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United States Bankruptcy Court  
District of Puerto Rico, San Juan Division

IN RE:

Case No. \_\_\_\_\_

**B & D Entreprises S.E.** \_\_\_\_\_

Chapter **11** \_\_\_\_\_

Debtor(s)

**VERIFICATION OF CREDITOR MATRIX**

The above named debtor(s) hereby verify(ies) that the attached matrix listing creditors is true to the best of my(our) knowledge.

Date: **February 10, 2016** \_\_\_\_\_

Signature: **/s/ Manuel M. Babilonia** \_\_\_\_\_

**Manuel M. Babilonia, general Partner/ administrator**

Debtor

Date: \_\_\_\_\_

Signature: \_\_\_\_\_

Joint Debtor, if any

Banco Popular de Puerto Rico  
Banco Popular- Mortgage Servicing  
PO Box 3627018  
San Juan, PR 00936-2708

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF PUERTO RICO, SAN JUAN DIVISION

Case number (if known)

Chapter you are filing under:

Chapter 7

Chapter 11

Chapter 12

Chapter 13

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

12/15

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). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name B & D Entreprises S.E.

2. All other names debtor used in the last 8 years

Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 66-0563070

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

Carr #2 KM110 KM 7 Blvd # 2 Isabela, PR

PO Box 1194 Quebradillas, PR 00678-1194

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

Isabela

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

County

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

Other. Specify:

Debtor **B & D Entreprises S.E.**  
Name

Case number (if known)

**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(53AB))
- 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. §80a-3)

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
See <http://www.naics.com/search/>.

\_\_\_\_\_

**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 \$2,490,925 (amount subject to adjustment on 4/01/16 and every three 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 operation, 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.

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_

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

- No
- Yes.

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

Debtor \_\_\_\_\_ Relationship to you \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_ Case number, if known \_\_\_\_\_

Debtor **B & D Entreprises S.E.** Case number (if known) \_\_\_\_\_  
 Name \_\_\_\_\_

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 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"/> 5001-10,000   | <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 checked="" 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 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          |

16. Estimated liabilities
- |   |  |  |
|---|--|--|
| <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 & D Entreprises S.E.** Case number (if known) \_\_\_\_\_  
Name

**Request for Relief, Declaration, and Signature**

**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 **February 10, 2016**  
MM / DD / YYYY

X **/s/ Manuel M. Babilonia**  
Signature of authorized representative of debtor

**Manuel M. Babilonia**  
Printed name

Title **general Partner/ administrator**

**18. Signature of attorney**

X **/s/ Isabel Fullana**  
Signature of attorney for debtor

Date **February 10, 2016**  
MM / DD / YYYY

**Isabel Fullana**  
Printed name

**Garcia- Arregui & Fullana PSC**  
Firm name

**PO Box 11579**  
**San Juan, PR 00910-2679**  
Number, Street, City, State & ZIP Code

Contact phone **(787) 766-2530** Email address **isabelfullana@gmail.com**

**7955**  
Bar number and State

RESOLUTION OF BOARD OF DIRECTORS OF  
Motel Tropical Inc.

WHEREAS, it appears that this Corporation is unable to meet maturing obligations as they fall due in the usual course of business, and can no longer profitably continue in business, and

WHEREAS, numerous creditors have threatened to prosecute their claims against this Corporation, be it

RESOLVED, that, in all fairness to its creditors, this Board of Directors deems it advisable and for the best interests of the Corporation to file a voluntary petition in bankruptcy, and

RESOLVED, That a special meeting of the stockholders of this Corporation was held on for the purpose of considering and approving of the filing of a voluntary petition in bankruptcy, be it

RESOLVED, that the stockholders of this corporation do hereby assent to the filing of a voluntary petition in bankruptcy, and do hereby authorize and direct the officers of the corporation to execute the required petitions and schedules and all other instruments necessary to carry this resolution into effect, and.

RESOLVED FURTHER that the President is hereby directed to employ a competent attorney to represent the Corporation in the aforesaid bankruptcy proceeding.

IT IS FURTHER RESOLVED that Mr. Manuel M. Babilonia President of Motel Tropical Inc. is authorized to appear in representation of the Debtor in Possession at any and all meeting of creditors, hearings, signed any and all required documents, schedules and statement of financial affairs and testify as required

I Bernard Babilonia, do hereby certify that

I am the duly elected and qualified Secretary and the keeper of the records and corporate seal of Motel Tropical inc.  
INC. a corporation organized and existing under the laws of the Commonwealth of Puerto Rico, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with law and the Bylaws of said Corporation that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this day of February, 2016.



SECRETARY

RESOLUTION OF BOARD OF DIRECTORS OF  
B&D Enterprise S.E.

WHEREAS, it appears that this Corporation is unable to meet maturing obligations as they fall due in the usual course of business, and can no longer profitably continue in business, and

WHEREAS, numerous creditors have threatened to prosecute their claims against this Corporation, be it

RESOLVED, that, in all fairness to its creditors, this Board of Directors deems it advisable and for the best interests of the Corporation to file a voluntary petition in bankruptcy, and

RESOLVED, That a special meeting of the stockholders of this Corporation was held on for the purpose of considering and approving of the filing of a voluntary petition in bankruptcy, be it

RESOLVED, that the stockholders of this corporation do hereby assent to the filing of a voluntary petition in bankruptcy, and do hereby authorize and direct the officers of the corporation to execute the required petitions and schedules and all other instruments necessary to carry this resolution into effect, and

RESOLVED FURTHER that the President is hereby directed to employ a competent attorney to represent the Corporation in the aforesaid bankruptcy proceeding.

