

**United States Bankruptcy Court
District of South Carolina**

IN RE:

Case No. _____

CCC Foods, LLC

Chapter **11**

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
Those Guys, LLC 14 S Main St 2nd Fl Greenville, SC 29601	Phil Wilson			113,249.20
Greystone Business Resources GiA Capital 655 Molly Ln Ste 130 Woodstock, GA 30189	Michael White	Business Loan		61,232.00
Atlanta Bread Company International, Inc Attn: Jim Dirr 1955 Lake Park Dr SE Ste 400 Smyrna, GA 30080		Franchise Fees		59,675.40
South Carolina Department Of Revenue 3 Southpark Circle Charleston, SC 29407	Jessica Webster	Sales Taxes		49,613.51
1850 Sam Rittenberg, LLC Attn: Laura Reisemeyer PO Box 1793 Mount Pleasant, SC 29465				32,311.07
Advanta Bank Corp PO Box 30715 Salt Lake City, UT 84130-0715	Tony Morelli			21,981.00
Peter Certo 776 Columbus Pkwy Buffalo, NY 14213				19,941.00
Jack Raz 7910 Red Birch Cir North Charleston, SC 29418				18,500.00
American Express Bank, FSB PO Box 30380 Salt Lake City, UT 84130				16,758.00
American Express PO Box 297879 Fort Lauderdale, FL 33329-7879				12,308.00
Limehouse Produce PO Box 41370 Charleston, SC 29423-1370				10,976.00
Micros Systems, Inc. 7031 Columbia Gateway Dr Columbia, MD 21046-2683				8,591.00
Consolidated Coca-Cola 4115 Coca Cola Plz Charlotte, NC 28211-3400	Kathy Kelly			2,101.00

AT&T Advertising
Basic Pro Collection Department
PO Box 105024
Atlanta, GA 30348-5024

Joseph, Mann, & Creed
20600 Chagrin Blvd Ste 550
Beachwood, OH 44122-5340
Mark Link

1,300.00

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

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] 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: September 10, 2008

Signature: /s/ Stephen Coulston

Stephen Coulston, Managing Member

(Print Name and Title)

B1 (Official Form 1) (1/08)

United States Bankruptcy Court District of South Carolina		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): CCC Foods, LLC		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): dba Atlanta Bread Company #155		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): 57-1123762		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, State & Zip Code): 1850 Sam Rittenberg Blvd Suite A Charleston, SC ZIPCODE 29407		Street Address of Joint Debtor (No. & Street, City, State & Zip Code): ZIPCODE
County of Residence or of the Principal Place of Business: Charleston		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 347 Camelot Dr Goose Creek, SC ZIPCODE 29445		Mailing Address of Joint Debtor (if different from street address): ZIPCODE
Location of Principal Assets of Business Debtor (if different from street address above): ZIPCODE		
Type of Debtor (Form of Organization) (Check one box.) <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.) <input type="checkbox"/> Health Care Business <input 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 checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 Nature of Debts (Check one box.) <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) <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: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less than \$2,190,000. Check all applicable boxes: <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 checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input 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.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): CCC Foods, LLC	
Prior Bankruptcy Case Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: None	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: None	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by § 342(b) of the Bankruptcy Code.</p> <p style="text-align: center;">X _____ Signature of Attorney for Debtor(s) Date</p>		
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached a made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			

(Name of landlord or lessor that obtained judgment)			

(Address of landlord or lessor)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): CCC Foods, LLC</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>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.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ Kevin Campbell</u> Signature of Attorney for Debtor(s)</p> <p><u>Kevin Campbell</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Campbell Law Firm, P.A.</u> Firm Name</p> <p><u>P.O. Box 684 890 Johnnie Dodds Blvd</u> Address</p> <p><u>Mt. Pleasant, SC 29465</u></p> <p>_____ Telephone Number</p> <p><u>September 10, 2008</u> Date</p> <p><small>*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.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Petition Preparer</p> <p>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); 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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Stephen Coulston</u> Signature of Authorized Individual</p> <p><u>Stephen Coulston</u> Printed Name of Authorized Individual</p> <p><u>Managing Member</u> Title of Authorized Individual</p> <p><u>September 10, 2008</u> Date</p>	<p>X _____ Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.</p> <p>_____ Date</p> <p>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:</p> <p>_____ If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person. <i>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.</i></p>

CCC Foods, LLC
Atlanta Bread Co.

