

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Middle District of Pennsylvania

(State)

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name B & B Fitness and Barbell, Inc.

2. All other names debtor used in the last 8 years Elevations Health Club
Include any assumed names, trade names, and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 22 - 3381712

4. Debtor's address

Principal place of business	Mailing address, if different from principal place of business
-----------------------------	--

117 Rose Street

Number Street

Number Street

PO Box 295

P.O. Box

Scotrun

City

PA

State

18355

ZIP Code

Scotrun

City

PA

State

18355

ZIP Code

Monroe

County

Location of principal assets, if different from principal place of business

Number Street

City

State

ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.7 9 9 1

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☒ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY
District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

☐ No

☒ Yes. Debtor B & B Real Estate General Partnership Relationship Related Entity
District Middle District of PA When 05/23/2016
MM / DD / YYYY
Case number, if known 16-02183

List all cases. If more than 1, attach a separate list.

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- ☒ No
- ☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- ☐ It needs to be physically secured or protected from the weather.
- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- ☐ Other _____

Where is the property?

Number	Street

City	State ZIP Code

Is the property insured?

- ☐ No
- ☐ Yes. Insurance agency _____
- Contact name _____
- Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds**

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|---|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input checked="" type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known) _____

16. Estimated liabilities

- | | | |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/06/2016
MM / DD / YYYY

x


Signature of authorized representative of debtorRobert Bishop

Printed name

Title President

18. Signature of attorney

x


Signature of attorney for debtor

Date

6/6/16
MM / DD / YYYYPhilip W. Stock, Esquire

Printed name

Law Office of Philip W. Stock

Firm name

706 Monroe Street

Number Street

Stroudsburg

City

PA
State18360
ZIP Code(570) 420-0500

Contact phone

Email address _____

53203

Bar number

PA
State

UNITED STATES BANKRUPTCY COURT
Middle District of Pennsylvania

In re:

Case No. BKY

B & B Fitness and Barbell, Inc.,

Debtor(s)

Chapter 11 Case

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

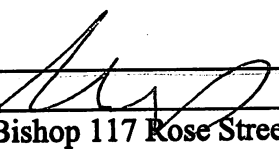
I, Robert Bishop, declare under penalty of perjury that I am the President of B & B Fitness and Barbell, Inc., a Delaware corporation and that on May 24, 2016 the following resolution was duly adopted by the President of this corporation:

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Robert Bishop, President of this corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that Robert Bishop, President of this corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case; and

Be It Further Resolved, that Robert Bishop, President of this corporation, is authorized and directed to employ Philip W. Stock, Esquire, attorney and the law firm of Law Office of Philip W. Stock to represent the corporation in such bankruptcy case."

Executed on: 06/06/2016	Signed: 
	Robert Bishop 117 Rose Street, Scotrun, PA 18355 (Name and Address of Subscriber)

Fill in this information to identify the case:

Debtor name B & B Fitness and Barbell, Inc.

United States Bankruptcy Court for the: Middle District of Pennsylvania

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets — Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.
☒ Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

\$ 100.00

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number
3.1. Wayne Bank	Business Checking	_____
3.2. Pennstar Bank	See Attachment 1	_____

\$ 12,000.00
\$ 25.40

4. Other cash equivalents (Identify all)

4.1. _____
4.2. _____

\$ _____
\$ _____

5. Total of Part 1

\$ 12,125.40

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- ☒ No. Go to Part 3.
☐ Yes. Fill in the information below.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. _____
7.2. _____

\$ _____
\$ _____

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1. _____ \$ _____

8.2. _____ \$ _____

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$ _____

Part 3: Accounts receivable**10. Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.
- ☒ Yes. Fill in the information below.

Current value of debtor's
interest**11. Accounts receivable**

11a. 90 days old or less:	\$ 5,000.00	- \$ 0.00	= →	\$ 5,000.00
	face amount	doubtful or uncollectible accounts		
11b. Over 90 days old:	\$ 10,000.00	- \$ 2,500.00	= →	\$ 7,500.00
	face amount	doubtful or uncollectible accounts		

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ 12,500.00

Part 4: Investments**13. Does the debtor own any investments?**

- ☒ No. Go to Part 5.
- ☐ Yes. Fill in the information below.

Valuation method
used for current valueCurrent value of debtor's
interest**14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

14.1. _____ \$ _____

14.2. _____ \$ _____

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity:

% of ownership:

15.1. _____ % _____ \$ _____

15.2. _____ % _____ \$ _____

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

16.1. _____ \$ _____

16.2. _____ \$ _____

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$ _____

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☐ No. Go to Part 6.
☒ Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
20. Work in progress				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
21. Finished goods, including goods held for resale				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
22. Other inventory or supplies				
Drink Inventory	MM / DD / YYYY	\$ _____	_____	\$ 350.00
See Attachment 2: Additional Inventory (Other Inventory or Supplies)				

23. Total of Part 5

Add lines 19 through 22. Copy the total to line 84.

\$ 600.00

24. Is any of the property listed in Part 5 perishable?

- ☒ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☒ No
☐ Yes. Book value _____ Valuation method _____ Current value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested			
_____	\$ _____	_____	\$ _____
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
_____	\$ _____	_____	\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)			
_____	\$ _____	_____	\$ _____
31. Farm and fishing supplies, chemicals, and feed			
_____	\$ _____	_____	\$ _____
32. Other farming and fishing-related property not already listed in Part 6			
_____	\$ _____	_____	\$ _____

33. Total of Part 6.

Add lines 28 through 32. Copy the total to line 85.

