

PlnDue, DsclsDue, TRANSOUT

**U.S. Bankruptcy Court
Southern District of Florida (West Palm Beach)
Bankruptcy Petition #: 10-10299-PGH**

Date filed: 01/07/2010

Assigned to: Paul G Hyman Jr
Chapter 11
Voluntary
Asset

Debtor
Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470
Tax ID / EIN: 13-4179848

represented by **Arthur C. Neiwirth, Esq.**
1 E Broward Blvd #1400
Fort Lauderdale, FL 33301
954.523.7008
Fax : 954.523.7009
Email: aneiwirthcourt@qpwblaw.com

U.S. Trustee
Office of the US Trustee
51 S.W. 1st Ave.
Suite 1204
Miami, FL 33130
(305) 536-7285

Filing Date	#	Docket Text
01/07/2010	<u>1</u>	Chapter 11 Voluntary Petition. (Romano, Susan) (Entered: 01/07/2010)
01/07/2010	<u>2</u>	Notice of Deficiency List of Equity Security Holders due 1/21/2010. Summary of Schedules due 1/21/2010. Schedule A due 1/21/2010. Schedule B due 1/21/2010. Schedule G due 1/21/2010. Schedule H due 1/21/2010.Statement of Financial Affairs Due 1/21/2010.Declaration Concerning Debtors Schedules Due: 1/21/2010. [Incomplete Filings due by 1/21/2010]. (Romano, Susan) (Entered: 01/07/2010)
01/07/2010	<u>3</u>	Notice of Deadline to Correct Filing Deficiency to Avoid Dismissal of Case Without Further Notice. [Deficiency Must be Cured by 1/14/2010].Corporate Ownership Statement due 1/14/2010. (Romano, Susan) (Entered: 01/07/2010)
01/07/2010		Receipt of Chapter 11 Filing Fee – \$1039.00 by SR. Receipt Number 00446823. (admin) (Entered: 01/07/2010)
01/08/2010	<u>4</u>	Corporate Ownership Statement Filed by Debtor Doylestown Partners, Inc.. (Neiwirth, Arthur) (Entered: 01/08/2010)
01/08/2010	<u>5</u>	Declaration re: <i>Under Penalty of Perjury of signing of Corp Ownership Statement</i> Filed by Debtor Doylestown Partners, Inc. (Re: <u>4</u> Corporate Ownership Statement filed by Debtor Doylestown Partners, Inc.). (Neiwirth, Arthur) (Entered: 01/08/2010)

01/09/2010		<u>6</u>	BNC Certificate of Mailing (Re: <u>2</u> Notice of Deficiency List of Equity Security Holders due 1/21/2010. Summary of Schedules due 1/21/2010. Schedule A due 1/21/2010. Schedule B due 1/21/2010. Schedule G due 1/21/2010. Schedule H due 1/21/2010. Statement of Financial Affairs Due 1/21/2010. Declaration Concerning Debtors Schedules Due: 1/21/2010. [Incomplete Filings due by 1/21/2010].) Service Date 01/09/2010. (Admin.) (Entered: 01/10/2010)
01/09/2010		<u>7</u>	BNC Certificate of Mailing (Re: <u>3</u> Notice of Deadline to Correct Filing Deficiency to Avoid Dismissal of Case Without Further Notice. [Deficiency Must be Cured by 1/14/2010]. Corporate Ownership Statement due 1/14/2010.) Service Date 01/09/2010. (Admin.) (Entered: 01/10/2010)
01/11/2010		<u>8</u>	Notice of Meeting of Creditors. Meeting of Creditors to be Held on 2/5/2010 at 02:00 PM at 1515 N Flagler Dr Room 870, West Palm Beach. Deadline to File a Complaint to Determine Dischargeability of Certain Debts is 4/6/2010. Proofs of Claim due by 5/6/2010. (Eisenberg, Randy) (Entered: 01/11/2010)
01/13/2010		<u>9</u>	BNC Certificate of Mailing (Re: <u>8</u> Notice of Meeting of Creditors. Meeting of Creditors to be Held on 2/5/2010 at 02:00 PM at 1515 N Flagler Dr Room 870, West Palm Beach. Deadline to File a Complaint to Determine Dischargeability of Certain Debts is 4/6/2010. Proofs of Claim due by 5/6/2010.) Service Date 01/13/2010. (Admin.) (Entered: 01/14/2010)
01/19/2010		<u>10</u>	Motion to Dismiss Case <i>as a Bad Faith Filing</i> , or in the alternative Motion for Relief from Stay <i>and to Constrain Further Bankruptcy Relief</i> [Fee Amount \$150] Filed by Creditor Mark Leventhal. (Attachments: # <u>1</u> Exhibit A–F# <u>2</u> Mailing Matrix) (Frank, Julianne) (Entered: 01/19/2010)
01/19/2010			Receipt of Motion for Relief From Stay(10–10299–PGH) [motion,mrlfsty] (150.00) Filing Fee. Receipt number 6970445. Fee amount 150.00. (U.S. Treasury) (Entered: 01/19/2010)
01/20/2010		11	Until Further Notice, the United States Trustee Will Not Appoint a Committee of Creditors Pursuant to 11 USC Section 1102. Filed by U.S. Trustee Office of the US Trustee. (^UST13, DD) (Entered: 01/20/2010)
01/20/2010		<u>12</u>	Ch 11 Case Management Summary Filed by Debtor Doylestown Partners, Inc.. (Neiwirth, Arthur) (Entered: 01/20/2010)
01/20/2010		<u>13</u>	Notice of Hearing (Re: <u>10</u> Motion to Dismiss Case <i>as a Bad Faith Filing</i> , or in the alternative Motion for Relief from Stay <i>and to Constrain Further Bankruptcy Relief</i> [Fee Amount \$150] Filed by Creditor Mark Leventhal.) Hearing scheduled for 02/16/2010 at 09:30 AM at 1515 N Flagler Dr Room 801 Courtroom A, West Palm Beach. (Corrales, Vivian) (Entered: 01/20/2010)
01/21/2010		<u>14</u>	Application to Employ Arthur C. Neiwirth, Esq. as Bankruptcy Counsel to the Debtor <i>Doylestown Parnters, Inc.</i> [Affidavit Attached] Filed by Debtor Doylestown Partners, Inc.. (Neiwirth, Arthur) (Entered: 01/21/2010)
01/21/2010		<u>15</u>	<i>Ex Parte</i> Motion to Extend Time to File Schedules, Statement of Financial Affairs and Related Pleadings Filed by Debtor Doylestown

			Partners, Inc.. (Neiwirth, Arthur) (Entered: 01/21/2010)
01/22/2010		<u>16</u>	Notice of Filing <i>Payroll and Sales Tax Status Report</i> , Filed by Debtor Doylestown Partners, Inc.. (Neiwirth, Arthur) (Entered: 01/22/2010)
01/22/2010		<u>17</u>	Notice of Hearing (Re: <u>14</u> Application to Employ Arthur C. Neiwirth, Esq. as Bankruptcy Counsel to the Debtor <i>Doylestown Partners, Inc.</i> [Affidavit Attached] Filed by Debtor Doylestown Partners, Inc..) Hearing scheduled for 02/09/2010 at 10:00 AM at 1515 N Flagler Dr Room 801 Courtroom A, West Palm Beach. (Corrales, Vivian) (Entered: 01/22/2010)
01/22/2010		<u>18</u>	Certificate of Service of <i>Notice of Hearing regarding Application to Employ Arthur C. Neiwirth, Esq. as General Bankruptcy Counsel for Debtor</i> Filed by Debtor Doylestown Partners, Inc. (Re: <u>17</u> Notice of Hearing). (Neiwirth, Arthur) (Entered: 01/22/2010)
01/22/2010		<u>19</u>	Ex-Parte Order Granting Motion to Extend Time to File Schedules, Statement of Financial Affairs and Related Pleadings Through January 28,2010(Re: # <u>15</u>) (Eisenberg, Randy) (Entered: 01/25/2010)
01/26/2010		<u>20</u>	Certificate of Service of <i>Ex-Parte Order Granting Ex-Parte Motion for Short Enlargment of Time</i> Filed by Debtor Doylestown Partners, Inc. (Re: <u>19</u> Order on Motion to Extend Time). (Neiwirth, Arthur) (Entered: 01/26/2010)
01/26/2010		<u>21</u>	Notice of Taking Rule 2004 Examination Duces Tecum of William J. Reilly, Secretary of Debtor on February 11, 2010 at 1:30 p.m. Filed by Creditor Mark Leventhal. (Frank, Julianne) (Entered: 01/26/2010)
01/28/2010		<u>22</u>	Schedules Filed: [A, B, Amended F, H, Summary of Schedules, Equity Security Holders, Declaration regarding Schedules, Statement of Financial Affairs, Counsel 2019 Disclosure, Declaration Under Penalty of Perjury to Accompany Schedules and Statments filed Electronically and Debtor's Notice of Compliance with Requirements for Amending Creditor Information] Filed by Debtor Doylestown Partners, Inc.. (Neiwirth, Arthur) (Entered: 01/28/2010)
01/29/2010		<u>23</u>	Declaration Under Penalty of Perjury to Accompany Petitions, Schedules and Statements Filed Electronically by Attorney Arthur C. Neiwirth Esq. (Re: <u>22</u> Balance of Schedules and Statements Filed filed by Debtor Doylestown Partners, Inc.). (Neiwirth, Arthur) (Entered: 01/29/2010)
01/29/2010		<u>24</u>	Disclosure of Compensation of <i>Attorney For Debtor</i> by Attorney Arthur C. Neiwirth Esq.. (Neiwirth, Arthur) (Entered: 01/29/2010)
02/02/2010		<u>25</u>	Certificate of Service <i>Amended</i> Filed by Debtor Doylestown Partners, Inc. (Re: <u>17</u> Notice of Hearing). (Neiwirth, Arthur) (Entered: 02/02/2010)
02/08/2010		<u>26</u>	Response to (<u>10</u> Motion to Dismiss Case <i>as a Bad Faith Filing</i> filed by Creditor Mark Leventhal, Motion for Relief from Stay <i>and to Constrain Further Bankruptcy Relief</i> [Fee Amount \$150]) Filed by Debtor Doylestown Partners, Inc. (Neiwirth, Arthur) (Entered: 02/08/2010)
02/09/2010		<u>27</u>	

			Order Granting Application to Employ Arthur C. Neiwirth (Re: # <u>14</u>) (Eisenberg, Randy) (Entered: 02/09/2010)
02/09/2010		<u>28</u>	Certificate of Service Filed by Debtor Doylestown Partners, Inc. (Re: <u>27</u> Order on Application to Employ). (Neiwirth, Arthur) (Entered: 02/09/2010)
02/09/2010		<u>29</u>	Motion for Protective Order <i>Regarding 2004 Examination of William Reilly</i> Filed by Debtor Doylestown Partners, Inc.. (Neiwirth, Arthur) (Entered: 02/09/2010)
02/10/2010		<u>30</u>	Notice of Hearing (Re: <u>29</u> Motion for Protective Order <i>Regarding 2004 Examination of William Reilly</i> Filed by Debtor Doylestown Partners, Inc..) Hearing scheduled for 02/16/2010 at 09:30 AM at 1515 N Flagler Dr Room 801 Courtroom A, West Palm Beach. (Corrales, Vivian) (Entered: 02/10/2010)
02/11/2010		<u>31</u>	Agreed Order Transferring Case To Rhode Island and Resolving Debtor In Possession's Motion For Protective Order. (Eisenberg, Randy) (see order for detail) (Entered: 02/12/2010)
02/15/2010		<u>32</u>	Certificate of Service of <i>Agreed Order Transferring Case and Resolving Motion for Protective Order</i> Filed by Debtor Doylestown Partners, Inc. (Re: <u>31</u> Order Transferring Case). (Neiwirth, Arthur) (Entered: 02/15/2010)
02/18/2010		33	Meeting of Creditors Held and Concluded Filed by U.S. Trustee Office of the US Trustee. (^UST13, DD) (Entered: 02/18/2010)
03/01/2010		<u>34</u>	Notice of Transfer of Case To District of Rhode Island, (Eisenberg, Randy) (Entered: 03/01/2010)

**United States Bankruptcy Court
Southern District of Florida**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Doylestown Partners, Inc	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN(if more than one, state all): 13-4179848	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN(if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 14404 North Rd Loxahatchee, FL	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 33470	ZIP CODE
County of Residence or of the Principal Place of Business: Palm Beach	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE	ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): 14404 North Rd Loxahatchee, FL	
ZIP CODE 33470	

Type of Debtor (Form of Organization) (Check one box.) <ul style="list-style-type: none"> <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) _____ 	Nature of Business (Check one box) <ul style="list-style-type: none"> <input type="checkbox"/> Health Care Business <input checked="" type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other 	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <ul style="list-style-type: none"> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Tax-Exempt Entity (Check box, if applicable) <ul style="list-style-type: none"> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.) 		Nature of Debts (Check one box) <ul style="list-style-type: none"> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <ul style="list-style-type: none"> <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. 	Chapter 11 Debtors Check one box: <ul style="list-style-type: none"> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <ul style="list-style-type: none"> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes <ul style="list-style-type: none"> <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
--	--

Statistical/Administrative Information										
<input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.										
Estimated Number of Creditors										
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000	
Estimated Assets										
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	
Estimated Liabilities										
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	

THIS SPACE IS FOR COURT USE ONLY

2010 JAN -7 PM 4:11
 U.S. BANKRUPTCY COURT
 SOUTHERN DISTRICT OF FLORIDA
 FT. LAUDERDALE OFFICE
 CLERK OF COURT

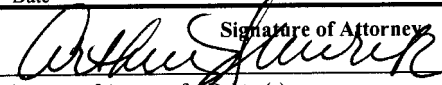
Voluntary Petition
(This page must be completed and filed in every case)

Document
Page 7 of 173
Name of Debtor(s):
Doylestown Partners, Inc

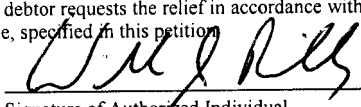
Signatures

Signature(s) of Debtor(s) (Individual/Joint)
I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).
I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.
X Not Applicable
Signature of Debtor
X Not Applicable
Signature of Joint Debtor
Telephone Number (If not represented by attorney)
Date

Signature of a Foreign Representative
I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.
(Check only one box.)
 I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by § 1515 of title 11 are attached.
 Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the Chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.
X Not Applicable
(Signature of Foreign Representative)
(Printed Name of Foreign Representative)
Date

X 
Signature of Attorney for Debtor(s)
Arthur C. Neiwirth Bar No. 289061
Printed Name of Attorney for Debtor(s) / Bar No.
Firm Name
One E. Broward Blvd #1400
Address
Ft Lauderdale FL 33301
954-523-7008
Telephone Number
1/7/10
Date
*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Petition Preparer
I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.
Not Applicable
Printed Name and title, if any, of Bankruptcy Petition Preparer
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)
Address

Signature of Debtor (Corporation/Partnership)
I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.
The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition
X 
Signature of Authorized Individual
William J Reilly
Printed Name of Authorized Individual
Secretary
Title of Authorized Individual
JANUARY 7, 2010
Date

X Not Applicable
Date
Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.
Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.
If more than one person prepared this document, attach to the appropriate official form for each person.
A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

**UNITED STATES BANKRUPTCY COURT
 Southern District of Florida**

In re: **Doylestown Partners, Inc**
 Debtor

Case No.
 Chapter **11**

Exhibit "A" to Voluntary Petition

1. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is .

2. The following financial data is the latest available information and refers to debtor's condition on 1/7/2010.

a.	Total assets	\$ <u>1,800,100.00</u>
b.	Total debts (including debts listed in 2.c., below)	\$ <u>1,522,000.00</u>

Approximate
 number of
 holders

c.	Debt securities held by more than 500 holders.				
	secured	unsecured	subordinated	_____	_____
d.	Number of shares of preferred stock			_____	_____
e.	Number of shares of common stock			<u>200</u>	<u>4</u>

Comments, if any:

3. Brief description of debtor's business:

Single Asset Real Estate

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

**Shannon Reilly
 Christopher Reilly
 Daniel Reilly
 Lauren Reilly**

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Southern District of Florida**

In re Doylestown Partners, Inc Debtor Case No. _____ Chapter 11

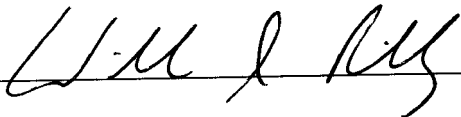
LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
Tax Collector Town of Portsmouth East Main Rd Portsmouth, RI 02871				\$22,000.00
William J Reilly 5447 NW 42 Ave Boca Raton, FL 33496				\$100,000.00

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, William J Reilly, Secretary of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: JANUARY 7, 2010

Signature: 

William J Reilly, Secretary

(Print Name and Title)

Penalty for making a false statement or concealing property. Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C §§ 152 and 3571.

B6D (Official Form 6D) (12/07)

In re Doylestown Partners, Inc
Debtor

Case No. _____
(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. George Hawes 390 Plandome Rd Manhasset, NY 11030			Mortgage Real property VALUE \$1,800,000.00				200,000.00	0.00
ACCOUNT NO. Mark Leventhal c/o Douglas Smith, Esq 140 Reservoir Ave Providence, RI 02907			Mortgage Real property VALUE \$1,800,000.00				1,200,000.00	0.00

0 continuation sheets attached

Subtotal >
(Total of this page)

Total >
(Use only on last page)

\$ 1,400,000.00	\$ 0.00
\$ 1,400,000.00	\$ 0.00

(Report also on Summary of Schedules) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data)

LWR

B6E (Official Form 6E) (12/07)

In re Doylestown Partners, Inc
Debtor

Case No. _____
(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

1 continuation sheets attached

B6E (Official Form 6E) (12/07) – Cont.

In re Doylestown Partners, Inc
Debtor

Case No. _____ (if known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

(Continuation Sheet)

Type of Priority: Taxes and Certain Other Debts Owed to Governmental Units

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Tax Collector Town of Portsmouth East Main Rd Portsmouth, RI 02871							22,000.00	0.00	\$0.00

Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Priority Claims

Subtotals >
(Totals of this page)

	\$ 22,000.00	\$ 0.00	\$ 0.00
Total >	\$ 22,000.00		
Total >		\$ 0.00	\$ 0.00

(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)

hgr

B6F (Official Form 6F) (12/07)

In re Doylestown Partners, Inc Debtor

Case No. _____ (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. William J Reilly 5447 NW 42 Ave Boca Raton, FL 33496						100,000.00

Continuation sheets attached

Subtotal >	\$	100,000.00
Total >	\$	100,000.00

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical Summary of Certain Liabilities and Related Data.)

WJR

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA

In re **Doylestown Partners, Inc**

Case No.

Debtor.

Chapter **11**

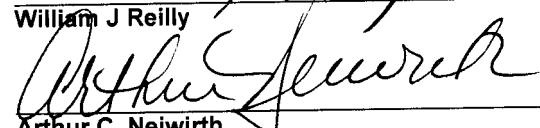
DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: JANUARY 7, 2010

Signature: 
William J Reilly

Date: 1/7/10

Signature of Attorney: 
Arthur C. Neiwirth

Bar no.: **289061**

Address.: One E. Broward Blvd # 1400
Ft Lauderdale, FL. 33301

Telephone No.: 954-523-7608

Fax No.: 954-523-7009 / 954-524-4455

E-mail address: aneiwirth@qpwblaw.com

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA

In re: Doylestown Partners, Inc
Debtor

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, consisting of 1 sheet(s) 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.

I hereby certify that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this court set forth in Local Rule 2090-1(A).

Dated: January 7, 2010

Signed: William J Reilly
William J Reilly

Signed: Arthur C. Netwith
Arthur C. Netwith
Attorney for Debtor(s)
Bar no.: 289061

Telephone No.: 954-523-7008
Fax No.: 954-523-7009
E-mail address: Anetwith@gpublaw.com

CERTIFICATE OF RESOLUTIONS

We, the Officers, Director and Shareholders (the "Board") of **Doylestown Partners, Inc.** (the "Company"), a company organized under the laws of the State of Florida, do hereby certify that a special meeting of the Officers, Director and Shareholders of the Company duly called and held at its offices on this 6th day of **January, 2010**, at which a quorum was present and acting throughout, the following resolutions, none of which have been rescinded or amended or duly moved, were seconded and adopted, and all of which are in full force and effect.

- 1) **RESOLVED:** That, in the judgment of the Board, it is desirable and for the best interests of the Company, its creditors, members and other interested parties, that the Company file a voluntary petition under Chapter 11 of the Bankruptcy Code (the "Bankruptcy") and it is further

- 2) **RESOLVED:** That, William J Reilly, Secretary of Shannon Reilly, President is hereby designated as the responsible party to act on behalf of the Company, and either of the foregoing Officers shall be authorized to execute and file all petitions, schedules, lists and other papers and to take any and all action which are deems necessary or proper in connection with the Bankruptcy; and it is further

- 3) **RESOLVED:** That, the Company is authorized to employ the law offices of Quintarios Prieto Wood & Boyer, P.A. ("QPWB") as its attorneys in connection with the Bankruptcy under such terms and conditions as he, in his sole discretion, deems appropriate until further direction of the Board; *provided, however*, that the Company is authorized to pay QPWB a fee retainer for payment of attorneys' fees and reimbursement of expenses in connection with services to be rendered in the Bankruptcy, subject, however, to award by the Court; and it is further

- 3) **RESOLVED:** That, the Company, subject to authorization of the Court, is authorized to employ such other professional persons in the Bankruptcy, under such terms and conditions as the abover Officers, in their sole discretion, deems appropriate until further direction of the Board, with payment being subject to award by the Court.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of
January, 2010.

Doylestown Partners, Inc.

By: Shannon Reilly
Shannon P. Reilly, President

By: William J. Reilly
William J. Reilly, Secretary

Shannon Reilly
Shannon P. Reilly, Individually

Lauren E. Reilly
Lauren E. Reilly, Individually

Daniel P. Reilly
Daniel P. Reilly, Individually

Jan 07 10 10:26a

William J. Reilly Esq

561 995-4626

p.1

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6th day of January, 2010.


Doylestown Partners, Inc.

By: _____
Shannon P. Reilly, President

By: _____
William J. Reilly, Secretary

Shannon P. Reilly, Individually

Lauren E. Reilly, Individually



Daniel P. Reilly, Individually

George Hawes
390 Plandome Rd
Manhasset, NY 11030

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Rd
Portsmouth, RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton, FL 33496

CGFD19 (12/1/09)

United States Bankruptcy Court
Southern District of Florida
www.flsb.uscourts.gov

Case Number: 10-10299-PGH
Chapter: 11

In re: *(Debtor(s) name(s) used by the debtor(s) in the last 8 years, including married, maiden, and trade)*

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

EIN: 13-4179848

**NOTICE OF DEADLINE TO FILE REQUIRED DOCUMENTS
AND/OR CORRECT FILING DEFICIENCIES**

The above referenced case was filed on January 7, 2010. The following documents were not filed, or were not signed, or do not substantively conform to the official bankruptcy form(s):

- Summary of Schedules due 01/21/2010**
- Schedule A due 01/21/2010**
- Equity Security Holders List due 01/21/2010**
- Schedule B due 01/21/2010**
- Declaration Re: Schedules due 01/21/2010**
- Schedule G due 01/21/2010**
- Schedule H due 01/21/2010**
- Statement of Financial Affairs due 01/21/2010**

Notice is given pursuant to Local Rules 1007-1, 1007-2, 1017-2 and 5005-1(C)(3) that the debtor must submit the required documents and/or correct the filing deficiency indicated above not later than 14 days from the date of the filing of the petition. Failure to file the required documents or correct the filing deficiency on or before **January 21, 2010** may result in dismissal of this case without further notice.

Notice is further given that the Local Form "Debtor's Notice of Compliance with Requirements for Amending Creditor Information" and the Official Form "Declaration Concerning Debtor's Schedules" must accompany the filing of any paper submitted subsequent to the filing of the initial service matrix pursuant to Bankruptcy Rules 1007 or 1009, and Local Rules 1007-2(B) and 1009-1(D). The Local Form "Declaration Under Penalty of Perjury to Accompany Electronically Filed Petitions, Schedules and Statements" must accompany any electronically filed schedule or statement filed without an imaged signature. See "Clerk's Instructions for Preparing, Submitting and Obtaining Service Matrices" for additional format, fee and other requirements.

Dated: 1/7/10

CLERK OF COURT

By: Susan Romano

Deputy Clerk

A copy of this notice will be served on the Debtor and the attorney for the debtor (if applicable) by the clerk of court.

CGF111 (9/19/08)

United States Bankruptcy Court
Southern District of Florida
www.flsb.uscourts.gov

Case Number: 10-10299-PGH
Chapter: 11

In re: *(Debtor(s) name(s) used by the debtor(s) in the last 8 years, including married, maiden, and trade)*

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

EIN: 13-4179848

**NOTICE OF DEADLINE TO CORRECT FILING DEFICIENCY
TO AVOID DISMISSAL OF CASE WITHOUT FURTHER NOTICE**

The above referenced case was filed on **January 7, 2010** and is deficient for the following reason(s):

The petition was not accompanied by a corporate ownership statement as required by
Bankruptcy Rule 1007(a)(1) and Local Rule 1002-1(A)(2).

**Notice is hereby given to the debtor that the above-noted deficiency(ies) must be corrected on or
before January 14, 2010 or the court will dismiss this case without further notice or hearing.**

**NOTE: Debtor's attorney or a bankruptcy preparer may not sign on behalf of the debtor any paper
requiring the debtor's original signature.**

Dated: 1/7/10

CLERK OF COURT

By: Susan Romano

Deputy Clerk

The clerk shall serve a copy of this notice on the Debtor and Attorney for Debtor.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

In re:

Doylestown Partners, Inc.

Debtor,

CASE NO.: 10-10299 PGH
Chapter 11

CORPORATE OWNERSHIP STATEMENT

Pursuant to F.R.B.P. 1007(a)1 and Local Rule 7007.1 the Debtor, Doylestown Partners, Inc. a Florida Corporation hereby files the following Corporate Ownership Statement:

1. Name of Party: Doylestown Partners, Inc., a Florida Corporation.
2. Corporate Equity Holders holding greater than 10% of the above stated entities equity:
 - A) Shannon Reilly -- 25 %
 - B) Christopher Reilly -- 25 %
 - C) Daniel Reilly – 25%
 - D) Lauren Reilly –20%

Doylestown Partners, Inc.

By: William J Reilly
William J Reilly

I HEREBY CERTIFY that I am admitted to the Bar of the United States District for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1(A).

I HEREBY CERTIFY that a true and correct copy of the foregoing was served by CM/ECF this 8 day of January, 2010 upon all parties on the attached service list.

Quintairos Prieto Wood & Boyer, P.A.
Attorneys for Debtor-in-Possession
One East Broward Blvd, Suite, 1400
Fort Lauderdale, Florida 33301
Telephone: (954)523-7008
Facsimile: (954) 523-7009 Main
Facsimile: (954) 524-4455 Direct

By: /s/ Arthur C. Neiwirth, Esq
ARTHUR C. NEIWIRTH Esq.
Florida Bar. No. 0289061
aneiwirth@qpwblaw.com

SERVICE LIST

Arthur C. Neiwirth, Esquire

aneiwirthcourt@rra-law.com

Office of the U.S. Trustee

USTPRegion21.MM.ECF@usdoj.gov

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
www.flsb.uscourts.gov

In Re:
Doylestown Partners, Inc

Case Number
Chapter 11

Debtor. /

DECLARATION UNDER PENALTY OF PERJURY TO ACCOMPANY PETITIONS, SCHEDULES AND STATEMENTS FILED ELECTRONICALLY

Note: This declaration must be filed with each electronically filed initial petition or amended petition and must contain the imaged signature of the debtor. This declaration must also be filed with an initial schedule, SFA, Statement of Social Security Number, or Statement of Current Monthly Income (OBF 22) not filed with the initial petition or any amended schedules, SFA, Statement of Social Security Number, and/or Statement of Current Monthly Income (OBF 22) unless these documents contain an imaged signature of the debtor(s).

Check all documents that apply to this declaration

- Voluntary petition signed by me on 1/7/10
- Amended voluntary petition signed by me on _____
- Schedules signed by me on 1/7/10
- Amended schedules signed by me on _____
- Statement of Financial Affairs signed by me on _____
- Amended Statement of Financial Affairs signed by me on _____
- Statement of Social Security Number(s) signed by me on _____
- Amended Statement of Social Security Number(s) signed by me on _____
- Statement of *Current Monthly Income (OBF 22)* signed by me on _____
- Amended Statement of *Current Monthly Income (OBF 22)* signed by me on _____
- Corp. Ownership Statement - 1/7/10*

I, William J Reilly, the undersigned debtor(s) hereby declare under penalty of perjury as follows:

1. I have reviewed and signed the original(s) of the document(s) identified above and the information contained in the Verified Document(s) is true and correct to the best of my knowledge and belief.
2. I understand that Verified Document(s) filed in electronic form shall be treated for all purposes (both civil and criminal, including penalties for perjury) in the same manner as though signed or subscribed.
3. I understand that the Verified Document(s) will be filed by my attorney in electronic form in connection with the above captioned case and that I have received and reviewed copies of the Verified Document(s) I have signed.
4. I understand that my attorney is required by the court to retain the original signed Verified Document(s) for five years from date of discharge, dismissal or the conclusion of any pending appeals in this case and provide these documents to the court upon request at any time.



Signature of Debtor
(If non individual, authorized corporate representative)

William J Reilly, Secretary
Print or Type Name (and title if applicable)

Arthur C. Neiwirth
Print or Type Name of Attorney for Debtor

954-523-7008
Phone:

CGFD19 (12/1/09)

United States Bankruptcy Court
Southern District of Florida
www.flsb.uscourts.gov

Case Number: 10-10299-PGH
Chapter: 11

In re: *(Debtor(s) name(s) used by the debtor(s) in the last 8 years, including married, maiden, and trade)*

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

EIN: 13-4179848

**NOTICE OF DEADLINE TO FILE REQUIRED DOCUMENTS
AND/OR CORRECT FILING DEFICIENCIES**

The above referenced case was filed on January 7, 2010. The following documents were not filed, or were not signed, or do not substantively conform to the official bankruptcy form(s):

Summary of Schedules due 01/21/2010
Schedule A due 01/21/2010
Equity Security Holders List due 01/21/2010
Schedule B due 01/21/2010
Declaration Re: Schedules due 01/21/2010
Schedule G due 01/21/2010
Schedule H due 01/21/2010
Statement of Financial Affairs due 01/21/2010

Notice is given pursuant to Local Rules 1007-1, 1007-2, 1017-2 and 5005-1(C)(3) that the debtor must submit the required documents and/or correct the filing deficiency indicated above not later than 14 days from the date of the filing of the petition. Failure to file the required documents or correct the filing deficiency on or before **January 21, 2010** may result in dismissal of this case without further notice.

Notice is further given that the Local Form "Debtor's Notice of Compliance with Requirements for Amending Creditor Information" and the Official Form "Declaration Concerning Debtor's Schedules" must accompany the filing of any paper submitted subsequent to the filing of the initial service matrix pursuant to Bankruptcy Rules 1007 or 1009, and Local Rules 1007-2(B) and 1009-1(D). The Local Form "Declaration Under Penalty of Perjury to Accompany Electronically Filed Petitions, Schedules and Statements" must accompany any electronically filed schedule or statement filed without an imaged signature. See "Clerk's Instructions for Preparing, Submitting and Obtaining Service Matrices" for additional format, fee and other requirements.

Dated: 1/7/10

CLERK OF COURT
By: Susan Romano
Deputy Clerk

A copy of this notice will be served on the Debtor and the attorney for the debtor (if applicable) by the clerk of court.

CERTIFICATE OF NOTICE

District/off: 113C-9
Case: 10-10299

User: romanos
Form ID: CGFD19

Page 1 of 1
Total Noticed: 1

Date Rcvd: Jan 07, 2010

The following entities were noticed by first class mail on Jan 09, 2010.
db +Doylestown Partners, Inc., 14404 North Rd, Loxahatchee, FL 33470-4601

The following entities were noticed by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

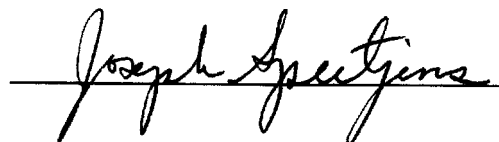
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jan 09, 2010

Signature:



CGF111 (9/19/08)

United States Bankruptcy Court
Southern District of Florida
www.flsb.uscourts.gov

Case Number: 10-10299-PGH
Chapter: 11

In re: *(Debtor(s) name(s) used by the debtor(s) in the last 8 years, including married, maiden, and trade)*

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

EIN: 13-4179848

**NOTICE OF DEADLINE TO CORRECT FILING DEFICIENCY
TO AVOID DISMISSAL OF CASE WITHOUT FURTHER NOTICE**

The above referenced case was filed on **January 7, 2010** and is deficient for the following reason(s):

The petition was not accompanied by a corporate ownership statement as required by Bankruptcy Rule 1007(a)(1) and Local Rule 1002-1(A)(2).

Notice is hereby given to the debtor that the above-noted deficiency(ies) must be corrected on or before January 14, 2010 or the court will dismiss this case without further notice or hearing.
NOTE: Debtor's attorney or a bankruptcy preparer may not sign on behalf of the debtor any paper requiring the debtor's original signature.

Dated: 1/7/10

CLERK OF COURT

By: Susan Romano

Deputy Clerk

The clerk shall serve a copy of this notice on the Debtor and Attorney for Debtor.

CERTIFICATE OF NOTICE

District/off: 113C-9
Case: 10-10299

User: romanos
Form ID: CGFI11

Page 1 of 1
Total Noticed: 1

Date Rcvd: Jan 07, 2010

The following entities were noticed by first class mail on Jan 09, 2010.
db +Doylestown Partners, Inc., 14404 North Rd, Loxahatchee, FL 33470-4601

The following entities were noticed by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE.

TOTAL: 0

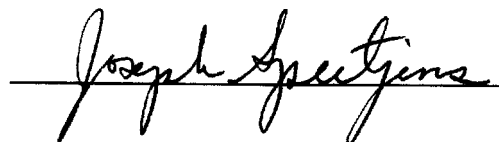
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jan 09, 2010

Signature:



UNITED STATES BANKRUPTCY COURT
Southern District of Florida
www.flsb.uscourts.gov

Notice of Chapter 11 Bankruptcy Case, Meeting of Creditors, & Deadlines

A chapter 11 bankruptcy case concerning the debtor listed below was filed on 1/7/10.