Document Page 6 of 52
1850 Sam Rittenberg Blvd, Ste A
Charleston, SC 29407
843-573-0030

September 2, 2008

RE: Statement of Business Operations

The purpose of this letter is to outline the nature of our business. We currently operate as an Atlanta Bread Company franchise of Atlanta Bread Company International, Inc. located at 1850 Sam Rittenberg Blvd., Ste A, Charleston, SC 29407. We are a Bakery / Café and sell prepared foods to the public. Our menu consists of various sandwiches, soups, salads and baked goods. We have indoor and outdoor seating of approx. 100 and offer our product through catering as well. We are considered a fast casual dining establishment within the restaurant industry. We employ approx. 20 to 25 low wage employees and operate 7 days a week and 363 days a year. Holiday months tend to be our higher revenue months and we have been in business just over 6 years.


Stephen M. Coulston

Managing Member, CCC Foods, LLC

CC: Kevin Campbell, Attorney

CCC Foods, LLC

T/A Atlanta Bread Company

1850 Sam Rittenberg Boulevard

Charleston, South Carolina

Statement of Assets, Liabilities, and Equity - Income Tax Basis
June 30, 2008

Current Assets		
NBSC Checking	\$	7,248.59
NBSC Catering Checking		2,488.31
Change Fund		1,200.00
Deferred Interest - GIA (Greystone)		17,575.30
A/R Direct Bills		2,714.40
Advances to Employees		490.00
Inventory		16,479.65
Total Current Assets		<u>48,196.25</u>
Plant, Property & Equipment		
Furniture & Equipment	\$	363,441.09
Due From Point Cafe		34,465.35
Leasehold Improvements		191,506.27
Accumulated Depreciation		(521,749.63)
Total Plant, Property & Equipment		<u>67,663.08</u>
Non-Current Assets		
Start-up Expense	\$	153,048.14
Reserve for Amortization		(153,048.14)
Total Non-Current Assets		<u>0.00</u>
Total Assets	\$	<u><u>115,859.33</u></u>

See Accountant's Compilation Report

CCC Foods, Inc

T/A Atlanta Bread Company
 1850 Sam Rittenberg Boulevard
 Charleston, South Carolina

Statement of Assets, Liabilities, and Equity - Income Tax Basis
 June 30, 2008

Current Liabilities		
Note - Temecula Valley - Current Portion	\$ 34,513.39	
Accounts Payable - Advanta	21,215.17	
AE-71005 Centurion Bank	16,865.75	
Gift Cards Payable	(963.39)	
Loan-Am Express 31006	11,571.74	
Loan - Lowe's Credit	934.88	
N/P - GIA (Greystone)	66,569.40	
Credit Card - AAA Fin Svc	3,999.89	
Sales Tax Payable	38,857.77	
Suspense	(3,300.00)	
Total Current Liabilities		\$ 190,264.60
Non-Current Liabilities		
Note - Temecula Valley - L/T Portion	\$ 298,779.53	
Loan From Steve Coulston	74,801.43	
Loan From Peter Certo	13,500.00	
Loan From Jack Raz	18,500.00	
Total Non-Current Liabilities		405,580.96
Total Liabilities		\$ 595,845.56
Equity		
Common Stock	\$ 14,000.00	
AAA Equity - S Coulston	(188,447.23)	
AAA Equity - P Certo	(188,447.24)	
AAA Equity - J Raz	(62,816.02)	
Retained Earnings	(54,275.74)	
Total Equity		(479,986.23)
Total Liabilities and Equity		\$ 115,859.33

See Accountant's Compilation Report

CCC Foods, LLC
T/A Atlanta Bread Company
1850 Sam Rittenberg Boulevard
Charleston, South Carolina
Statement of Revenue and Expenses - Income Tax Basis
For One Month And Six Months Ended June 30, 2008