\$

34. Is the debtor a member of an agricultural cooperative?

- ☐ No
- ☐ Yes. Is any of the debtor's property stored at the cooperative?
- ☐ No
- ☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☐ No
- ☐ Yes. Book value \$ Valuation method Current value \$

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☐ No
- ☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
Office Furniture	\$		\$3,460.00
40. Office fixtures			
	\$		\$
41. Office equipment, including all computer equipment and communication systems equipment and software			
Office Equipment/Supplies	\$		\$3,915.00
See Attachment 3: Additional Office Equipment			
42. Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1	\$		\$
42.2	\$		\$
42.3	\$		\$

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$8,375.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☒ No
- ☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

Part 8: Machinery, equipment, and vehicles**46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- ☐ No. Go to Part 9.
- ☒ Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1 _____	\$ _____	_____	\$ _____
47.2 _____	\$ _____	_____	\$ _____
47.3 _____	\$ _____	_____	\$ _____
47.4 _____	\$ _____	_____	\$ _____
48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
48.1 _____	\$ _____	_____	\$ _____
48.2 _____	\$ _____	_____	\$ _____
49. Aircraft and accessories			
49.1 _____	\$ _____	_____	\$ _____
49.2 _____	\$ _____	_____	\$ _____
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
Gym Equipment _____	\$ _____	_____	\$80,000.00
51. Total of Part 8. Add lines 47 through 50. Copy the total to line 87.			\$80,000.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☒ No
- ☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

Part 9: Real property**54. Does the debtor own or lease any real property?**

- ☐ No. Go to Part 10.
- ☒ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 <u>Scotrun Fitness Center</u>	<u>Lessee</u>	<u>\$ 0.00</u>	<u>N/A</u>	<u>\$ 0.00</u>
55.2 <u>Marshall's Creek Fitness Center</u>	<u>Lessee</u>	<u>\$ 0.00</u>	<u>N/A</u> <u>Expires 6/3/16</u>	<u>\$ 0.00</u>
55.3 _____	_____	<u>\$ _____</u>	_____	<u>\$ _____</u>
55.4 _____	_____	<u>\$ _____</u>	_____	<u>\$ _____</u>
55.5 _____	_____	<u>\$ _____</u>	_____	<u>\$ _____</u>
55.6 _____	_____	<u>\$ _____</u>	_____	<u>\$ _____</u>

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ 0.00**57. Is a depreciation schedule available for any of the property listed in Part 9?**

- ☐ No
- ☐ Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- ☐ No
- ☐ Yes

Part 10: Intangibles and Intellectual Property**59. Does the debtor have any interests in intangibles or intellectual property?**

- ☒ No. Go to Part 11.
- ☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. <u>Patents, copyrights, trademarks, and trade secrets</u>	<u>\$ _____</u>	_____	<u>\$ _____</u>
61. <u>Internet domain names and websites</u>	<u>\$ _____</u>	_____	<u>\$ _____</u>
62. <u>Licenses, franchises, and royalties</u>	<u>\$ _____</u>	_____	<u>\$ _____</u>
63. <u>Customer lists, mailing lists, or other compilations</u>	<u>\$ _____</u>	_____	<u>\$ _____</u>
64. <u>Other intangibles, or intellectual property</u>	<u>\$ _____</u>	_____	<u>\$ _____</u>
65. <u>Goodwill</u>	<u>\$ _____</u>	_____	<u>\$ _____</u>

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$ _____

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- ☒ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- ☒ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
☒ Yes. Fill in the information below.

Current value of
debtor's interest

71. Notes receivable

Description (include name of obligor)

_____ Total face amount — _____ doubtful or uncollectible amount = → \$ _____

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

_____	Tax year _____	\$ _____
_____	Tax year _____	\$ _____
_____	Tax year _____	\$ _____

73. Interests in insurance policies or annuities

_____ \$ _____

74. Causes of action against third parties (whether or not a lawsuit has been filed)

_____ \$ _____

Nature of claim _____

Amount requested \$ _____

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

_____ \$ _____

Nature of claim _____

Amount requested \$ _____

76. Trusts, equitable or future interests in property

_____ \$ _____

77. Other property of any kind not already listed Examples: Season tickets, country club membership

Business Value/Good Will _____ \$ 300,000.00

_____ \$ _____

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$ 300,000.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Attachment
Debtor: B & B Fitness and Barbell, Inc. Case No:

Attachment 1

Checking (inactive account - never closed)

Attachment 2: Additional Inventory (Other Inventory or Supplies)

Description: Clothing

Book Value:

Value: \$250.00

Attachment 3: Additional Office Equipment

Description: Phone System

Book Value:

Value: \$1,000.00

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	\$ <u>12,125.40</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$ <u>0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ <u>12,500.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	\$ <u>0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$ <u>600.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$ <u>0.00</u>	
86. Office furniture, fixtures, and equipment, and collectibles. <i>Copy line 43, Part 7.</i>	\$ <u>8,375.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$ <u>80,000.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i>	→	\$ <u>0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$ <u>0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$ <u>300,000.00</u>	
91. Total. Add lines 80 through 90 for each column.91a.	\$ <u>413,600.40</u>	91b. \$ <u>0.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		\$ <u>413,600.40</u>

Fill in this information to identify the case:

Debtor name B & B Fitness and Barbell, Inc.

United States Bankruptcy Court for the: Middle District of Pennsylvania

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- ☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Column A
Amount of claim
Do not deduct the value of collateral.