You may be a creditor of the debtor. **This notice lists important deadlines.** You may want to consult an attorney to protect your rights. All documents filed in the case may be accessed electronically via CM/ECF including at the public access terminals in every clerk's office.

NOTE: THE STAFF OF THE BANKRUPTCY CLERK'S OFFICE CANNOT GIVE LEGAL ADVICE.

See Reverse Side For Important Explanations and SDFL Local Court Requirements.

Debtor(s) name(s) and address(es) (for names include married, maiden and trade used by the debtor(s) in the last 8 years):

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

Case Number:
10-10299-PGH

Last four digits of Social-Security or Individual Taxpayer-ID (ITIN) No(s)/Complete EIN: 13-4179848

Attorney for Debtor(s) (or Pro Se Debtor) name and address:

Arthur C. Neiwirth Esq.
1 E Broward Blvd #1400
Fort Lauderdale, FL 33301
Telephone number: 954.523.7008

Bankruptcy Trustee (name and address):

Not Applicable

MEETING OF CREDITORS

Date: February 5, 2010

Time: 02:00 PM

Location: Flagler Waterview Bldg, 1515 N Flagler Dr Rm 870, West Palm Beach, FL 33401

WARNING TO DEBTOR: Without further notice or hearing the court may dismiss your case for failure of the debtor to appear at the meeting of creditors or failure to timely file required schedules, statements or lists.

Deadlines:

Documents submitted for filing must be *received* by the bankruptcy clerk's office by the following deadlines:

Deadline to File a Proof of Claim:

For all creditors (except a governmental unit): **5/6/10**

For a governmental unit: **7/6/10**

Creditor with a Foreign Address

A creditor to whom this notice is sent at a foreign address should read the information under "Claims" on the reverse side.

Deadline to File a Complaint to Determine Dischargeability of Certain Debts: 04/06/2010

Creditors May Not Take Certain Actions:

In most instances, the filing of the bankruptcy case automatically stays certain collection and other actions against the debtor and the debtor's property. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized. Consult a lawyer to determine your rights in this case.

Address of the bankruptcy clerk's office where assigned judge is chambered:

Flagler Waterview Bldg
1515 N Flagler Dr #801
West Palm Beach FL 33401
Telephone: 561-514-4100

Hours Open: Monday – Friday 9:00 AM – 4:30 PM
Closed all Legal Holidays

Clerk of the Bankruptcy Court: Katherine Gould Feldman

For: Judge Paul G Hyman Jr

Date: 1/11/10

EXPLANATIONS

FORM B9F (12/1/08)

Filing of Chapter 11 Bankruptcy Case	A bankruptcy case under Chapter 11 of the Bankruptcy Code (title 11, United States Code) has been filed in this court by or against the debtor(s) listed on the front side (or the existing case under another chapter has been converted to chapter 11). Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the court. You may be sent a copy of the plan and a disclosure statement telling you about the plan, and you might have the opportunity to vote on the plan. You will be sent notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the debtor's property and may continue to operate any business.
Creditors May Not Take Certain Actions	Prohibited collection actions are listed in Bankruptcy Code § 362. Common examples of prohibited actions include contacting the debtor by telephone, mail or otherwise to demand repayment; taking actions to collect money or obtain property from the debtor; repossessing the debtor's property; and starting or continuing lawsuits or foreclosures. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay.
Meeting of Creditors	A meeting of creditors is scheduled for the date, time and location listed on the front side. <i>The debtor's representative must be present at the meeting to be questioned under oath by the trustee and by creditors. Creditors are welcome to attend, but are not required to do so.</i> The meeting may be continued and concluded at a later date without further notice. The court, after notice and a hearing, may order that the United States trustee not convene the meeting if the debtor has filed a plan for which the debtor solicited acceptances before filing the case. As mandated by the Department of Homeland Security, ALL visitors (except minors accompanied by an adult) to any federal building or courthouse, must present a current, valid, government issued photo identification (e.g., drivers license, state identification card, passport, or immigration card).
Claims	A Proof of Claim is a signed statement describing a creditor's claim. If a Proof of Claim form is not included with this notice, you can obtain one at any bankruptcy clerk's office. You may look at the schedules that have been or will be filed at the bankruptcy clerk's office. If your claim is scheduled and is not listed as disputed, contingent, or unliquidated, it will be allowed in the amount scheduled unless you filed a Proof of Claim or you are sent further notice about the claim. Whether or not your claim is scheduled, you are permitted to file a Proof of Claim. If your claim is not listed at all <i>or</i> if your claim is listed as disputed, contingent, or unliquidated, then you must file a Proof of Claim by the "Deadline to File a Proof of Claim" listed on the front side, or you might not be paid any money on your claim against the debtor in the bankruptcy case and may be unable to vote on the plan. However, if this is a converted case, all claims filed under the initial chapter shall be deemed filed and need not to be refiled. A secured creditor retains rights in its collateral regardless of whether that creditor files a Proof of Claim. Filing a Proof of Claim submits the creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a Proof of Claim may surrender important nonmonetary rights, including the right to a jury trial. Filing Deadline for a Creditor with a Foreign Address: The deadlines for filing claims set forth on the front of this notice apply to all creditors. If this notice has been mailed to a creditor at a foreign address, the creditor may file a motion requesting the court to extend the deadline. Claims not filed via CM/ECF can be filed at any clerk's office location using the claim form provided with this notice. To receive acknowledgement of receipt by the clerk, enclose a copy of the claim and an adequate sized stamped self addressed envelope. The deadline for filing objections to claims will be established pursuant to Local Rule 3007-1 (B)(1).
Discharge of Debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See Bankruptcy Code § 1141(d). A discharge means that you may never try to collect the debt from the debtor, except as provided in the plan. If you believe that a debt owed to you is not dischargeable under Bankruptcy Code § 1141(d)(6)(A), you must start a lawsuit by filing a complaint in the bankruptcy clerk's office by the "Deadline to File a Complaint to Determine Dischargeability of Certain Debts" listed on the front side. The bankruptcy clerk's office must receive the complaint and any required filing fee by that Deadline. Writing a letter to the court or judge is not sufficient. An adversary complaint must be filed in accordance with the applicable rules.
Bankruptcy Clerk's Office	Documents filed conventionally in paper may be filed at any bankruptcy clerk's office. Documents may be viewed in electronic format at any clerk's office public terminal (no charge for viewing) or via PACER ON THE INTERNET (charges apply). Case filing information and unexpired deadline dates can be obtained by calling the Voice Case Information System: (305)536-5979 or (800)473-0226.
Creditor with a Foreign Address	Consult a lawyer familiar with United States bankruptcy law if you have any questions regarding your rights in this case.
Electronic Bankruptcy Noticing	Parties can now choose to receive all notices (including attachments) served by the clerk's office electronically instead of via US mail. For information on or to register for this free service, contact the Bankruptcy Noticing Center at www.ebnuscourts.com
Translating Services	Language interpretation of the meeting of creditors will be provided to the debtor at no cost, upon request to the trustee, through a telephone interpreter service. Persons with communications disabilities should contact the U.S. Trustee's office to arrange for translating services at the meeting of creditors.
<p>— Refer to Other Side for Important Deadlines and Notices —</p>	

UNITED STATES BANKRUPTCY COURT
Southern District of Florida
www.flsb.uscourts.gov

Notice of Chapter 11 Bankruptcy Case, Meeting of Creditors, & Deadlines

A chapter 11 bankruptcy case concerning the debtor listed below was filed on 1/7/10.

You may be a creditor of the debtor. **This notice lists important deadlines.** You may want to consult an attorney to protect your rights. All documents filed in the case may be accessed electronically via CM/ECF including at the public access terminals in every clerk's office.
NOTE: THE STAFF OF THE BANKRUPTCY CLERK'S OFFICE CANNOT GIVE LEGAL ADVICE.

See Reverse Side For Important Explanations and SDFL Local Court Requirements.

Debtor(s) name(s) and address(es) (for names include married, maiden and trade used by the debtor(s) in the last 8 years):

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

Case Number:

10-10299-PGH

Last four digits of Social-Security or Individual Taxpayer-ID

(ITIN) No(s)/Complete EIN: 13-4179848

Attorney for Debtor(s) (or Pro Se Debtor) name and address:

Arthur C. Neiwirth Esq.
1 E Broward Blvd #1400
Fort Lauderdale, FL 33301
Telephone number: 954.523.7008

Bankruptcy Trustee (name and address):

Not Applicable

MEETING OF CREDITORS

Date: February 5, 2010

Time: 02:00 PM

Location: Flagler Waterview Bldg, 1515 N Flagler Dr Rm 870, West Palm Beach, FL 33401

WARNING TO DEBTOR: Without further notice or hearing the court may dismiss your case for failure of the debtor to appear at the meeting of creditors or failure to timely file required schedules, statements or lists.

Deadlines:

Documents submitted for filing must be *received* by the bankruptcy clerk's office by the following deadlines:

Deadline to File a Proof of Claim:

For all creditors (except a governmental unit): **5/6/10**

For a governmental unit: **7/6/10**

Creditor with a Foreign Address

A creditor to whom this notice is sent at a foreign address should read the information under "Claims" on the reverse side.

Deadline to File a Complaint to Determine Dischargeability of Certain Debts: 04/06/2010

Creditors May Not Take Certain Actions:

In most instances, the filing of the bankruptcy case automatically stays certain collection and other actions against the debtor and the debtor's property. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized. Consult a lawyer to determine your rights in this case.

Address of the bankruptcy clerk's office where assigned judge is chambered:

Flagler Waterview Bldg
1515 N Flagler Dr #801
West Palm Beach FL 33401
Telephone: 561-514-4100

Hours Open: Monday – Friday 9:00 AM – 4:30 PM
Closed all Legal Holidays

Clerk of the Bankruptcy Court: Katherine Gould Feldman
For: Judge Paul G Hyman Jr
Date: 1/11/10

EXPLANATIONS

FORM B9F (12/1/08)

Filing of Chapter 11 Bankruptcy Case	A bankruptcy case under Chapter 11 of the Bankruptcy Code (title 11, United States Code) has been filed in this court by or against the debtor(s) listed on the front side (or the existing case under another chapter has been converted to chapter 11). Chapter 11 allows a debtor to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the court. You may be sent a copy of the plan and a disclosure statement telling you about the plan, and you might have the opportunity to vote on the plan. You will be sent notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the debtor's property and may continue to operate any business.
Creditors May Not Take Certain Actions	Prohibited collection actions are listed in Bankruptcy Code § 362. Common examples of prohibited actions include contacting the debtor by telephone, mail or otherwise to demand repayment; taking actions to collect money or obtain property from the debtor; repossessing the debtor's property; and starting or continuing lawsuits or foreclosures. Under certain circumstances, the stay may be limited to 30 days or not exist at all, although the debtor can request the court to extend or impose a stay.
Meeting of Creditors	A meeting of creditors is scheduled for the date, time and location listed on the front side. <i>The debtor's representative must be present at the meeting to be questioned under oath by the trustee and by creditors. Creditors are welcome to attend, but are not required to do so.</i> The meeting may be continued and concluded at a later date without further notice. The court, after notice and a hearing, may order that the United States trustee not convene the meeting if the debtor has filed a plan for which the debtor solicited acceptances before filing the case. As mandated by the Department of Homeland Security, ALL visitors (except minors accompanied by an adult) to any federal building or courthouse, must present a current, valid, government issued photo identification (e.g., drivers license, state identification card, passport, or immigration card).
Claims	A Proof of Claim is a signed statement describing a creditor's claim. If a Proof of Claim form is not included with this notice, you can obtain one at any bankruptcy clerk's office. You may look at the schedules that have been or will be filed at the bankruptcy clerk's office. If your claim is scheduled and is not listed as disputed, contingent, or unliquidated, it will be allowed in the amount scheduled unless you filed a Proof of Claim or you are sent further notice about the claim. Whether or not your claim is scheduled, you are permitted to file a Proof of Claim. If your claim is not listed at all <i>or</i> if your claim is listed as disputed, contingent, or unliquidated, then you must file a Proof of Claim by the "Deadline to File a Proof of Claim" listed on the front side, or you might not be paid any money on your claim against the debtor in the bankruptcy case and may be unable to vote on the plan. However, if this is a converted case, all claims filed under the initial chapter shall be deemed filed and need not to be refiled. A secured creditor retains rights in its collateral regardless of whether that creditor files a Proof of Claim. Filing a Proof of Claim submits the creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a Proof of Claim may surrender important nonmonetary rights, including the right to a jury trial. Filing Deadline for a Creditor with a Foreign Address: The deadlines for filing claims set forth on the front of this notice apply to all creditors. If this notice has been mailed to a creditor at a foreign address, the creditor may file a motion requesting the court to extend the deadline. Claims not filed via CM/ECF can be filed at any clerk's office location using the claim form provided with this notice. To receive acknowledgement of receipt by the clerk, enclose a copy of the claim and an adequate sized stamped self addressed envelope. The deadline for filing objections to claims will be established pursuant to Local Rule 3007-1 (B)(1).
Discharge of Debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See Bankruptcy Code § 1141(d). A discharge means that you may never try to collect the debt from the debtor, except as provided in the plan. If you believe that a debt owed to you is not dischargeable under Bankruptcy Code § 1141(d)(6)(A), you must start a lawsuit by filing a complaint in the bankruptcy clerk's office by the "Deadline to File a Complaint to Determine Dischargeability of Certain Debts" listed on the front side. The bankruptcy clerk's office must receive the complaint and any required filing fee by that Deadline. Writing a letter to the court or judge is not sufficient. An adversary complaint must be filed in accordance with the applicable rules.
Bankruptcy Clerk's Office	Documents filed conventionally in paper may be filed at any bankruptcy clerk's office. Documents may be viewed in electronic format at any clerk's office public terminal (no charge for viewing) or via PACER ON THE INTERNET (charges apply). Case filing information and unexpired deadline dates can be obtained by calling the Voice Case Information System: (305)536-5979 or (800)473-0226.
Creditor with a Foreign Address	Consult a lawyer familiar with United States bankruptcy law if you have any questions regarding your rights in this case.
Electronic Bankruptcy Noticing	Parties can now choose to receive all notices (including attachments) served by the clerk's office electronically instead of via US mail. For information on or to register for this free service, contact the Bankruptcy Noticing Center at www.ebnuscourts.com
Translating Services	Language interpretation of the meeting of creditors will be provided to the debtor at no cost, upon request to the trustee, through a telephone interpreter service. Persons with communications disabilities should contact the U.S. Trustee's office to arrange for translating services at the meeting of creditors.
— Refer to Other Side for Important Deadlines and Notices —	

B10 (Official Form 10) (12/08)

UNITED STATES BANKRUPTCY COURT Southern District of Florida		PROOF OF CLAIM
Name of Debtor: Doylestown Partners, Inc.		Case Number: 10-10299
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property):		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
Name and address where notices should be sent:		Court Claim Number: _____ (If known)
Telephone number:		Filed on: _____
Name and address where payment should be sent (if different from above):		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
Telephone number:		<input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
1. Amount of Claim as of Date Case Filed: \$ _____ If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5). <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(____).
2. Basis for Claim: _____ (See instruction #2 on reverse side.)		
3. Last four digits of any number by which creditor identifies debtor: _____		
3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____ Value of Property: \$ _____ Annual Interest Rate ____% Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:		Amount entitled to priority: \$ _____ <i>*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</i>
Date:	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.	MAIL CLAIM TO: U.S. Bankruptcy Court 1515 North Flager Drive Suite 801 West Palm Beach, FL 33401

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

B10 (Official Form 10) (12/08) - Cont.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.

Items to be completed in Proof of Claim form

Court, Name of Debtor, and Case Number:

Fill in the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the bankruptcy debtor's name, and the bankruptcy case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is located at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the Bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if the trustee or another party in interest files an objection to your claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

4. Secured Claim:

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. §507(a):

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

7. Documents:

Attach to this proof of claim redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). If the claim is based on the delivery of health care goods or services, see instruction 2. Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS

INFORMATION

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is a person, corporation, or other entity owed a debt by the debtor that arose on or before the date of the bankruptcy filing. See 11 U.S.C. §101 (10).

Claim

A claim is the creditor's right to receive payment on a debt owed by the debtor that arose on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed.

Secured Claim Under 11 U.S.C. §506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car.

A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. §507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or you may access the court's PACER system (www.pacer.psc.uscourts.gov) for a small fee to view your filed proof of claim.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

CERTIFICATE OF NOTICE

District/off: 113C-9
Case: 10-10299

User: eisenberg
Form ID: B9F

Page 1 of 1
Total Noticed: 9

Date Rcvd: Jan 11, 2010

The following entities were noticed by first class mail on Jan 13, 2010.

db	+Doylestown Partners, Inc.,	14404 North Rd,	Loxahatchee, FL 33470-4601
aty	+Arthur C. Neiwirth, Esq.,	1 E Broward Blvd #1400,	Fort Lauderdale, FL 33301-1834
ust	+Office of the US Trustee,	51 S.W. 1st Ave.,	Suite 1204, Miami, FL 33130-1614
87633558	+George Hawes,	390 Plandome Rd,	Manhasset NY 11030-1950
87633559	+Mark Leventhal,	c/o Douglas Smith, Esq,	140 Reservoir Ave, Providence RI 02907-3417
87633560	Tax Collector,	Town of Portsmouth,	E Main Rd, Portsmouth RI 02871
87633561	+William J Reilly,	5447 NW 42 Ave,	Boca Raton FL 33496-2718

The following entities were noticed by electronic transmission on Jan 11, 2010.

smg	EDI: FLDEPREV.COM Jan 11 2010 20:43:00	Florida Department of Revenue,	POB 6668,
		Bankruptcy Division,	Tallahassee, FL 32314-6668
smg	EDI: IRS.COM Jan 11 2010 20:43:00	IRS,	POB 21126, Philadelphia, PA 19114
			TOTAL: 2

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

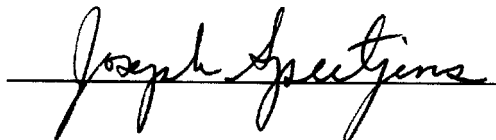
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jan 13, 2010

Signature:



**UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF FLORIDA**

In re:

Case No. 10-10299-PGH
Chapter 11

DOYLESTOWN PARTNERS,
INC.

EIN: 13-4179848

HONORABLE
JUDGE PAUL G. HYMAN, JR.

Debtor _____/

**MOTION TO DISMISS CASE AS A BAD FAITH FILING, OR IN THE ALTERNATIVE
FOR STAY RELIEF, AND TO CONSTRAIN FURTHER BANKRUPTCY RELIEF**

NOW COMES SECURED CREDITOR, MARK LEVENTHAL (“MOVANT”), by and through his undersigned Counsel and files this Motion to Dismiss Case as a Bad Faith Filing, or in the Alternative for Stay Relief, and to Constrain Further Bankruptcy Relief, and as grounds therefore states as follows:

Background

1. There is currently pending in the State of Rhode Island foreclosure proceedings relative to certain real property, to wit: “All that certain lot or parcel of land, together with all the buildings and improvements thereon, situated on the easterly side of Heidi Drive, in the Town of Portsmouth, County of Newport and State of Rhode Island, bounded and described as follows”, a copy of the full legal description is attached hereto as Exhibit A. The property is also known as 105 Heidi Drive, Portsmouth, Rhode Island, and hereafter referred to as “the subject premises”. The subject premises is a single family residence. Said property was owned by and entitled to a New York corporation known as Doylestown Partners Inc. (“the New York Corporation”).

2. By virtue of those foreclosure proceedings and pursuant to the General laws of the State of Rhode Island, a foreclosure sale of the subject premises was scheduled to take place on Friday, January 8, 2010 10:00 a.m.. A copy of the foreclosure notice is attached hereto as Exhibit B.

3. On or about January 4, 2010, Shannon P. Reilly, a principal of the New York corporation caused to be formed in the State of Florida a Florida corporation (“the Florida Corporation”) with the exact same name. A copy of the relevant articles of incorporation are attached hereto as Exhibit C.

4. No evidence exists that title to the subject property was passed to the Florida entity or that any other formality was undertaken that somehow rendered the subject premises an asset of the Florida entity. Notwithstanding this, it appears that the entity was created for the sole purpose of creating an obfuscation, a subterfuge and a ruse. On January 7, 2010, the corporation filed a petition for relief under the above-captioned case under Chapter 11 of the Bankruptcy Code in the Southern District of Florida. By virtue of this fraudulent conduct, Debtor has successfully impeded the Rhode Island foreclosure proceedings.

5. The Debtor’s tax identification number listed in the petition belongs to the New York corporation, and not the Debtor, which renders such assertion a false statement. A copy of the case cover sheet showing the tax identification number from the New York corporation’s previous Chapter 11 filing in the Southern District of New York, Case No: 06-12105-smb, is attached hereto as Exhibit D. The said case was filed on September 6, 2006, and dismissed on April 26, 2007.

6. The Debtor lists on the instant petition, 14404 North Road, Loxahatchee, Florida, as

the location of the principal assets of the Debtor, which, if intended to refer to the subject premises, is a false statement. The petition is misleading as it seemingly attempts to give the impression the property is owned by Doylestown Partners, Inc., a Florida corporation, the Debtor in this case, however, the property is owned by Doylestown Partners, Inc, a New York corporation. See Exhibit E.

7. Furthermore, the Secured Promissory Note executed by the Debtor clearly states that the Debtor confers jurisdiction on the courts of the State of Rhode Island, “including the Rhode Island Bankruptcy Court”. See Exhibit F.

8. The case must be dismissed as a sham filing insofar as it appears to have been filed solely for the purpose of improperly invoking the automatic stay. Debtors who do not file in good faith should not be afforded the benefits of the bankruptcy process. *Natural Land Corp. v. Baker Farms, Inc., (In re Natural Land Corp.)* 825 F.2d 296, 297-98 (11th Cir. 1987). Repeat bankruptcy filings calculated solely to reap the benefits of the **automatic stay** and frustrate or delay enforcement of a secured creditor’s foreclosure rights are an abuse of the system. *In re Robert E. Casse*, 219 B.R. 657,661 (Bankr. E.D. New York 1998)

RELIEF REQUESTED

9. Even assuming this is a valid Debtor with a legitimate interest in the subject premises, the case bears all the classic indicia of a bad faith filing by a single-asset real estate debtor with no reasonable prospects for reorganization in Chapter 11, and should be dismissed under §1112(b), specifically:

A. The bankruptcy filing was made the day before the property was to be

auctioned in Rhode Island, solely for the purpose of using the automatic stay to preclude the sale of the property.

B. The Debtor corporation was organized in Florida, and the corporate resolutions were passed within days before the filing, in order for it to appear that venue was proper in the Southern District of Florida.

C. Debtor does not own the property which is the subject of the filing.

10. A Chapter 11 case must be dismissed or converted under section 1112(b), or the automatic stay terminated under section 362(d)(1), for “cause” shown by the moving party, which includes the debtor’s lack of good faith in filing the petition. *Phoenix Picadilly, Ltd. v. Life Ins. Co. of Va. (In re Phoenix Picadilly, Ltd.)*, 849 F.2d 1393, 1394 (11th Cir. 1988) While there is no particular test, the courts may consider any factors which evidence “an intent to abuse the judicial processes and the purposes of the reorganization provisions” or, in particular, factors which evidence that the petition was filed “to delay or frustrate the legitimate efforts of secured creditors to enforce their rights”. *Id* at 1394-95.

The criteria listed in *Phoenix Picadilly*, have become commonly known in this circuit as the *Phoenix Picadilly* factors, and include the following:

- a. The debtor owns only one asset;
- b. The amount of unsecured debt is small relative to the amount of secured debt;
- c. The debtor has few employees;
- d. The property is subject to a foreclosure action;
- e. The debtor’s financial problems result essentially from a dispute with its secured creditors which can be resolved in a pending state court action; and

- f. The timing of the debtor's filing reflects an intent to delay or frustrate the secured creditors' enforcement of their rights. *Id.* at 1394-95.

Finally, the improper venue chosen by the Debtor to file in Florida may itself be evidence of bad faith.

11. The application of these factors strongly favor a finding of cause for dismissal or stay relief in this case. Again, even assuming that this is a legitimate single-asset real estate debtor, the premises is owned Mr. William Reilly and his family, including Shannon, Christopher, Daniel and Lauren Reilly, suggesting the property is a single family residence. The Debtor's major secured creditor is the Movant, Mark Leventhal. The property is subject to a foreclosure action by the Movant. The identity of the principals, timing of the filing and the choice of venue clearly reflect an intent to delay or frustrate the Movant's enforcement of his rights.

12. This is a classic example of a "bad faith" filing which bankruptcy courts routinely dismiss for "cause" shown. See, *In re Joyce, Don & Associates Inc.*, 2008 WL 343265 (Bkrcty.M.D.Fla) (citing *Phoenix Picadilly* where Debtor stayed a foreclosure sale by filing minutes before the sale was to take place); *In re Colonial Daytona Limited Partnership*, 144 B.R. 924, (Bankr. M.D. Fla. 1992 (Paskay, Chief Judge) (petition by single asset debtor was filed in bad faith justifying its dismissal, where there was no doubt that sole and only reason debtor filed its petition was to prevent the almost inevitable appointment of receiver and ultimate loss of its one and only asset through foreclosure).

13. The Debtor has no basis for filing this case in the Southern District of Florida, therefore, venue is improper under under §1408(1), specifically:

A. The Debtor was organized under the laws of the State of Florida on

January 4, 2010.

B. §1408(1) requires “the domicile, residence, principal place of business...or principal assets...have been located for the one hundred and eighty-days immediately preceeding such commencement...”

The Debtor’s organization of the Florida corporation three days before the bankruptcy filing clearly does not satisfy the requirements of §1408(1). To file the petition so far from where the property and creditor are located is for the sole purpose of delaying or frustrating the legitimate efforts of the secured creditor and is further evidence of bad faith warranting dismissal.

14. The Debtor should not be entitled to further bankruptcy relief since no reasonable likelihood of rehabilitation of the Debtor exists. Furthermore, there is a substantial and continuing diminution of the estate due to the interest accruing to the Movant on the secured debt. Movant should be entitled to continue with the foreclosure proceedings and auction in Rhode Island.

15. Accordingly, the petition should be dismissed and MOVANT should be awarded his attorney’s fees and costs for having to undertake this motion.

WHEREFORE, **MOVANT, SECURED CREDITOR, MARK LEVENTHAL**, respectfully requests this Court for the entry of an Order DISMISSING THIS CASE WITH PREJUDICE, OR IN THE ALTERNATIVE FOR STAY RELIEF, AND TO CONSTRAIN FURTHER BANKRUPTCY RELIEF.

I HEREBY CERTIFY that the foregoing Motion has been forwarded this 19th day of January, 2010, to all creditors and interested parties on the attached Service List.

I hereby certify that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court as set forth in Local Rule 2090-1(A).

Respectfully submitted,

FRANK, WHITE-BOYD, P.A.
Attorney for the Plaintiff/Trustee
11382 Prosperity Farms Road, Suite 230
Palm Beach Gardens, FL 33410
(561) 626-4700
(561) 627-9479-fax

By: _____/s/Julianne R. Frank, Esq.
JULIANNE R. FRANK, ESQUIRE
Florida Bar No. 315745

Notice provided by Electronic Mail to:

Arthur C. Neiwirth aneiwirthcourt@qpwbllaw.com, aneiwirthcourt@aol.com
Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov

Notice provided by U.S. Mail to:

All creditors and interested parties on the Court's mailing matrix as attached hereto.

Bk: 1272 Pg: 7
INST: 00072480

EXHIBIT "A"

All that certain lot or parcel of land, together with all the buildings and improvements thereon, situated on the easterly side of Heidi Drive, in the Town of Portsmouth, County of Newport and State of Rhode Island, bounded and described as follows:

BEGINNING at a point in the Easterly line of Heidi Drive, said point being one hundred seventy and thirteen hundredths (170.13) feet, more or less, North of a stone bound set in the Easterly line of Heidi Drive at or near a corner created by the intersection of said Easterly line of Heidi Drive with a stone wall, which stone wall is the Northerly boundary line of land now or formerly of Joyce Smith Cote, said point being the Southwesterly corner of the within described parcel; thence running in a Northerly direction along said Easterly line of Heidi Drive, a distance of one hundred sixty-one and twenty-nine hundredths (161.29) feet, more or less, to a point, said point being the Northwesterly corner of the within described parcel; thence turning an interior angle of 90°-00' and running in an Easterly direction bounding Northerly by land now or formerly of Arnold S. Rosenbaum, et ux, a distance of three hundred thirty (330) feet, more or less, to a point in the mean high water line of the Westerly side of the Sakonnet River, said point being the Northwesterly corner of the within described parcel; thence turning an interior angle and running in a Southerly direction along the mean high water line on the Westerly side of the Sakonnet River, a distance of one hundred sixty-two (162) feet, more or less, to a point, said point being the Southeasterly corner of the within described parcel; thence turning an interior angle and running in a Westerly direction, bounding southerly on land now or formerly of Joyce Smith Cote, a distance of three hundred twenty-three and (323) feet, more or less, to the point and place of beginning, said last described course creating a 90°-00' interior angle of with the first described course.

BE ALL said measurements more or less or however otherwise the same may be bounded or described.

BEING designated as Lot No. 7 on that certain plat entitled, "Glen Vista Estates owned by Felix A. Petarca Glen Street Portsmouth, Rhode Island Scale 1 inch = 40 feet Robert E. Lynch P.E. April, 1973 Revised - July, 1973 Oct., 1973" which plat is recorded in HC-3 B-1 of the Portsmouth Land Evidence Records.

BEING further designated as Lot 35 on Map 59 of the Portsmouth Tax Assessor's Maps, as presently constituted for reference purposes only.

Subject to restrictions and easements of record.

Meaning and intending to convey and hereby conveying the same premises in Deed Book 636 at Page 325 as recorded in the Land Evidence Records for the Town of Portsmouth, State of Rhode Island, to which reference may be had for a more particular description.

Property Address:

Plat 59, Lot 35
105 Heidi Drive
Portsmouth, RI

DWIDOLESTOWN

RECEIVED
PORTSMOUTH, RI
JUN 12 2007 10:46:54A
KATHLEEN VIERA BEAUDOIN
TOWN CLERK

ly

EXHIBIT A

MORTGAGEE'S SALE

105 Heidi Drive
Portsmouth, Rhode Island

Will be sold at public auction on Friday, January 8, 2010, at 10:00 a.m. local time on premises at 105 Heidi Drive, Portsmouth, Rhode Island, hereinafter described by virtue of a power of sale contained in that certain mortgage made by DOYLESTOWN PARTNERS, INC., dated June 15, 2007, and recorded in the Records of Land Evidence of the Town of Portsmouth, State of Rhode Island, in Book 1272 at Page 6, the conditions of said mortgage having been broken:

Those premises more particularly described in said Mortgage Book 1272 at Page 6.

The above premises will be sold subject to all taxes, assessments, mortgages and other encumbrances which may constitute a prior lien thereon, and will be conveyed subject to any restrictions of record and rights of redemption for unpaid Federal or State taxes, if any, as shall notwithstanding this provision constitute valid liens or encumbrances thereon after said sale.

Terms of sale: Deposit of Twenty-Five Thousand Dollars (\$25,000.00) in cash, certified or bank check at time and place of sale. Other terms and conditions will be announced at the sale.

By order of the owner and holder of said mortgage, who hereby gives notice of its intention to bid at said sale, or any postponement or adjournment thereof.

LAW OFFICES DOUGLAS H. SMITH
Douglas H. Smith, Esq.
Attorney for the Holder of
the Mortgage
140 Reservoir Avenue
Providence, Rhode Island

WP/REFILE69

EXHIBIT B

**Electronic Articles of Incorporation
For**

P1000000613
FILED
January 04, 2010
Sec. Of State
bmcknight

DOYLESTOWN PARTNERS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DOYLESTOWN PARTNERS, INC.

Article II

The principal place of business address:

14404 NORTH ROAD
LOXAHATCHEE, FL. US 33470

The mailing address of the corporation is:

14404 NORTH ROAD
LOXAHATCHEE, FL. US 33470

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

200

Article V

The name and Florida street address of the registered agent is:

SHANNON P REILLY
14404 NORTH ROAD
LOXAHATCHEE, FL. 33470

EXHIBIT

C

I certify that I am familiar with and accept the responsibilities of registered agent.

P10000000613
FILED
January 04, 2010
Sec. Of State
bmcknight

Registered Agent Signature: SHANNON P REILLY

Article VI

The name and address of the incorporator is:

SHANNON P. REILLY
14404 NORTH ROAD

LOXAHATCHEE, FL 33470

Incorporator Signature: SHANNON P REILLY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
SHANNON P REILLY
14404 NORTH ROAD
LOXAHATCHEE, FL. 33470 US

Title: SEC
WILLIAM J REILLY
5447 NW 42ND AVE
BOCA RATON, FL. 33496 US

EXHIBIT C (1)

CLOSED

**U.S. Bankruptcy Court
 Southern District of New York (Manhattan)
 Bankruptcy Petition #: 06-12105-smb**

Assigned to: Judge Stuart M. Bernstein
 Chapter 11
 Voluntary
 Asset

Date filed: 09/06/2006
Date terminated: 05/02/2007
Date dismissed: 04/26/2007

Debtor
Doylestown Partners, Inc.
 401 Broadway
 Suite 912
 New York, NY 10013
 212-683-1570
 Tax ID / EIN: 13-4179848

represented by **William J. Reilly**
 401 Broadway
 Suite 912
 New York, NY 10013
 (212) 683-1570
 Fax : (212) 219-9167
 Email: wjreilly@msn.com

U.S. Trustee
United States Trustee
 33 Whitehall Street
 21st Floor
 New York, NY 10004
 (212) 510-0500

There are proceedings for case 06-12105-smb but none satisfy the selection criteria.

PACER Service Center			
Transaction Receipt			
01/07/2010 12:35:31			
PACER Login:	ds4031	Client Code:	
Description:	Docket Report	Search Criteria:	06-12105-smb Fil or Ent: filed From: 12/23/2009 To: 1/7/2010 Doc From: 0 Doc To: 99999999 Format: html
Billable Pages:	1	Cost:	0.08

EXHIBIT D

BK: 1272 Pg: 6
INST: 00072480

MORTGAGE DEED

KNOW ALL MEN BY THESE PRESENTS:
That, DOYLESTOWN PARTNERS, INC., a New York corporation, of 401 Broadway, Suite 912, New York, New York, grants to MARK LEVENTHAL, c/o The Beacon Companies, 50 Federal Street, 4th Floor, Boston, Massachusetts, with **MORTGAGE COVENANTS**, to secure the payment as provided in a certain negotiable promissory note of even date herewith:

See Exhibit "A" attached hereto and incorporated by reference.