	Current Month Jun. 30, 2008	Percent	Year to Date Dec. 31, 2008	Percent
Sales	\$ 81,373.37	81.56%	\$ 494,036.27	78.39%
Catering Sales	18,260.58	18.30	136,049.91	21.59
Discounts Earned	140.42	0.14	140.42	0.02
Total Revenues	\$ 99,774.37	100.00%	\$ 630,226.60	100.00%
Cost of Goods Sold	40,760.34	40.85	268,984.34	42.68
Gross Profit	\$ 59,014.03	59.15%	\$ 361,242.26	57.32%
Expenses				
Salaries & Wages	\$ 23,731.87	23.79%	\$ 156,271.88	24.80%
Advertising	0.00	0.00	860.03	0.14
Auto & Truck	1,145.13	1.15	5,066.18	0.80
Bank & Credit Card Charges	2,554.20	2.56	10,381.97	1.65
Cash (Over) Short	901.40	0.90	1,387.57	0.22
Depreciation	2,568.24	2.57	15,409.43	2.45
Dues & Memberships	0.00	0.00	504.00	0.08
Equipment Leases	0.00	0.00	1,517.85	0.24
Gifts and Flowers	0.00	0.00	100.00	0.02
Insurance	658.96	0.66	9,592.44	1.52
Interest	1,674.20	1.68	39,408.56	6.25
Laundry & Cleaning	0.00	0.00	3,620.48	0.57
Licenses	0.00	0.00	1,684.85	0.27
Meals	0.00	0.00	91.68	0.01
Office Supplies	256.79	0.26	1,385.17	0.22
Payroll Services	533.56	0.53	3,600.11	0.57
Penalties & Fines	0.00	0.00	633.40	0.10
Professional Services	0.00	0.00	6,725.00	1.07
Promotions & Marketing	250.00	0.25	4,063.25	0.64
Rents	10,000.00	10.02	73,321.56	11.63
Repairs & Maintenance	50.00	0.05	2,765.50	0.44
Supplies	183.62	0.18	2,406.66	0.38
Taxes - Payroll	0.00	0.00	1,159.05	0.18
Taxes - Property	378.74	0.38	1,616.42	0.26
Travel	0.00	0.00	833.42	0.13
Telephone	748.40	0.75	3,443.87	0.55
Uniforms	0.00	0.00	300.90	0.05
Utilities	3,300.00	3.31	13,090.14	2.08
Federal Tax Deposits	4,656.56	4.67	33,890.76	5.38
State Tax Deposits	617.47	0.62	4,518.13	0.72
Total Expenses	\$ 54,209.14	54.33%	\$ 399,650.26	63.41%
Net Income (Loss)	\$ 4,804.89	4.82%	\$ (38,408.00)	- 6.09%

See Accountant's Compilation Report

Cash Flow 12 Mts

CCC Foods, LLC

Atlanta Bread Cafe

Begins with 9/2008

	September	October	November	December	January	February	March	April	May	June	July	August	year total
Cash sales	\$36,950	\$38,200	\$46,100	\$47,700	\$40,350	\$36,150	\$40,350	\$41,200	\$38,600	\$39,925	\$36,950	\$36,150	\$478,625
Credit Card Sales	\$50,050	\$51,700	\$61,600	\$63,800	\$54,450	\$48,950	\$54,450	\$55,550	\$52,250	\$53,900	\$50,050	\$48,950	\$645,700
Acc Rec.	4,000	4,100	4,300	4,500	4,200	3,900	4,200	4,250	4,150	4,175	4,000	3,900	\$49,675
Sales Tax Deposits	\$6,825	\$7,050	\$8,400	\$8,700	\$7,425	\$6,675	\$7,425	\$7,575	\$7,125	\$7,350	\$6,825	\$6,675	\$88,050
Gross revenues	\$97,825	\$101,050	\$120,400	\$124,700	\$106,425	\$95,675	\$106,425	\$108,575	\$102,125	\$105,350	\$97,825	\$95,675	\$1,262,050