IT IS FURTHER RESOLVED that Mr. Manuel M. Babilonia President of B&D Enterprise S.E.. is authorized to appear in representation of the Debtor in Possession at any and all meeting of creditors, hearings, signed any and all required documents, schedules and statement of financial affairs and testify as required

I Bernard Babilonia ,do hereby certify that I am the duly elected and qualified Secretary and the keeper of the records and corporate seal of B&D Enterprise S.E. INC. a corporation organized and existing under the laws of the Commonwealth of Puerto Rico, and that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors thereof, convened and held in accordance with law and the Bylaws of said Corporation that such resolution is now in full force and effect.

IN WITNESS WHEREOF, I have affixed my name as Secretary and have caused the corporate seal of said Corporation to be hereunto affixed, this day of February, 2016.

  
SECRETARY

**Fill in this information to identify the case:**

Debtor name B & D Entreprises S.E.

United States Bankruptcy Court for the: DISTRICT OF PUERTO RICO, SAN JUAN DIVISION

Case number (if known) \_\_\_\_\_

Check if this is an amended filing

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)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- 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 petition

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

Executed on February 10, 2016

X /s/ Manuel M. Babilonia  
Signature of individual signing on behalf of debtor

Manuel M. Babilonia  
Printed name

general Partner/ administrator  
Position or relationship to debtor

<b>Fill in this information to identify the case:</b>	
Debtor name	<b>B &amp; D Entreprises S.E.</b>
United States Bankruptcy Court for the:	<b>DISTRICT OF PUERTO RICO, SAN JUAN DIVISION</b>
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 claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of 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
Banco Popular de Puerto Rico Banco Popular-Mortgage Servicing PO Box 3627018 San Juan, PR 00936-2708	DIVISION PRESTAMOS ESPECIALES  (787) 833-9300x1651	Bank loan		\$350,000.00	\$0.00	\$350,000.00
Banco Popular de Puerto Rico Banco Popular-Mortgage Servicing PO Box	DIVISION PRESTAMOS ESPECIALES  (787) 833-9300	Bank loan		\$75,000.00	\$0.00	\$75,000.00
Banco Popular de Puerto Rico Banco Popular-Mortgage Servicing PO Box	DIVISION PRESTAMOS ESPECIALES  (787) 833-9300x16551	Bank loan		\$40,000.00	\$0.00	\$40,000.00

**Fill in this information to identify the case:**

Debtor name B & D Entreprises S.E.

United States Bankruptcy Court for the: DISTRICT OF PUERTO RICO, SAN JUAN DIVISION

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. <i>Schedule A/B: Assets-Real and Personal Property</i> (Official Form 206A/B)	
1a. <b>Real property:</b> Copy line 88 from <i>Schedule A/B</i> .....	\$ <u>0.00</u>
1b. <b>Total personal property:</b> Copy line 91A from <i>Schedule A/B</i> .....	\$ <u>0.00</u>
1c. <b>Total of all property:</b> Copy line 92 from <i>Schedule A/B</i> .....	\$ <u>0.00</u>

**Part 2: Summary of Liabilities**

2. <i>Schedule D: Creditors Who Have Claims Secured by Property</i> (Official Form 206D) Copy the total dollar amount listed in Column A Amount of claim, from line 3 of <i>Schedule D</i> .....		\$ <u>465,000.00</u>
3. <i>Schedule E/F: Creditors Who Have Unsecured Claims</i> (Official Form 206E/F)		
3a. <b>Total claim amounts of priority unsecured claims:</b> Copy the total claims from Part 1 from line 6a of <i>Schedule E/F</i> .....	\$ <u>0.00</u>	
3b. <b>Total amount of claims of nonpriority amount of unsecured claims:</b> Copy the total of the amount of claims from Part 2 from line 6b of <i>Schedule E/F</i> .....	+\$ <u>0.00</u>	
4. <b>Total liabilities</b> ..... Lines 2 + 3a + 3b	\$ <u>465,000.00</u>	

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
District of Puerto Rico, San Juan Division

In re B & D Entreprises S.E.

Debtor(s)

Case No.

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:

FLAT FEE

For legal services, I have agreed to accept \$
Prior to the filing of this statement I have received \$
Balance Due \$

RETAINER

For legal services, I have agreed to accept and received a retainer of \$ 3,000.00
The undersigned shall bill against the retainer at an hourly rate of \$ 250.00
[Or attach firm hourly rate schedule.] Debtor(s) have agreed to pay all Court approved fees and expenses exceeding the amount of the retainer.

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 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, statement 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]

filing fees were paid in addition to the retainer amount

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

In re B & D Entreprises S.E.  
Debtor(s)

Case No. \_\_\_\_\_

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR**  
(Continuation Sheet)

**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.

**February 10, 2016**

*Date*

**/s/ Isabel Fullana**

**Isabel Fullana**

*Signature of Attorney*

**Garcia- Arregui & Fullana PSC**

**PO Box 11579**

**San Juan, PR 00910-2679**

**(787) 766-2530 Fax: (787) 756-7800**

**isabelfullana@gmail.com**

*Name of law firm*