Borrower and Lender request the holder of any mortgage, deed of trust or other encumbrance with a lien which has priority over this Mortgage to give Notice to Lender, at Lender's address set forth above, of any default under the superior encumbrance and of any sale or other foreclosure action.

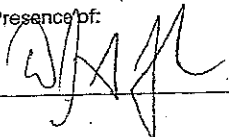
The mortgagor further represents and warrants that this mortgage and the loan secured hereby were incurred for business or commercial purposes.

Together with all buildings and improvements now or hereafter erected thereon, all plumbing, water, heating, gas, lighting, electrical and other fixtures now or hereafter attached to or used in connection with said real estate, and all rents, issues and profits therefrom.

This mortgage is made upon the **STATUTORY CONDITION** and with the **STATUTORY POWER OF SALE**; provided however, that notice of the time and place of a foreclosure sale may at the option of the mortgagee be published either as provided in and by said **STATUTORY POWER OF SALE** or in some newspaper published in the Town of Portsmouth, State of Rhode Island, and that a foreclosure sale may at the option of the mortgagee be held either upon the premises or elsewhere as specified in said notice.

WITNESS its hand this 15 day of June, 2007.

In Presence of:



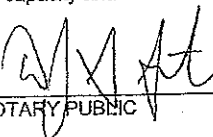
DOYLESTOWN PARTNERS, INC.

By: 

Authorized Officer

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

In Providence on the 15th day of June, 2007, before me personally appeared WILLIAM J. REILLY in his capacity as Authorized Officer of DOYLESTOWN PARTNERS, INC., to me known and known-by me to be the party executing the foregoing instrument, and he acknowledged said instrument, by him executed to be his free act and deed individually and in the aforesaid capacity and the free act and deed of said corporation.



NOTARY PUBLIC

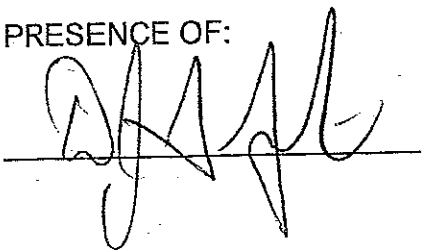
0W/DOYLESTOWN

DOUGLAS H. SMITH
NOTARY PUBLIC
MY COMMISSION EXPIRES 6/15/07

This Note is delivered in and shall be construed under the internal laws (and not the law of conflicts) of the State of Rhode Island, and in any litigation in connection with, or enforcement of, this Note or of any endorsement or guaranty of this Note or any security given for payment hereof. Obligors, and each of them, CONSENTS TO AND CONFERS EXCLUSIVE PERSONAL JURISDICTION ON COURTS OF THE STATE OF RHODE ISLAND OR OF THE FEDERAL GOVERNMENT IN RHODE ISLAND (INCLUDING THE RHODE ISLAND BANKRUPTCY COURT), AND EXPRESSLY WAIVES ANY OBJECTIONS AS TO VENUE IN ANY OF SUCH COURTS, AND AGREES THAT SERVICE OF PROCESS MAY BE MADE ON OBLIGORS BY MAILING A COPY OF THE SUMMONS TO THEIR RESPECTIVE ADDRESSES. BORROWER AND BANK (BY ACCEPTANCE OF THIS NOTE) MUTUALLY HEREBY KNOWINGLY, VOLUNTARILY AND INTENTIONALLY WAIVE THE RIGHT TO A TRIAL BY A JURY IN RESPECT OF ANY CLAIM BASED HEREON, ARISING OUT OF, UNDER OR IN CONNECTION WITH THIS NOTE OR ANY OTHER LOAN DOCUMENTS CONTEMPLATED TO BE EXECUTED IN CONNECTION HEREWITH OR ANY COURSE OF CONDUCT, COURSE OF DEALINGS, STATEMENTS (WHETHER VERBAL OR WRITTEN) OR ACTIONS OF ANY PARTY, INCLUDING, WITHOUT LIMITATION, ANY COURSE OF CONDUCT, COURSE OF DEALINGS, STATEMENTS OR ACTIONS OF LENDER RELATING TO THE ADMINISTRATION OF THE LOAN OR ENFORCEMENT OF THE LOAN DOCUMENTS, AND AGREE THAT NEITHER PARTY WILL SEEK TO CONSOLIDATE ANY SUCH ACTION WITH ANY OTHER ACTION IN WHICH A JURY TRIAL CANNOT BE OR HAS NOT BEEN WAIVED. EXCEPT AS PROHIBITED BY LAW, BORROWER HEREBY WAIVES ANY RIGHT IT MAY HAVE TO CLAIM OR RECOVER IN ANY LITIGATION ANY SPECIAL, EXEMPLARY, PUNITIVE OR CONSEQUENTIAL DAMAGES OR ANY DAMAGES OTHER THAN, OR IN ADDITION TO, ACTUAL DAMAGES. BORROWER CERTIFIES THAT NO REPRESENTATIVE, AGENT OR ATTORNEY OR LENDER HAS REPRESENTED, EXPRESSLY OR OTHERWISE, THAT LENDER WOULD NOT, IN THE EVENT OF LITIGATION, SEEK TO ENFORCE THE FOREGOING WAIVER. THIS WAIVER CONSTITUTES A MATERIAL INDUCEMENT FOR LENDER TO ACCEPT THIS NOTE AND MADE THE LOAN.

This Note is secured by a mortgage agreement of even date on property located at 105 Heidi Drive, Portsmouth, Rhode Island. The Borrower hereby agrees to maintain casualty and liability insurance in an amount not less than the amount of this Promissory Note and to have said insurance policy name the lender as the loss payee.

PRESENCE OF:



DOYLESTOWN PARTNERS, INC.



WILLIAM J. REILLY
as Authorized Officer of DOYLESTOWN PARTNERS, INC.

EXHIBIT F

Label Matrix for local noticing
113C-9
Case 10-10299-PGH
Southern District of Florida
West Palm Beach
Tue Jan 19 11:31:41 EST 2010

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470-4601

George Hawes
390 Plandome Rd
Manhasset NY 11030-1950

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence RI 02907-3417

Office of the US Trustee
51 S.W. 1st Ave.
Suite 1204
Miami, FL 33130-1614

Tax Collector
Town of Portsmouth
E Main Rd
Portsmouth RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton FL 33496-2718

Arthur C. Neiwirth Esq.
1 E Broward Blvd #1400
Fort Lauderdale, FL 33301-1834

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(u)West Palm Beach	End of Label Matrix	
	Mailable recipients	7
	Bypassed recipients	1
	Total	8

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.

Case No.:10-10299-PGH
Chapter 11

Debtor.

_____ /

CHAPTER 11 CASE MANAGEMENT SUMMARY

In compliance with Administrative Order 05-1, the Debtor-In-Possession, Doylestown Partners, Inc., files this Chapter 11 Case Management Summary and states:

The following data represents approximations for background information only and the information may represent the Debtor's best estimate in response to some of the ensuing questions.

1. Date of Order for Relief under Chapter 11 (filing date of petition if voluntary chapter 11 petition: **None**)
2. Names, case numbers and dates of filing of related Debtors: **None**
3. Descript of debtor's business: **Real Estate Holdings and Investment**
4. Locations of Debtor's operating and whether the business premises are leased or owned:

Beginning at a point in the Easterly line of Heidi Drive, said point being one hundred seventy and thirteen hundredths (170,13) feet, more or less, North of a stone bound set in the Easterly line of Heidi Drive at or near a corner created by the intersection of said Easterly line of Heidi Drive with a stone wall, which stone wall is the Northerly boundary line of land now or formerly of Joyce Smith Cote, said point being the Southwesterly corner of the within described parcel; thence running in a Northerly direction along said Easterly line of Heidi Drive, a distance of one hundred sixty-one and twenty-nine hundredths (161,29) fee, more or less, to a point, said point being the Northwesterly corner of the within described parcel; thence turning an interior angle of 90'-00' and running in an Easterly direction bounding Northerly by land now or formerly of Arnold S. Rosenbaum, at ux, a

distance of three hundred thirty (330) feet, more or less to a point in the mean high water line of the Westerly side of the Sakonnet River, said point being the Northwesterly corner of the within described parcel; thence turning an interior angle and running in a Southerly direction along the mean high water line on the Westerly side of the Sakonnet River, a distance of one hundred sixty-two (162) feet, more or less, to a point, said point being the Southeasterly corner of the within described parcel; thence turning an interior angel and running in a Westerly direction, bounding southerly on land new or formerly of Joyce Smith Cote, a distance of three hundred twenty-three (323) fee, more or less, to the point and place of beginning, said last described course creating a 90'-00' interior angel of with the first described course.

- 5. Reasons for filing chapter 11: Rhode Island is a non-judicial foreclosure state. The Debtor has been in extended negotiations with the first and second Mortgagee (same party) regarding a restructuring of the debt. In fact, significant payments have been paid during the negotiation stage. Unfortunately, the Lender refused to continue to allow the matter to proceed while negotiations were taking place and a stalemate occurred. The junior lender is willing to work with the Debtor regarding restructuring of the debt under the current market conditions, and this Chapter 11 was filed in an attempt to provide a further attempt to preserve the equity in the property
- 6. List of Officers and Directors, if applicable, and their salaries and benefit at the time of filing and during the 1 year prior to filing:

<u>Name</u>	<u>Salary</u>	<u>Benefits</u>
William J. Reilly	0	0
Shannon Reilly	0	0

- 7. Debtor's fiscal or calendar year to date gross income and the debtor's gross income for the calendar or fiscal year prior to the filing of this petition:

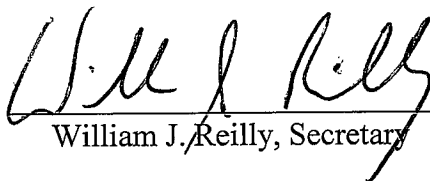
2008-2009

- 8. Amounts owed to various creditors:
 - a. Amount of unsecured claims: less than \$ **150,000.00**
- 9. General description and approximate value of the debtor's assets:

There is a real estate appraisal within the last 90 days

10. List of all insurance policies, the property covered under the policy, the name of the insurer, the policy number, amount of coverage, whether the premium is current, the date the next premium is due and date the policy expires:
 - a. **General liability, hazard - See Attached**
 - b.
11. Number of employees and amounts of wages owed as of petition date: **None**
12. Status of debtor's payroll and sales tax obligations, if applicable. This does not eliminate the obligation of Chapter 11 debtors (other than individuals not engaged in business) to provide the more detailed payroll tax information required by Local Rule 2081-1(A): **The Debtor does not have payroll or sales tax obligation**
13. Anticipated emergency relief to be requested within 14 days from the petition date: **Application to Employ Arthur C. Neiwirth, Esq./Quintairos, Prieto, Wood & Boyer, P.A. as Bankruptcy counsel, Motion to waive requirement of closing bank accounts.**

Doylestown Partners, Inc.

By: 
William J. Reilly, Secretary

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that true and correct copies of the foregoing was served via electronic filing and/or U.S. First Class Mail on January 20, 2010, to all parties on the attached service list.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court as set forth in Local Rule 2090-1(A).

Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for the Debtor
One East Broward Blvd. Suite 1400
Fort Lauderdale, Florida 33301
Tel: (954) 523-7008
Direct Fax: (954) 524-4455
Main Fax: (954) 523-7009

By: /s/ Arthur C. Neiwirth, Esq.
Arthur C. Neiwirth, Esq.
FBN: 0289061
aneiwirth@qpwblaw.com

CM/ECF



EVIDENCE OF PERSONAL PROPERTY INSURANCE

DATE (MM/DD/YYYY)
01/19/2010

THIS IS EVIDENCE THAT INSURANCE AS IDENTIFIED BELOW HAS BEEN ISSUED, IS IN FORCE, AND CONVEYS ALL THE RIGHTS AND PRIVILEGES AFFORDED UNDER THE POLICY.

AGENCY D. F. DWYER INSURANCE AGENCY MUENCHINGER KING BLDG. 38 BELLEVUE AVENUE NEWPORT RI 02840		PHONE (A/C No., Ext) 401-846-9629		COMPANY CHUBB CUSTOM INSURANCE	
FAX (A/C No.) 401-849-4980		E-MAIL ADDRESS:		LOAN NUMBER	
CODE:		SUB CODE:		POLICY NUMBER 1252368302	
AGENCY CUSTOMER ID #: INSURED WILLIAM & MARIELLE REILLY 105 HEIDI DRIVE PORTSMOUTH, RI 02871		EFFECTIVE DATE 04/04/2009		EXPIRATION DATE 04/04/2010	
				<input type="checkbox"/> CONTINUED UNTIL TERMINATED IF CHECKED	
THIS REPLACES PRIOR EVIDENCE DATED:					

PROPERTY INFORMATION

LOCATION/DESCRIPTION
 SINGLE FAMILY DWELLING LOCATED AT: 105 HEIDI DRIVE PORTSMOUTH, RI 02871

COVERAGE INFORMATION

COVERAGE/PERILS/FORMS	AMOUNT OF INSURANCE	DEDUCTIBLE
DWELLING COVERAGE	1,892,000	2,500

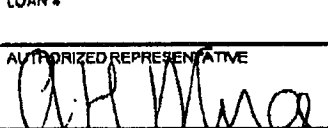
REMARKS (Including Special Conditions)

FAX561-895-4626

CANCELLATION

THE POLICY IS SUBJECT TO THE PREMIUMS, FORMS, AND RULES IN EFFECT FOR EACH POLICY PERIOD. SHOULD THE POLICY BE TERMINATED, THE COMPANY WILL GIVE THE ADDITIONAL INTEREST IDENTIFIED BELOW 30 DAYS WRITTEN NOTICE, AND WILL SEND NOTIFICATION OF ANY CHANGES TO THE POLICY THAT WOULD AFFECT THAT INTEREST, IN ACCORDANCE WITH THE POLICY PROVISIONS OR AS REQUIRED BY LAW.

ADDITIONAL INTEREST

NAME AND ADDRESS MARK LEVENTHAL 21 BONNYBROOK RD WABAN, MA 02168	<input type="checkbox"/> MORTGAGEE	<input type="checkbox"/> ADDITIONAL INSURED
	<input checked="" type="checkbox"/> LOSS PAYEE	LOAN #
AUTHORIZED REPRESENTATIVE  1/19/10		

United States Bankruptcy Court
Southern District of Florida
www.flsb.uscourts.gov

Case Number: 10-10299-PGH

Chapter: 11

In re:

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

EIN: 13-4179848

NOTICE OF HEARING

NOTICE IS HEREBY GIVEN that a hearing will be held on **February 16, 2010 at 09:30 AM**, at the following location:

Flagler Waterview Building
1515 N Flagler Dr Room 801 Courtroom A
West Palm Beach FL 33401

to consider the following:

Motion to Dismiss Case as a Bad Faith Filing, or in the alternative Motion for Relief from Stay and to Constrain Further Bankruptcy Relief Filed by Creditor Mark Leventhal. (10)

THIS MATTER HAS BEEN SCHEDULED FOR A TEN MINUTE HEARING. IF YOU REQUIRE MORE TIME YOU MUST CONTACT THE COURTROOM DEPUTY IMMEDIATELY FOR A SPECIAL SETTING. This matter has not been scheduled as an evidentiary hearing. If you require an evidentiary hearing, the currently scheduled hearing will be treated as a preliminary hearing. Contact the courtroom deputy, Vivian Corrales at (561) 514-4109 to schedule a final evidentiary hearing.

THE MOVANT, (OR MOVANT'S COUNSEL if represented by an attorney) SHALL SERVE A COPY OF THIS NOTICE OF HEARING and, unless previously served, the above-described pleading on all required parties within the time frames required by the Bankruptcy Rules, Local Rules, or orders of the Court, and shall file a certificate of service as required under Local Rules 2002-1(F) and 9073-1(B). Any party who fails to properly serve any pleadings or other paper may be denied the opportunity to be heard thereon. All moving or objecting parties shall bring to the hearing proposed orders, sustaining their respective positions.

PLEASE NOTE: Photo identification is required to gain entrance to all federal courthouse facilities. Electronic devices, including but not limited to cameras, cellular phones (including those with cameras), pagers, personal data assistants (PDA), laptop computers, radios, tape-recorders, etc., **are not permitted** in the courtroom, chambers or other environs of this court. These restrictions (**except for cameras not integrated into a cell phone device**) do not apply to attorneys with a valid Florida Bar identification card, attorneys who have been authorized to appear by pro hac vice order and witnesses subpoenaed to appear in a specific case. An attorney seeking entry to the Ft. Lauderdale courthouse facilities must also be admitted to practice in the Southern District of Florida or be authorized to appear by pro hac vice order. **No one is permitted to bring a camera or other prohibited electronic device into a federal courthouse facility except with a written order signed by a judge and verified by the United States Marshal's Service. See Local Rule 5072-2.**

Dated: 1/20/10

CLERK OF COURT
By: Vivian Corrales
Courtroom Deputy

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.
EIN: xx-xxx9848
Debtor.

Case No.:10-10299-PGH
Chapter 11

**APPLICATION FOR APPROVAL FOR EMPLOYMENT OF ARTHUR C. NEIWIRTH,
ESQUIRE, AND QUINTAIROS, PRIETO, WOOD & BOYER, P.A. AS GENERAL
BANKRUPTCY COUNSEL TO THE DEBTOR**

Doylestown Partners, Inc, Debtor, respectfully request the entry of an Order of the Court authorizing the employment of Arthur C. Neiwirth, Esquire and the Law Firm of Quintarios Prieto Wood & Boyer, P.A., to represent the Debtor in this case as general bankruptcy counsel (the "Application") and, in support thereof, state as follows:

1. The Debtor desires to employ Arthur C. Neiwirth, Esquire, ("Neiwirth"), an attorney of Quintarios Prieto Wood & Boyer, P.A. ("QPWB"), as attorneys in this case.

2. The Debtor believes Neiwirth and the attorneys of QPWB have considerable experience with matters of this character, and believe that Neiwirth and QPWB are qualified to practice in this Court and are qualified to advise the Debtor of its relations with, and responsibilities to, the creditors and other interested parties in these proceedings.

3. The professional services Neiwirth and QPWB will render are summarized as follows:

(a) to give advice to the Debtor with respect to its powers and duties as debtor-in-possession and the continued management of its business operations;

(b) to advise the Debtor with respect to its responsibilities, and compliance with the U.S. Trustee's operating guidelines and reporting requirements and with the rules of the Court;

(c) to prepare motions, pleadings, orders, applications, adversary proceedings, and other legal documents necessary in the administration of the case;

(d) to protect the interests of the Debtor in all matters pending before the Court;

(e) to represent the Debtor in negotiations with their creditors in the preparation of a plan of reorganization; and

(f) to perform all other legal services for the Debtor which may be necessary herein.

4. Based upon the foregoing services required, it is necessary for the Debtor to employ an attorney to perform such professional services.

5. Because of the extensive legal services required, your Applicant desires to employ Neiwirth and QPWB under a general retainer (the "General Retainer") with compensation to be fixed by the Court.

6. Attached to this Application is the Neiwirth Affidavit demonstrating that under the circumstances, and subject to the information contained therein, Neiwirth and QPWB are disinterested as required by 11 U.S.C. § 327(a), which constitutes a verified statements as required under F.R.B.P. 2014.

REASON FOR EXIGENCY

7. In order for the Debtor to begin the process of reorganizing under Title 11 of the United States Bankruptcy Code, the Debtor will require the immediate employment of a Chapter 11 counsel that specializes in Chapter 11 reorganizations. As stated above, Neiwirth and QPWB have considerable experience with matters of this character. Thus, the Debtor requests that this Court grant the application for employment of QPWB nunc pro tunc to January 7, 2010 on an expedited basis.

WHEREFORE, your Applicant respectfully request an Order of the Court authorizing the retention of Arthur C. Neiwirth, Esq., and the Law Firm of Quintarios Prieto Wood & Boyer, P.A., under a general retainer to represent them in these proceedings under Chapter 11 U.S.C. §§ 327(a) of the Bankruptcy Code, to be approved by the Court, and that they have such other and further relief as is equitable and just.

Respectfully submitted,

Doylestown Partners, Inc.

By: 
William J. Reilly, Secretary

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing was sent via Electronic Mail on this ___ day of January, 2010, to all parties on the attached service list.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1(A).

Respectfully submitted,

Quintairos Prieto Wood & Boyer, P.A.
Attorneys for Debtor-in-Possession
One East Broward Blvd, Suite, 1400
Fort Lauderdale, Florida 33301
Telephone: (954)523-7008
Facsimile: (954) 523-7009 Main
Facsimile: (954) 524-4455 Direct

By: /s/ Arthur C. Neiwirth, Esq
ARTHUR C. NEIWIRTH Esq.

Notice will be served electronically upon:

Arthur C. Neiwirth, Esq. aneiwirthcourt@qpwblaw.com
Office of the U.S. Trustee USTPRegion21.MM.ECF@usdoj.gov

Notice will be not be served electronically upon:

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.
EIN: xx-xxx9848
Debtor.

Case No.: 10-10299-PGH
Chapter 11

_____ /

AFFIDAVIT OF PROPOSED ATTORNEY FOR DEBTOR-IN-POSSESSION

Arthur C. Neiwirth, Esquire, being duly sworn and says:

1. I am an attorney admitted to practice in the State of Florida and the United States District Court for the Southern District of Florida.

2. I am a Partner with Quintarios Prieto Wood & Boyer, P.A., (“QPWB”) with offices located at One East Broward Blvd, 1400, Fort Lauderdale, Florida 33301. I am familiar with the matters set forth herein and make this Affidavit in support of the Application of Debtor for approval of employment of Quintarios Prieto Wood & Boyer, P.A., as counsel for the Debtor (the “Application”).

3. In support of the Application, I disclose the following:

(a) Unless otherwise stated, this Affidavit is based upon facts of which I have personal knowledge.

(b) In preparing this Affidavit, I have reviewed a list of the Debtor’s secured creditor(s) and unsecured creditors. I compared this information with the information contained in our law firm's client and adverse party conflict check index system. The facts stated in this Affidavit as to the relationship between other lawyers in our law firm and the Debtor, the Debtor’s creditors and the United States Trustee, and other persons employed by the Office of

the United States Trustee, and those persons and entities who are defined as disinterested persons in Section 101(14) of the Bankruptcy Code are based on the results of my review of our firm's conflict check index system. Specifically, I have conducted a computer search of our firm's records and disseminated a written request for information to all of the attorneys in our firm regarding connections to the Debtor's creditors. Based upon our search, our firm does not represent any entity in a matter which would constitute a conflict of interest or otherwise impair the disinterestedness of our firm except as follows:

- (i) None

It should be noted that the Debtor's Secretary has paid the retainer and guaranteed payment of all fees and costs of this proceeding.

4. Our law firm's client and adverse party conflict check index system is comprised of records regularly maintained in the course of business of the firm and it is a regular practice of the firm to make and maintain these records. It reflects entries that are noted in the system at the time the information becomes known by persons whose regular duties include recording and maintaining this information. I regularly use and rely upon the information contained in the system in the performance of my duties with the law firm and in my practice of law.

5. A search of our firm's conflict check index system reveals that our firm does not presently represent any parties with potential interests adverse to the Debtor's estate other than as noted in paragraph 3 above.

6. The professional fees and costs incurred by Quintarios Prieto Wood & Boyer, P.A., incurred in the course of its representation of the Debtor, shall be subject in all respects to the application and notice requirements of 11 U.S.C. §§ 330 and 331 and F.R.B.P. 2014 and 2016, unless this case is dismissed or converted in which case the Retainer Agreement will control.

7. The hourly rates for the attorneys at Quintarios Prieto Wood & Boyer, P.A., range from \$200.00 to \$450.00. The hourly rate for Arthur C. Neiwirth, Esquire, the attorney who will be principally working on this matter, is \$425.00. The hourly rates for the legal assistants at Quintarios Prieto Wood & Boyer, P.A., range from \$95.00 to \$125.00.

8. There is no agreement of any nature, other than within the firm as to calculating firm attorney compensation, as to the sharing of any compensation to be paid to the firm. No promises have been received by QPWB, nor any member or associate thereof, as to the compensation in connection with this case other than in accordance with the provisions of the Bankruptcy Code.

9. No attorney in our firm holds a direct or indirect claim or equity interest in the Debtor or has a right to acquire such interest.

10. Except as set forth herein, no attorney in our firm has had or presently has any connection with the Debtor's creditors on any matter in which the firm is to be engaged, except that I, our law firm, its members and associates: (i) may have appeared in the past, and may appear in the future, in other cases in which one or more of said parties may be involved; (ii) may represent or may have represented certain of the Debtor's creditors in matters unrelated to this case and as disclosed in Paragraph 3.

11. This concludes my declaration.

FURTHER AFFIANT SAYETH NAUGHT.

[signature on following page]

ARTHUR C. NEIWIRTH, ESQUIRE

BY:

Arthur Neiwirth

2008.

SWORN TO AND SUBSCRIBED before me, this 21 day of January.

Angela Riggs
Notary Public, State of Florida

Print Name: Angela Riggs
Commission No. DD549629
My Commission Expires: May 8, 2010



Angela Riggs
Commission # DD549629
Expires May 8, 2010
Bonded Troy Fain - Insurance, Inc. 800-385-7019

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION**
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.
EIN: XX-XXX9848

Case No.:10-10299-PGH
Chapter 11

Debtor.

_____ /

**EX-PARTE MOTION FOR SHORT ENLARGMENT OF TIME TO FILE SCHEDULES,
STATEMENT OF FINANCIAL AFFAIRS AND RELATED PLEADINGS**

COMES NOW the Debtor, Doylestown Partners, Inc., by and through his undersigned counsel and moves this Court for a short additional extension of time to file the remaining Schedules, Statement of Financial Affairs and related pleadings, and in furtherance thereof states:

1. This case was commenced by the filing of a Voluntary Emergency Petition for Relief on January 7, 2010.

2. The 341 Meeting is currently scheduled for February 5, 2010, and pursuant to Local Rule 1007-1(c) an extension can be granted so long as the documents are filed no later than five (5) business days prior to the 341 Meeting.

3. On January 7, 2010 the Court issued a Notice of Deficiency (DOC 2) that the following items were outstanding:

- A. Summary of Schedules
- B. Schedule A
- C. Equity Security Holders List
- D. Schedule B
- E. Declaration Re: Schedules
- F. Schedule G
- G. Schedule H
- H. Statement of Financial Affairs

4. The Petition was accompanied by a list of all creditors, a Corporate Resolution, a list of 20 Largest Creditors, Schedule D - Creditors Holding Secured Claims, Schedules E –

Creditors Holding Unsecured Priority Claims, and Schedule F – Creditors Holding Unsecured Nonpriority claims. Thereafter, the Corporate Ownership Statement was also filed (DOC4).

5. On January 20, 2010, the Chapter 11 Case Management Summary was filed, including a copy of the proof of insurance for the real property/premises owned by the Debtor.

6. On January 20, 2010, the U.S. Trustee's Office conducted the IDI.

7. The Secretary of the company, William J. Reilly, was out of town, and was not able to finally review the balance of the filing and related documents, and the undersigned counsel is waiting for responses from him.

8. The current deadline for the filing of the additional documentation is January 21, 2010, and the Debtor seeks to have an extension of time, through Friday, January 28, 2010.

9. At the current time there has been no Creditors Committee appointed, and this Motion is not filed for the purposes of undue delay and will not prejudice any party.

WHEREFORE, it is respectfully requested that this Court

A. Enter an Order Granting and Enlargement of Time for the filing of the remaining Schedules, Statement of Financial Affairs and related documents through and including January 28, 2010; and

B. Grant such further relief as is appropriate under the circumstances.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1(A).

I HEREBY CERTIFY that a true and correct copy of the foregoing Corrected Notice was served via CM/ECF or 1st Class U.S. Mail upon all parties on the service list attached this 21st day of January, 2010.

Quintairos, Prieto, Wood & Boyer, P.A.,
Attorneys for Debtor
One East Broward Blvd., Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Fax: (954) 523-7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwbllaw.com
CM/ECF email: aneiwirthcourt@qpwbllaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net
Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov
Arthur C. Neiwirth, Esq. aneiwirthcourt@qpwbllaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov**

IN RE:

Doylestown Partners, Inc.
EIN: xx-xxx9848

Case No.: 10-10299-PGH
Chapter 11

Debtor.
_____ /

**DEBTOR’S NOTICE OF FILING PAYROLL AND SALES TAX STATUS
REPORT**

Doylestown Partners, Inc. (“Debtor”) pursuant to Local Rule 2081-1(A), having filed its Chapter 11 Petition on January 7, 2010, 208 (the “Filing Date”) files its Payroll and Sales Tax Reports as follows:

PAYROLL TAXES:

NOTE: The Debtor has no employees

Payroll taxes accrued for:		FED W/H	FUTA	SUTA
I	1 st month prior to filing	\$0.00	\$0.00	\$0.00
II	2 nd month prior to filing	\$0.00	\$0.00	\$0.00
III	3 rd month prior to filing	\$0.00	\$0.00	\$0.00
IV	4 th month prior to filing	\$0.00	\$0.00	\$0.00
V	5 th month prior to filing	\$0.00	\$0.00	\$0.00
VI	6 th month prior to filing	\$0.00	\$0.00	\$0.00
Subtotals		\$0.00	\$0.00	\$0.00
			Total	\$0.00

VII. Amount still due and owing for six months period preceding filing: \$0.00

VIII. Amount still due and owing for earlier periods: \$0.00

There are no copies of proof of all payments made for payroll taxes for the six (6) months preceding the filing date.

SALES TAXES:

NOTE: The Debtor is not responsible to pay sales taxes.

I.	Gross Sales subject to Sales Tax for 1 st month prior to filing:	\$0
	Sales taxes accrued for 1 st month prior to filing:	\$0
II.	Gross Sales subject to Sales Tax for 1 st month prior to filing:	\$0
	Sales taxes accrued for 2 nd month prior to filing:	\$0
III.	Gross Sales subject to Sales Tax for 1 st month prior to filing:	\$0
	Sales taxes accrued for 3 rd month prior to filing:	\$0
IV.	Gross Sales subject to Sales Tax for 1 st month prior to filing:	\$0
	Sales taxes accrued for 4 th month prior to filing:	\$0
V.	Gross Sales subject to Sales Tax for 1 st month prior to filing:	\$0
	Sales taxes accrued for 5 th month prior to filing:	\$0
VI.	Gross Sales subject to Sales Tax for 1 st month prior to filing:	\$0
	Sales taxes accrued for 6 th month prior to filing:	\$0
VII.	Amount still due and owing for six month period preceding filing:	\$0
VIII.	Amount still due and owing for earlier periods:	\$0

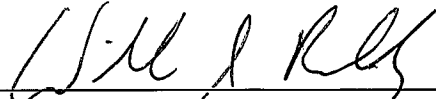
There are no copies of proof of all payments made for sales

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

I, William J Reilly, declare under penalty of perjury that the foregoing information is true and correct to the best of my knowledge, information and belief.

Dated: January 7 2010

Doylestown Partners, Inc.

By: 
William J Reilly, Secretary

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1(A).

I HEREBY CERTIFY that a true and correct copy of the foregoing was served via CM/ECF or 1st Class U.S. Mail and/or Facsimile upon all parties on the service list attached this 7 day of January, 2010.

Quintairos Prieto Wood & Boyer, P.A.
Attorneys for Debtor-in-Possession
One East Broward Blvd, Suite, 1400
Fort Lauderdale, Florida 33301
Telephone: (954)523-7008
Facsimile: (954) 523-7009 Main
Facsimile: (954) 524-4455 Direct

By: /s/ Arthur C. Neiwirth, Esq
ARTHUR C. NEIWIRTH Esq.
Florida Bar. No. 0289061
aneiwirth@qpwblaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank on behalf of Creditor Mark Leventhal
fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Arthur C. Neiwirth on behalf of Debtor Doylestown Partners, Inc.
aneiwirthcourt@qpwbllaw.com, aneiwirthcourt@aol.com

Office of the US Trustee
USTPRegion21.MM.ECF@usdoj.gov

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

**United States Bankruptcy Court
Southern District of Florida
www.flsb.uscourts.gov**

Case Number: 10-10299-PGH

Chapter: 11

In re:

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

EIN: 13-4179848

NOTICE OF HEARING

NOTICE IS HEREBY GIVEN that a hearing will be held on **February 9, 2010 at 10:00 AM**, at the following location:

**Flagler Waterview Building
1515 N Flagler Dr Room 801 Courtroom A
West Palm Beach FL 33401**

to consider the following:

Application to Employ Arthur C. Neiwirth, Esq. as Bankruptcy Counsel to the Debtor Doylestown Parnters, Inc. [Affidavit Attached] Filed by Debtor Doylestown Partners, Inc. (14)

THIS MATTER HAS BEEN SCHEDULED FOR A TEN MINUTE HEARING. IF YOU REQUIRE MORE TIME YOU MUST CONTACT THE COURTROOM DEPUTY IMMEDIATELY FOR A SPECIAL SETTING. This matter has not been scheduled as an evidentiary hearing. If you require an evidentiary hearing, the currently scheduled hearing will be treated as a preliminary hearing. Contact the courtroom deputy, Vivian Corrales at (561) 514-4109 to schedule a final evidentiary hearing.

THE MOVANT, (OR MOVANT'S COUNSEL if represented by an attorney) SHALL SERVE A COPY OF THIS NOTICE OF HEARING and, unless previously served, the above-described pleading on all required parties within the time frames required by the Bankruptcy Rules, Local Rules, or orders of the Court, and shall file a certificate of service as required under Local Rules 2002-1(F) and 9073-1(B). Any party who fails to properly serve any pleadings or other paper may be denied the opportunity to be heard thereon. All moving or objecting parties shall bring to the hearing proposed orders, sustaining their respective positions.

PLEASE NOTE: Photo identification is required to gain entrance to all federal courthouse facilities. Electronic devices, including but not limited to cameras, cellular phones (including those with cameras), pagers, personal data assistants (PDA), laptop computers, radios, tape-recorders, etc., **are not permitted** in the courtroom, chambers or other environs of this court. These restrictions (**except for cameras not integrated into a cell phone device**) do not apply to attorneys with a valid Florida Bar identification card, attorneys who have been authorized to appear by pro hac vice order and witnesses subpoenaed to appear in a specific case. An attorney seeking entry to the Ft. Lauderdale courthouse facilities must also be admitted to practice in the Southern District of Florida or be authorized to appear by pro hac vice order. **No one is permitted to bring a camera or other prohibited electronic device into a federal courthouse facility except with a written order signed by a judge and verified by the United States Marshal's Service. See Local Rule 5072-2.**

Dated: 1/22/10

CLERK OF COURT
By: Vivian Corrales
Courtroom Deputy

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.
EIN: XX-XXX9848

Case No.:10-10299-PGH
Chapter 11

Debtor.
_____ /

CERTIFICATE OF SERVICE OF NOTICE OF HEARINGS (DOC 17)
REGARING APPLICATION TO EMPLOY ARTHUR C. NEIWIRTH, ESQ. AS
GENERAL BANKRUPTCY COUNSEL TO THE DEBTOR DOYLESTOWN
PARTNERS, INC.