Expenditures

Food Purchase	\$36,860	\$33,080	\$41,440	\$42,920	\$37,620	\$33,820	\$37,620	\$37,370	\$35,040	\$37,240	\$34,580	\$33,820	\$441,410
Gross income	\$60,965	\$67,970	\$78,960	\$81,780	\$68,805	\$61,855	\$68,805	\$71,205	\$67,085	\$68,110	\$63,245	\$61,855	\$820,640

Salaries	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	1,700	\$20,400
Hourly Wages	15,900	16,380	19,040	19,720	17,820	16,020	17,820	18,400	16,740	17,640	16,380	16,020	\$207,880
Payroll Fees / taxes	5,200	4,900	5,800	5,900	6,100	5,700	5,200	5,200	5,100	5,200	5,100	5,000	\$64,400
Payments to Loans	0	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	6,000	\$66,000
Insurance	0	2,700	0	0	2,700	0	0	2,700	0	0	2,700	0	\$10,800
Travel	0	0	0	0	0	0	0	0	0	0	0	0	\$0
Maintenance / Repairs	700	700	700	700	700	700	700	700	700	700	700	700	\$8,400
Utilities	3,300	3,300	3,300	3,300	3,300	3,300	3,300	3,300	3,300	3,300	3,300	3,300	\$39,600
Credit Card / fees	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	1,200	\$14,400
Rent & CAM	14,681	14,681	14,681	14,681	14,681	14,681	14,681	14,681	14,681	14,681	14,681	14,681	\$176,172
Phone / DSL	480	480	480	480	480	480	480	480	480	480	480	480	\$5,760
Supplies	500	500	1,200	500	500	1,200	500	500	1,200	500	500	1,200	\$8,800
Marketing / Promo	500	500	500	500	500	500	500	500	500	500	500	500	\$6,000
Advert. Fee	1,820	1,840	2,240	2,320	1,980	1,780	1,980	2,020	1,900	1,960	1,820	1,780	\$23,440
Royalties	4,550	4,550	5,600	5,800	4,950	4,450	4,950	5,050	4,650	4,900	4,550	4,450	\$58,450
Bank fees / Loan Fees	100	100	100	100	100	100	100	100	100	100	100	100	\$1,200
Training / Development	150	150	150	150	150	150	150	150	150	150	150	150	\$1,800
Professional Fees	2,000	500	500	500	500	2,000	500	500	500	500	500	500	\$9,000
Sales tax Payments	6,825	7,050	8,400	8,700	7,425	6,675	7,425	7,575	7,125	7,350	6,825	6,675	\$88,050
Capital Purchases	0	0	0	0	0	0	0	0	0	0	0	0	\$0
Construction Cost	0	0	0	0	0	0	0	0	0	0	0	0	\$0
Total Expenses	\$59,606	\$67,231	\$71,591	\$72,251	\$70,786	\$66,636	\$67,186	\$70,756	\$66,026	\$66,861	\$67,186	\$64,436	\$810,552

Cash Flow +/-	\$0	\$1,359	\$739	\$9,529	(\$1,981)	(\$4,781)	\$1,619	\$449	\$1,059	\$1,249	(\$3,941)	(\$2,581)	\$10,088
---------------	-----	---------	-------	---------	-----------	-----------	---------	-------	---------	---------	-----------	-----------	----------

Opening Cash Balance		\$1,359	\$2,098	\$9,467	\$18,996	\$17,015	\$12,234	\$13,853	\$14,302	\$15,361	\$16,610	\$12,669	
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Closing Cash Balance	\$1,359	\$2,098	\$9,467	\$18,996	\$17,015	\$12,234	\$13,853	\$14,302	\$15,361	\$16,610	\$12,669	\$10,088	\$10,088
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U.S. Income Tax Return for an S Corporation

OMB No. 1545-0130

Form 1120S

Department of the Treasury
Internal Revenue Service

Do not file this form unless the corporation has filed or is attaching Form 2553 to elect to be an S corporation.
See separate instructions.