Column B
Value of collateral that supports this claim

2.1 Creditor's name <u>ABC FINANCIAL</u>	Describe debtor's property that is subject to a lien <u>Cash Collateral & Receivables</u>	<u>\$110,000.00</u>	<u>\$12,500.00</u>
Creditor's mailing address <u>8320 ARKANSAS 107</u> <u>SHERWOOD, AR 72120</u>	Describe the lien <u>UCC/Loan</u>		
Creditor's email address, if known _____	Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
Date debt was incurred <u>2014</u>	Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H).		
Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed		
Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor, and its relative priority. _____ _____			

2.2 Creditor's name <u>FINANCIAL PACIFIC LEASING</u>	Describe debtor's property that is subject to a lien <u>Gym Equipment</u>	<u>\$59,832.40</u>	<u>\$80,000.00</u>
Creditor's mailing address <u>3455 S 344TH WAY STE 300</u> <u>FEDERAL WAY, WA 98001</u>	Describe the lien <u>UCC/Lease</u>		
Creditor's email address, if known _____	Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
Date debt was incurred <u>2014</u>	Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H).		
Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed		
Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ _____ <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines _____			

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$1,978,283.40

Part 1: Additional Page

Column A
Amount of claimDo not deduct the value
of collateral.Column B
Value of collateral
that supports this
claim

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2.3 Creditor's name

LCA

Describe debtor's property that is subject to a lien

Gym Equipment

\$28,600.00

\$80,000.00

Creditor's mailing address

3150 LIVERNOIS RD STE 300
TROY, MI 48083

Describe the lien

UCC/Lease

Creditor's email address, if known

Is the creditor an insider or related party?

- ☒
- No
-
- ☐
- Yes

Date debt was incurred 2013

Is anyone else liable on this claim?

Last 4 digits of account
number

- ☐
- No
-
- ☒
- Yes. Fill out Schedule H: Codebtors (Official Form 206H).

Do multiple creditors have an interest in the
same property?

- ☐
- No
-
- ☒
- Yes. Have you already specified the relative
-
- priority?

- ☐
- No. Specify each creditor, including this
-
- creditor, and its relative priority.

As of the petition filing date, the claim is:
Check all that apply.

- ☐
- Contingent
-
- ☐
- Unliquidated
-
- ☐
- Disputed

- ☐
- Yes. The relative priority of creditors is
-
- specified on lines

2.4 Creditor's name

NEWTEK SMALL BUSINESS

Describe debtor's property that is subject to a lien

Cash Collateral,

\$1,759,182.00

\$413,600.40

Creditor's mailing address

1981 MARCUS AVENUE, SUITE 130
LAKE SUCCESS, NY 11042

Receivables &

Gym Equipment, etc.

Describe the lien

Mortgage/UCG/Loan

Creditor's email address, if known

Is the creditor an insider or related party?

- ☒
- No
-
- ☐
- Yes

Date debt was incurred 2010

Is anyone else liable on this claim?

Last 4 digits of account
number

- ☐
- No
-
- ☒
- Yes. Fill out Schedule H: Codebtors (Official Form 206H).

Do multiple creditors have an interest in the
same property?

- ☐
- No
-
- ☒
- Yes. Have you already specified the relative
-
- priority?

- ☐
- No. Specify each creditor, including this
-
- creditor, and its relative priority.

As of the petition filing date, the claim is:
Check all that apply.

- ☐
- Contingent
-
- ☐
- Unliquidated
-
- ☐
- Disputed

- ☐
- Yes. The relative priority of creditors is
-
- specified on lines

Part 1: Additional Page

Column A
Amount of claim
Do not deduct the value
of collateral.

Column B
Value of collateral
that supports this
claim

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2.5 Creditor's name

ON DECK FINANCIAL

Describe debtor's property that is subject to a lien

Cash Collateral &
Receivables

\$9,069.00

\$12,500.00

Creditor's mailing address

1400 BROADWAY
NEW YORK, NY 10018

Describe the lien

UCC/Loan

Creditor's email address, if known

Is the creditor an insider or related party?

☒ No
☐ Yes

Date debt was incurred 2014

Is anyone else liable on this claim?

Last 4 digits of account
number
☒ No
☐ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

Do multiple creditors have an interest in the same property?

☐ No

☒ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.
As of the petition filing date, the claim is:
Check all that apply.
☐ Contingent
☐ Unliquidated
☐ Disputed

☐ Yes. The relative priority of creditors is specified on lines ____

2.6 Creditor's name

SUMMIT VENDOR FINANCE

Describe debtor's property that is subject to a lien

Gym Equipment

\$11,200.00

\$80,000.00

Creditor's mailing address

4680 PARKWAY DRIVE, SUITE 300
MASON, OH 45040

Describe the lien

UCC/Lease

Creditor's email address, if known

Is the creditor an insider or related party?

☒ No
☐ Yes

Date debt was incurred 2013

Is anyone else liable on this claim?

Last 4 digits of account
number
☒ No
☐ Yes. Fill out Schedule H: Codebtors (Official Form 206H).

Do multiple creditors have an interest in the same property?

☐ No

☒ Yes. Have you already specified the relative priority?

☐ No. Specify each creditor, including this creditor, and its relative priority.
As of the petition filing date, the claim is:
Check all that apply.
☐ Contingent
☐ Unliquidated
☐ Disputed

☐ Yes. The relative priority of creditors is specified on lines ____

[illegible]

Fill in this information to identify the case:

Debtor B & B Fitness and Barbell, Inc.
United States Bankruptcy Court for the: Middle District of Pennsylvania
Case number _____
(If known)

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with **PRIORITY** unsecured claims and Part 2 for creditors with **NONPRIORITY** unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with **PRIORITY** Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☐ No. Go to Part 2.
☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
2.1	Priority creditor's name and mailing address IRS PO BOX 12051 PHILADELPHIA, PA 19106 Date or dates debt was incurred 2012 Last 4 digits of account number _____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (<u>8</u>)	As of the petition filing date, the claim is: \$130,700.00 <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Taxes and Other Government Debts</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$130,700.00