I HEREBY CERTIFY that a true and correct copy of the Notice of Hearing (DOC 17) regarding Application to Employ Arthur C. Neiwirth, Esq. as General Bankruptcy Counsel to the Debtor Doylestown Partners, Inc. (DOC 14) was served upon all parties on the attached service list on January 22, 2010 in the manner noted.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court of the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1 (A).

Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for Debtor
One E. Broward Blvd. Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Main (954) 527- 7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwbllaw.com
CM/ECF mail: aneiwirthcourt@qpwbllaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq. aneiworthcourt@qpwbllaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470



ORDERED in the Southern District of Florida on January 22, 2010.

**Paul G. Hyman, Chief Judge
United States Bankruptcy Court**

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division
www.flsb.uscourts.gov**

In re:

Doylestown Partners, Inc.
EIN: xx-xxx9848

Case No: 10-10299-PGH
Chapter 11

Debtor.
_____ /

**EX-PARTE ORDER GRANTING EX-PARTE MOTION FOR SHORT
ENLARGEMENT OF TIME TO FILE SCHEDULES, STATEMENT OF
FINANCIAL AFFAIRS AND RELATED PLEADINGS**

THIS MATTER came before the Court upon the Ex-Parte Motion of the Debtor, Doylestown Partners, Inc. to Extend the Time to File the remaining Schedules and Statement of Financial Affairs and the Court having reviewed the Motion and determining that the requested extension is compliant with Local Rule 1007-1(C) and that good cause appearing therefore, and being otherwise fully advised in the premises it is hereby:

ORDERED and ADJUDGED that:

1. The Debtor shall have through January 28, 2010 for the filing of the remaining items as noted on the Notice of Deficiency (DOC 2) to the extent not already filed.

#

ARTHUR C. NEIWIRTH, ESQ.
Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for Debtor
One East Broward Blvd., Suite 1400
Ft. Lauderdale, FL 33301
(954) 523-7008 PHONE
(954) 524-4455 DIRECT FAX
aneiwirth@qpwblaw.com

Copies furnished to:

(Atty A. Neiwirth is directed to serve copies of this Order on all parties listed and file a certificate of service.)

Notice will be electronically mailed to:

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq. aneiwirthcourt@qpwblaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.
EIN: XX-XXX9848

Case No.:10-10299-PGH
Chapter 11

Debtor.

**CERTIFICATE OF SERVICE OF EX-PARTE ORDER (DOC 19) GRANTING
EX-PARTE MOTION FOR SHORT ENLARGMENT OF TIME TO FILE
SCHEDULES, STATEMENT OF FINANCIAL AFFAIRS AND REALTED
PLEADINGS**

I HEREBY CERTIFY that a true and correct copy of the Ex-Parte Order (DOC 19) Granting Ex-Parte Motion for Short Enlargement of Time to File Schedules, Statement of Financial Affairs and Related Pleadings (DOC 15) was served upon all parties on the attached service list on January 26, 2010 in the manner noted.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court of the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1 (A).

Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for Debtor
One E. Broward Blvd. Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Main (954) 527- 7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwbllaw.com
CM/ECF mail: aneiwirthcourt@qpwbllaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq. aneiwirthcourt@qpwbllaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes
390 Plandome Rd
Manhasset, NY 11030

Internal Revenue Service
Centralized Insolvency Operations
POB 21126
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Rd
Portsmouth, RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton, FL 33496

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA**

In re:

DOYLESTOWN PARTNERS,
INC.
EIN: 13-4179848
Debtor. /

Case No. 10-10299-PGH
Chapter 11

HONORABLE
JUDGE PAUL G. HYMAN, JR.

NOTICE OF RULE 2004 EXAMINATION

TO: William J. Reilly, Secretary,
Doylestown Partners, Inc.,
Debtor, or the person with the most
knowledge of the financial affairs of the
Debtor
c/o Arthur C. Neiwirth, Esq.
Quintairos, Prieto, Wood & Boyer, P.A.
1 E. Broward Blvd., 1400
Fort Lauderdale, FL 33301-1834

Creditor, MARK LEVENTHAL, by the undersigned counsel, will examine William J. Reilly, Secretary, Doylestown Partners, Inc., Debtor, under oath on **February 11th, 2010 at 1:30 p.m.** at the offices of Frank, White-Boyd, P.A. located at **11382 Prosperity Farms Rd., Ste. 230, Palm Beach Gardens, FL 33410.** The examination may continue from day to day until completed. If the examinee receives this notice less than 7 days prior to the scheduled examination date (or less than 10 days if examination is taking place outside of Florida), the examination will be rescheduled upon timely request to a mutually agreeable time.

You are hereby notified to appear and take part in said examination as you may be advised, and as shall be fit and proper. You are also required to produce at said examination the documents listed on the attached Exhibit "A".

The examination is pursuant to FRBP 2004 and Local Rule 2004, and will be taken

before an officer authorized to record the testimony. The scope of the examination shall be as described in FRBP 2004. Pursuant to Local Rule 2004 no order shall be necessary.

I HEREBY certify that a true and correct copy of the foregoing has been furnished this 26th day of January, 2010 to the parties listed below.

I hereby certify that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1(A).

FRANK, WHITE-BOYD, P.A.
Attorneys for Trustee
11382 Prosperity Farms Rd., #230
Palm Beach Gardens, FL 33410
(561) 626-4700
(561) 627-9479-fax

By: /S/ Julianne R. Frank
JULIANNE R. FRANK, ESQUIRE
Florida Bar No. 315745

Notice provided by electronic mail to:

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net
Arthur C. Neiwirth aneiwirthcourt@qpwbllaw.com, aneiwirthcourt@aol.com
Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov

Notice provided by U.S. Mail to:

William J. Reilly
5447 NW 42nd. Avenue
Boca Raton, FL 33496-2718

DEFINITIONS

Unless otherwise stated, the following definitions apply to all of the requests:

A. "Documents" shall include all records, books of account, ledgers, worksheets, checks, instructions, specifications, manuals, reports, books, periodicals, pamphlets, publications, raw and refined data, memoranda, graphs, drawings, notes, advertisements, lists, studies, meeting minutes, working papers, transcripts, appraisals, magnetic tapes or disks, punch cards, computer printouts, letters, telegrams, drafts, proposals, recommendations, any other data recorded in readable or retrievable form, whether typed, handwritten, reproduced, magnetically recorded or in any other way made readable or retrievable.

In the event that production of any document is withheld based upon a claim of work product or privilege, please produce a schedule setting forth (as to each such document) the date, author, addressee, kind of document, and alleged basis for the right to withhold production.

B. "Refer" or "relate to" means to make a statement about, discuss, describe, reflect, constitute, identify, deal with, consist of, establish, comprise, list, evidence, substantiate or in any way pertain, in whole or in part, to the subject.

C. "Debtor" refers to "Doylestown Partners, Inc.", a Florida corporation, and "Doylestown Partners, Inc.", a New York Corporation.

D. "You", "Your", "Yours", "Yourself" refers to "Doylestown Partners, Inc.", a Florida corporation, and "Doylestown Partners, Inc.", a New York Corporation.

EXHIBIT "A"

1. Copies of all Debtor's tax returns of any type filed by Debtor, including all schedules, including income tax returns, tangible personal property tax returns, intangible personal property income tax returns, and so forth, whether made to federal, state or local government agencies, which you have filed in the last three years.
2. All bank, savings, savings and loan, money market, investment account and accounts receivable books or statements for accounts in institutions representing any item in which Debtor has a legal or equitable interest or in which you have had any legal or equitable interest within the last three years.
3.
 - a) All statements and canceled checks for bank accounts, checking accounts, savings and loan accounts, savings accounts, money market accounts, stock escrows and for all other accounts in which Debtor has a legal or equitable interest or signing authority for the three years immediately preceding the date of this notice.
 - b) All check ledgers for any of the foregoing accounts.
4. All deeds, leases, mortgages, liens, or other written instruments evidencing an interest or an ownership in real property, legal or equitable, at any time, held by the Debtor for the past three years, including but not limited to the property commonly known as "105 Heidi Drive, Portsmouth, Rhode, Island", the subject premises involved in the above captioned bankruptcy case.
5. Any appraisals of the 105 Heidi Drive, Portsmouth, Rhode, Island, property within the last four years.
6. List of any notes payable and any other interest or non-interest bearing debt of the Debtor.
7. List of items comprising inventory (quantity, description, and cost) and information on inventory accounting policies of the Debtor, including any fixed asset register or depreciation schedule.
8. List of stockholders or partners of the Debtor, showing the amount of stock or percentage owned by each person or entity.
9. Bills of sale, contracts or other written evidence of any personal or real property purchased or sold, or transferred in any manner whatsoever, including voluntarily or involuntarily, by Debtor for the past three years. Such documentation

would include, but not be limited to, any documentation evidencing any repossessions, replevins, garnishments, levies, or foreclosure actions.

10. Motor vehicle documents including titles and registrations relating to any motor vehicles used, leased or owned (legal or equitable title) by Debtor alone or with other persons or entities within the last three years. For purposes of this request, motor vehicles include, but are not limited to, automobiles, motorcycles, trucks, construction and/or farm machinery and equipment, trailers, motor homes and mobile homes, mopeds, vans and tractors.

11. Any and all financial statements, affidavits, loan or credit applications as to Debtor's assets and liabilities prepared either by you, for you, or on your behalf for the past three years.

12. The declaration page(s) for all motor vehicle insurance for Debtor or any automobiles in which Debtor held a legal or equitable interest at any time for the past three years.

13. Any and all personal or real property insurance declaration page(s) for any property in which Debtor held a legal or equitable interest at any time for the past three years.

14. The declaration page(s) for all boat and/or airplane insurance for Debtor of any boat and/or airplane in which Debtor held a legal or equitable interest at any time for the past three years. Further, provide any and all documentation evidencing the Debtor's ownership, either legal or equitable title, of any boats and/or airplanes, including titles, registrations, security agreements, and Federal Aviation Administration documentation.

15. All shareholder agreements to which Debtor is a party executed or in effect at any time for the past three years.

16. Any and all stock or bond certificates held by Debtor at any time for the past three years, whether relating to a publicly or privately held entity.

17. Any contractual agreement with any business entity from which Debtor derives a benefit.

18. Any and all judgments entered in Debtor's favor within the past twenty years.

19. The minute books, including minutes of all board of directors meetings and

corporate resolutions of Doylestown Partners, Inc., a Florida corporation or Doylestown Partners, Inc., a New York corporation. The minute books, including minutes of all board of directors meetings and corporate resolutions of any corporation in which Debtor has held a majority of the corporation's stock, or controlling interest of the corporation's stock within the last four years.

20. Any leases to which Debtor is a party, and/or guarantor, within the last three years.
21. Any certificates of deposit held by Debtor within the last three years.
22. Any and all documentation relating to any trust to which the Debtor is, or has been within the past four years, a trustee and/or beneficiary either directly or indirectly. For the purposes of this request, such documentation includes, but is not limited to, a copy of the trust agreement, tax returns filed by the trust, documentation evidencing assets of the trust and when same was transferred into the trust, and any documentation evidencing monies and/or other consideration received by the Debtor from the trust.
23. Any and all documents reflecting all sources of income received by the Debtor within the last three years.
24. Any and all documentation evidencing any security deposits, including the amount of same, which is being held on behalf of the Debtor.
25. Any and all documentation evidencing any insurance policies held by the Debtor.
26. Any and all bank accounts or brokerage statements that reflect the deposit of any monies received from the Debtor since January 1, 2007.
27. Any and all bank statements or brokerage accounts or other documents that reflect the disposition of said funds.
28. Any and all documents regarding any account in which the Debtor had signing authority or in which the Debtor had a proprietary or financial interest.
29. Any and all statements regarding any credit card in Debtor's name or with any other party in which funds received from or transferred from the Debtor were utilized to reduce balances on said accounts.
30. Copy of any judgments entered against Debtor since 2000.

31. Details of any litigation, including pending or threatened lawsuits in any jurisdiction, in which the Debtor or any other related party is a Plaintiff or Defendant.

32. Copy of any documents reflecting any money or property transferred to any third party, including but not limited to any transfers, by and between Doylestown Partners, Inc., a Florida corporation or Doylestown Partners, Inc., a New York corporation, since 2006.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.
EIN: XX-XXX9848

Case No.:10-10299-PGH
Chapter 11

Debtor.

**NOTICE OF FILING SCHEDULES, STATEMENT OF FINANCIAL AFFAIRS AND
RELATED PLEADINGS**

COMES NOW the Debtor, Doylestown Partners, Inc., by and through his undersigned counsel and hereby gives notice of filing the following documents:

1. Schedule A;
2. Schedule B;
3. Amended Schedule F;
4. Schedule G;
5. Schedule H;
6. Summary of Schedules;
7. Equity Security Holders List;
8. Declaration Re: Schedules;
9. Statement of Financial Affairs;
10. Counsel 2019 Disclosure of Compensation;
11. Declaration Under Penalty of Perjury to Accompany Schedules and Statements filed Electronically; and
12. Debtor's Notice of Compliance with Requirements for Amending Creditor Information.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court

for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1(A).

I HEREBY CERTIFY that a true and correct copy of the foregoing Notice was served via CM/ECF or 1st Class U.S. Mail upon all parties on the service list attached this 28th day of January, 2010.

Quintairos, Prieto, Wood & Boyer, P.A.,
Attorneys for Debtor
One East Broward Blvd., Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Fax: (954) 523-7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwblaw.com
CM/ECF email: aneiwirthcourt@qpwblaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net
Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov
Arthur C. Neiwirth, Esq. aneiwirthcourt@qpwblaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes
390 Plandome Rd
Manhasset, NY 11030

Internal Revenue Service

Centralized Insolvency Operations
POB 21126
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Rd
Portsmouth, RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton, FL 33496

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court
Southern District of Florida**

In re Doylestown Partners, Inc
Debtor

Case No. 10-10299-PGH
Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	\$ 1,800,000.00		
B - Personal Property	YES	2	\$ 5,001.50		
C - Property Claimed as Exempt	NO				
D - Creditors Holding Secured Claims	YES	1		\$ 1,400,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	2		\$ 22,000.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	1		\$ 175,000.00	
G - Executory Contracts and Unexpired Leases	YES	1			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO	0			\$
J - Current Expenditures of Individual Debtor(s)	NO	0			\$
TOTAL		9	\$ 1,805,001.50	\$ 1,597,000.00	

B6A (Official Form 6A) (12/07)

In re: Doylestown Partners, Inc
Debtor

Case No. 10-10299-PGH
(If known)

SCHEDULE A - REAL PROPERTY

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
<p>Real property located at 105 Heidi Dr, Portsmouth, RI; more specifically described as: All that certain lot or parcel of land, together with all the buildings and improvements thereon, situated on the easterly side of Heidi Drive in the Town of Portsmouth, County of Newport and State of Rhode Island bounded and described in the Public Records thereof; being designated as Lot No. 7 on that certain plat entitled "Glen Vista Estates owned by Felix A Patrarca Glen Street Portsmouth, Rhode Island Scale 1 Inch = 40 feet Robert E Lynch P.E. April 1973 Revised July 1973, Oct. 1973" which plat is recorded in HC-3 B-1 of the Portsmouth Land Evidence Records. Being further designated as Lot 35 of Map 59 of the Portsmouth Tax Assessor's Maps, as presently constituted for reference purposes only.</p>	<p>Fee Owner</p>		<p>\$1,800,000.00</p>	<p>\$1,400,000.00</p>
<p>Total ></p>			<p>\$1,800,000.00</p>	

(Report also on Summary of Schedules.)

B6B (Official Form 6B) (12/07)

In re Doylestown Partners, Inc
Debtor

Case No. 10-10299-PGH
(If known)

SCHEDULE B - PERSONAL PROPERTY

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.	X			
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.		50,000 shars common stock of Kahzam, Inc. traded OTCBB		1.50
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			

B6B (Official Form 6B) (12/07) -- Cont.

In re Doylestown Partners, Inc
Debtor

Case No. 10-10299-PGH
(If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		personalty/fixtures at real property--believed part of collateral to mortgagee--list in abundance of caution		5,000.00
1 continuation sheets attached			Total >	\$ 5,001.50

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

B6F (Official Form 6F) (12/07)

In re Doylestown Partners, Inc
Debtor

Case No. 10-10299-PGH
(If known)

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.				X	X	75,000.00
Hawes, George see Sched D		Alleged unsecured disputed claim				
ACCOUNT NO.						100,000.00
William J Reilly 5447 NW 42 Ave Boca Raton, FL 33496						

Continuation sheets attached

Subtotal >	\$	175,000.00
Total >	\$	175,000.00

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

B6G (Official Form 6G) (12/07)

In re: Doylestown Partners, Inc
Debtor

Case No. 10-10299-PGH
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST, STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Daniel P Reilly 105 heidi Drive Portsmouth, RI 02871	Residential Lease for 105 Heidi dr dated December 15, 2009, effective jan 1, 2010, one year term

B6H (Official Form 6H) (12/07)

In re: Doylestown Partners, Inc
Debtor

Case No. 10-10299-PGH
(If known)

SCHEDULE H - CODEBTORS

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
------------------------------	------------------------------

**United States Bankruptcy Court
Southern District of Florida**

In re: **Doylestown Partners, Inc**

Case No.

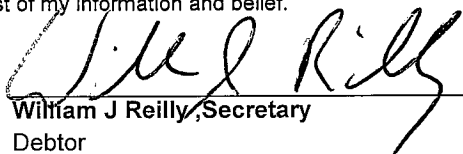
List of Equity Security Holders

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED
Christopher Reilly 23 Squantum Drive Middletown, RI 02842	common		25%
Daniel Reilly 105 Heidi Drive Portsmouth, RI 02871	common		25%
Lauren Reilly 5447 NW 42nd Ave., Boca Raton, FL. 33496	common		25%
Shannon Reilly 14404 North Rd Loxahatchee, FL 33470	common		25%

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, **William J Reilly**, Secretary of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date: 1/28/10



 William J Reilly, Secretary
 Debtor

Penalty for making a false statement or concealing property. Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C §§ 152 and 3571.

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re Doylestown Partners, Inc
Debtor

Case No. _____
(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES


DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

(NOT APPLICABLE)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I **William J Reilly**, the Secretary of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 9 sheets (Total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date 1/28/10

Signature: 
William J Reilly Secretary
[Print or type name of individual signing on behalf of debtor.]

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

B7 (Official Form 7) (12/07)

**UNITED STATES BANKRUPTCY COURT
Southern District of Florida**

In re: Doylestown Partners, Inc
Debtor

Case No. 10-10299-PGH
(If known)

STATEMENT OF FINANCIAL AFFAIRS

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD
	rental of property--tenant paid expenses and contributed to carrying charges by rent payment	2010

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD
--------	--------	--------------------

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
---------------------------------	----------------------	----------------	-----------------------

None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
------------------------------	------------------------------	-----------------------------------	--------------------

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
---	-----------------	-------------	--------------------

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
---------------------------------	----------------------	------------------------------	-----------------------

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
--	-----------------	-----------------------------------

5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
--	--	-----------------------------------

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

foreclosure pending against 105 Heidi Dr. Portsmouth, RI

6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
------------------------------	--------------------	-----------------------------------

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND ADDRESS OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
-------------------------------	---	---------------	-----------------------------------

7. Gifts

None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
--	--------------------------------	--------------	-------------------------------

8. Losses

None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
-----------------------------------	--	--------------

9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Arthur C. Neiwirth, Esq. QPWB 1 East Broward Blvd, #1400 Ft. Lauderdale, FL 33301	William Reilly Jan 12, 2010	\$7,500.00

10. Other transfers

None

- a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
---	------	--

None

- b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR' INTEREST IN PROPERTY
----------------------------------	---------------------------	--

11. Closed financial accounts

None

- List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
------------------------------------	--	--

12. Safe deposit boxes

None

- List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
--	---	-------------------------------	---

13. Setoffs

None

- List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
------------------------------	-------------------	---------------------

14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
Tenant & William Reilly 105 Heidi Dr Portsmouth, RI	furniture, furnishings, personalty	105 Heidi Dr Portsmouth, RI

15. Prior address of debtor

None If debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
401 Broadway suite 912 New York, N.Y. 10013	Doylestown Partners, Inc.	2007, 2008, 2009

16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	---------------------------------------	----------------	-------------------

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
-----------------------	---------------------------------------	----------------	-------------------

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
---------------------------------------	---------------	-----------------------

18. Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within the **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within the **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the business, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
------	--	---------	--------------------	----------------------------

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
------	---------

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
------------------	-------------------------

Harris Rattray
Rattray & Asoc
Pembroke Pines, Fl.

William Reilly

None b. List all firms or individuals who within **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
------	---------	-------------------------

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
------	---------

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
------------------	-------------

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
-------------------	----------------------	---

None b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
-------------------	---

21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
------------------	--------------------	------------------------

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Shannon P Reilly 14404 North Rd Loxahatchee, FL 33470	President	25%
William J Reilly 5447 NW 42 Ave Boca Raton, FL 33496	Secretary	0

22. Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
------	---------	--------------------

None b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
------------------	-------	---------------------

23. Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
---	-----------------------------------	--

24. Tax Consolidation Group.

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION TAXPAYER IDENTIFICATION NUMBER (EIN)

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND TAXPAYER IDENTIFICATION NUMBER (EIN)

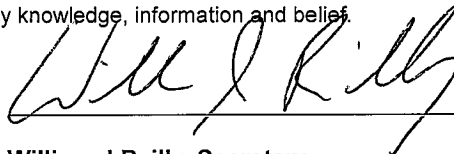
* * * * *

[If completed on behalf of a partnership or corporation]

I, declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date _____

Signature



William J Reilly, Secretary

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

_____ continuation sheets attached

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA

www.flsb.uscourts.gov

In Re:
Doylestown Partners, Inc

Case Number
Chapter 11

Debtor. _____ /

DECLARATION UNDER PENALTY OF PERJURY TO ACCOMPANY PETITIONS, SCHEDULES
AND STATEMENTS FILED ELECTRONICALLY

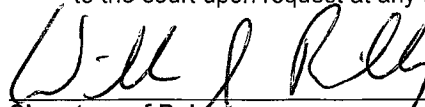
Note: This declaration must be filed with each electronically filed initial petition or amended petition and must contain the imaged signature of the debtor. This declaration must also be filed with an initial schedule, SFA, Statement of Social Security Number, or Statement of Current Monthly Income (OBF 22) not filed with the initial petition or any amended schedules, SFA, Statement of Social Security Number, and/or Statement of Current Monthly Income (OBF 22) unless these documents contain an imaged signature of the debtor(s).

Check all documents that apply to this declaration

- | | |
|--|--|
| <input type="checkbox"/> Voluntary petition signed by me on _____ | <input type="checkbox"/> Amended voluntary petition signed by me on _____ |
| <input checked="" type="checkbox"/> Schedules signed by me on <u>01/28/2010</u> | <input checked="" type="checkbox"/> Amended schedules signed by me on <u>01/28/2010</u> |
| <input checked="" type="checkbox"/> Statement of Financial Affairs signed by me on <u>01/28/2010</u> | <input type="checkbox"/> Amended Statement of Financial Affairs signed by me on _____ |
| <input type="checkbox"/> Statement of Social Security Number(s) signed by me on _____ | <input type="checkbox"/> Amended Statement of Social Security Number(s) signed by me on _____ |
| <input type="checkbox"/> Statement of Current Monthly Income (OBF 22) signed by me on _____ | <input type="checkbox"/> Amended Statement of Current Monthly Income (OBF 22) signed by me on _____ |

I, William J Reilly, the undersigned debtor(s) hereby declare under penalty of perjury as follows:

- I have reviewed and signed the original(s) of the document(s) identified above and the information contained in the Verified Document(s) is true and correct to the best of my knowledge and belief.
- I understand that Verified Document(s) filed in electronic form shall be treated for all purposes (both civil and criminal, including penalties for perjury) in the same manner as though signed or subscribed.
- I understand that the Verified Document(s) will be filed by my attorney in electronic form in connection with the above captioned case and that I have received and reviewed copies of the Verified Document(s) I have signed.
- I understand that my attorney is required by the court to retain the original signed Verified Document(s) for five years from date of discharge, dismissal or the conclusion of any pending appeals in this case and provide these documents to the court upon request at any time.



Signature of Debtor
(If non individual, authorized corporate representative)

William J Reilly, Secretary

Print or Type Name (and title if applicable)

Arthur C. Neiwirth

Print or Type Name of Attorney for Debtor

954-523-7008

Phone:

B 203
(12/94)

UNITED STATES BANKRUPTCY COURT
Southern District of Florida

In re: Doylestown Partners, Inc
Debtor

Case No. _____
Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY
FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 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	\$	<u>tbd by court</u>
Prior to the filing of this statement I have received	\$	<u>7,500.00</u>
Balance Due	\$	_____

2. The source of compensation paid to me was:

Debtor Other (specify) **William Riley paid the retainer and cost deposit to counsel for behalf of the Debtor**

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

Debtor Other (specify) **William Riley has guaranteed the fees and costs to the undersigned counsel**

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]

The above amount is the fee retainer paid, plus costs on behalf of the Debtor, but the total fees and costs payable to the undersigned counsel may exceed said sum depending on the work undertaken. To the extent that the case remains in bankruptcy court, the fees and costs will be determined by the Bankruptcy Court upon Application. If the case is dismissed, the fees and costs are governed by the retainer Agreement.

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

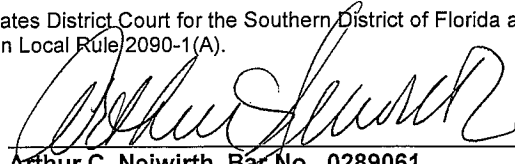
any and all tax, securities, labor/employment, personal injury, criminal law or state court matters for which Debtor will need to retain separate counsel.

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.

I hereby certify that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this court set forth in Local Rule 2090-1(A).

Dated: 1/28/10



Arthur C. Neiwirth, Bar No. 0289061

One East Broward Blvd
Suite 1400
Ft. Lauderdale, FL.

Phone: 954-523-7008
Attorney For: Doylestown Partners, Inc

In re:

Doylestown Partners, Inc.

Case No.10-10299-BKC-PGH
Chapter 11

Debtor _____ /

**DEBTOR'S NOTICE OF COMPLIANCE WITH REQUIREMENTS FOR
AMENDING CREDITOR INFORMATION**

This notice is being filed in accordance with Local Rules 1007-2(B), 1009-1(D), or 1019-1(B) upon the filing of an amendment to the debtor's lists, schedules or statements, pursuant to Bankruptcy Rules 1007, 1009, or 1019. I certify that:

- The paper filed adds creditor(s) as reflected on the attached list (include name and address of each creditor being added). I have:
1. remitted the required fee (unless the paper is a Bankruptcy Rule 1019(5) report);
 2. provided the court with a supplemental matrix diskette **containing only the added creditors** or electronically uploaded the added creditors in CM/ECF;
 3. provided notice to affected parties, including service of a copy of this notice and a copy of the §341 or post conversion meeting notice [Local Rule 1009-1(D)(2)]; and
 4. filed an amended schedule(s) and summary of schedules.
- The paper filed deletes a creditor(s) as reflected on the attached list (include name and address of each creditor being deleted). I have:
1. remitted the required fee;
 2. provided notice to affected parties and
 3. filed an amended schedule(s) and summary of schedules.
- The paper filed corrects the name and/or address of a creditor(s) as reflected on the attached list. I have:
1. provided notice to affected parties, including service of a copy of this notice and a copy of the §341 or post conversion meeting notice [Local Rule 1009-1(D)(2)] and
 2. filed an amended schedule(s) or other paper.
- The paper filed corrects schedule D, E or F amount(s) or classification(s). I have:
1. remitted the required fee;
 2. provided notice to affected parties and
 3. filed an amended schedule(s) and summary of schedules.
- None of the above apply. The paper filed does not require an additional fee, a supplemental matrix, or notice to affected parties. It does does not require the filing of an amended schedule and summary of schedules. *Lists name on orig filing in second place.*

I also certify that, if required to be filed by the Bankruptcy Rules, the official form "Declaration Concerning Debtor's Schedules" has been signed by each debtor as required by Local Rules 1007-2(B), 1009-1(A)(2) and (D)(1), or 1019-1(B) and, if filed electronically without imaged signatures, a local form "Declaration Under Penalty of Perjury to Accompany Petitions, Schedules and Statements Filed Electronically" accompanied the filing of the document.

Dated: 1/28/10

Quintairos, Prieto, Wood & Boyer, P.A.
One East Broward Blvd, Suite 1400
Fort Lauderdale, Florida 33301
Tel: (954) 523-7008
Fax: (954) 523-7009

By: /s/ Arthur C. Neiwirth, Esq.
FBN: 0289061
aneiwirth@qpwbllaw.com

Document Page 110 of 173
UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
www.flsb.uscourts.gov

In Re:
Doylestown Partners, Inc

Case Number
Chapter 11

Debtor. _____ /

DECLARATION UNDER PENALTY OF PERJURY TO ACCOMPANY PETITIONS, SCHEDULES AND STATEMENTS FILED ELECTRONICALLY

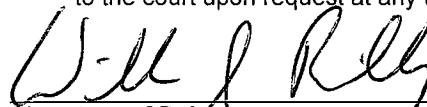
Note: This declaration must be filed with each electronically filed initial petition or amended petition and must contain the imaged signature of the debtor. This declaration must also be filed with an initial schedule, SFA, Statement of Social Security Number, or Statement of Current Monthly Income (OBF 22) not filed with the initial petition or any amended schedules, SFA, Statement of Social Security Number, and/or Statement of Current Monthly Income (OBF 22) unless these documents contain an imaged signature of the debtor(s).

Check all documents that apply to this declaration

- | | |
|--|--|
| <input type="checkbox"/> Voluntary petition signed by me on _____ | <input type="checkbox"/> Amended voluntary petition signed by me on _____ |
| <input checked="" type="checkbox"/> Schedules signed by me on <u>01/28/2010</u> | <input checked="" type="checkbox"/> Amended schedules signed by me on <u>01/28/2010</u> |
| <input checked="" type="checkbox"/> Statement of Financial Affairs signed by me on <u>01/28/2010</u> | <input type="checkbox"/> Amended Statement of Financial Affairs signed by me on _____ |
| <input type="checkbox"/> Statement of Social Security Number(s) signed by me on _____ | <input type="checkbox"/> Amended Statement of Social Security Number(s) signed by me on _____ |
| <input type="checkbox"/> Statement of Current Monthly Income (OBF 22) signed by me on _____ | <input type="checkbox"/> Amended Statement of Current Monthly Income (OBF 22) signed by me on _____ |

I, William J Reilly, the undersigned debtor(s) hereby declare under penalty of perjury as follows:

- I have reviewed and signed the original(s) of the document(s) identified above and the information contained in the Verified Document(s) is true and correct to the best of my knowledge and belief.
- I understand that Verified Document(s) filed in electronic form shall be treated for all purposes (both civil and criminal, including penalties for perjury) in the same manner as though signed or subscribed.
- I understand that the Verified Document(s) will be filed by my attorney in electronic form in connection with the above captioned case and that I have received and reviewed copies of the Verified Document(s) I have signed.
- I understand that my attorney is required by the court to retain the original signed Verified Document(s) for five years from date of discharge, dismissal or the conclusion of any pending appeals in this case and provide these documents to the court upon request at any time.



Signature of Debtor
(If non individual, authorized corporate representative)

William J Reilly, Secretary
Print or Type Name (and title if applicable)

Arthur C. Neiwirth
Print or Type Name of Attorney for Debtor

954-523-7008
Phone:

B 203
(12/94)

**UNITED STATES BANKRUPTCY COURT
Southern District of Florida**

In re: Doylestown Partners, Inc
Debtor

Case No. _____
Chapter 11

**DISCLOSURE OF COMPENSATION OF ATTORNEY
FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 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	\$	<u>tbd by court</u>
Prior to the filing of this statement I have received	\$	<u>7,500.00</u>
Balance Due	\$	_____

2. The source of compensation paid to me was:

Debtor Other (specify)

William Riley paid the retainer and cost deposit to counsel for behalf of the Debtor

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

Debtor Other (specify)

William Riley has guaranteed the fees and costs to the undersigned counsel

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]

The above amount is the fee retainer paid, plus costs on behalf of the Debtor, but the total fees and costs payable to the undersigned counsel may exceed said sum depending on the work undertaken. To the extent that the case remains in bankruptcy court, the fees and costs will be determined by the Bankruptcy Court upon Application. If the case is dismissed, the fees and costs are governed by the retainer Agreement.

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

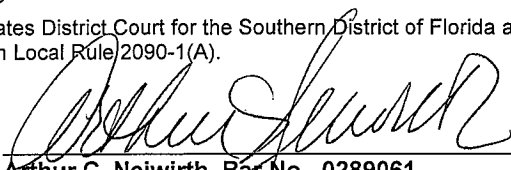
any and all tax, securities, labor/employment, personal injury, criminal law or state court matters for which Debtor will need to retain separate counsel.

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.

I hereby certify that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this court set forth in Local Rule 2090-1(A).

Dated: 1/28/10



Arthur C. Neiwirth, Bar No. 0289061

One East Broward Blvd
Suite 1400
Ft. Lauderdale, Fl.

Phone: 954-523-7008

Attorney For: Doylestown Partners, Inc

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov**

IN RE:

Doylestown Partners, Inc.
EIN: XX-XXX9848

Case No.:10-10299-PGH
Chapter 11

Debtor.
_____ /

AMENDED CERTIFICATE OF SERVICE OF NOTICE OF HEARINGS (DOC 17) REGARDING APPLICATION TO EMPLOY ARTHUR C. NEIWIRTH, ESQ. AS GENERAL BANKRUPTCY COUNSEL TO THE DEBTOR DOYLESTOWN PARTNERS, INC.