2007

For calendar year 2007 or tax year beginning 2007, ending

A S election effective date 6/01/2001	Use the IRS label. Otherwise, print or type. CCC Foods, LLC 347 Camelot Drive Goose Creek, SC 29445-3191	D Employer identification number 57-1123762
B Business activity code number (see instrs) 445299		E Date incorporated 6/01/2001
C Check if Sch M-3 attached <input type="checkbox"/>		F Total assets (see instructions) \$ 129,130.

G Is the corporation electing to be an S corporation beginning with this tax year? Yes No If 'Yes,' attach Form 2553 if not previously filed

H Check if: (1) Final return (2) Name change (3) Address change
(4) Amended return (5) S election termination or revocation

I Enter the number of shareholders in the corporation at the end of the tax year ▶ 3

Caution. Include only trade or business income and expenses on lines 1a through 21. See the instructions for more information.

INCOME	1a Gross receipts or sales... 1,518,602.	b Less returns and allowances... 161.	c Bal ▶	1c	1,518,441.
	2 Cost of goods sold (Schedule A, line 8)			2	589,259.
	3 Gross profit. Subtract line 2 from line 1c			3	929,182.
	4 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)			4	
	5 Other income (loss) (attach statement)	See Statement 1		5	2,751.
	6 Total income (loss). Add lines 3 through 5			6	931,933.
DEDUCTIONS	7 Compensation of officers			7	
	8 Salaries and wages (less employment credits)			8	408,170.
	9 Repairs and maintenance			9	18,659.
	10 Bad debts			10	
	11 Rents			11	166,764.
	12 Taxes and licenses			12	38,910.
	13 Interest			13	48,551.
	14 Depreciation not claimed on Schedule A or elsewhere on return (attach Form 4562)			14	36,391.
	15 Depletion (Do not deduct oil and gas depletion.)			15	
	16 Advertising			16	26,804.
	17 Pension, profit-sharing, etc, plans			17	
	18 Employee benefit programs			18	
	19 Other deductions (attach statement)	See Statement 2		19	268,127.
	20 Total deductions. Add lines 7 through 19			20	1,012,376.
	21 Ordinary business income (loss). Subtract line 20 from line 6			21	-80,443.

TAX AND PAYMENTS	22a Excess net passive income or LIFO recapture tax (see instructions)	22a	
	b Tax from Schedule D (Form 1120S)	22b	
	c Add lines 22a and 22b (see instructions for additional taxes)		22c
	23a 2007 estimated tax payments and 2006 overpayment credited to 2007	23a	
	b Tax deposited with Form 7004	23b	
	c Credit for federal tax paid on fuels (attach Form 4136)	23c	
	d Add lines 23a through 23c		23d
	24 Estimated tax penalty (see instructions). Check if Form 2220 is attached		24
	25 Amount owed. If line 23d is smaller than the total of lines 22c and 24, enter amount owed		25
	26 Overpayment. If line 23d is larger than the total of lines 22c and 24, enter amount overpaid		26
27 Enter amount from line 26 Credited to 2008 estimated tax	Refunded	27	

Sign Here
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer: *[Signature]* Date: 2/26/08 Title: Member - Manager

May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer's Use Only	Preparer's signature Richard Biddlecomb, CPA	Date 2/25/08	Preparer's SSN or PTIN P00137615
	Firm's name (or yours if self-employed), address, and ZIP code Biddlecomb Game & Wise, PC 114 North Highway 52 Moncks Corner, SC 29461-3910	Check if self-employed <input type="checkbox"/>	EIN 56-2030767
		Phone no. (843) 761-8417	

Schedule A Cost of Goods Sold (see instructions)

1	Inventory at beginning of year.....	1	16,833.
2	Purchases.....	2	592,760.
3	Cost of labor.....	3	
4	Additional section 263A costs (attach statement).....	4	
5	Other costs (attach statement).....	5	
6	Total. Add lines 1 through 5.....	6	609,593.
7	Inventory at end of year.....	7	20,334.
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2.....	8	589,259.