2.2	Priority creditor's name and mailing address PA DEPARTMENT OF REVENUE PO BOX 280946 HARRISBURG, PA 17128 Date or dates debt was incurred 2014 Last 4 digits of account number _____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (<u>8</u>)	As of the petition filing date, the claim is: \$28,000.00 <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Taxes and Other Government Debts</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$28,000.00
------------	--	--	-------------

2.3	Priority creditor's name and mailing address _____ _____ _____ Date or dates debt was incurred _____ Last 4 digits of account number _____ Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (_____)	As of the petition filing date, the claim is: \$0.00 <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	\$0.00
------------	--	--	--------

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 4 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1	Nonpriority creditor's name and mailing address <u>209 COMMERCIAL CONDO LLC</u> <u>480 SEVEN BRIDGES RD</u> <u>EAST STROUDSBURG, PA 18360</u> Date or dates debt was incurred <u>2014</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Rent Deficiency</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ <u>73,000.00</u>
3.2	Nonpriority creditor's name and mailing address <u>ADAMS ADVERTISING</u> <u>6053 RT. 209</u> <u>STROUDSBURG, PA 18360</u> Date or dates debt was incurred <u>03/2016</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Advertising</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ <u>7,727.00</u>
3.3	Nonpriority creditor's name and mailing address <u>AVAYA FINANCIAL SERVICES</u> <u>PO BOX 550599</u> <u>JACKSONVILLE, FL 32255</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Phone System</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ <u>8,180.00</u>
3.4	Nonpriority creditor's name and mailing address <u>B & B REAL ESTATE</u> <u>117 ROSE STREET PO BOX 295</u> <u>SCOTRUN, PA 18355</u> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Rent Deficiency</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ <u>115,000.00</u>
3.5	Nonpriority creditor's name and mailing address <u>BMI</u> <u>PO BOX 630893</u> <u>CINCINNATI, OH 45263</u> Date or dates debt was incurred <u>11/2015</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Music Licensing Agreement</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ <u>336.00</u>
3.6	Nonpriority creditor's name and mailing address <u>DEMPSEY UNIFORM</u> <u>1200 MID-VALLEY DR.</u> <u>JESSUP, PA 18434</u> Date or dates debt was incurred <u>03/2016</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Towel/Laundry Service</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$ <u>346.00</u>

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.7	Nonpriority creditor's name and mailing address <u>DIRECT ENERGY</u> <u>1001 LIBERTY AVE.</u> <u>PITTSBURGH, PA 15222</u> Date or dates debt was incurred <u>06/2015</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed Basis for the claim: <u>Electric Service</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>9,374.00</u>
3.8	Nonpriority creditor's name and mailing address <u>F/J HESS AND SONS</u> <u>116 MCTA DR.</u> <u>SWIFTWATER, PA 18370</u> Date or dates debt was incurred <u>11/2015</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Propane and Service</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>6,332.00</u>
3.9	Nonpriority creditor's name and mailing address <u>HOLLY R. CORCORAN, CPA</u> <u>1801 WEST MAIN STREET</u> <u>STROUDSBURG, PA 18360</u> Date or dates debt was incurred <u>02/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Accounting Services</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>5,609.00</u>
3.10	Nonpriority creditor's name and mailing address <u>HOME DEPOT</u> <u>2455 PACES FERRY RD.</u> <u>ATLANTA, GA 30339</u> Date or dates debt was incurred <u>2015</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Purchases</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>6,100.00</u>
3.11	Nonpriority creditor's name and mailing address <u>L.T. VERRASTRO, INC.</u> <u>700 MOOSIC RD.</u> <u>OLD FORGE, PA 18518</u> Date or dates debt was incurred <u>03/2016</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Sports Drinks & Water</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$ <u>1,297.00</u>

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.12 Nonpriority creditor's name and mailing address

LES MILLS UNITED STATES

5022 CAMPBELL BLVD. SUITE L

NOTTINGHAM, MD 21236

Date or dates debt was incurred

12/2015

Last 4 digits of account number

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent☐ Unliquidated☐ Disputed☐ Liquidated and neither contingent nor disputed

\$ 5,000.00

Basis for the claim: License Fee for Classes

Is the claim subject to offset?

☒ No☐ Yes**3.13 Nonpriority creditor's name and mailing address**

SCENT AIR

PO BOX 978754

DALLAS, TX 75397

Date or dates debt was incurred

08/2015

Last 4 digits of account number

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent☐ Unliquidated☐ Disputed

\$ 313.00

Basis for the claim: Air Freshner Account

Is the claim subject to offset?

☒ No☐ Yes**3.14 Nonpriority creditor's name and mailing address**

SPS

300 LITTLETON RD.

PARSIPPANY, NJ 07054

Date or dates debt was incurred

10/2015

Last 4 digits of account number

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent☐ Unliquidated☐ Disputed

\$ 320.00

Basis for the claim: Telephone Maintenance Contract

Is the claim subject to offset?

☒ No☐ Yes**3.15 Nonpriority creditor's name and mailing address**

STAPLES

500 STAPLES DR.

FRAMINGHAM, MA 01702

Date or dates debt was incurred

2015

Last 4 digits of account number

6 4 7 7

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent☐ Unliquidated☐ Disputed

\$ 6,234.00

Basis for the claim: Office Supplies

Is the claim subject to offset?

☒ No☐ Yes**3.16 Nonpriority creditor's name and mailing address**

As of the petition filing date, the claim is:

Check all that apply.

☐ Contingent☐ Unliquidated☐ Disputed

\$ _____

Basis for the claim: _____

Is the claim subject to offset?