I HEREBY CERTIFY that a true and correct copy of the Notice of Hearing (DOC 17) regarding Application to Employ Arthur C. Neiwirth, Esq. as General Bankruptcy Counsel to the Debtor Doylestown Partners, Inc. (DOC 14) was served upon all parties on the attached service list on February 2, 2010 in the manner noted.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court of the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1 (A).

Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for Debtor
One E. Broward Blvd. Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Main (954) 527- 7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwblaw.com
CM/ECF mail: aneiwirthcourt@qpwblaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq. aneiworthcourt@qpwbllaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes
390 Plandome Rd
Manhasset, NY 11030

Internal Revenue Service
Centralized Insolvency Operations
POB 21126
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Rd
Portsmouth, RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton, FL 33496

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.
EIN: XX-XXX9848

Case No.:10-10299-PGH
Chapter 11

Debtor.

_____ /

RESPONSE TO MOTION TO DISMISS CASE AS A BAD FAITH FILING, OR IN THE ALTERNATIVE FOR STAY RELIEF, AND TO CONSTRAIN FURTHER BANKRUPTCY RELIEF (DOC 10)

COMES NOW the Debtor, Doylestown Partners, Inc., by and through its undersigned counsel and hereby files this Response to the Motion to Dismiss Case as a Bad Faith Filing, or in the Alternative for Stay Relief, and to constrain Further Bankruptcy Relief (DOC 10) (the "Motion", and in furtherance thereof states:

1. The Motion alleges that the Bankruptcy filing was filed in the incorrect locale, just before a foreclosure sale (non-judicial), and is a bad faith filing, and as a simple result thereof, should be dismissed. It then attempts to support the position with various allegations regarding the filing and the circumstances surrounding same.

2. While it is true that the Petition inadvertently lists that the location of the principle assets of the business Debtor as located in Loxahatchee, Florida (same an error of counsel partially a result of CM/ECF issues and rushing to file in person before the Clerk's office closed), the creditors listed know that the property was in Portsmouth, Rhode Island by virtue of the Tax Collector, and the creditor's/Movant's own Mortgage.

3. While the item could have been corrected by filing an Amended Petition, it was an inadvertent error and should not be held against the Debtor. The Schedules when filed, clearly

evidenced the actual location of the premises, and in fact the creditor filing the Motion was aware of it.

4. It is also undisputed that the Debtor is a recently incorporated Florida Corporation into which the New York Corporation was merged, (Copy of Incorporation documentation and Merger document attached as Composite Exhibit "A") with the Florida Corporation as the surviving entity. As a result all assets and liabilities of the New York Corporation are now the Florida Corporation's. Further, the Petition clearly disclosed a prior Bankruptcy filing in New York, which filing was voluntarily dismissed. The Debtor did not attempt to hide or fail to disclose a prior Bankruptcy proceeding.

5. The Bankruptcy filing was not filed for the purpose of subterfuge, and there was never an intent to frustrate or delay the creditor. In fact, on the evening of the day of the filing, the undersigned counsel spoke with Mr. Leventhal himself, to advise him of the Bankruptcy filing so as to prevent him from having to travel from Massachusetts to Rhode Island for the foreclosure sale.

6. In addition, the Court should note that the Principals of the Debtor have resided in Florida for many years, and the Debtor's current principle place of business is Florida, also for many years, and all corporate records are maintained in Florida and pursuant to the provisions of the Bankruptcy Code and 28 U.S.C. §1408(1), the Bankruptcy Law permits the filing of a Bankruptcy proceeding where the principal place of business of the Debtor exists. At the time of the filing, the principal place of business was and is in Loxahatchee, Florida.

7. It should further be noted that at the time of the Bankruptcy filing, the undersigned counsel did not have a copy of a Promissory Note, merely copies of Mortgages. The Mortgages of the creditors do not have a choice of venue provision. It was not until the Motion

for Stay Relief was filed that the undersigned counsel saw a copy of the Promissory Note which has a “choice of venue” provision in it. As a result of that provision, the Debtor would not contest the transfer of this matter to the Bankruptcy Court, for the District of Rhode Island.

8. As an alternative to dismissal, the Movant seeks stay relief to complete the foreclosure which the Movant proposes to the Court would be inappropriate for the reasons hereinbelow stated.

9. Both dismissal and stay relief for foreclosure, is an inappropriate remedy at this time. Attached hereto as Exhibit “B” is a copy of an appraisal obtained by the Debtor approximately at the end of October, 2009, just prior to the Bankruptcy filing. As the Court will see, the appraisal is an arms length appraisal, and evidences a value of \$1.775 Million dollars by sales comparison, and \$1,969,761.00 by cost approach, and the Movant has not disputed that the liens against the property are between \$1.3 Million and \$1.4 Million dollars. The appraisal further states that the current valuation, which is less than the cost to replace, is a result of the current economic downturn in which the entire country finds itself relative to real estate. Further, the Court would note that this property is waterfront property, of which there is a limited supply, and of which there is limited availability at the current time. While the market has in fact suffered a reduction in value, it is apparent from the appraisal dated October 29, 2009, that there exists a significant equity within the property.

10. Additionally, the property is the cornerstone of an effective reorganization and the equity cushion clearly is sufficient to protect the secured creditor from any damage, and insurance is current.

11. The property is currently leased, and generates rental of \$5,000.00 per month, together with an obligation of the Tenant to pay for the real property taxes and insurance. The

Lease is dated December 15, 2009 and effective January 1, 2010. It is clear that this case is not filed for the sole purpose of creating a “obfuscation, a subterfuge and a ruse” as alleged by the Movant.

12. The Court should also note, that the non-judicial foreclosure proceeding undertaken by the Movant herein, to foreclose its First and Second Mortgages on the real property, is the result of the refusal of the Mortgagee to continue to extend out the maturity, and/or the Debtor’s inability to obtain a refinance or restructuring of the Mortgage indebtedness in the current financial downturn. In fact, attached as Exhibit “C” is a spreadsheet regarding payments to the Movant, which evidences that through September, 2009, though albeit not necessarily always timely, all mortgage payments were brought current and paid through that period with default interest. Non-default interest is approximately \$15,000.00/month. The Movant chose to unilaterally cease accepting payments during the extension period, and to provide any further grace, extensions or modifications to the Debtor. It is the Movant’s acts, not the Debtors, which are of questionable motive, which are an attempt to strip from the Debtor it’s real property with a value of almost 40% more than its loan amount. These facts constitute anything other than a sham or bad faith in the filing, but clearly substantiate the good faith of the Bankruptcy filing.

13. The argument of the Movant in large part, is that the case is a sham and therefore should not be afforded the benefits of the Bankruptcy process. If in fact there was not a recent appraisal showing almost 40% equity over and above the sums due this creditor, and further that the alleged default which caused the foreclosure was solely the result of a maturity of the loan, and an inability and refusal of the Lender to refinance or restructure of the Loan, and the current financial markets inhibiting the Debtor’s ability to obtain a third party refinance or sale, rather

than a default in payments, this Bankruptcy filing is anything but a subterfuge, obfuscation or a ruse, and is further far from evidencing a bad faith filing.

14. The Debtor envisions coming out of the Bankruptcy by either:
 - A. A sale – multiple interested parties are viewing the property this month;
 - B. A refinance; or
 - C. A Corporate restructure which will bring in funds to take out the

Mortgagees.

WHEREFORE it is respectfully requested that this Court:

- A. Deny the Movant's Motion to Dismiss the Case as a Bad Faith Filing;
- B. Deny the Movant's Request for Stay Relief; and
- B. Grant such further relief as is appropriate under the circumstances.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1(A).

I HEREBY CERTIFY that a true and correct copy of the foregoing Corrected Notice was served via CM/ECF or 1st Class U.S. Mail upon all parties on the service list attached this 8th day of February, 2010.

Quintairos, Prieto, Wood & Boyer, P.A.,
Attorneys for Debtor
One East Broward Blvd., Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Fax: (954) 523-7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwbllaw.com
CM/ECF email: aneiwirthcourt@qpbwllaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq. aneiwirthcourt@qpwblaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes
390 Plandome Rd
Manhasset, NY 11030

Internal Revenue Service
Centralized Insolvency Operations
POB 21126
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Rd
Portsmouth, RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton, FL 33496

**COMPOSITE
EXHIBIT "A"**

**Electronic Articles of Incorporation
For**

P1000000613
FILED
January 04, 2010
Sec. Of State
bmcknight

DOYLESTOWN PARTNERS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DOYLESTOWN PARTNERS, INC.

Article II

The principal place of business address:

14404 NORTH ROAD
LOXAHATCHEE, FL. US 33470

The mailing address of the corporation is:

14404 NORTH ROAD
LOXAHATCHEE, FL. US 33470

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

200

Article V

The name and Florida street address of the registered agent is:

SHANNON P REILLY
14404 NORTH ROAD
LOXAHATCHEE, FL. 33470

P1000000613
FILED
January 04, 2010
Sec. Of State
bmcknight

Registered Agent Signature: SHANNON P REILLY

Article VI

The name and address of the incorporator is:

SHANNON P. REILLY
14404 NORTH ROAD

LOXAHATCHEE, FL 33470

Incorporator Signature: SHANNON P REILLY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
SHANNON P REILLY
14404 NORTH ROAD
LOXAHATCHEE, FL. 33470 US

Title: SEC
WILLIAM J REILLY
5447 NW 42ND AVE
BOCA RATON, FL. 33496 US

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: DOYLESTOWN PARTNERS, INC.
Name of Surviving Corporation

The enclosed Articles of Merger and fee are submitted for filing.

Please return all correspondence concerning this matter to following:

Shannon Reilly

Contact Person

Doylestown Partners, Inc.

Firm/Company

14404 North Road

Address

Loxahatchee, FL 33470

City/State and Zip Code

shannonreilly@bellsouth.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Shannon Reilly

Name of Contact Person

At () 561-289-5063

Area Code & Daytime Telephone Number

Certified copy (optional) \$8.75 (Please send an additional copy of your document if a certified copy is requested)

STREET ADDRESS:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Doylestown Partners, Inc.</u>	<u>Florida</u>	<u>P10000000613</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
<u>Doylestown Partners, Inc.</u>	<u>New York</u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)
The Plan of Merger was adopted by the shareholders of the surviving corporation on Jan. 5, 2010.

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)
The Plan of Merger was adopted by the shareholders of the merging corporation(s) on Jan. 5, 2010.

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

PLAN OF MERGER
(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Doylestown Partners, Inc.</u>	<u>Florida</u>

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>Doylestown Partners, Inc.</u>	<u>New York</u>
_____	_____
_____	_____
_____	_____
_____	_____

Third: The terms and conditions of the merger are as follows:

Each Share of Common Stock of the Merging Corporation shall be exchanged for One Share of Common Stock of the Surviving Corporation. Upon the completion of the exchange of Shares the Merging Corporation shall be dissolved.

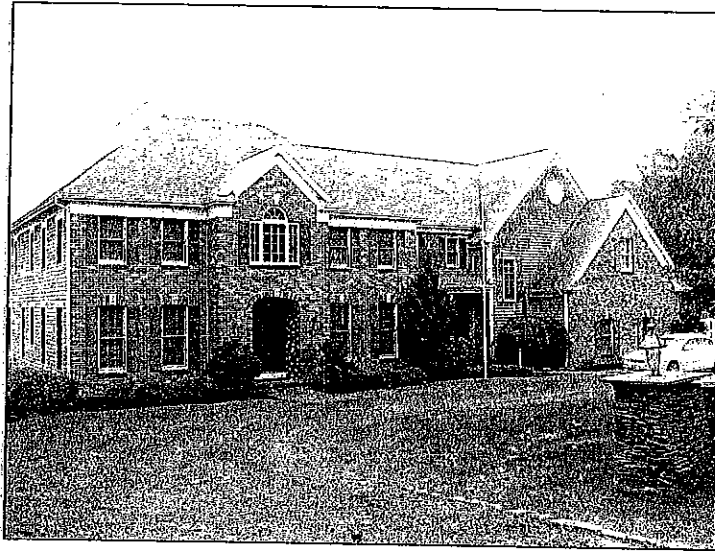
Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

One Share of Common Stock of the Surviving Corporation shall be exchanged for each One Share of issued and outstanding Common Stock
(Attach additional sheets if necessary)
of the Merging Corporation.

Seventh: SIGNATURES FOR EACH CORPORATION

<u>Name of Corporation</u>	<u>Signature of an Officer or Director</u>	<u>Typed or Printed Name of Individual & Title</u>
Doylestown Partners, Inc.	<i>Shannon Reilly</i>	Shannon Reilly, Pres.
Doylestown Partners, Inc.	<i>Shannon Reilly</i>	Shannon Reilly, Pres.

EXHIBIT "B"



APPRAISAL OF REAL PROPERTY

LOCATED AT:

105 Heidi Drive SMSA#6480
Portsmouth, RI 02871

FOR:

Mark Leventhal c/o Beacon CO
50 Federal St, 4th Floor, Boston, MA 02110

BY:

Allen J. Shers
190 East Main Road, Middletown, RI 02842

Lender/Client **Mark Leventhal c/o Beacon CO Address 50 Federal St, 4th Floor Boston MA 02110**
 Is the subject property currently offered for sale or has it been offered for sale in the twelve months prior to the effective date of this appraisal? Yes No
 Report data source(s) used, offering price(s), and date(s). **MLS, public records, site inspection**

Contract Price \$ **N/A** Date of Contract **N/A** Is the property seller the owner of public record? Yes No Data Source(s) **N/A**
 Are there any financial assistance (loan charges, sale concessions, gift or downpayment assistance, etc.) to be paid by any party on behalf of the borrower? Yes No
 Yes, report the total dollar amount and describe the items to be paid. **None Known**

Note: Race and the racial composition of the neighborhood are not appraisal factors.

Neighborhood Characteristics	One-Unit Housing Trends	One-Unit Housing	Present Land Use %
Location <input type="checkbox"/> Urban <input checked="" type="checkbox"/> Suburban <input type="checkbox"/> Rural	Property Values <input type="checkbox"/> Increasing <input checked="" type="checkbox"/> Stable <input type="checkbox"/> Declining	PRICE AGE	One-Unit 70 %
Unit-Up <input type="checkbox"/> Over 75% <input checked="" type="checkbox"/> 25-75% <input type="checkbox"/> Under 25%	Demand/Supply <input type="checkbox"/> Shortage <input type="checkbox"/> In Balance <input checked="" type="checkbox"/> Over Supply	\$ (1000) (yrs)	2-4 Unit 0 %
Growth <input type="checkbox"/> Rapid <input checked="" type="checkbox"/> Stable <input type="checkbox"/> Slow	Marketing Time <input type="checkbox"/> Under 3 mths <input type="checkbox"/> 3-6 mths <input checked="" type="checkbox"/> Over 6 mths	500 Low 0	Multi-Family 0 %
Neighborhood Boundaries Sakonnet River to the east, Bramans Lane to the south, East Main Road to the west and Child St. to the north.		2300 High 1.50	Commercial 5 %
Neighborhood Description Predominately custom single family wood frame dwellings on well landscaped lots with many enjoying water view or waterfront vistas of the Sakonnet River. Average distance to shopping and employment. Public grade school and park within walking distance.		500 Pred. 40	Other 25 %
Market Conditions (including support for the above conclusions) Market values have been in decline since late 2007. It appears a bottom is being reached with an inventory that must be worked through with current limited demand.			

Dimensions **161.29' X 330' X 162' X 323'** Area **52,707 sq. ft.** Shape **Irregular** View **Waterfront**
 Specific Zoning Classification **R-40** Zoning Description **40,000 sq. ft. min. lot size required for s.f.dw**
 Zoning Compliance Legal Legal Nonconforming (Grandfathered Use) No Zoning Illegal (describe)
 Is the highest and best use of the subject property as improved (or as proposed per plans and specifications) the present use? Yes No If No, describe

Utilities: Public Other (describe) Public Other (describe) Off-site Improvements--Type Public Private
 Electricity Water Street
 Gas Oil Sanitary Sewer Private Alley None
 FEMA Special Flood Hazard Area Yes No FEMA Flood Zone **C** FEMA Map # **4454050011D** FEMA Map Date **06/16/1992**
 Are the utilities and off-site improvements typical for the market area? Yes No If No, describe
 Are there any adverse site conditions or external factors (easements, encroachments, environmental conditions, land uses, etc.)? Yes No If Yes, describe
 Is the majority of the site which includes the subject improvements are in a non flood zone (C).
The immediate coastline along the Sakonnet River is in a designated Flood Zone V 17.

General Description	Foundation	Exterior Description materials/condition	Interior materials/condition
Units <input checked="" type="checkbox"/> One <input type="checkbox"/> One with Accessory Unit of Stories 2	<input type="checkbox"/> Concrete Slab <input type="checkbox"/> Craw Space <input checked="" type="checkbox"/> Full Basement <input type="checkbox"/> Partial Basement	Foundation Walls Concrete/good	Floors hd wd, ww, cer/go
Type <input checked="" type="checkbox"/> Det <input type="checkbox"/> Alt <input type="checkbox"/> S-Det/End Unit	Basement Area 2,256 sq. ft.	Exterior Walls Brk ven, wd sh/go	Walls shtr, plas/good
<input checked="" type="checkbox"/> Existing <input type="checkbox"/> Proposed <input type="checkbox"/> Under Const.	Basement Finish 15 %	Roof Surface Asp. sh/good	Trim/Finish wd/good
Design (Style) Colonial	<input checked="" type="checkbox"/> Outside Entry/Exit <input type="checkbox"/> Sump Pump	Gutters & Downspouts alum, alum/go	Bath Floor ceram. t/good
Year Built 2000	Evidence of <input type="checkbox"/> Infestation	Window Type dbl. hn., case/go	Bath Wainscot mar, cer/go
Effective Age (Yrs) 7	<input type="checkbox"/> Dampness <input type="checkbox"/> Settlement	Storm Sash/Insulated yes, yes/good	Car Storage <input type="checkbox"/> None
Heating <input type="checkbox"/> None <input type="checkbox"/> Heating <input type="checkbox"/> FWA <input checked="" type="checkbox"/> HWBB <input type="checkbox"/> Radiant		Screens yes/good	<input checked="" type="checkbox"/> Driveway # of Cars 20
<input type="checkbox"/> Drop Stair <input checked="" type="checkbox"/> Stairs	<input type="checkbox"/> Other <input type="checkbox"/> Fuel Oil	Amenities <input type="checkbox"/> Woodstove(s) #	Driveway Surface stone
<input type="checkbox"/> Floor <input type="checkbox"/> Scuttle	Cooling <input checked="" type="checkbox"/> Central Air Conditioning	<input checked="" type="checkbox"/> Fireplace(s) # 3 <input type="checkbox"/> Fence	<input checked="" type="checkbox"/> Garage # of Cars 3
<input type="checkbox"/> Finished <input type="checkbox"/> Heated	<input type="checkbox"/> Individual <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Patio/Deck <input checked="" type="checkbox"/> Porch	<input type="checkbox"/> Carport # of Cars
		<input checked="" type="checkbox"/> Pool <input type="checkbox"/> Other st. wall	<input checked="" type="checkbox"/> Att. <input type="checkbox"/> Det. <input type="checkbox"/> Built-in

Appliances Refrigerator Range/Oven Dishwasher Disposal Microwave Washer/Dryer Other (describe)
 Finished area above grade contains: **11** Rooms **4** Bedrooms **4.5** Bath(s) **5.667** Square Feet of Gross Living Area Above Grade
 Additional features (special energy efficient items, etc.) **Gunite in ground pool. Two water heaters one of which is for the pool. Two oil tanks are in the basement located along the western basement wall above grd.**
 Describe the condition of the property (including needed repairs, deterioration, renovations, remodeling, etc.) **On inspection date the property appeared in good overall condition. The 9 year old custom waterfront colonial has upgrades typical for this category of property. The room flow is good with ample storage area. There appears to be a maintenance program which has kept this home up to area market standards with no noted internal or external maintenance issues.**
 Are there any physical deficiencies or adverse conditions that affect the livability, soundness, or structural integrity of the property? Yes No If Yes, describe
 Does the property generally conform to the neighborhood (functional utility, style, condition, use, construction, etc.)? Yes No If No, describe

FEATURE	SUBJECT	COMPARABLE SALE #1	COMPARABLE SALE #2	COMPARABLE SALE #3
Address	105 Heidi Drive Portsmouth RI 02871	110 Thayer Drive Portsmouth RI 02871	124 Memorial Blvd. Newport RI 02840	95 Highland Drive Jamestown RI 02835
Proximity to Subject		1/2 mile	5 miles	10 miles
Sale Price	\$ N/A	\$ 1,300,000	\$ 1,800,000	\$ 1,560,748
Sale Price/Gross Liv. Area	\$ 0 sq. ft.	\$ 401.85 sq. ft.	\$ 600.00 sq. ft.	\$ 322.94 sq. ft.
Data Source(s)		M.L.S.	M.L.S.	M.L.S.
Verification Source(s)		Public record	Public record	Public record
VALUE ADJUSTMENTS	DESCRIPTION	DESCRIPTION +(-)\$ Adjustment	DESCRIPTION +(-)\$ Adjustment	DESCRIPTION +(-)\$ Adjustment
Sale or Financing Concessions	None Known	None Known	None Known	None Known
Date of Sale/Time		Cl. 12/3/2008	Cl. 04/29/2009	Cl. 06/01/2009
Location	Good	Good	Good	Good
Leasehold/Fee Simple	Fee Simple	Fee Simple	Fee Simple	Fee Simple
Site	52,707 sq. ft.	54,886 sq. ft. -10895	13,500 sq. ft. +196035	43,560 sq. ft. +45735
View	Waterfront	Waterfront	Waterview +100000	Waterview +100000
Design (Style)	Colonial	contemporary	cottage	Cottage
Quality of Construction	Good	Good	Very Good -50000	Good
Actual Age	9	10	56	18
Condition	Good	Good	Very good -50000	Good
Above Grade	Total Bdrms. Baths	Total Bdrms. Baths	Total Bdrms. Baths	Total Bdrms. Baths
Room Count	11 4 4.5	7 3 2.5 +30000	8 4 3.5 +10000	9 5 3.5
Gross Living Area	5667 sq. ft.	3235 sq. ft. +121600	3000 sq. ft. +133350	4833 sq. ft. +41700
Basement & Finished Rooms Below Grade	Full	Full +5000	Full +5000	Full +5000
Functional Utility	Average	Average	Average	Average
Heating/Cooling	FHW/C.AC	FHW/none +20000	FHA/C.AC	FHA/C.AC
Energy Efficient Items	None	None	None	None
Garage/Carport	3 car garage	2 car garage +5000	2 car garage +5000	2 car garage +5000
Porch/Patio/Deck	porch, pat, dk	porch, pat, dk	porch, pat, dk	porch, pat, dk
In grd. pool	yes	none +25000	none +25000	none +25000
Replace	3	1 +10000	1 +10000	2 +5000
Dock	no	no	no	no
Net Adjustment (Total)		<input checked="" type="checkbox"/> + <input type="checkbox"/> - \$ 205,705	<input checked="" type="checkbox"/> + <input type="checkbox"/> - \$ 384,385	<input checked="" type="checkbox"/> + <input type="checkbox"/> - \$ 227,435
Adjusted Sale Price / Comparables		Net 15.82% Gross 17.50% \$ 1,505,705	Net 21.35% Gross 32.47% \$ 2,184,385	Net 14.57% Gross 14.57% \$ 1,788,183

did did not research the sale or transfer history of the subject property and comparable sales. If not, explain

My research did did not reveal any prior sales or transfers of the subject property for the three years prior to the effective date of this appraisal.

Data source(s) **Portsmouth RI Land Evidence Records**
 My research did did not reveal any prior sales or transfers of the comparable sales for the year prior to the date of sale of the comparable sale.

Data source(s) **Portsmouth, Newport, Jamestown and Barrington RI Land Evidence Records**
 Report the results of the research and analysis of the prior sale or transfer history of the subject property and comparable sales (report additional prior sales on page 3).

ITEM	SUBJECT	COMPARABLE SALE #1	COMPARABLE SALE #2	COMPARABLE SALE #3
Date of Prior Sale/Transfer	05/08/2000	over one year	over one year	over one year
Price of Prior Sale/Transfer	\$400,000- land			
Data Source(s)	public record			
Effective Date of Data Source(s)	10/29/2009			

Analysis of prior sale or transfer history of the subject property and comparable sales **The subject property was purchased in May of 2000 as vacant land and thereon built the present improvements. All of the comparables prior to the sales reported in this analysis were owned for over one year.**

Summary of Sales Comparison Approach **Market makes no value adjustment for style of dwelling. Comparables are in neighborhoods similar to the subject's. G.L.A. adjusted at \$50.00 per sq. ft. Bedroom & bathroom adjusted \$10,000. per room. Below grade rooms adjusted at \$5,000. per room, \$25,000. for a pool, \$100,000. for a dock, \$5,000. per garage stall, \$20,000. for central air conditioning, \$5,000. per fireplace, \$10,000. for full basement versus crawl space, \$5.00 per square foot for land excess or lesser sized than subject, \$50,000 between a good rating versus very good rating. \$100,000. waterfront versus waterview location. No time adjustment as market has hit a limited bottom/ minimal sales.**
 Indicated Value by Sales Comparison Approach **\$ 1,775,000.**

Indicated Value by: Sales Comparison Approach **\$ 1,775,000** Cost Approach (if developed) **\$ 1,969,761** Income Approach (if developed) **\$ N/A**
Appraisal arrives at a present value that is less than the cost to build. This is the situation in most cases and a major indicator of the present economic cycle that we are in.

This appraisal is made "as is", subject to completion per plans and specifications on the basis of a hypothetical condition that the improvements have been completed, subject to the following repairs or alterations on the basis of a hypothetical condition that the repairs or alterations have been completed, or subject to the following required inspection based on the extraordinary assumption that the condition or deficiency does not require alteration or repair:

Based on a complete visual inspection of the interior and exterior areas of the subject property, defined scope of work, statement of assumptions and limiting conditions, and appraiser's certification, my (our) opinion of the market value, as defined, of the real property that is the subject of this report is **\$ 1,775,000.** as of **Oct. 29, 2009**, which is the date of inspection and the effective date of this appraisal.

COMPARABLES OVER SIX MONTHS OLD It is acknowledged that comparable sales utilized in this report may be in excess of six months. However, after carefully reviewing market activity, and recognizing the absence of other current comparable data, the appraiser deemed it appropriate to review comparable sales in a different market area. This review revealed a significant locational adjustment would be required, thereby diminishing the reliability of the Market Data Approach. Accordingly, this appraiser is satisfied that the comparable sales as presented, most accurately portray market conditions. COMPARABLE SALE CERTIFICATION I certify that the comparable sales information presented has been extracted from the State-wide Multiple Listing Service Marketing Analysis, public records, grantee-grantor and broker records. These data sources are deemed to be reliable and is a common informational resource utilized by real estate appraisers. However, the authenticity cannot be guaranteed. PRICE/LIVING AREA The price per square foot of living area presented in this report may exceed our ten percent differential objectives. However, after carefully considering all the factors involved in the volatile marketplace, this appraiser is satisfied that the comparable sales, as presented most accurately portray current market conditions. COMPARABLES OVER ONE MILE AWAY Comparables utilized in this report may exceed our distance objective from the subject property. However, after careful consideration, this appraiser is satisfied that the comparables as presented, most accurately portray current market conditions. NET ADJUSTMENT The net adjustments as presented in this report may exceed our ten percent differential objective. However, the appraiser has considered all the factors involved in the marketplace and is satisfied that the comparable sales as presented in this report accurately portray conditions in the market. LAND TO VALUE RATIO The land to value ratio of the subject property exceeds the 30% guideline. This is common in the subject's area and has no negative effect on market value. RADON GAS To the best of the appraiser's knowledge, the presence of Radon has not been detected on the property, or if detected, it has been determined that the level present is safe according to the standards established by the Environmental Protection Agency. The appraiser, however, does not make any guarantees or warranties that the property has been tested, or, if tested the tests were conducted pursuant to EPA approved procedures. HAZARDOUS MATERIALS In this appraisal assignment, unless stated otherwise, the existence of potentially hazardous material used in the construction of the building, such as urea-formaldehyde foam insulation and/or toxic waste, which may or may not be present, was not observed by the appraiser, nor do we have any knowledge of such materials. The value estimate is predicated on the assumption that there is no such material on the property that would cause a loss in value. APPRAISAL COMPLIANCE THIS APPRAISAL REPORT COMPLIES IN EVERY RESPECT WITH THE REAL ESTATE APPRAISAL REGULATIONS PROMULGATED BY THE OFFICE OF THE COMPTROLLER OF THE CURRENCY, 12CFR, PT 34, BY THE FEDERAL DEPOSIT INSURANCE CORPORATION, 12CFR, PT 323 PURSUANT TO TITLE XI OF THE FINANCIAL REFORM, RECOVERY AND ENFORCEMENT ACT OF 1989.

COST APPROACH TO VALUE (not required by Fannie Mae)
 Provide adequate information for the lender/client to replicate the below cost figures and calculations.
 Support for the opinion of site value (summary of comparable land sales or other methods for estimating site value) Site value estimate is based on waterfront sales of land for the past three years in Portsmouth, Tiverton, Jamestown RI and discounted for present tight money both from lenders and/ or buyers.

ESTIMATED <input type="checkbox"/> REPRODUCTION OR <input checked="" type="checkbox"/> REPLACEMENT COST NEW	OPINION OF SITE VALUE	= \$	750,000
Source of cost data Marshall and Dwight, local builders	Dwelling 5667 Sq. Ft. @ \$ 198.00 =	\$	1,122,066
Quality rating from cost service G Effective date of cost data Oct 2009	2256 Sq. Ft. @ \$ 21.00 =	\$	47,376
Comments on Cost Approach (gross living area calculations, depreciation, etc.)			
Local building cost outweighed Marshall and Dwight varied data was in close proximity.	Garage/Carport 864 Sq. Ft. @ \$ 28.00 =	\$	24,192
Local costs less than reported by Marshall and Dwight.	Total Estimate of Cost-New	= \$	1,193,634
	Less Physical Functional External		
	Depreciation 23873	-\$	23,873
	Depreciated Cost of Improvements	-\$	1,169,761
	*As-is Value of Site Improvements	-\$	50,000
Estimated Remaining Economic Life (HUD and VA only) 40 Years	Indicated Value By Cost Approach	= \$	1,969,761

INCOME APPROACH TO VALUE (not required by Fannie Mae)
 Estimated Monthly Market Rent \$ X Gross Rent Multiplier = \$ Indicated Value by Income Approach
 Summary of Income Approach (including support for market rent and GRM)

PROJECT INFORMATION FOR PUDs (if applicable)

Is the developer/builder in control of the Homeowners' Association (HOA)? Yes No Unit type(s) Detached Attached

Provide the following information for PUDs ONLY if the developer/builder is in control of the HOA and the subject property is an attached dwelling unit.

Legal name of project _____

Total number of phases	Total number of units	Total number of units sold
Total number of units rented	Total number of units for sale	Data source(s)

Was the project created by the conversion of an existing building(s) into a PUD? Yes No If Yes, date of conversion _____

Does the project contain any multi-dwelling units? Yes No Data source(s) _____

Are the units, common elements, and recreation facilities complete? Yes No If No, describe the status of completion. _____

Are the common elements leased to or by the Homeowners' Association? Yes No If Yes, describe the rental terms and options. _____

Describe common elements and recreational facilities _____

This report form is designed to report an appraisal of a one-unit property or a one-unit property with an accessory unit, including a unit in a planned unit development (PUD). This report form is not designed to report an appraisal of a manufactured home or a unit in a condominium or cooperative project.

This appraisal report is subject to the following scope of work, intended use, intended user, definition of market value, statement of assumptions and limiting conditions, and certifications. Modifications, additions, or deletions to the intended use, intended user, definition of market value, or assumptions and limiting conditions are not permitted. The appraiser may expand the scope of work to include any additional research or analysis necessary based on the complexity of this appraisal assignment. Modifications or deletions to the certifications are also not permitted. However, additional certifications that do not constitute material alterations to this appraisal report, such as those required by law or those related to the appraiser's continuing education or membership in an appraisal organization, are permitted.

SCOPE OF WORK: The scope of work for this appraisal is defined by the complexity of this appraisal assignment and the reporting requirements of this appraisal report form, including the following definition of market value, statement of assumptions and limiting conditions, and certifications. The appraiser must, at a minimum: (1) perform a complete visual inspection of the interior and exterior areas of the subject property, (2) inspect the neighborhood, (3) inspect each of the comparable sales from at least the street, (4) research, verify, and analyze data from reliable public and/or private sources, and (5) report his or her analysis, opinions, and conclusions in this appraisal report.

INTENDED USE: The intended use of this appraisal report is for the lender/client to evaluate the property that is the subject of this appraisal for a mortgage finance transaction.

INTENDED USER: The intended user of this appraisal report is the lender/client.

DEFINITION OF MARKET VALUE: The most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller, each acting prudently, knowledgeably and assuming the price is not affected by undue stimulus. Implicit in this definition is the consummation of a sale as of a specified date and the passing of title from seller to buyer under conditions whereby: (1) buyer and seller are typically motivated; (2) both parties are well informed or well advised, and each acting in what he or she considers his or her own best interest; (3) a reasonable time is allowed for exposure in the open market; (4) payment is made in terms of cash in U. S. dollars or in terms of financial arrangements comparable thereto; and (5) the price represents the normal consideration for the property sold unaffected by special or creative financing or sales concessions* granted by anyone associated with the sale.

*Adjustments to the comparables must be made for special or creative financing or sales concessions. No adjustments are necessary for those costs which are normally paid by sellers as a result of tradition or law in a market area; these costs are readily identifiable since the seller pays these costs in virtually all sales transactions. Special or creative financing adjustments can be made to the comparable property by comparisons to financing terms offered by a third party institutional lender that is not already involved in the property or transaction. Any adjustment should not be calculated on a mechanical dollar for dollar cost of the financing or concession but the dollar amount of any adjustment should approximate the market's reaction to the financing or concessions based on the appraiser's judgment.