- 9a Check all methods used for valuing closing inventory:
- (i) Cost as described in Regulations section 1.471-3
 - (ii) Lower of cost or market as described in Regulations section 1.471-4
 - (iii) Other (Specify method used and attach explanation.)
- b Check if there was a writedown of subnormal goods as described in Regulations section 1.471-2(c).....
- c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970).....
- d If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO..... 9d
- e If property is produced or acquired for resale, do the rules of section 263A apply to the corporation?..... Yes No
- f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If 'Yes,' attach explanation..... Yes No

Schedule B Other Information (see instructions)

	Yes	No
1 Check accounting method: a <input checked="" type="checkbox"/> Cash b <input type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶		
2 See the instructions and enter the: a Business activity ▶ <u>Restaurant</u> b Product or service... ▶ <u>Food Sales</u>		
3 At the end of the tax year, did the corporation own, directly or indirectly, 50% or more of the voting stock of a domestic corporation? (For rules of attribution, see section 267(c).) If 'Yes,' attach a statement showing: (a) name and employer identification number (EIN), (b) percentage owned, and (c) if 100% owned, was a QSub election made?.....		X
4 Has this corporation filed, or is it required to file, a return under section 6111 to provide information on any reportable transaction?.....		X
5 Check this box if the corporation issued publicly offered debt instruments with original issue discount. If checked, the corporation may have to file Form 8281, Information Return for Publicly Offered Original Issue Discount Instruments. <input type="checkbox"/>		
6 If the corporation: (a) was a C corporation before it elected to be an S corporation or the corporation acquired an asset with a basis determined by reference to its basis (or the basis of any other property) in the hands of a C corporation and (b) has net unrealized built-in gain (defined in section 1374(d)(1)) in excess of the net recognized built-in gain from prior years, enter the net unrealized built-in gain reduced by net recognized built-in gain from prior years..... ▶ \$		
7 Enter the accumulated earnings and profits of the corporation at the end of the tax year..... \$		
8 Are the corporation's total receipts (see instructions) for the tax year and its total assets at the end of the tax year less than \$250,000? If 'Yes,' the corporation is not required to complete Schedules L and M-1.....		X

Schedule K Shareholders' Pro Rata Share Items

	Total amount
1 Ordinary business income (loss) (page 1, line 21).....	1 -80,443.
2 Net rental real estate income (loss) (attach Form 8825).....	2
3a Other gross rental income (loss).....	3a
b Expenses from other rental activities (attach statement).....	3b
c Other net rental income (loss). Subtract line 3b from line 3a.....	3c
4 Interest income.....	4
5 Dividends: a Ordinary dividends.....	5a
b Qualified dividends.....	5b
6 Royalties.....	6
7 Net short-term capital gain (loss) (attach Schedule D (Form 1120S)).....	7
8a Net long-term capital gain (loss) (attach Schedule D (Form 1120S)).....	8a
b Collectibles (28%) gain (loss).....	8b
c Unrecaptured section 1250 gain (attach statement).....	8c
9 Net section 1231 gain (loss) (attach Form 4797).....	9
10 Other income (loss) (see instructions).....	10

INCOME (LOSSES)

Shareholders' Pro Rata Share Items (continued)