☐ No☐ Yes

Date or dates debt was incurred

Last 4 digits of account number

Part 3:**List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1. ACR 5220 SPRING VALLEY RD. #408 DALLAS, TX 75252	Line <u>3.7</u> <input type="checkbox"/> Not listed. Explain _____	____
4.2. ARSI CORPORATE HEADQUARTERS, 555 ST. CHARLES DROVE, SUITE 110 THOUSAND OAKS, CA 91360	Line <u>3.15</u> <input type="checkbox"/> Not listed. Explain _____	<u>6 4 7 7</u>
4.3. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.4. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.5. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.6. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.7. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.8. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.9. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.10. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.11. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____
4.12. _____	Line _____ <input type="checkbox"/> Not listed. Explain _____	____

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**5. Add the amounts of priority and nonpriority unsecured claims.**

Total of claim amounts

5a. Total claims from Part 1

5a.

\$ 158,700.00

5b. Total claims from Part 2

5b.

+

\$ 245,168.00

5c. Total of Parts 1 and 2

5c.

\$ 403,868.00

Lines 5a + 5b = 5c.

Fill in this information to identify the case:

Debtor name B & B Fitness and Barbell, Inc.

United States Bankruptcy Court for the: Middle District of Pennsylvania

Case number (if known): _____ Chapter 11

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1	State what the contract or lease is for and the nature of the debtor's interest	Gym Equipment Lease	LCA
	State the term remaining		3150 LIVERNOIS RD STE 300
	List the contract number of any government contract		TROY MI 48083
			See Attachment 1
2.2	State what the contract or lease is for and the nature of the debtor's interest	Gym Equipment Lease	FINANCIAL PACIFIC LEASING
	State the term remaining		3455 S 344TH WAY STE 300
	List the contract number of any government contract		FEDERAL WAY WA 98001
2.3	State what the contract or lease is for and the nature of the debtor's interest	Phone System Lease	AVAYA FINANCIAL SERVICES
	State the term remaining		PO BOX 550599
	List the contract number of any government contract		JACKSONVILLE FL 32255
2.4	State what the contract or lease is for and the nature of the debtor's interest	Rental Lease	B & B REAL ESTATE GENERAL PARTNERSHIP
	State the term remaining		117 ROSE STREET
	List the contract number of any government contract		PO BOX 295
			SCOTRUN PA 18335
2.5	State what the contract or lease is for and the nature of the debtor's interest	Gym Equipment Lease	SUMMIT VENDOR FINANCE
	State the term remaining		4680 PARKWAY DRIVE, SUITE 300
	List the contract number of any government contract		MASON OH 45040

Additional Page If Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.6	State what the contract or lease is for and the nature of the debtor's interest	Gym Equipment Lease	SUSQUEHANNA
	State the term remaining		2 COUNTRY VIEW ROAD, SUITE 300
	List the contract number of any government contract		MALVERN PA 19355
2.7	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.8	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.9	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.10	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.11	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		
2.12	State what the contract or lease is for and the nature of the debtor's interest		
	State the term remaining		
	List the contract number of any government contract		

Attachment
Debtor: B & B Fitness and Barbell, Inc.

Case No:

Attachment 1

Additional Contacts for Executory Contract With LCA:
DIRECT CREDIT FUNDING INC
3629 N 700 E STE 200
OGDEN, UT 84414

Fill in this information to identify the case:

Debtor name B & B Fitness and Barbell, Inc.

United States Bankruptcy Court for the: Middle District of Pennsylvania

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

☒ Yes

- 2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.**

Column 1: Codebtor

Column 2: Creditor

Name

Mailing address

Name

Check all schedules that apply:

2.1 ROBERT C. BISHOP

232 HALLET RD.

Street

EAST STROUDBURG

PA

18301

City

State

ZIP Code

FINANCIAL PACIFIC

LEASING

See Attachment 1

☒ D
☐ E/F
☐ G

2.2 BARRY KLEIN

404 BENSON COURT

Street

EAST STROUDSBURG

PA

18302

City

State

ZIP Code

FINANCIAL PACIFIC

LEASING

See Attachment 2

☒ D
☒ E/F
☐ G

2.3 DEANN KLEIN

404 BENSON COURT

Street

EAST STROUDSBURG

PA

18302

City

State

ZIP Code

NEWTEK SMALL

BUSINESS

☒ D
☐ E/F
☐ G

2.4 CHERYL A. BISHOP

232 HALLET RD.

Street

EAST STROUDSBURG

PA

18301

City

State

ZIP Code

NEWTEK SMALL

BUSINESS

☒ D
☐ E/F
☐ G

2.5 B & B REAL ESTATE

See Attachment 3

117 ROSE STREET

Street

SCOTRUN

PA

18355

City

State

ZIP Code

NEWTEK SMALL

BUSINESS

☒ D
☐ E/F
☐ G

2.6 PATRICIA BISHOP

143 CRESTMONT DRIVE

Street

MANTUA

NJ

08051

City

State

ZIP Code

NEWTEK SMALL

BUSINESS

☒ D
☐ E/F
☐ G

Attachment
Debtor: B & B Fitness and Barbell, Inc.