STATEMENT OF ASSUMPTIONS AND LIMITING CONDITIONS: The appraiser's certification in this report is subject to the following assumptions and limiting conditions:

1. The appraiser will not be responsible for matters of a legal nature that affect either the property being appraised or the title to it, except for information that he or she became aware of during the research involved in performing this appraisal. The appraiser assumes that the title is good and marketable and will not render any opinions about the title.
2. The appraiser has provided a sketch in this appraisal report to show the approximate dimensions of the improvements. The sketch is included only to assist the reader in visualizing the property and understanding the appraiser's determination of its size.
3. The appraiser has examined the available flood maps that are provided by the Federal Emergency Management Agency (or other data sources) and has noted in this appraisal report whether any portion of the subject site is located in an identified Special Flood Hazard Area. Because the appraiser is not a surveyor, he or she makes no guarantees, express or implied, regarding this determination.
4. The appraiser will not give testimony or appear in court because he or she made an appraisal of the property in question, unless specific arrangements to do so have been made beforehand, or as otherwise required by law.
5. The appraiser has noted in this appraisal report any adverse conditions (such as needed repairs, deterioration, the presence of hazardous wastes, toxic substances, etc.) observed during the inspection of the subject property or that he or she became aware of during the research involved in performing this appraisal. Unless otherwise stated in this appraisal report, the appraiser has no knowledge of any hidden or unapparent physical deficiencies or adverse conditions of the property (such as, but not limited to, needed repairs, deterioration, the presence of hazardous wastes, toxic substances, adverse environmental conditions, etc.) that would make the property less valuable, and has assumed that there are no such conditions and makes no guarantees or warranties, express or implied. The appraiser will not be responsible for any such conditions that do exist or for any engineering or testing that might be required to discover whether such conditions exist. Because the appraiser is not an expert in the field of environmental hazards, this appraisal report must not be considered as an environmental assessment of the property.
6. The appraiser has based his or her appraisal report and valuation conclusion for an appraisal that is subject to satisfactory completion, repairs, or alterations on the assumption that the completion, repairs, or alterations of the subject property will be performed in a professional manner.

1. I have, at a minimum, developed and reported this appraisal in accordance with the scope of work requirements stated in this appraisal report.
2. I performed a complete visual inspection of the interior and exterior areas of the subject property. I reported the condition of the improvements in factual, specific terms. I identified and reported the physical deficiencies that could affect the livability, soundness, or structural integrity of the property.
3. I performed this appraisal in accordance with the requirements of the Uniform Standards of Professional Appraisal Practice that were adopted and promulgated by the Appraisal Standards Board of The Appraisal Foundation and that were in place at the time this appraisal report was prepared.
4. I developed my opinion of the market value of the real property that is the subject of this report based on the sales comparison approach to value. I have adequate comparable market data to develop a reliable sales comparison approach for this appraisal assignment. I further certify that I considered the cost and income approaches to value but did not develop them, unless otherwise indicated in this report.
5. I researched, verified, analyzed, and reported on any current agreement for sale for the subject property, any offering for sale of the subject property in the twelve months prior to the effective date of this appraisal, and the prior sales of the subject property for a minimum of three years prior to the effective date of this appraisal, unless otherwise indicated in this report.
6. I researched, verified, analyzed, and reported on the prior sales of the comparable sales for a minimum of one year prior to the date of sale of the comparable sale, unless otherwise indicated in this report.
7. I selected and used comparable sales that are locationally, physically, and functionally the most similar to the subject property.
8. I have not used comparable sales that were the result of combining a land sale with the contract purchase price of a home that has been built or will be built on the land.
9. I have reported adjustments to the comparable sales that reflect the market's reaction to the differences between the subject property and the comparable sales.
10. I verified, from a disinterested source, all information in this report that was provided by parties who have a financial interest in the sale or financing of the subject property.
11. I have knowledge and experience in appraising this type of property in this market area.
12. I am aware of, and have access to, the necessary and appropriate public and private data sources, such as multiple listing services, tax assessment records, public land records and other such data sources for the area in which the property is located.
13. I obtained the information, estimates, and opinions furnished by other parties and expressed in this appraisal report from reliable sources that I believe to be true and correct.
14. I have taken into consideration the factors that have an impact on value with respect to the subject neighborhood, subject property, and the proximity of the subject property to adverse influences in the development of my opinion of market value. I have noted in this appraisal report any adverse conditions (such as, but not limited to, needed repairs, deterioration, the presence of hazardous wastes, toxic substances, adverse environmental conditions, etc.) observed during the inspection of the subject property or that I became aware of during the research involved in performing this appraisal. I have considered these adverse conditions in my analysis of the property value, and have reported on the effect of the conditions on the value and marketability of the subject property.
15. I have not knowingly withheld any significant information from this appraisal report and, to the best of my knowledge, all statements and information in this appraisal report are true and correct.
16. I stated in this appraisal report my own personal, unbiased, and professional analysis, opinions, and conclusions, which are subject only to the assumptions and limiting conditions in this appraisal report.
17. I have no present or prospective interest in the property that is the subject of this report, and I have no present or prospective personal interest or bias with respect to the participants in the transaction. I did not base, either partially or completely, my analysis and/or opinion of market value in this appraisal report on the race, color, religion, sex, age, marital status, handicap, familial status, or national origin of either the prospective owners or occupants of the subject property or of the present owners or occupants of the properties in the vicinity of the subject property or on any other basis prohibited by law.
18. My employment and/or compensation for performing this appraisal or any future or anticipated appraisals was not conditioned on any agreement or understanding, written or otherwise, that I would report (or present analysis supporting) a redetermined specific value, a predetermined minimum value, a range or direction in value, a value that favors the cause of my party, or the attainment of a specific result or occurrence of a specific subsequent event (such as approval of a pending mortgage loan application).
19. I personally prepared all conclusions and opinions about the real estate that were set forth in this appraisal report. If I relied on significant real property appraisal assistance from any individual or individuals in the performance of this appraisal or the preparation of this appraisal report, I have named such individual(s) and disclosed the specific tasks performed in this appraisal report. I certify that any individual so named is qualified to perform the tasks. I have not authorized anyone to make change to any item in this appraisal report; therefore, any change made to this appraisal is unauthorized and I will take no responsibility for it.
20. I identified the lender/client in this appraisal report who is the individual, organization, or agent for the organization that ordered and will receive this appraisal report.

21. The lender/client may disclose or distribute this appraisal report to: the borrower; another lender at the request of the borrower; the mortgagee or its successors and assigns; mortgage insurers; government sponsored enterprises; other secondary market participants; data collection or reporting services; professional appraisal organizations; any department, agency, or instrumentality of the United States; and any state, the District of Columbia, or other jurisdictions; without having to obtain the appraiser's or supervisory appraiser's (if applicable) consent. Such consent must be obtained before this appraisal report may be disclosed or distributed to any other party (including, but not limited to, the public through advertising, public relations, news, sales, or other media).

22. I am aware that any disclosure or distribution of this appraisal report by me or the lender/client may be subject to certain laws and regulations. Further, I am also subject to the provisions of the Uniform Standards of Professional Appraisal Practice that pertain to disclosure or distribution by me.

23. The borrower, another lender at the request of the borrower, the mortgagee or its successors and assigns, mortgage insurers, government sponsored enterprises, and other secondary market participants may rely on this appraisal report as part of any mortgage finance transaction that involves any one or more of these parties.

24. If this appraisal report was transmitted as an "electronic record" containing my "electronic signature," as those terms are defined in applicable federal and/or state laws (excluding audio and video recordings), or a facsimile transmission of this appraisal report containing a copy or representation of my signature, the appraisal report shall be as effective, enforceable and valid as if a paper version of this appraisal report were delivered containing my original hand written signature.

25. Any intentional or negligent misrepresentation(s) contained in this appraisal report may result in civil liability and/or criminal penalties including, but not limited to, fine or imprisonment or both under the provisions of Title 18, United States Code, Section 1001, et seq., or similar state laws.

SUPERVISORY APPRAISER'S CERTIFICATION: The Supervisory Appraiser certifies and agrees that:

1. I directly supervised the appraiser for this appraisal assignment, have read the appraisal report, and agree with the appraiser's analysis, opinions, statements, conclusions, and the appraiser's certification.
2. I accept full responsibility for the contents of this appraisal report including, but not limited to, the appraiser's analysis, opinions, statements, conclusions, and the appraiser's certification.
3. The appraiser identified in this appraisal report is either a sub-contractor or an employee of the supervisory appraiser (or the appraisal firm), is qualified to perform this appraisal, and is acceptable to perform this appraisal under the applicable state law.
4. This appraisal report complies with the Uniform Standards of Professional Appraisal Practice that were adopted and promulgated by the Appraisal Standards Board of The Appraisal Foundation and that were in place at the time this appraisal report was prepared.
5. If this appraisal report was transmitted as an "electronic record" containing my "electronic signature," as those terms are defined in applicable federal and/or state laws (excluding audio and video recordings), or a facsimile transmission of this appraisal report containing a copy or representation of my signature, the appraisal report shall be as effective, enforceable and valid as if a paper version of this appraisal report were delivered containing my original hand written signature.

APPRAISER

Signature *Allen J. Shers*
 Name Allen J. Shers
 Company Name Shers Appraisal Company
 Company Address 190 East Main Road
Middletown RI 02842
 Telephone Number 401 846 4424
 Email Address rshers@aol.com
 Date of Signature and Report October 29, 2009
 Effective Date of Appraisal October 29, 2009
 State Certification # A00117G
 or State License # _____
 or Other (describe) _____ State # _____
 State Rhode Island
 Expiration Date of Certification or License 12/31/2009

SUPERVISORY APPRAISER (ONLY IF REQUIRED)

Signature _____
 Name _____
 Company Name _____
 Company Address _____
 Telephone Number _____
 Email Address _____
 Date of Signature _____
 State Certification # _____
 or State License # _____
 State _____
 Expiration Date of Certification or License _____

ADDRESS OF PROPERTY APPRAISED
105 Heidi Drive, Portsmouth RI 02871

APPRAISED VALUE OF SUBJECT PROPERTY \$ 1,775,000.

LENDER/CLIENT

Name Mark Leventhal
 Company Name Beacon Companies
 Company Address 50 Federal Street 4th Floor
Boston MA 02110
 Email Address _____

SUBJECT PROPERTY

Did not inspect subject property
 Did inspect exterior of subject property from street
 Date of Inspection _____
 Did inspect interior and exterior of subject property
 Date of Inspection _____

COMPARABLE SALES

Did not inspect exterior of comparable sales from street
 Did inspect exterior of comparable sales from street
 Date of Inspection _____



State of Rhode Island and Providence Plantations

Department of Business Regulation
Division of Licensing and Consumer Protection
Real Estate Appraisers Section
233 Richmond St., Suite 230
Providence, R.I. 02903-4230

Certified General Appraiser

Certification No. AG0117G This certification Expires on 12/31/2009

(In accordance with Title V, Chapter 20.7 of the General Laws of Rhode Island relating to Real Estate Appraisers)
Pursuant to vested authority and having received full payment of the required fee, the Director of the Department of Business Regulation has licensed/certified

ALLEN J. SHERS

The person named herein may engage in the business of appraisal practice, provided he shall in all respects conform to the provisions of Title V, Chapter 20.7 of the General Laws of Rhode Island 1987, as amended, and the rules and regulations issued under authority thereof, beginning 01/01/2008 and ending 12/31/2009 unless this license is suspended, revoked or voluntarily returned to the Department during this period:

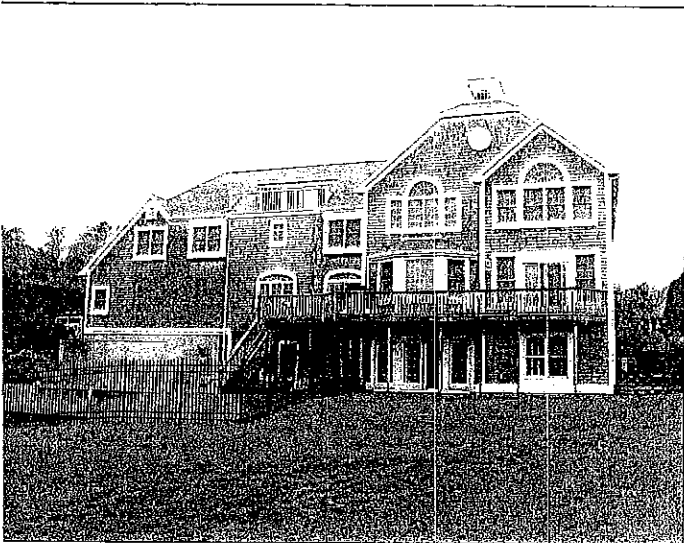
Anna S. Anderson
Chairman, Real Estate Appraisers Board

[Signature]
Director of Business Regulation

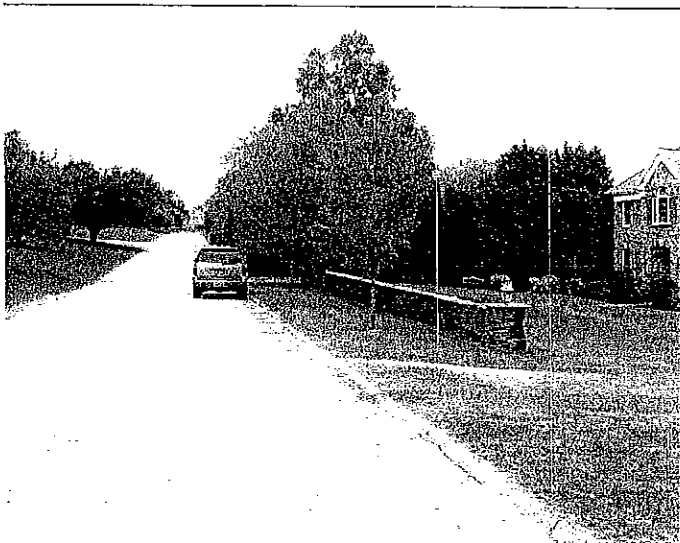
Broker William Reilly		Document Page 137 of 173	
Property Address 105 Heidi Drive SMSA#6480		County Newport	
City Portsmouth		Zip Code 02871	
State RI		Lender's Address 50 Federal St, 4th Floor, Boston, MA 02110	
Appraiser Allen J. Shers		Appraiser's Address 190 East Main Road, Middletown, RI 02842	



Subject Front

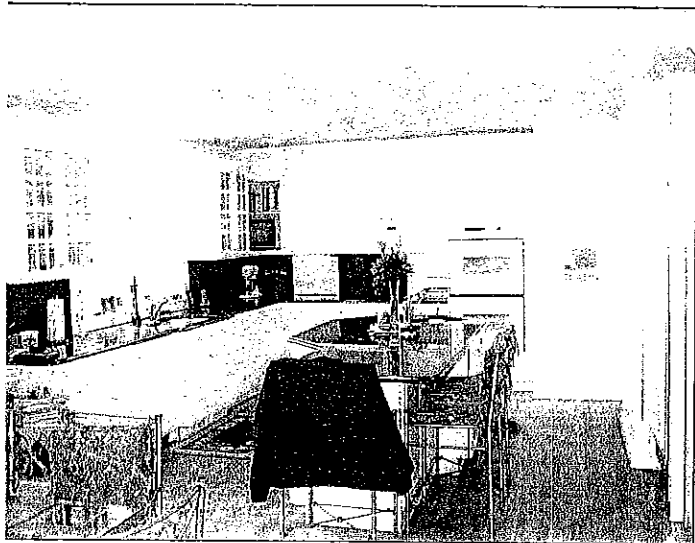


Subject Rear



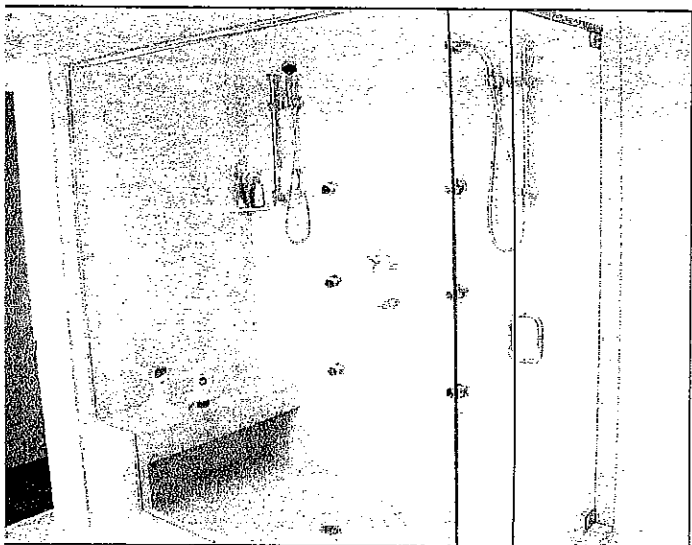
Subject Street

TOWER William Reilly	
Property Address 105 Heidi Drive SMSA#6480	
Portsmouth	County Newport
State RI	Zip Code 02871
Lender/Client Mark Leventhal c/o Beacon CO Lender's Address 50 Federal St, 4th Floor, Boston, MA 02110	
Appraiser Allen J. Shers Appraiser's Address 190 East Main Road, Middletown, RI 02842	



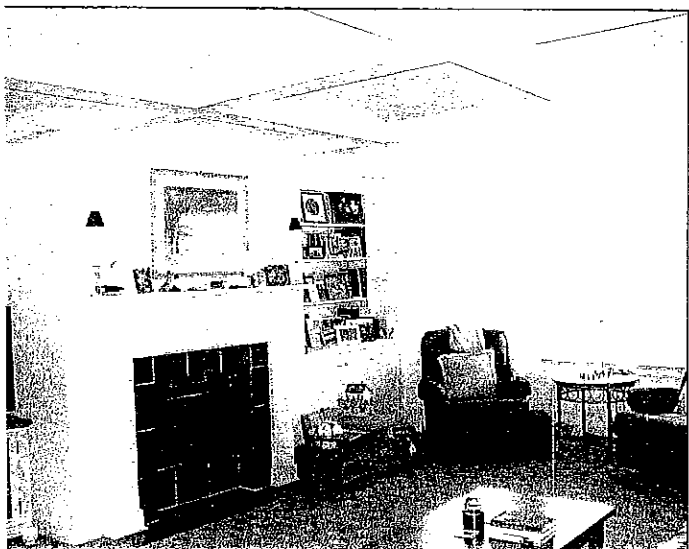
Subject Interior 1

Kitchen



Subject Interior 2

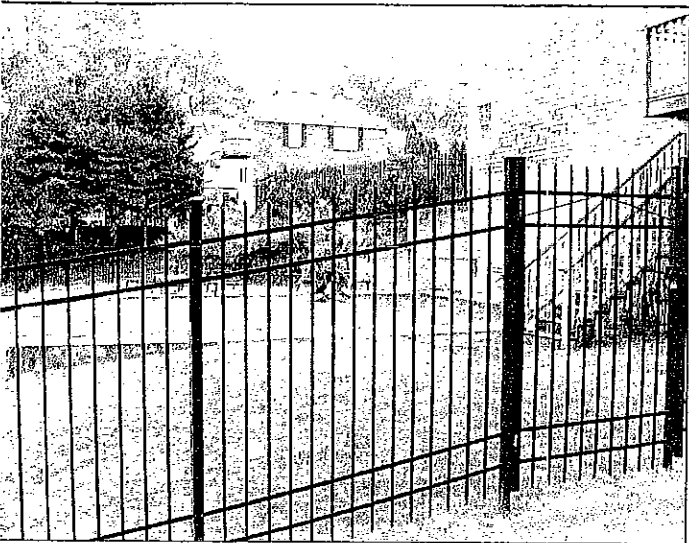
Master Bath



Subject Interior 3

Living Room

Broker William Reilly	
Property Address 105 Heidi Drive SMSA#6480	
City Portsmouth	
State RI	
County Newport	
Zip Code 02871	
Lender/Client Mark Leventhal c/o Beacon CO	Lender's Address 50 Federal St, 4th Floor, Boston, MA 02110
Appraiser Allen J. Shers	Appraiser's Address 190 East Main Road, Middletown, RI 02842



Subject Interior 4

Pool



Subject Interior 5

View



Subject Interior 6

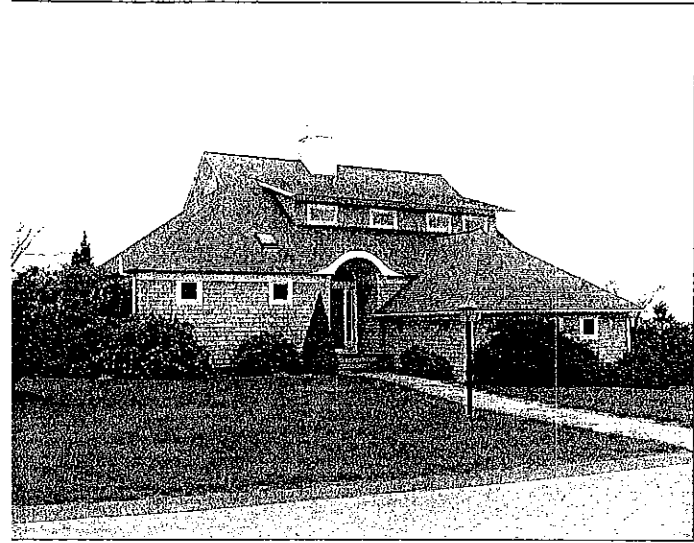
Foyer

Agent William Reilly		Document Page 140 of 173	
Property Address 105 Heidi Drive SMSA#6480		County Newport	
Portsmouth		Zip Code 02871	
State RI		Lender's Address 50 Federal St, 4th Floor, Boston, MA 02110	
Broker/Client Mark Leventhal c/o Beacon CO		Appraiser's Address 190 East Main Road, Middletown, RI 02842	
Salesperson Allen J. Shers			

Comparable 1

110 Thayer Drive
Portsmouth, RI 02871

Sale Price \$ 1,300,000
Date of Sale Cl. 12/3/200
Age 10
Total Rooms 7
Bedrooms 3
Baths 2.5
GLA 3235



Comparable 2

124 Memorial Blvd.
Newport, RI 02840

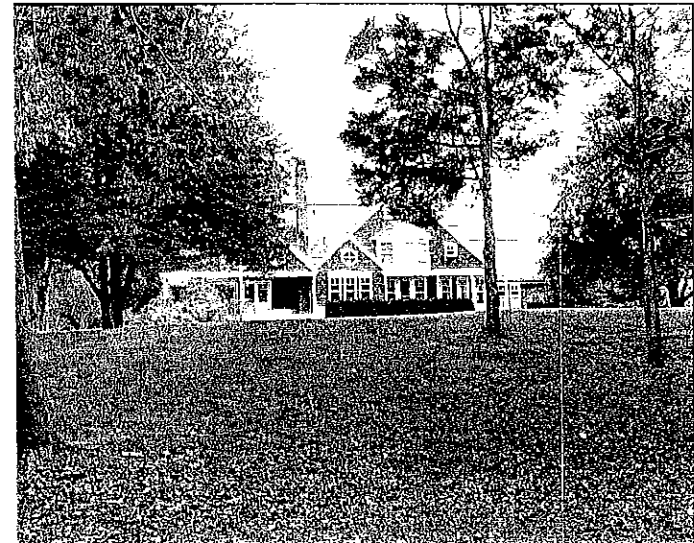
Sale Price \$ 1,800,000
Date of Sale Cl. 04/29/200
Age 56
Total Rooms 8
Bedrooms 4
Baths 3.5
GLA 3000



Comparable 3

95 Highland Drive
Jamestown, RI 02835

Sale Price \$ 1,560,748
Date of Sale Cl. 06/01/200
Age 18
Total Rooms 9
Bedrooms 5
Baths 3.5
GLA 4833



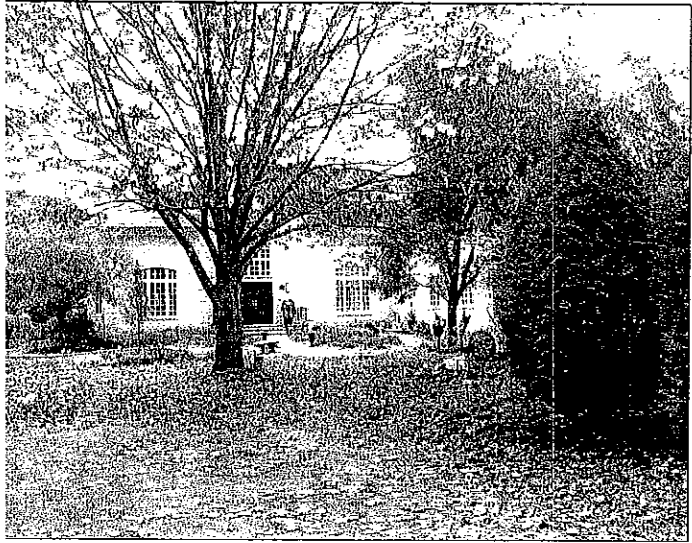
Broker William Reilly	
Property Address 105 Heidi Drive	
City Portsmouth	County Newport
State Rhode Island	Zip Code 02871
Broker/Client Mark Leventhal	Lender's Address 50 Federal St. Boston MA
Appraiser Allen J. Shers	Appraiser's Address 190 East Main Rd, Middletown RI



Comparable 4

80 Orient Ave
Jamestown, RI 02835

Sale Price \$ 2,200,000
Date of Sale cl. 05/22/09
Age 7
Total Rooms 7
Bedrooms 3
Baths 6
GLA 4457



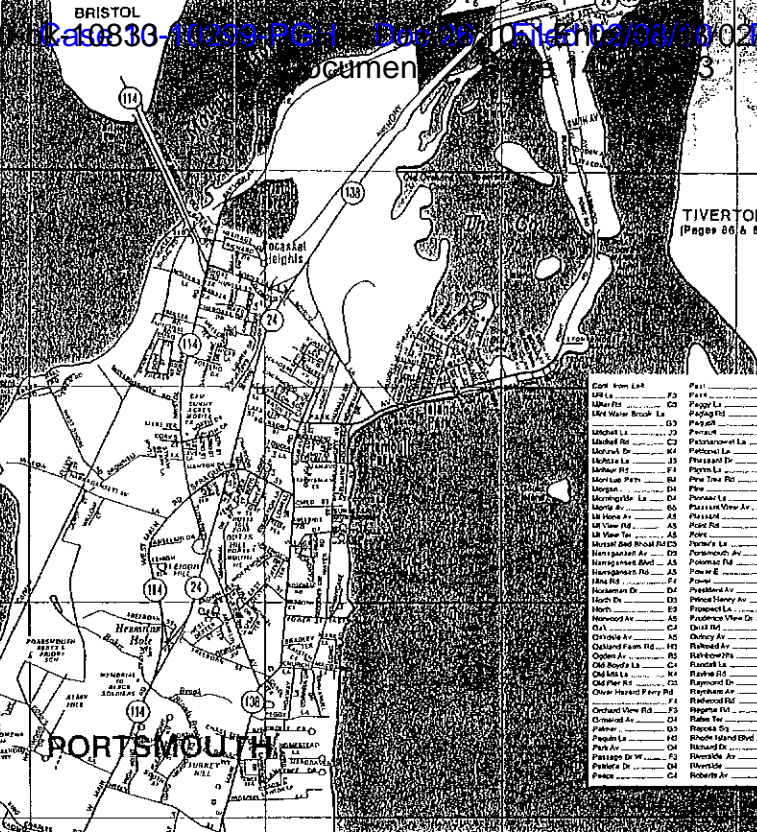
Comparable 5

387 Washington Road
Barrington, RI 02806

Sale Price \$ 2,300,000
Date of Sale Cl. 08/17/09
Age 17
Total Rooms 12
Bedrooms 5
Baths 4.5
GLA 7006

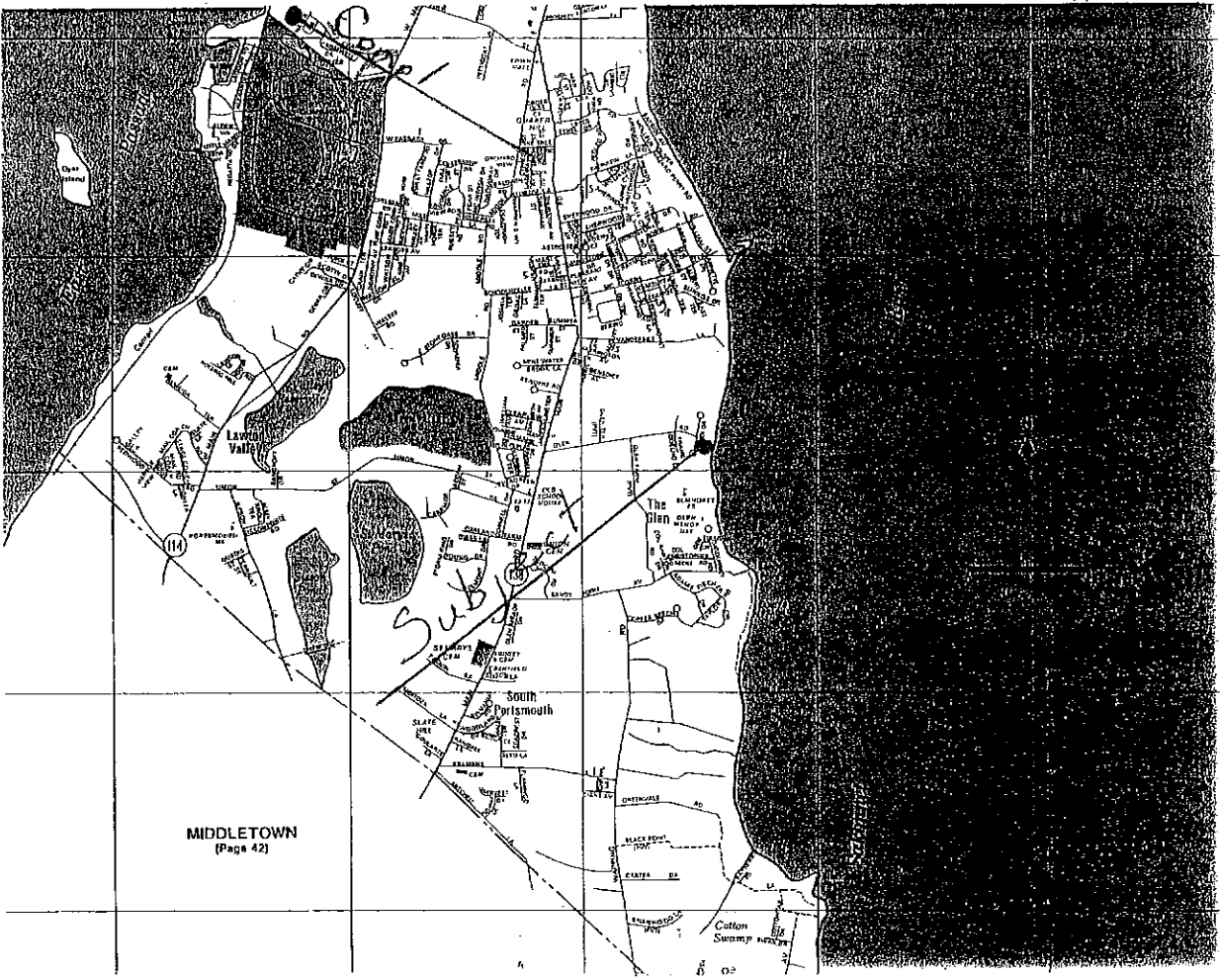
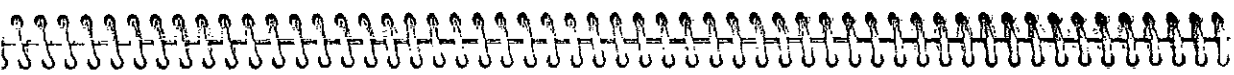
Case 1

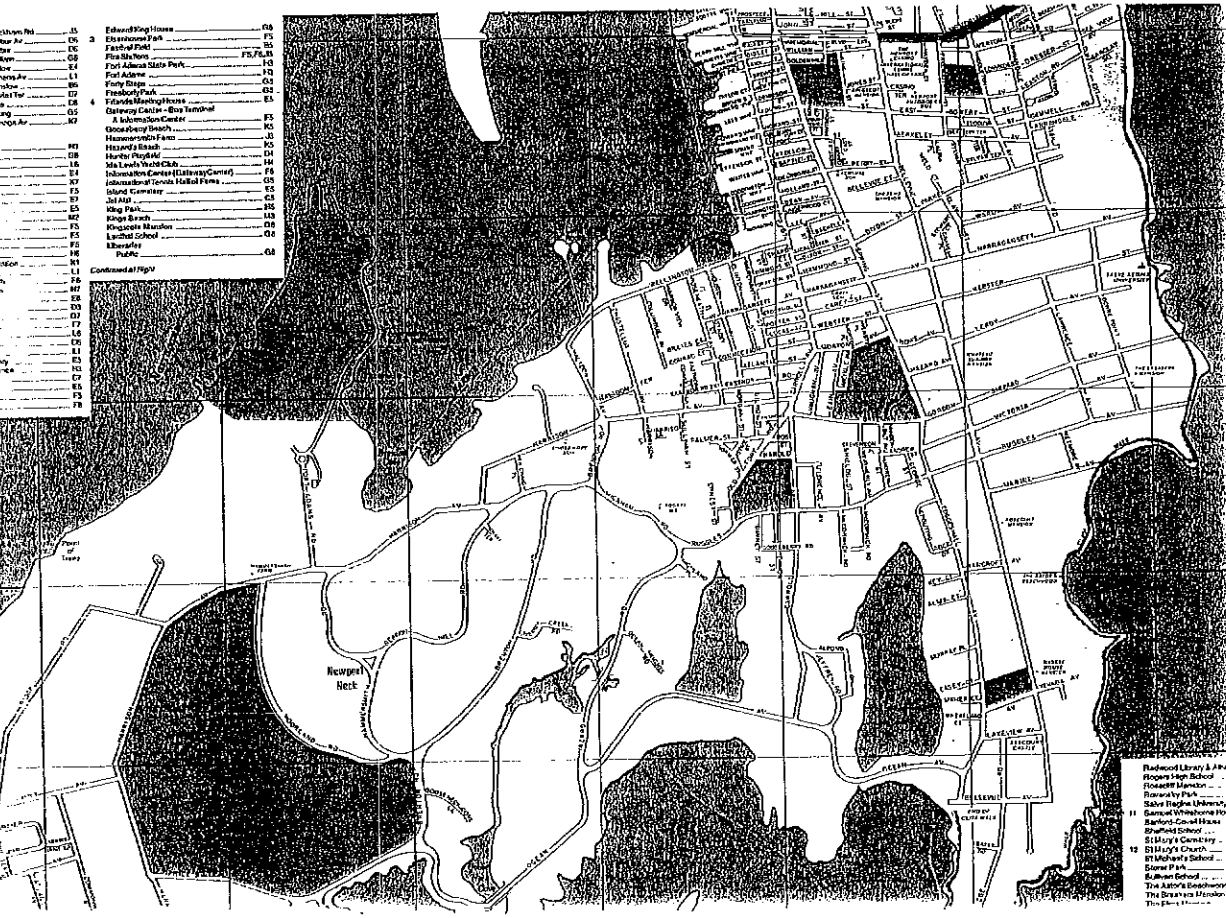
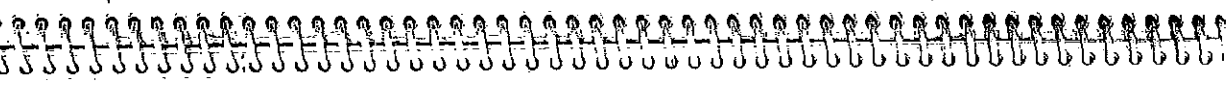
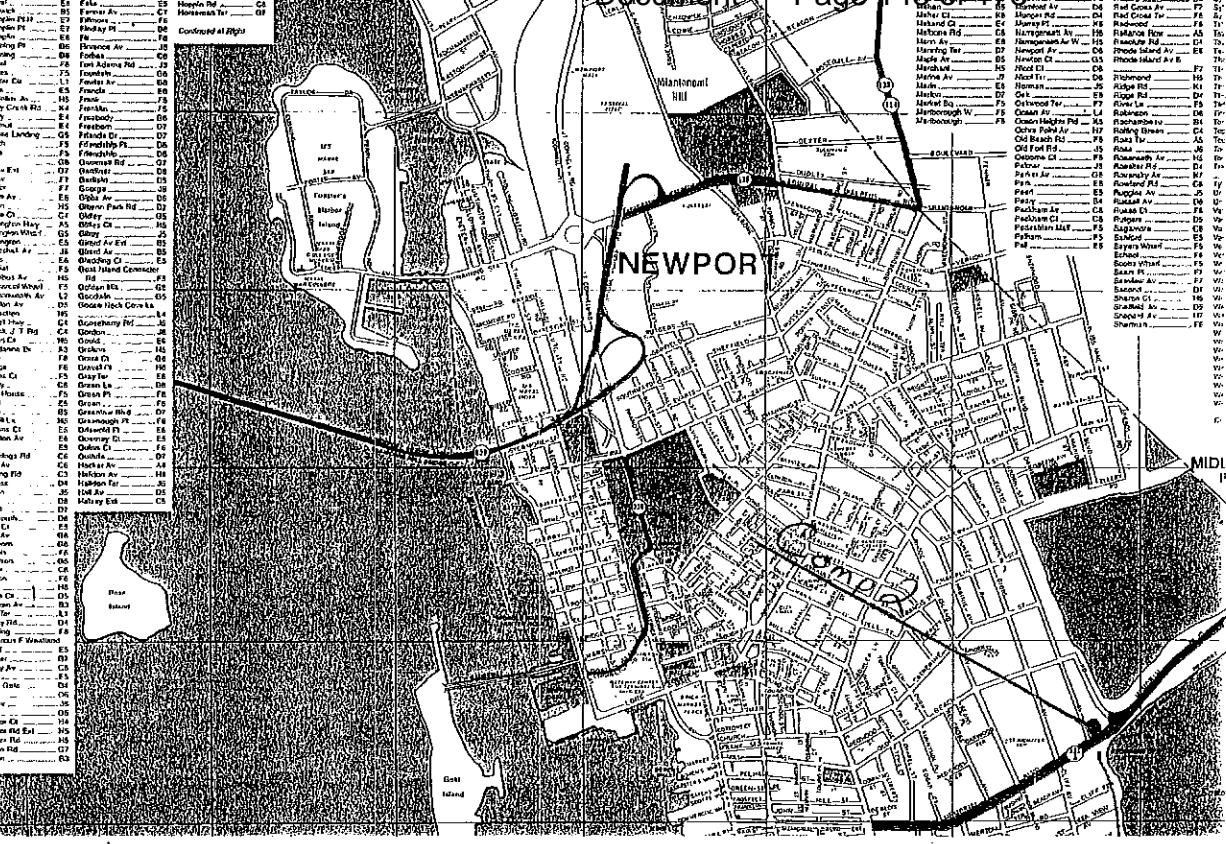
1	Cottage Av	D1	Hope Av	A3	Leitch Av	D3
2	Edgemoor Dr	B1	Hammock Rd	B2	Long Meadow Rd	B3
3	Greenwood Dr	C1	Hammond Rd	C2	Lonsdale Rd	C3
4	Hammond Rd	D1	Independence Ct	D2	Maple Rd	D3
5	Independence Ct	E1	Maple Rd	E2	Maple Rd	E3
6	Maple Rd	F1	Maple Rd	F2	Maple Rd	F3
7	Maple Rd	G1	Maple Rd	G2	Maple Rd	G3
8	Maple Rd	H1	Maple Rd	H2	Maple Rd	H3
9	Maple Rd	I1	Maple Rd	I2	Maple Rd	I3
10	Maple Rd	J1	Maple Rd	J2	Maple Rd	J3
11	Maple Rd	K1	Maple Rd	K2	Maple Rd	K3
12	Maple Rd	L1	Maple Rd	L2	Maple Rd	L3
13	Maple Rd	M1	Maple Rd	M2	Maple Rd	M3
14	Maple Rd	N1	Maple Rd	N2	Maple Rd	N3
15	Maple Rd	O1	Maple Rd	O2	Maple Rd	O3
16	Maple Rd	P1	Maple Rd	P2	Maple Rd	P3
17	Maple Rd	Q1	Maple Rd	Q2	Maple Rd	Q3
18	Maple Rd	R1	Maple Rd	R2	Maple Rd	R3
19	Maple Rd	S1	Maple Rd	S2	Maple Rd	S3
20	Maple Rd	T1	Maple Rd	T2	Maple Rd	T3
21	Maple Rd	U1	Maple Rd	U2	Maple Rd	U3
22	Maple Rd	V1	Maple Rd	V2	Maple Rd	V3
23	Maple Rd	W1	Maple Rd	W2	Maple Rd	W3
24	Maple Rd	X1	Maple Rd	X2	Maple Rd	X3
25	Maple Rd	Y1	Maple Rd	Y2	Maple Rd	Y3
26	Maple Rd	Z1	Maple Rd	Z2	Maple Rd	Z3



1	Maple Rd	F3	Maple Rd	F3
2	Maple Rd	G3	Maple Rd	G3
3	Maple Rd	H3	Maple Rd	H3
4	Maple Rd	I3	Maple Rd	I3
5	Maple Rd	J3	Maple Rd	J3
6	Maple Rd	K3	Maple Rd	K3
7	Maple Rd	L3	Maple Rd	L3
8	Maple Rd	M3	Maple Rd	M3
9	Maple Rd	N3	Maple Rd	N3
10	Maple Rd	O3	Maple Rd	O3
11	Maple Rd	P3	Maple Rd	P3
12	Maple Rd	Q3	Maple Rd	Q3
13	Maple Rd	R3	Maple Rd	R3
14	Maple Rd	S3	Maple Rd	S3
15	Maple Rd	T3	Maple Rd	T3
16	Maple Rd	U3	Maple Rd	U3
17	Maple Rd	V3	Maple Rd	V3
18	Maple Rd	W3	Maple Rd	W3
19	Maple Rd	X3	Maple Rd	X3
20	Maple Rd	Y3	Maple Rd	Y3
21	Maple Rd	Z3	Maple Rd	Z3

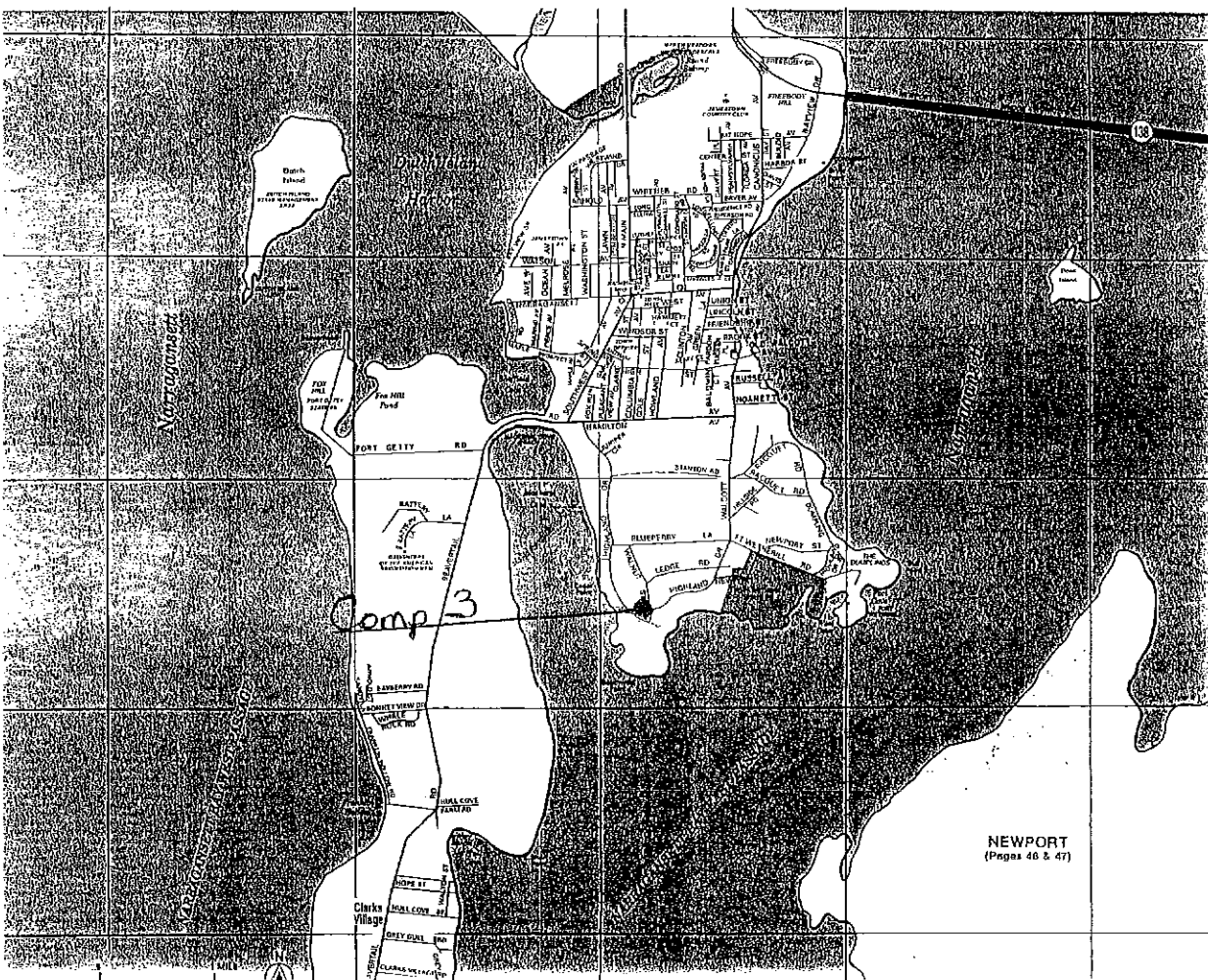
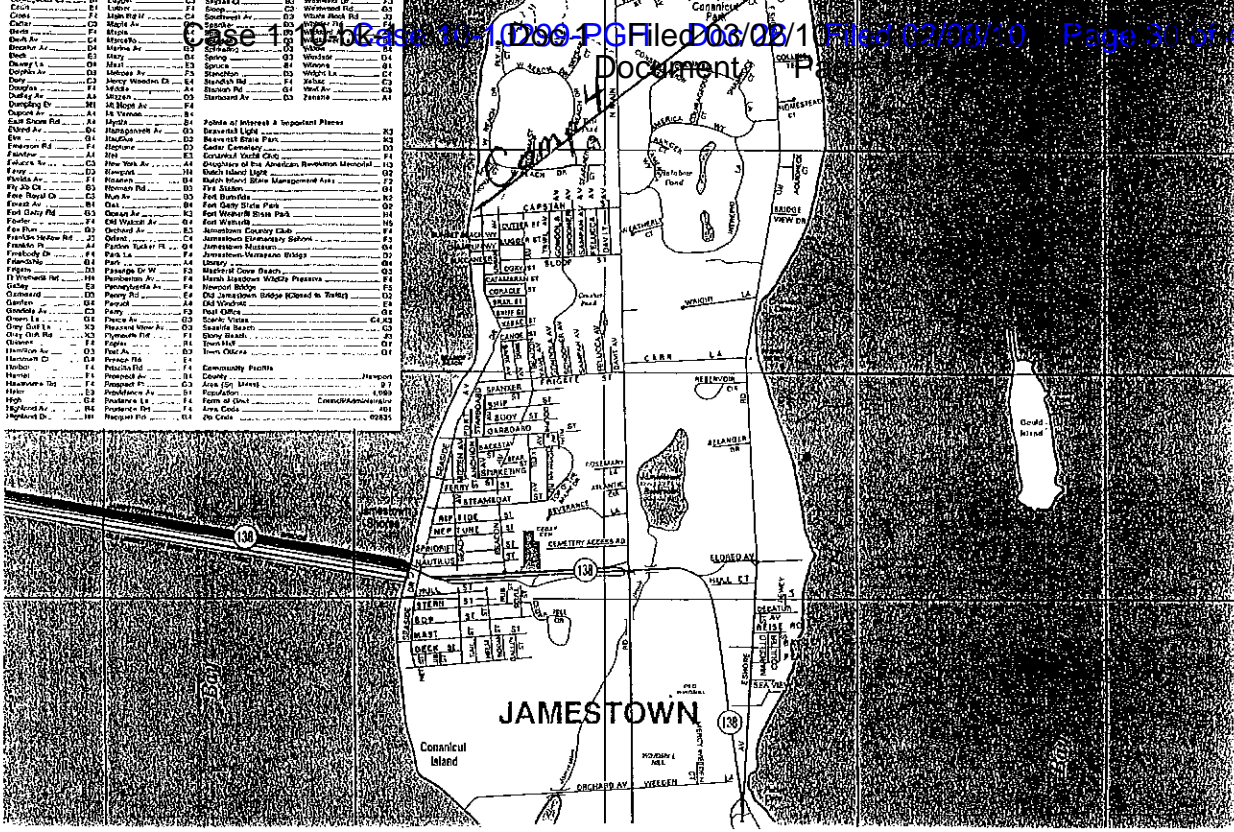
Desc Main

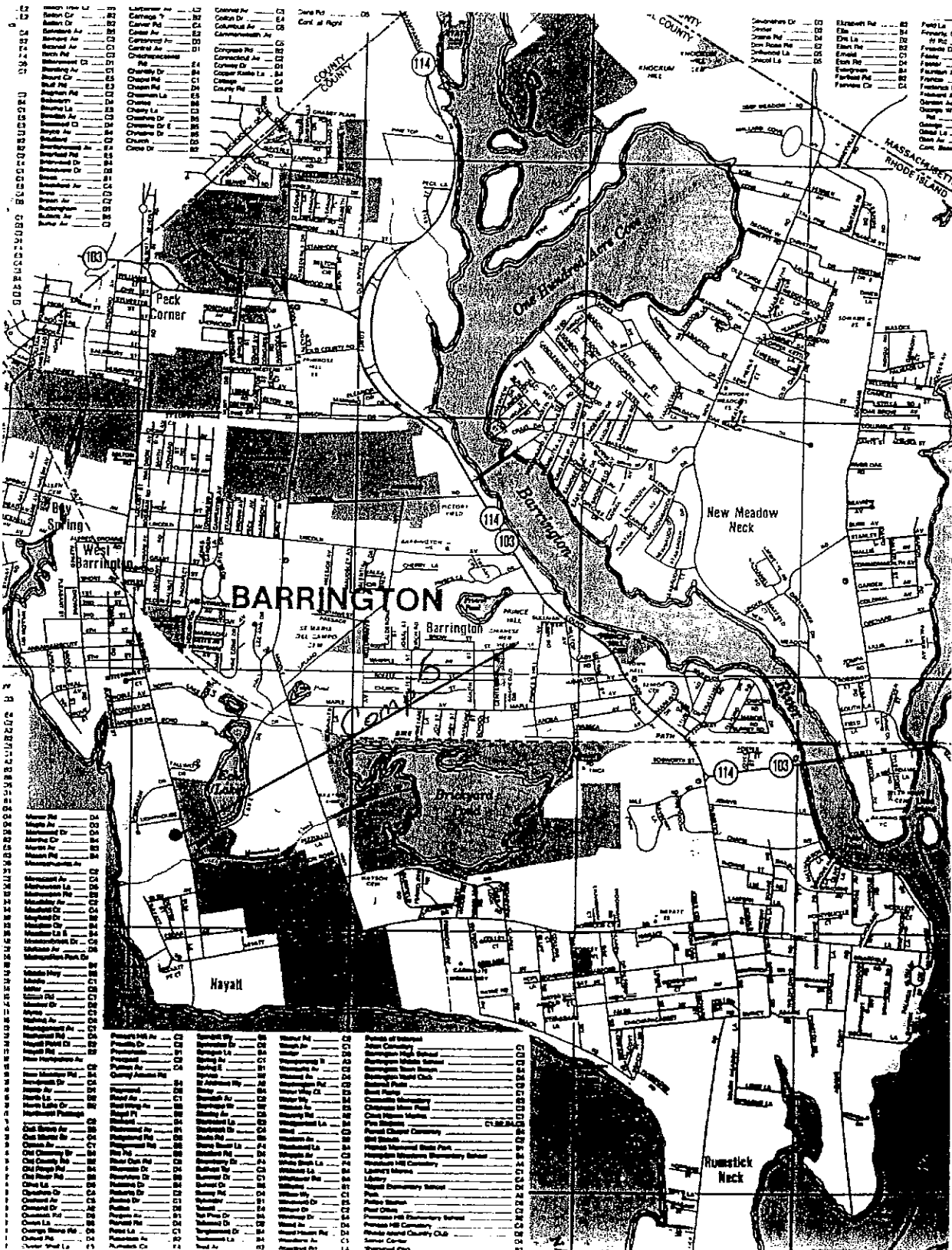




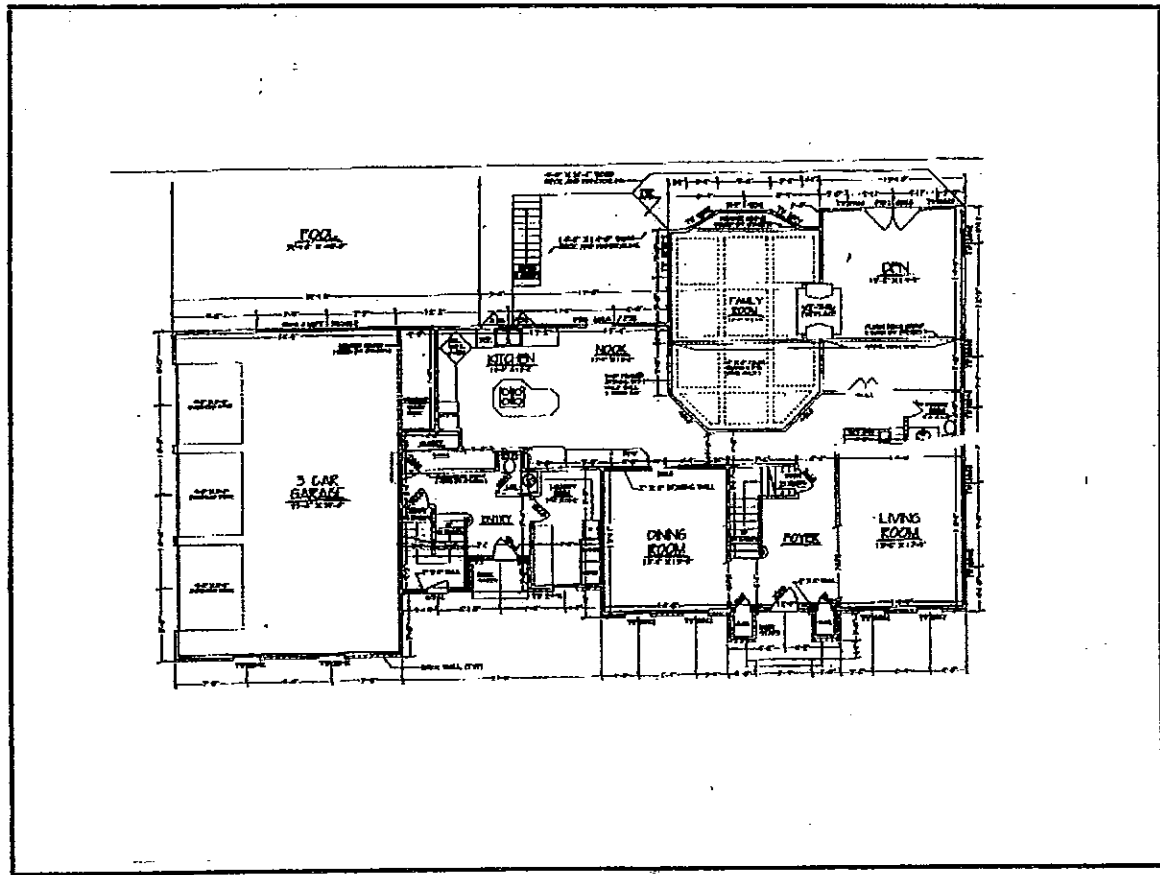
Documents

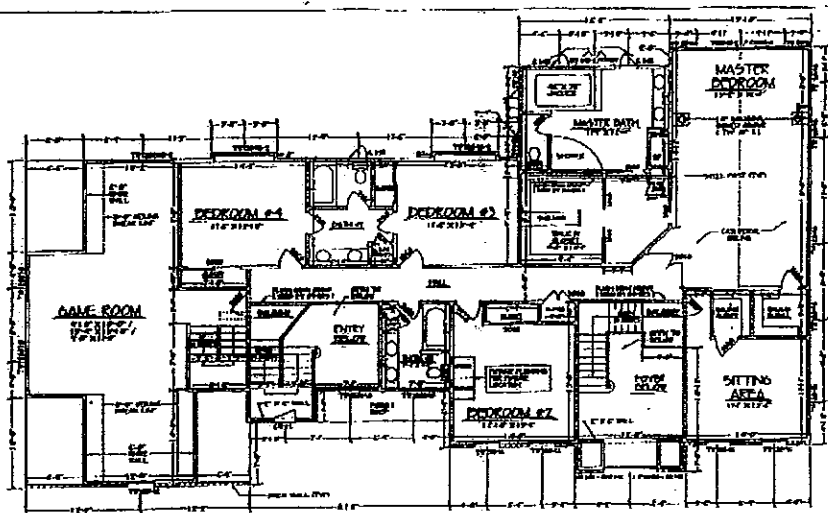
1	Map	1	Map
2	Map	2	Map
3	Map	3	Map
4	Map	4	Map
5	Map	5	Map
6	Map	6	Map
7	Map	7	Map
8	Map	8	Map
9	Map	9	Map
10	Map	10	Map
11	Map	11	Map
12	Map	12	Map
13	Map	13	Map
14	Map	14	Map
15	Map	15	Map
16	Map	16	Map
17	Map	17	Map
18	Map	18	Map
19	Map	19	Map
20	Map	20	Map
21	Map	21	Map
22	Map	22	Map
23	Map	23	Map
24	Map	24	Map
25	Map	25	Map
26	Map	26	Map
27	Map	27	Map
28	Map	28	Map
29	Map	29	Map
30	Map	30	Map
31	Map	31	Map
32	Map	32	Map
33	Map	33	Map
34	Map	34	Map
35	Map	35	Map
36	Map	36	Map
37	Map	37	Map
38	Map	38	Map
39	Map	39	Map
40	Map	40	Map
41	Map	41	Map
42	Map	42	Map
43	Map	43	Map
44	Map	44	Map
45	Map	45	Map
46	Map	46	Map
47	Map	47	Map
48	Map	48	Map
49	Map	49	Map
50	Map	50	Map
51	Map	51	Map
52	Map	52	Map
53	Map	53	Map
54	Map	54	Map
55	Map	55	Map
56	Map	56	Map
57	Map	57	Map
58	Map	58	Map
59	Map	59	Map
60	Map	60	Map
61	Map	61	Map
62	Map	62	Map
63	Map	63	Map
64	Map	64	Map
65	Map	65	Map
66	Map	66	Map
67	Map	67	Map
68	Map	68	Map
69	Map	69	Map
70	Map	70	Map
71	Map	71	Map
72	Map	72	Map
73	Map	73	Map
74	Map	74	Map
75	Map	75	Map
76	Map	76	Map
77	Map	77	Map
78	Map	78	Map
79	Map	79	Map
80	Map	80	Map
81	Map	81	Map
82	Map	82	Map
83	Map	83	Map
84	Map	84	Map
85	Map	85	Map
86	Map	86	Map
87	Map	87	Map
88	Map	88	Map
89	Map	89	Map
90	Map	90	Map
91	Map	91	Map
92	Map	92	Map
93	Map	93	Map
94	Map	94	Map
95	Map	95	Map
96	Map	96	Map
97	Map	97	Map
98	Map	98	Map
99	Map	99	Map
100	Map	100	Map

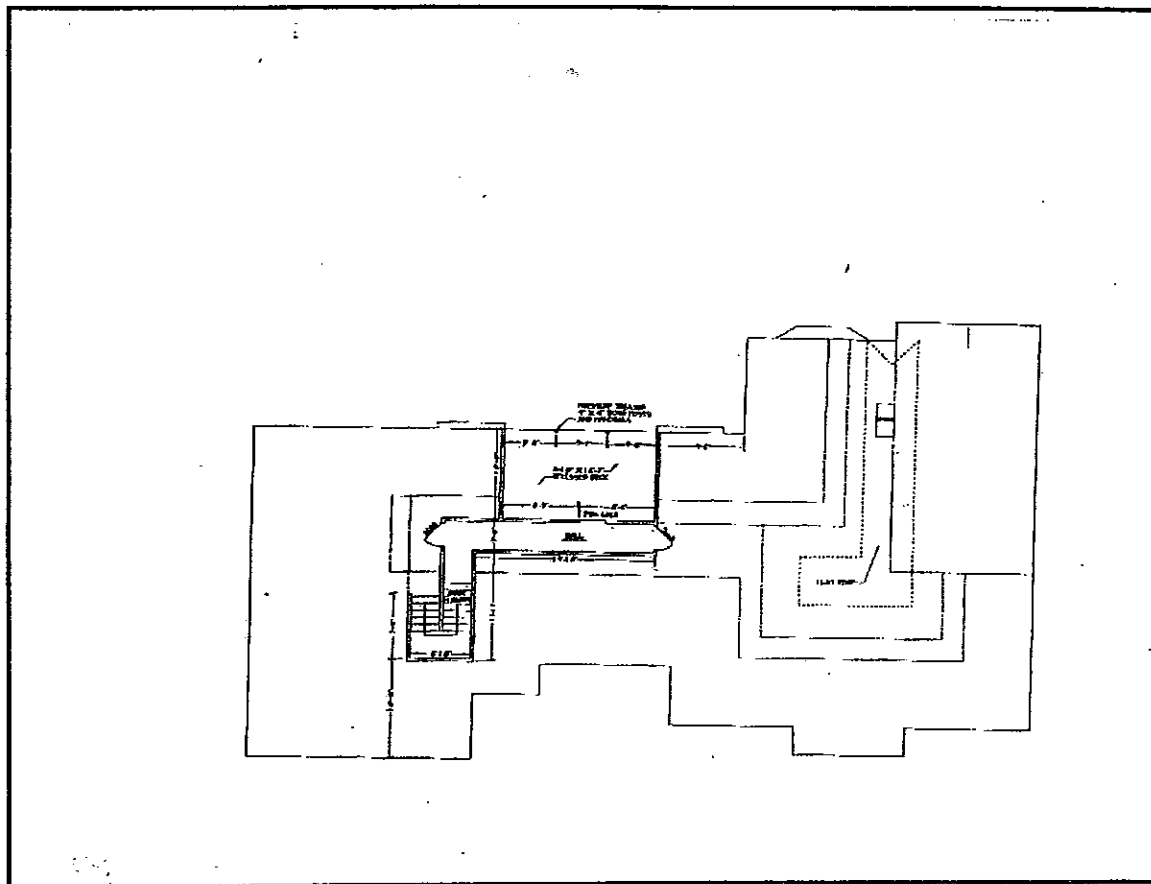




FIRST FLOOR







Powered by Vision Appraisal Technology



MBLU : 59/ 35/ 111
 Location: 105 HEIDI DR
 Owner Name: DOYLESTOWN PARTNERS INC
 Account Number:

Parcel Value

Item	Current Appraised Value	Current Assessed Value	FY 2008 Appraised Value	FY 2008 Assessed Value
Buildings	864,500	864,500	864,500	864,500
Xtra Bldg Features	6,100	6,100	6,100	6,100
Outbuildings	10,800	10,800	10,800	10,800
Land	851,600	851,600	851,600	851,600
Total:	1,733,000	1,733,000	1,733,000	1,733,000

Owner of Record

DOYLESTOWN PARTNERS INC
 105 HEIDI DR
 PORTSMOUTH, RI 02871

Ownership History

Owner Name	Book/Page	Sale Date	Sale Price
DOYLESTOWN PARTNERS INC	636-325	5/8/2000	400,000
PLUNKETT MICHAEL & REILLY MARIEL	580-261	10/23/1998	200,000
REILLY MARIELLE T	539-112	5/22/1998	185,000
GOLDIN RICHARD T & FELICIA A	89-140	10/3/1978	49,750
GLEN VISTA ASSOCIATES	77-394	10/26/1973	0

Land Use

Land Use Code	Land Use Description
1010	Single Fam MDL-01

Land Line Valuation

Size	Frontage	Zone	Neighborhood	Appraised Value	Assessed Value
1.21 AC	0	R40	0090	851,600	851,600

Construction Detail

Building # 1	MODEL Residential	Grade: good+20
STYLE Colonial	Occupancy 1	Exterior Wall 1 Brick Veneer
Stories: 2 Stories	Roof Structure: Gable/Hip	Roof Cover Asph/F Gls/Cmp
Exterior Wall 2 Wood Shingle	Interior Flr 1 Hardwood	Interior Flr 2 Carpet
Interior Wall 1 Plastered	Heat Type: Hot Water	AC Type: Central
Heat Fuel Oil	Total Bthrms: 4	Total Half Baths: 1
Total Bedrooms: 04		
Total Rooms: 11		

Building Valuation

Living Area: 5,667 square feet	Replacement Cost: 919,701	Year Built: 1999
Depreciation: 6%	Building Value: 864,500	

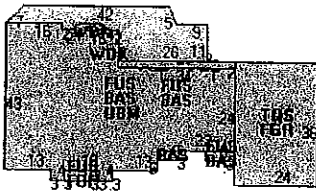
Extra Features

Code	Description	Units	Appraised Value
FPL3	2 STORY CHIM	2 UNITS	5300
FPO	EXTRA FPL OPEN	1 UNITS	800

Outbuildings

Code	Description	Units	Appraised Value
SPL3	GUNITE	675 S.F.	10800

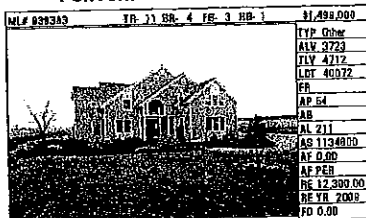
Building Sketch



Subarea Summary

Code	Description	Gross Area	Living Area
BAS	First Floor	2380	2380
FGR	Garage, frame	864	0
FOP	Porch, Open, Finished	30	0
FUS	Upper Story, Finished	2586	2586
TQS	Three Quarter Story	864	691
UBM	Basement, Unfinished	2256	0
WDK	Deck, Wood	750	0

PORTSMOUTH - SINGLE FAMILY



ML# 899349	TR: 11 BR: 4 FB: 3 HB: 1	\$1,498,000
TYP Other	ALV 3723	TLV 4172
LOT 40072	FR	AP 64
AB	AL 211	AS 1134000
AF 0.00	AF PER	RE 12,300.00
RE YR 2008	FD 0.00	



ML# 843308	TR: 11 BR: 4 FB: 4 HB: 1	\$1,850,000
TYP Victorian	ALV 3200	TLV 4200
LOT 62728	FR	AP 34
AB	AL 89	AS 1030800
AF 0.00	AF PER	RE 6.00
RE YR 2009	FD 1.00	



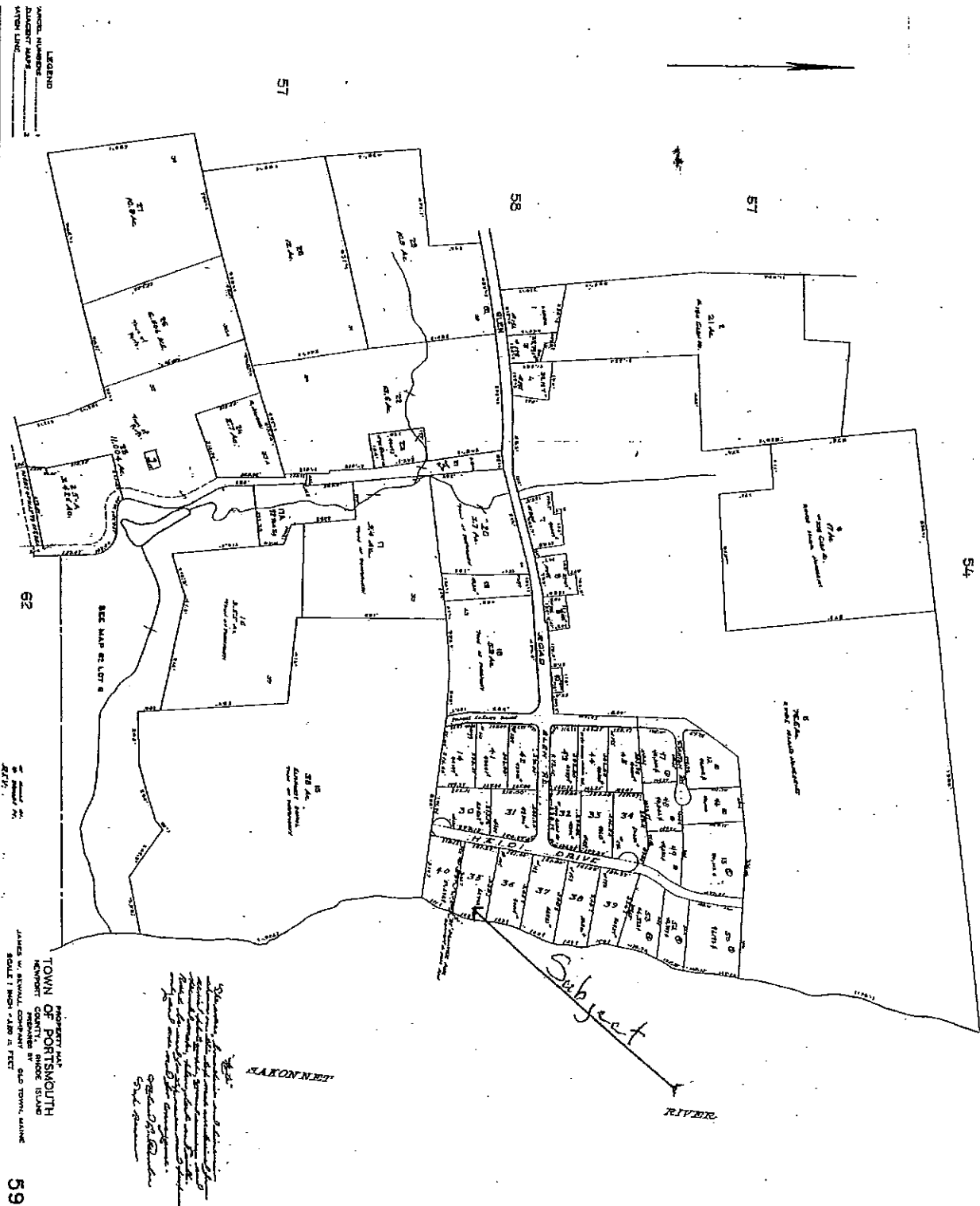
ML# 910064	TR: 10 BR: 4 FB: 4 HB: 1	\$1,185,000
TYP Other	ALV 4576	TLV 5012
LOT 57071	FR	AP 64
AB	AL 200	AS 1732700
AF 0.00	AF PER	RE 19,672.00
RE YR 2008	FD 0.00	