Case No:

Attachment 1

LCA, Schedule D
NEWTEK SMALL BUSINESS , Schedule D

Attachment 2

LCA, Schedule D
NEWTEK SMALL BUSINESS , Schedule D
STAPLES, Schedule E/F
HOME DEPOT, Schedule E/F

Attachment 3

GENERAL PARTNERSHIP

Fill in this information to identify the case and this filing:

Debtor Name B & B Fitness and Barbell, Inc.
United States Bankruptcy Court for the: Middle District Of Pennsylvania
Case number (If known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING – Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *A Summary of Assets and Liabilities for Non-Individuals* (Official Form 206—Summary)
- ☐ Amended Schedule _____
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration Business Income and Expenses

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 06/06/2016
MM / DD / YYYY

x 

Signature of individual signing on behalf of debtor

Robert Bishop
Printed name

President
Position or relationship to debtor

Fill in this information to identify the case:

Debtor name B & B Fitness and Barbell, Inc.
United States Bankruptcy Court for the: Middle District of Pennsylvania
Case number (if known): _____

☐ Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)

1a. Real property:

Copy line 88 from Schedule A/B

\$ 0.00

1b. Total personal property:

Copy line 91A from Schedule A/B

\$ 413,600.40

1c. Total of all property:

Copy line 92 from Schedule A/B

\$ 413,600.40

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Hold Claims Secured by Property (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, at the bottom of page 1 of Schedule D

\$ 1,978,283.40

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims:

Copy the total claims from Part 1 from line 6a of Schedule E/F

\$ 158,700.00

3b. Total amount of claims of non-priority amount of unsecured claims:

Copy the total of the amount of claims from Part 2 from line 6b of Schedule E/F

+ \$ 245,168.00

4. Total liabilities

Lines 2 + 3a + 3b

\$2,382,151.40

Fill in this information to identify the case:

Debtor name: B & B Fitness and Barbell, Inc.
 United States Bankruptcy Court for the: Middle District Of Pennsylvania
 Case number (if known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	NEWTEK SMALL BUSINESS 1981 Marcus Ave. LAKE SUCCESS, NY11042		Mortgage/ UCC/Loan		1,759,182.00		\$1,345,581.00
2	IRS PO BOX 12051 PHILADELPHIA, PA19106		Taxes and Other Government Debts				\$130,700.00
3	209 COMMERCIAL CONDO LLC 480 SEVEN BRIDGES RD EAST STROUDSBURG, PA18360		Rent Deficiency				\$73,000.00
4	FINANCIAL PACIFIC LEASING 3455 S. 344TH WAY STE. 300 FEDERAL WAY, WA98001		Ellipticals and Treadmills		59,832.40	29,916.20	\$29,916.20
5	LCA 3150 LIVERNOIS RD STE 300 TROY, MI48083		Weight Machines		28,600.00	14,300.00	\$14,300.00
6	PA DEPARTMENT OF REVENUE PO BOX 280946 HARRISBURG, PA17128		Taxes and Other Government Debts				\$28,000.00
7	ABC FINANCIAL 8320 ARKANSAS 107 SHERWOOD, AR72120		Lien on Receivables				\$110,000.00
8	DIRECT ENERGY 1001 LIBERTY AVE. PITTSBURGH, PA15222		Electric Service				\$9,374.00

Debtor

B & B Fitness and Barbell, Inc.
Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim (If the claim is fully unsecured, fill in only the claim amount. If claim is partially secured, fill in claim amount and deduction for value of collateral or setoff to calculate unsecured claim.)		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	AVAYA FINANCIAL SERVICES PO BOX 550599 JACKSONVILLE, FL32255		Phone System				\$8,180.00
10	ADAMS ADVERTISING 6053 RT. 209 STROUDSBURG, PA18360		Advertising				\$7,727.00
11	F/J HESS AND SONS 116 MCTA DR. SWIFTWATER, PA18370		Propane and Service				\$6,332.00
12	STAPLES 500 STAPLES DR. FRAMINGHAM, MA01702		Office Supplies				\$6,234.00
13	HOME DEPOT 2455 PACES FERRY RD. ATLANTA, GA30339		Purchases				\$6,100.00
14	HOLLY R. CORCORAN, CPA 1801 WEST MAIN STREET STROUDSBURG, PA18360		Accounting Services				\$5,609.00
15	LES MILLS UNITED STATES 5022 CAMPBELL BLVD. SUITE L NOTTINGHAM, MD21236		License Fee for Classes				\$5,000.00
16	L.T. VERRASTRO, INC. 700 MOOSIC RD. OLD FORGE, PA18518		Sports Drinks & Water				\$1,297.00
17	SCENT AIR PO BOX 978754 DALLAS, TX75397		Air Freshner Account				\$313.00
18	DEMPSEY-UNIFORM 1200 MID-VALLEY DR. JESSUP, PA18434		Towel/Laundry Service				\$346.00
19	BMI PO BOX 630893 CINCINNATI, OH45263		Music Licensing Agreement				\$336.00
20	SPS 300 LITTLETON RD. PARSIPPANY, NJ07054		Telephone Maintenance Contract				\$320.00

United States Bankruptcy Court
Middle District of Pennsylvania

In re **B & B Fitness and Barbell, Inc.**

Case No.

Debtor.

Chapter **11**


STATEMENT OF CORPORATE OWNERSHIP

Comes now **B & B Fitness and Barbell, Inc.** (the "Debtor") and pursuant to Fed. R. Bankr. P. 1007(a) and 7007.1 state as follows:

____ All corporations that directly or indirectly own 10% or more of any class of the corporation's equity interests are listed below:

OR,

X There are no entities to report.

By: 

Philip W. Stock, Esquire
Signature of Attorney

Counsel for
Bar no.: **53203**
Address.: **706 Monroe Street**
Stroudsburg, Pennsylvania 18360

Telephone No.: **(570) 420-0500**
Fax No.: **(570) 338-0920**
E-mail address:

Fill in this information to identify the case:

Debtor name B & B Fitness and Barbell, Inc.

United States Bankruptcy Court for the: Middle District of Pennsylvania

Case number (if known): _____

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From 01/01/2016 to Filing date
MM/DD/YYYY

☒ Operating a business
☐ Other _____

\$ 421,525.00 (est.)

For prior year:

From 01/01/2015 to 12/31/2015
MM/DD/YYYY MM/DD/YYYY

☒ Operating a business
☐ Other _____

\$ 966,996.00 (est.)

For the year before that:

From 01/01/2014 to 12/31/2014
MM/DD/YYYY MM/DD/YYYY

☒ Operating a business
☐ Other _____

\$ 1,396,385.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From _____ to Filing date
MM/DD/YYYY

\$ _____

For prior year:

From _____ to _____
MM/DD/YYYY MM/DD/YYYY

\$ _____

For the year before that:

From _____ to _____
MM/DD/YYYY MM/DD/YYYY

\$ _____

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer Check all that apply
3.1. F/J Hess and Sons Creditor's name 116 MCTA Dr. Street Swiftwater PA 18370 City State ZIP Code		\$ 3,000.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other
3.2. Creditor's name Street City State ZIP Code		\$	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. Barry Klein Insider's name 404 Benson Court Street East Stroudsburg PA 18302 City State ZIP Code Relationship to debtor CEO/Stockholder		\$ 96,000.00 (est.)	Pay "business debts" in Barry's name & prior loans/contributions to Debtor.
4.2. Miriam Klein Insider's name Street City State ZIP Code Relationship to debtor Mother of CEO		\$ 79,143.00	Unconventional management of business transactions See Attachment 1

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Description of the property	Date	Value of property
5.1.			\$
Creditor's name			
Street			
City	State	ZIP Code	
5.1.			\$
Creditor's name			
Street			
City	State	ZIP Code	

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
			\$
Creditor's name			
Street			
City	State	ZIP Code	
Last 4 digits of account number: XXXX- _____			

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. Newtek v. B & B Fitness	Money Judgment	Court of Common Pleas	<input checked="" type="checkbox"/> Pending
Case number		Name	<input type="checkbox"/> On appeal
Docket 3209 CV 16		Monroe County	<input type="checkbox"/> Concluded
		Street	
		Stroudsburg PA 18360	
		City State ZIP Code	
7.2. LCA v. B & B Fitness	Civil Action	Court of Common Pleas	<input checked="" type="checkbox"/> Pending
Case number		Name	<input type="checkbox"/> On appeal
3591 CV 16		Monroe County	<input type="checkbox"/> Concluded
		Street	
		Stroudsburg PA 18360	
		City State ZIP Code	

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Custodian's name and address

Description of the property

Value

Custodian's name

Case title

Court name and address

Street

Name

City

State

ZIP Code

Case number

Street

Date of order or assignment

City

State

ZIP Code

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**☒ None

Recipient's name and address

Description of the gifts or contributions

Dates given

Value

9.1.

Recipient's name

Street

City

State

ZIP Code

Recipient's relationship to debtor

9.2.

Recipient's name

Street

City

State

ZIP Code

Recipient's relationship to debtor

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**☒ None

Description of the property lost and how the loss occurred

Amount of payments received for the loss

Date of loss

Value of property lost

If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

\$

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	<u>Philip W. Stock</u> Address <u>706 Monroe Street</u> <small>Street</small> <u>Stroudsburg</u> <u>PA</u> <u>18360</u> <small>City State ZIP Code</small> Email or website address _____ Who made the payment, if not debtor? _____	_____	<u>05/13/16</u>	\$ <u>11,717.00</u>

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2.	_____ Address _____ <small>Street</small> _____ _____ <small>City State ZIP Code</small> Email or website address _____ Who made the payment, if not debtor? _____	_____	_____	\$ _____

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
 Do not include transfers already listed on this statement.

☒ None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
_____	_____	_____	\$ _____
Trustee	_____		

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

13. Transfers not already listed on this statement

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None

Who received transfer?

Description of property transferred or payments received or debts paid in exchange

Date transfer was made

Total amount or value

13.1.

\$

Address

Street

City

State

ZIP Code

Relationship to debtor

Who received transfer?

13.2.

\$

Address

Street

City

State

ZIP Code

Relationship to debtor

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address

Dates of occupancy

14.1.

Street

From To

City

State

ZIP Code

14.2.

Street

From To

City

State

ZIP Code

Part 8: Healthcare Bankruptcies**15. Healthcare bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

15.1.

Facility name

Street

City

State

ZIP Code

Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.

How are records kept?

Check all that apply:

- ☐ Electronically
- ☐ Paper

Facility name and address

Nature of the business operation, including type of services the debtor provides

If debtor provides meals and housing, number of patients in debtor's care

15.2.

Facility name

Street

City

State

ZIP Code

Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.

How are records kept?

Check all that apply:

- ☐ Electronically
- ☐ Paper

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**☒ No.☐ Yes. State the nature of the information collected and retained. _____

Does the debtor have a privacy policy about that information?

- ☐ No
- ☐ Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b) or other pension or profit-sharing plan made available by the debtor as an employee benefit?☒ No. Go to Part 10.☐ Yes. Does the debtor serve as plan administrator?☐ No. Go to Part 10.☐ Yes. Fill in below:

Name of plan

Employer identification number of the plan

EIN: _____

Has the plan been terminated?