ML# 884858	TR: 14 BR: 5 FB: 6 HB: 2	\$1,850,000
TYP Contemporary	ALV 6818	TLV 6718
LOT 69301	FR	AP 64
AB	AL 201	AS 2288100
AF 0.00	AF PER	RE 24,688.00
RE YR 2009	FD 365.00	

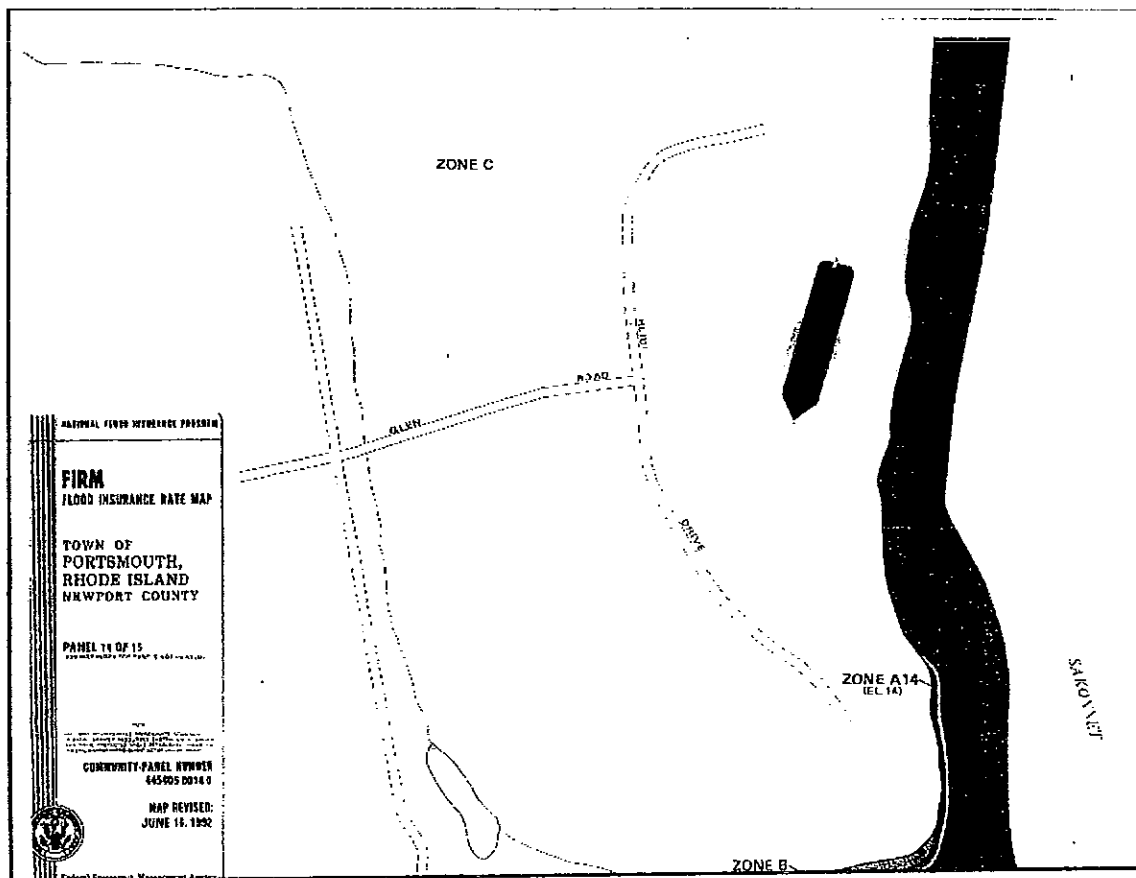
426 VANDERBILT Lane	SEABERRY FARM	PDRTS
MAP	HT GR	Forced Air
ZM R-40	HTW GR	PLM Mixed
GAR 3 Attached	OS 10	WTR Connected
FRP 3 Stone	YB2009	CLG Central Air Cond
EXT Shingles Insulated Glass Windows	INS Walls Ceiling Floors	
EQU Refrigerator Over/Range Dishwasher Hood Exhaust Fan Microwave Alarm		
LL FRMAYRA.FP.EV.M.JESS.LAY.DEN.K	BAS Full Concrete	
F1 BR.PCP.DR. EIG.OFFICE.LUNY.MGR	TLR Hardwood	
F2 BRBA.2BRVA.DEN.BRUS.PM	LOT Underground Utilities Paved Dr	
F3	IWA Subwater Front	

410 VANDERBILT Lane	WATERFRONT SEA BEACH	PDRTS
MAP	HT GR	Forced Water
ZM R-40	HTW GR	PLM Copper
GAR 3 Attached	OS 8	WTR Connected
FRP 2 Stone	YB2004	CLG Central Air Cond
EXT Masonry Insulated Glass Windows	INS Walls Ceiling Floors	
EQU Refrigerator Over/Range Dishwasher Exhaust Fan Ceiling Fan Weather Dry		
LL FRMAYRA.FP.EV.M.JESS.LAY.DEN.K	BAS Full Concrete	
F1 BR.PCP.DR. EIG.OFFICE.LUNY.MGR	TLR Hardwood	
F2 3BR.2BRS.FR.DEN.PLYBA	LOT Underground Utilities Wooded	
F3	IWA Entirewater Front	



LEGEND
 PROPERTY MAP
 DRAINAGE MAP
 WATER LINE

PROPERTY MAP
 TOWN OF PORTSMOUTH
 NEW HAMPSHIRE
 PREPARED BY S.W. SOULE
 SOULE ENGINEERING & SURVEYING
 1000 W. MAIN ST. PORTSMOUTH, N.H. 03876



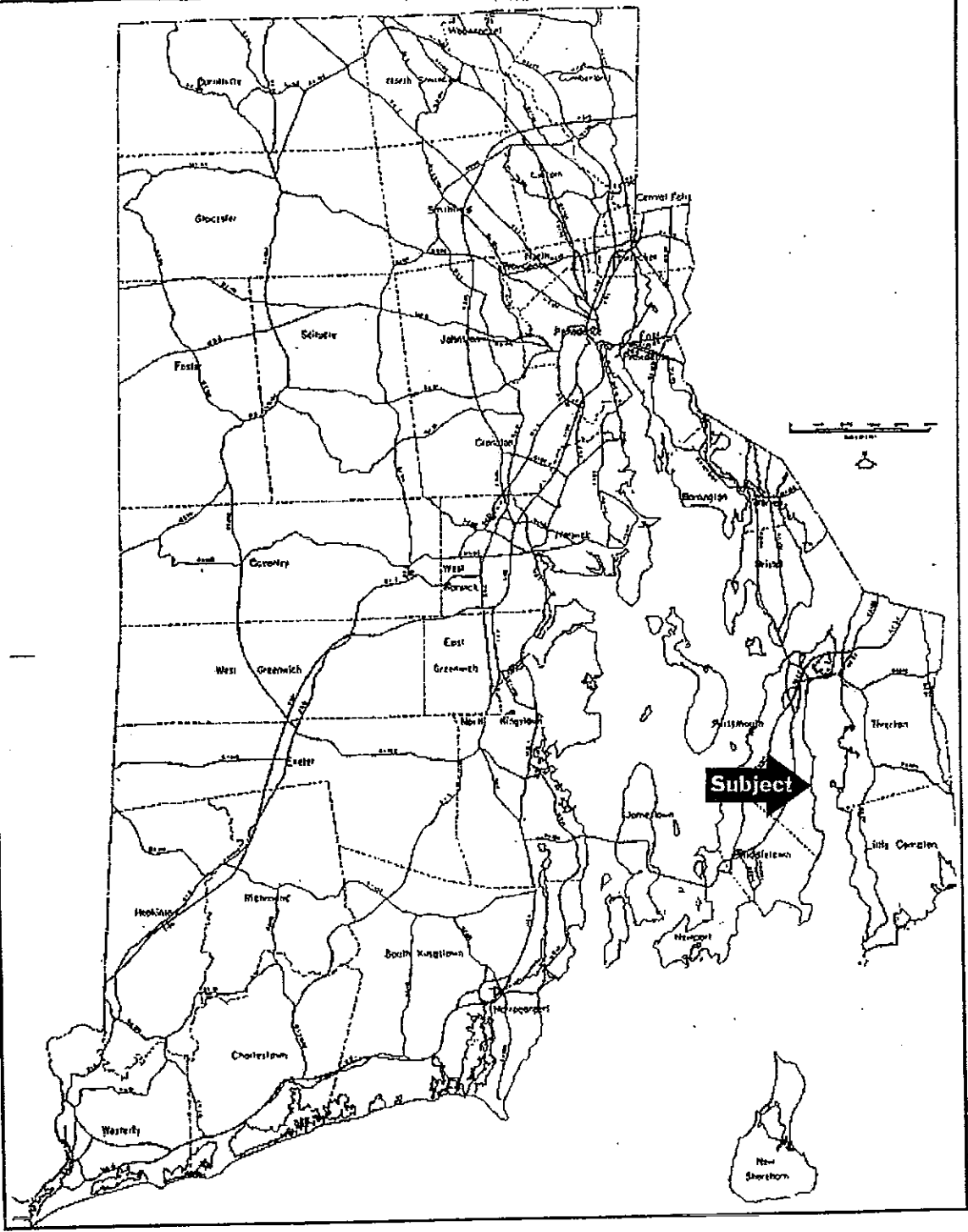


EXHIBIT "C"

HEIDI DRIVE LOAN AS OF 12/15/09

12/5/09

LOAN ¹	\$1,542,158	TERM	2 YEARS
START DATE	6/15/2007	1ST PYMT DUE	7/15/07
INTEREST RATE	14%	MO PYMT	\$24,006
DEFAULT RATE	20%	BOUNCE CK FEE	\$50
LATE FEE	5%	\$1,200	
LATE FEE AFTER 2 MISSED PYMT	10%	\$2,401	

MONTH	RECEIVED	MO. APPLIED	AMOUNT	INTEREST	AMORT	LOAN AMT	RATE	ADDITIONAL FEES				LATE PYMT
								LATE FEE	BOUNCE CK FEE	FEES PYMT DUE	TOTAL DUE	
Jun-07						1,542,158						
Jul-07	7/18/07	Jul-08	24,066	17,992	6,074	1,536,084	14%	0	0	0	0	1,536,084
Aug-07			0	17,921	0	1,554,005	14%	1,200	50	0	1,250	1,555,255
Sep-07	9/25/07	Aug-08	25,320	25,900	-580	1,554,585	20%	0	0	1,200	50	1,554,635
Oct-07	10/23/07	Sep-08	22,919	25,910	-2,991	1,557,576	20%	2,401	100	2,401	150	1,557,726
Nov-07	11/21/07	Oct & Nov 07	50,639	25,960	24,680	1,532,896	20%	2,401	0	2,401	150	1,533,046
Dec-07			0	17,884	0	1,550,780	14%	1,200	0	0	1,350	1,552,131 LATE
Jan-08			0	18,092	0	1,568,873	14%	1,200	50	0	2,601	1,571,473 LATE
Feb-08			0	26,148	0	1,595,021	20%	2,401	0	0	5,001	1,600,022 LATE
Mar-08	3/5/08	Dec- Feb	81,000	18,609	62,391	1,532,629	14%	1,200	0	0	6,202	1,538,831 LATE
Apr-08	4/22/08	Mar-08	25,000	17,881	7,119	1,525,510	14%	1,200	50	0	7,452	1,532,962 LATE
May-08			0	25,425	0	1,550,935	20%	2,401	100	0	9,953	1,560,888 LATE
Jun-08			0	25,849	0	1,576,784	20%	2,401	0	0	12,353	1,589,137 LATE
Jul-08			0	26,280	0	1,603,064	20%	2,401	0	0	14,754	1,617,817 LATE
Aug-08	8/15/08	May-Jul-08	146,800	26,718	120,082	1,482,981	20%	0	0	0	14,754	1,497,735 LATE
Aug-08	8/30/08	Aug-08 ²	25,000	17,301	7,699	1,475,283	14%	0	0	0	14,754	1,490,037
Sep-08	9/15/08	Sep-08	25,000	17,212	7,788	1,467,494	14%	0	0	0	14,754	1,482,248
Oct-08	10/20/08	Oct-08	25,000	17,121	7,879	1,459,615	14%	0	0	0	14,754	1,474,369
Nov-08		Nov-08	25,000	17,029	7,971	1,451,644	14%	0	0	0	14,754	1,466,398
Dec-08		Dec-08	25,000	16,936	8,064	1,443,580	14%	0	0	0	14,754	1,458,334
Jan-09	2/5/09 ³	Jan-09	25,000	16,842	8,158	1,435,422	14%	1,200	50	0	16,004	1,451,426
Feb-09	2/15/09	Feb-09	25,000	16,747	8,253	1,427,168	14%	0	0	0	16,004	1,443,172
Mar-09	3/25/09	Mar-09	25,000	16,650	8,350	1,418,819	14%	1,200	0	0	17,204	1,436,023 LATE
Apr-09	4/20/09	Apr-09 ⁴	0	16,553	0	1,435,371	14%	2,401	50	0	19,655	1,455,026 LATE
May-09			0	23,923	0	1,459,294	20%	2,401	50	0	22,106	1,481,400 LATE
Jun-09	6/16/09	Jun-09	174,677	17,025	157,652	1,301,642	14%	0	0	22,106	0	1,301,642
Jul-09	7/19/09	Jul-09	25,000	15,186	9,814	1,291,828	14%	0	0	0	0	1,291,828
Aug-09	8/19/09	Aug-09	25,000	15,071	9,929	1,281,900	14%	0	0	0	0	1,281,899
Sep-09	9/18/09	Sep-09	25,000	14,955	10,045	1,271,855	14%	0	0	0	0	1,271,855
Oct-09				21,198	0	1,293,053	20%	2,401	50	0	2,450	1,295,503 LATE
Nov-09				21,551	0	1,314,604	20%	2,401	0	0	4,851	1,319,454 LATE
Dec-09				21,910	0	1,336,514	20%	0	0	0	4,851	1,341,365

- 1 \$7,842 REDUCE LOAN FROM 1.55M TO \$1,542,158
- 2 25,000 REC'D 8/30 POSTT'D AS OF 8/15
- 3 REC'D CK FOR JAN, BOUNCED, REDEPOSITED 2/9/09
- 4 BOUNCED CK FEE PLUS \$25 FEE FOR RETURNING 10K WIRE

TOTAL DUE \$1,341,365
SEE IMPORTANT NOTES BELOW

IMPORTANT NOTES

- 1 DOES NOT INCLUDE LEGAL FEES OR OTHER COSTS FOR CURRENT FORECLOSURE
- 2 "TOTAL DUE" ASSUMES LOAN WILL BE PAID OFF BEFORE 12/20/09
- 3 ADDITIONAL INTEREST, FEES, LEGAL AND ANY OTHER COSTS WILL BE DUE IF LOAN IS NOT PAID OFF BEFORE 12/20/09
- 4 THE INFORMATION PROVIDE IS BELIEVED TO BE ACCURATE. LENDER RESERVES THE RIGHT TO CORRECT ANY ERRORS OR OMISSIONS.



ORDERED in the Southern District of Florida on February 09, 2010.

A handwritten signature in black ink that reads "Paul G. Hyman". The signature is written in a cursive style and is positioned above a horizontal line.

**Paul G. Hyman, Chief Judge
United States Bankruptcy Court**

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division
www.flsb.uscourts.gov**

In re:

Doylestown Partners, Inc.
EIN: xx-xxx9848

Case No: 10-10299-PGH
Chapter 11

Debtor.
_____ /

**ORDER GRANTING APPLICATION TO EMPLOY
ARTHUR C. NEIWIRTH, ESQ. AS GENERAL BANKRUPTCY
COUNSEL TO THE DEBTOR DOYLESTOWN PARTNERS, INC.
Nunc Pro Tunc to January 7, 2010**

THIS MATTER came before the Court on February 9, 2010 at 10:00 A.M. for hearing on the Debtor in Possession's Application to Employ Arthur C. Neiwirth, Esq. as General Bankruptcy Counsel to the Debtor, Doylestown Partners, Inc. (DOC 14) which requested the approval to be Nunc Pro Tunc to the date of the filing of the Petition; and Counsel having noted to the Court that the case may be transferred to Rhode Island, and if so the Debtor would need to obtain new counsel and to retain jurisdiction to award reasonable fees and costs to Attorney Neiwirth; and the Court being otherwise fully

advised in the premises, and finding good cause for the approval of the Application is hereby:

ORDERED and ADJUDGED that:

1. The Application is Granted.
2. The Debtor in Possession is authorized to employ Arthur C. Neiwirth, Esq. pursuant to the terms and conditions set forth in the Application Nunc Pro Tunc to January 7, 2010.
3. In the event that this case is transferred, Arthur C. Neiwirth shall cooperate with new Counsel in the transition of representation and shall then be excused from further representation, and this Court shall retain jurisdiction for the purposes of considering a fee application of Arthur C. Neiwirth, Esq. through the date of the transfer and transitioning of the representation to new counsel.

#

ARTHUR C. NEIWIRTH, ESQ.
Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for Debtor
One East Broward Blvd., Suite 1400
Ft. Lauderdale, FL 33301
(954) 523-7008 PHONE
(954) 524-4455 DIRECT FAX
aneiwirth@qpwbllaw.com

Copies furnished to:

(Atty A. Neiwirth is directed to serve copies of this Order on all parties listed and file a certificate of service.)

Notice will be electronically mailed to:

CM/ECF

Julianne R. Frank

fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the US Trustee

USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq.

aneiwirthcourt@qpwblaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes
390 Plandome Rd
Manhasset, NY 11030

Internal Revenue Service
Centralized Insolvency Operations
POB 21126
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Rd
Portsmouth, RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton, FL 33496

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Case No.: 0710-10299-PGH

Doylestown Partners, Inc.
EIN: xx-xxx9848
Debtor.

Chapter 11

_____ /

CERTIFICATE OF SERVICE OF ORDER (DOC 27) GRANTING APPLICATION TO EMPLOY ARTHUR C. NEIWIRTH, ESQ. AS GENERAL BANKRUPTCY COUNSEL TO THE DEBTOR DOYLESTOWN PARTNERS, INC. NUNC PRO TUNC TO JANUARY 7, 2010

I HEREBY CERTIFY that a true and correct copy of the Order (DOC 27) Granting Application to Employ Arthur C. Neiwirth, Esq. as General Bankruptcy Counsel to the Debtor, Doylestown Partners, Inc. (DOC 14) was served upon all parties on the attached service list on February 9, 2010 in the manner noted.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court of the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1 (A).

Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for Debtor
One E. Broward Blvd. Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Main (954) 527- 7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwbllaw.com
CM/ECF mail: aneiwirthcourt@qpwbllaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank, Esq. fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the U.S. Trustee USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq. aneiworthcourt@qpwblaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes
390 Plandome Road
Manhasset, NY 11030

Internal Revenue Service
Centralized Insolvency Operations
POB 21226
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq.
140 Reservoir Avenue
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Road
Portsmouth, RI 02871

William J. Reilly
5447 NW 42nd Avenue
Boca Raton, Florida 33496

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION**
www.flsb.uscourts.gov

IN RE:

Doylestown Partners, Inc.
EIN: XX-XXX9848

Case No.:10-10299-PGH
Chapter 11

Debtor.

**MOTION FOR PROTECTIVE ORDER REGARDING 2004 EXAMINATION OF
WILLIAM REILLY**

COMES NOW the Debtor, Doylestown Partners, Inc., by and through its undersigned counsel and moves this Court to continue the Notice of Rule 2004 Examination (DOC 21) of William J. Reilly, Secretary of Doylestown Partners, Inc., Debtor or the person with the most knowledge of the financial affairs of the Debtor, and infurtherance thereof states:

1. On January 26, 2010 the creditor Leventhal through counsel filed a Notice of 2004 Examination (hereinafter "Notice") (DOC 21), which was served by CM/ECF only upon counsel. The Notice is not in conformity with the current Local Rules and is therefore ineffective for many reasons.

2. The undersigned counsel had been contacted prior to the service of the Notice, but was awaiting response from his client, and was not able to respond regarding an agreeable date prior to the service of the Notice.

3. At the current time, the Debtor has filed a Response to the Motion to Dismiss or alternatively for Relief from the Automatic Stay (DOC 10) and in the Response, acknowledges that the case is a case that may be properly considered in Rhode Island, and would not object to the transfer of the case to Rhode Island, even though the initial filing in the Southern District of Florida was proper pursuant to 28 U.S.C. §1408(1).

4. One of the three options for the Debtor to resolve the pending Chapter 11 is a sale of the property, and the principal person overseeing the Chapter 11 proceeding and who has the most knowledge, William Reilly, is currently in Rhode Island, for the next ten (10) days or so meeting with prospective purchasers.

5. As such, it is not possible for him to appear for a 2004 Examination as scheduled on February 11, 2010.

6. Additionally, the Notice of 2004 Examination is a Duces Tecum notice even though not titled as same and no Subpoena has been issued by the Movant to compel the production of documents. As such, the Duces Tecum portion is defective.

7. Further, an attempt to obtain documentation in less than thirty (30) days, without the agreement of counsel, would similarly be inappropriate.

8. While it is true that there is currently scheduled for February 16, 2010 the Motion to Dismiss and/or for Stay Relief, as the Court will see from the Response filed, there is almost a 40% equity cushion to the creditor Leventhal, the first and second Mortgagee on the property, and therefore there is sufficient and adequate equity cushion, and further the hearing may be premature and possibly should be considered by the Rhode Island Court should this proceeding be transferred.

9. Prior to the filing of this Motion, the undersigned counsel inquired of creditor's counsel if they consented to the cancellation/rescheduling of the Examination and this Motion and no response has been received prior to the filing hereof.

WHEREFORE it is respectfully requested that this Court:

A. Enter an Order of Protection regarding the 2004 Examination and the document production; and

B. Grant such further relief as is appropriate under the circumstances.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court for the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1(A).

I HEREBY CERTIFY that a true and correct copy of the foregoing Notice was served via CM/ECF or 1st Class U.S. Mail upon all parties on the service list attached this 9th day of February, 2010.

Quintairos, Prieto, Wood & Boyer, P.A.,
Attorneys for Debtor
One East Broward Blvd., Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Fax: (954) 523-7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwblaw.com
CM/ECF email: aneiwirthcourt@qpwblaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net
Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov
Arthur C. Neiwirth, Esq. aneiwirthcourt@qpwblaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes

390 Plandome Rd
Manhasset, NY 11030

Internal Revenue Service
Centralized Insolvency Operations
POB 21126
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Rd
Portsmouth, RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton, FL 33496

**United States Bankruptcy Court
Southern District of Florida
www.flsb.uscourts.gov**

Case Number: 10-10299-PGH

Chapter: 11

In re:

Doylestown Partners, Inc.
14404 North Rd
Loxahatchee, FL 33470

EIN: 13-4179848

NOTICE OF HEARING

NOTICE IS HEREBY GIVEN that a hearing will be held on **February 16, 2010 at 09:30 AM**, at the following location:

**Flagler Waterview Building
1515 N Flagler Dr Room 801 Courtroom A
West Palm Beach FL 33401**

to consider the following:

Motion for Protective Order Regarding 2004 Examination of William Reilly Filed by Debtor Doylestown Partners, Inc. (#29)

THIS MATTER HAS BEEN SCHEDULED FOR A TEN MINUTE HEARING. IF YOU REQUIRE MORE TIME YOU MUST CONTACT THE COURTROOM DEPUTY IMMEDIATELY FOR A SPECIAL SETTING. This matter has not been scheduled as an evidentiary hearing. If you require an evidentiary hearing, the currently scheduled hearing will be treated as a preliminary hearing. Contact the courtroom deputy, Vivian Corrales at (561) 514-4109 to schedule a final evidentiary hearing.

THE MOVANT, (OR MOVANT'S COUNSEL if represented by an attorney) SHALL SERVE A COPY OF THIS NOTICE OF HEARING and, unless previously served, the above-described pleading on all required parties within the time frames required by the Bankruptcy Rules, Local Rules, or orders of the Court, and shall file a certificate of service as required under Local Rules 2002-1(F) and 9073-1(B). Any party who fails to properly serve any pleadings or other paper may be denied the opportunity to be heard thereon. All moving or objecting parties shall bring to the hearing proposed orders, sustaining their respective positions.

PLEASE NOTE: Photo identification is required to gain entrance to all federal courthouse facilities. Electronic devices, including but not limited to cameras, cellular phones (including those with cameras), pagers, personal data assistants (PDA), laptop computers, radios, tape-recorders, etc., **are not permitted** in the courtroom, chambers or other environs of this court. These restrictions (**except for cameras not integrated into a cell phone device**) do not apply to attorneys with a valid Florida Bar identification card, attorneys who have been authorized to appear by pro hac vice order and witnesses subpoenaed to appear in a specific case. An attorney seeking entry to the Ft. Lauderdale courthouse facilities must also be admitted to practice in the Southern District of Florida or be authorized to appear by pro hac vice order. **No one is permitted to bring a camera or other prohibited electronic device into a federal courthouse facility except with a written order signed by a judge and verified by the United States Marshal's Service. See Local Rule 5072-2.**

Dated: 2/10/10

CLERK OF COURT
By: Vivian Corrales
Courtroom Deputy



ORDERED in the Southern District of Florida on February 11, 2010.

A handwritten signature in black ink that reads "Paul G. Hyman". The signature is written in a cursive style and is positioned above a horizontal line.

**Paul G. Hyman, Chief Judge
United States Bankruptcy Court**

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
West Palm Beach Division
www.flsb.uscourts.gov**

In re:

Doylestown Partners, Inc.
EIN: xx-xxx9848

Case No: 10-10299-PGH
Chapter 11

Debtor.
_____ /

**AGREED ORDER TRANSFERRING BANKRUPTCY PROCEEDING AND
RESOLVING DEBTOR IN POSSESSION'S MOTION FOR PROTECTIVE
ORDER (DOC 29)**

THIS MATTER came before the Court as a result of the filing of the creditor Leventhal's Motion to Dismiss Case as a Bad Faith Filing, or in the alternative for Stay Relief, and to Constrain further Bankruptcy Relief (DOC 10), the Response (DOC 26) thereto filed by the Debtor, as well as the Motion for Protective Order (DOC 29) filed by the Debtor regarding a 2004 Exam (Duces Tecum). The Court has been advised that the parties have discussed the matter, and in consideration of the Debtor's consent to the transfer of this proceeding to the U.S. Bankruptcy Court for the District of Rhode Island, creditor Leventhal has agreed to cancel the 2004 Examination, and to have all matters

proceed up in Rhode Island, with this Court retaining jurisdiction for the purposes of hearing and considering an Application for Compensation of current counsel for the Debtor.

In light of the foregoing, having heard from counsel for the parties, being advised that the parties are in agreement to the foregoing, and being otherwise fully advised in the premises it is

ORDERED and ADJUDGED that:

1. The Motion for Protective Order is granted in that the parties have agreed that the 2004 Examination Duces Tecum shall be cancelled on consideration of the relief granted herein.
2. This Bankruptcy proceeding shall be transferred to the U.S. Bankruptcy Court for the District of Rhode Island. The Clerk of the Court shall undertake to implement said transfer and the parties shall cooperate with the Clerk with relation to same.
3. Other than the Motion for Protective Order, which shall be deemed granted as noted within this Order, all other pending matters shall be continued, pending rescheduling of same by the U.S. Bankruptcy Court, in the District of Rhode Island.
4. This Court shall retain jurisdiction solely for the purposes of considering a fee application of current counsel for the Debtor, Arthur C. Neiwirth, Esq., as the Court understands that the Debtor will need to obtain new counsel in Rhode Island for its representation.

5. The Debtor shall have twenty (20) days within which to obtain new counsel in Rhode Island to represent it, and which counsel shall apply to the Court for employment within said time frame.
6. Upon the transfer of this proceeding to the U.S. Bankruptcy Court for the District of Rhode Island, Arthur C. Neiwirth, Esq. shall be relieved of any obligation or responsibility regarding representation of the Debtor.
7. Arthur C. Neiwirth, Esq. shall cooperate with such new counsel for the Debtor in Possession and transfer such information and records as may be appropriate.

#

ARTHUR C. NEIWIRTH, ESQ.
Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for Debtor
One East Broward Blvd., Suite 1400
Ft. Lauderdale, FL 33301
(954) 523-7008 PHONE
(954) 524-4455 DIRECT FAX
aneiwirth@qpwbllaw.com

Copies furnished to:

(Atty A. Neiwirth is directed to serve copies of this Order on all parties listed and file a certificate of service.)

Notice will be electronically mailed to:

CM/ECF

Julianne R. Frank fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the US Trustee USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq. aneiwirthcourt@qpwbllaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes
390 Plandome Rd
Manhasset, NY 11030

Internal Revenue Service
Centralized Insolvency Operations
POB 21126
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq
140 Reservoir Ave
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Rd
Portsmouth, RI 02871

William J Reilly
5447 NW 42 Ave
Boca Raton, FL 33496

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION
www.flsb.uscourts.gov

IN RE:

Case No.: 0710-10299-PGH

Doylestown Partners, Inc.
EIN: xx-xxx9848
Debtor.

Chapter 11

**CERTIFICATE OF SERVICE OF AGREED ORDER (DOC 31) TRANSFERRING
BANKRUPTCY PROCEEDING AND RESOLVING DEBTOR IN POSSESSION'S
MOTION FOR PROTECTIVE ORDER**

I HEREBY CERTIFY that a true and correct copy of the Agreed Order (DOC 31) Transferring Bankruptcy Proceeding and Resolving Debtor in Possession's Motion for Protective Order (DOC 29) was served upon all parties on the attached service list on February 15, 2010 in the manner noted.

I HEREBY CERTIFY that I am admitted to the Bar of the United States District Court of the Southern District of Florida and I am in compliance with the additional qualifications to practice in this Court set forth in Local Rule 2090-1 (A).

Quintairos, Prieto, Wood & Boyer, P.A.
Attorneys for Debtor
One E. Broward Blvd. Suite 1400
Ft. Lauderdale, FL 33301
Tel: (954) 523-7008
Main (954) 527- 7009

By: /s/ Arthur C. Neiwirth
ARTHUR C. NEIWIRTH, ESQ.
FBN: 0289061
aneiwirth@qpwbllaw.com
CM/ECF mail: aneiwirthcourt@qpwbllaw.com

SERVICE LIST

CM/ECF

Julianne R. Frank, Esq. fwbbnk@bellsouth.net, mgarbnk@bellsouth.net

Office of the U.S. Trustee USTPRegion21.MM.ECF@usdoj.gov

Arthur C. Neiwirth, Esq. aneiworthcourt@qpwblaw.com

U.S. First Class Mail

Doylestown Partners, Inc.
14404 North Road
Loxahatchee, Florida 33470

George Hawes
390 Plandome Road
Manhasset, NY 11030

Internal Revenue Service
Centralized Insolvency Operations
POB 21226
Philadelphia, PA 19114-0326

Mark Leventhal
c/o Douglas Smith, Esq.
140 Reservoir Avenue
Providence, RI 02907

Tax Collector
Town of Portsmouth
East Main Road
Portsmouth, RI 02871

William J. Reilly
5447 NW 42nd Avenue
Boca Raton, Florida 33496

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA**

www.flsb.uscourts.gov

In re:
Doylestown Partners, Inc.

Case No. 10-10299 -BKC- PGH
Chapter 11
Adv. No.

Debtor _____/

NOTICE OF TRANSFER OF CASE RECORDS BY CLERK OF COURT

NOTICE IS HEREBY GIVEN THAT: In accordance with the order of transfer entered on 02/12/2010, the official court record, including claim files and register, copies of the order of transfer and the docket for this case (and, if applicable, adversary proceedings and dockets for the following case numbers: 10-10299-PGH) are being forwarded with this Notice to the transferee court: U.S. Bankruptcy Court, (District and Address)
District of Rhode Island The Federal Center 380 Westminster Street
Providence RI 02903. Subsequent filings should be directed to the transferee court.

DATED: 03/01/2010

CLERK OF COURT

By: Randy Eisenberg
Deputy Clerk

- Room 1517, 51 S.W. First Avenue, Miami, Florida 33130, (305) 714-1800, ext. _____
- Room 112, 299 E. Broward Blvd., Ft. Lauderdale, Florida 33301, (954) 769-5700, ext. _____
- Room 801, 1515 North Flagler Drive, West Palm Beach, Florida 33401, (561) 514-4100, ext. 4111

The clerk of court will serve copies of this notice on:

- Debtor
- Attorney for Debtor
- Trustee (if applicable)
- U.S. trustee
- Plaintiff (if applicable)
- Defendant (if applicable)

The attorney for the debtor, or clerk of court if the debtor is pro se, must serve copies of this notice on all parties of record pursuant to Local Rule 1014-1(B).

Transferee Court: Please acknowledge receipt of original court documents and certified copies by completing the following information and returning a copy of this form to SDFL clerk indicated above.

New Case Number: _____ New Adversary Case Number: _____

Date of Receipt: _____ Received By (Name of Deputy Clerk): _____

District Office (####): _____ Office Code (#): _____