- ☐ No
- ☐ Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

	Financial Institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	Name _____ Street _____ City _____ State _____ ZIP Code _____	XXXX-____-____-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____
18.2.	Name _____ Street _____ City _____ State _____ ZIP Code _____	XXXX-____-____-____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository Institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ Address _____ _____	_____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____	_____ _____ Address _____ _____	_____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None

Owner's name and address	Location of the property	Description of the property	Value
Name			\$ _____
Street			
City State ZIP Code			

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- **Environmental law** means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium)
- **Site** means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- **Hazardous material** means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☒ No

☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
Case number	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
	City State ZIP Code		<input type="checkbox"/> Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☒ No

☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

24. Has the debtor notified any governmental unit of any release of hazardous material?☒ No☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

25.1.	Business name and address Name Street City State ZIP Code	Describe the nature of the business 	Employer identification number Do not include Social Security number or ITIN. EIN: _____ Dates business existed From _____ To _____
25.2.	Business name and address Name Street City State ZIP Code	Describe the nature of the business 	Employer identification number Do not include Social Security number or ITIN. EIN: _____ Dates business existed From _____ To _____
25.3.	Business name and address Name Street City State ZIP Code	Describe the nature of the business 	Employer identification number Do not include Social Security number or ITIN. EIN: _____ Dates business existed From _____ To _____

Debtor

B & B Fitness and Barbell, Inc.
Name

Case number (if known) _____

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address

Dates of service

From _____ To _____

26a.1. Holly R. Corcoran, CPA

Name

Corcoran, Hegarty & Associates

Street

1801 West Main Street

Stroudsburg

PA

18360

City

State

ZIP Code

Name and address

Dates of service

From _____ To _____

26a.2.

Name

Street

City

State

ZIP Code

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address

Dates of service

From _____ To _____

26b.1. Holly R. Corcoran, CPA

Name

Corcoran, Hegarty & Associates

Street

1801 West Main Street

Stroudsburg

PA

18360

City

State

ZIP Code

Name and address

Dates of service

From _____ To _____

26b.2.

Name

Street

City

State

ZIP Code

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address

If any books of account and records are unavailable, explain why

26c.1. Holly R. Corcoran, CPA

Name

Street

City

State

ZIP Code

Accountant filed 2015 Tax Return. Debtor
did not receive copy. Accountant was not
paid.

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

Name and address

If any books of account and records are unavailable, explain why

26c.2.

Name

Street

City

State

ZIP Code

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address

26d.2.

On Deck Financial

Name

1400 Broadway

Street

New York

NY

10018

City

State

ZIP Code

Name and address

26d.2.

ABC Financial

Name

8320 Arkansas 107

Street

Sherwood

AR

72120

City

State

ZIP Code

See Attachment 2

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No

☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

**Date of
Inventory**

**The dollar amount and basis (cost, market, or
other basis) of each inventory**

\$

Name and address of the person who has possession of inventory records

27.1.

Name

Street

City

State

ZIP Code

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

Name of the person who supervised the taking of the inventory

Date of
inventoryThe dollar amount and basis (cost, market, or
other basis) of each inventory

\$

Name and address of the person who has possession of inventory records

27.2.

Name

Street

City

State

ZIP Code

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name

Address

Position and nature of any interest

% of interest, if any

Robert Bishop

117 Rose Street, Scotrun, PA 18355

President - Fee

49

Barry Klein

117 Rose Street, Scotrun, PA 18355

CEO - Fee

51

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

☒ No☐ Yes. Identify below.

Name

Address

Position and nature of
any interestPeriod during which
position or interest was
held

From ____ To ____

From ____ To ____

From ____ To ____

From ____ To ____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☒ No☐ Yes. Identify below.

Name and address of recipient

Amount of money or
description and value of
property

Dates

Reason for
providing the value

30.1.

Name

Street

City

State

ZIP Code

Relationship to debtor

Debtor

B & B Fitness and Barbell, Inc.

Name

Case number (if known)

Name and address of recipient

Name

Street

City

State

ZIP Code

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

☒ No☐ Yes. Identify below.

Name of the parent corporation

Employer identification number of the parent corporation

EIN: -

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

☒ No☐ Yes. Identify below.

Name of the pension fund

Employer identification number of the pension fund

EIN: -

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

06/06/2016
MM / DD / YYYY

x

Signature of individual signing on behalf of the debtor

Printed name Robert Bishop

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?☒ No☐ Yes

Attachment
Debtor: B & B Fitness and Barbell, Inc. Case No:

Attachment 1 Additional Payments or Transfers to Insiders:

Insider's Name: David Klein

Relationship to Debtor: Father of CEO

Date of Payments or Transfers: \$32,000.00

Reasons for Payment or Transfer: Unconventional management of business transactions

Attachment 2 Additional Financial Statement Recipients:

Name: Newtek

Address: 1981 Marcus Ave., Lake Success, NY 11042

United States Bankruptcy Court
MIDDLE DISTRICT OF PENNSYLVANIA

In re **B & B Fitness and Barbell, Inc.**

Case No. _____

Debtor

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept \$ 250.00/hr.

Prior to the filing of this statement I have received \$ 11,717.00

Balance Due 250.00/hr. subject to Court approval \$ 0.00

(1,717.00 filing fee)

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify)

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a other person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

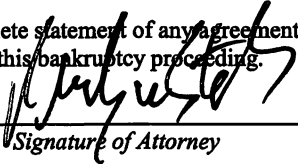
5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

- d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
- e. [Other provisions as needed]

Disclosure Statement and Chapter 11 Plan

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION	
I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.	
<u>6/6/16</u> Date	<u></u> Signature of Attorney
<u>Law Office of Philip W. Stock</u> Name of law firm	

UNITED STATES BANKRUPTCY COURT
Middle District of Pennsylvania

In re: **B & B Fitness and Barbell, Inc.**

Debtors

Case No. _____

Chapter **11**

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rules and I/we assume all responsibility for errors and omissions.

Dated: 06/06/2016

Signed: _____

Dated: _____

Signed: _____

Signed: _____

Philip W. Stock, Esquire
Attorney for Debtor(s)
Bar no.: 53203
706 Monroe Street
Stroudsburg, Pennsylvania 18360
Telephone No: (570) 420-0500
Fax No: (570) 338-0920