			Total amount
Deductions	11 Section 179 deduction (attach Form 4562).....	11	
	12a Contributions..... See Statement 3.....	12a	2,815.
	b Investment interest expense.....	12b	
	c Section 59(e)(2) expenditures (1) Type ▶ (2) Amount. ▶	12c (2)	
	d Other deductions (see instructions) Type ▶	12d	
Credits	13a Low-income housing credit (section 42(j)(5)).....	13a	
	b Low-income housing credit (other).....	13b	
	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468).....	13c	
	d Other rental real estate credits (see instrs) Type ▶	13d	
	e Other rental credits (see instrs) Type ▶	13e	
	f Credit for alcohol used as fuel (attach Form 6478).....	13f	
	g Other credits (see instructions) Type ▶	13g	
Foreign Transactions	14a Name of country or U.S. possession..... ▶		
	b Gross income from all sources.....	14b	
	c Gross income sourced at shareholder level.....	14c	
	<i>Foreign gross income sourced at corporate level</i>		
	d Passive category.....	14d	
	e General category.....	14e	
	f Other (attach statement).....	14f	
	<i>Deductions allocated and apportioned at shareholder level</i>		
	g Interest expense.....	14g	
	h Other.....	14h	
	<i>Deductions allocated and apportioned at corporate level to foreign source income</i>		
	i Passive category.....	14i	
	j General category.....	14j	
	k Other (attach statement).....	14k	
<i>Other information</i>			
l Total foreign taxes (check one): <input type="checkbox"/> Paid <input type="checkbox"/> Accrued.....	14l		
m Reduction in taxes available for credit (attach statement).....	14m		
n Other foreign tax information (attach statement)			
Alternative Minimum Tax (AMT) Items	15a Post-1986 depreciation adjustment.....	15a	
	b Adjusted gain or loss.....	15b	
	c Depletion (other than oil and gas).....	15c	
	d Oil, gas, and geothermal properties -- gross income.....	15d	
	e Oil, gas, and geothermal properties -- deductions.....	15e	
	f Other AMT items (attach statement).....	15f	
Items Affecting Shareholder Basis	16a Tax-exempt interest income.....	16a	
	b Other tax-exempt income.....	16b	
	c Nondeductible expenses.....	16c	412.
	d Property distributions.....	16d	
	e Repayment of loans from shareholders.....	16e	
Other Information	17a Investment income.....	17a	
	b Investment expenses.....	17b	
	c Dividend distributions paid from accumulated earnings and profits.....	17c	
	d Other items and amounts (attach statement)		
Reconciliation	18 Income/loss reconciliation. Combine the amounts on lines 1 through 10 in the far right column. From the result, subtract the sum of the amounts on lines 11 through 12d and lines 14l.....	18	-83,258.

BAA

Schedule L Balance Sheets per Books	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
Assets				
1 Cash		18,173.		6,768.
2a Trade notes and accounts receivable	6,010.		4,895.	
b Less allowance for bad debts		6,010.		4,895.
3 Inventories		16,833.		20,334.
4 U.S. government obligations				
5 Tax-exempt securities (see instructions)				
6 Other current assets (attach stmt) See St. 4		500.		48,526.
7 Loans to shareholders				
8 Mortgage and real estate loans				
9 Other investments (attach statement)				
10a Buildings and other depreciable assets	552,672.		554,947.	
b Less accumulated depreciation	469,409.	83,263.	506,340.	48,607.
11a Depletable assets				
b Less accumulated depletion				
12 Land (net of any amortization)				
13a Intangible assets (amortizable only)	153,048.		153,048.	
b Less accumulated amortization	137,743.	15,305.	153,048.	
14 Other assets (attach stmt)				
15 Total assets		140,084.		129,130.
Liabilities and Shareholders' Equity				
16 Accounts payable		5,819.		18,389.
17 Mortgages, notes, bonds payable in less than 1 year		87,837.		54,192.
18 Other current liabilities (attach stmt) See St. 5		12,542.		33,728.
19 Loans from shareholders		76,525.		106,902.
20 Mortgages, notes, bonds payable in 1 year or more		315,268.		357,496.
21 Other liabilities (attach statement)				
22 Capital stock		14,000.		14,000.
23 Additional paid-in capital				
24 Retained earnings		-371,907.		-455,577.
25 Adjustments to shareholders' equity (att stmt)				
26 Less cost of treasury stock				
27 Total liabilities and shareholders' equity		140,084.		129,130.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return			
Note: Schedule M-3 required instead of Schedule M-1 if total assets are \$10 million or more - see instructions			
1 Net income (loss) per books	-83,670.	5 Income recorded on books this year not included on Schedule K, lines 1 through 10 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 4, 5a, 6, 7, 8a, 9, and 10, not recorded on books this year (itemize):		a Tax-exempt interest \$	
3 Expenses recorded on books this year not included on Schedule K, lines 1 through 12, and 14l (itemize):		6 Deductions included on Schedule K, lines 1 through 12, and 14l, not charged against book income this year (itemize):	
a Depreciation \$		a Depreciation \$	
b Travel and entertainment \$ 412.		7 Add lines 5 and 6	0.
4 Add lines 1 through 3	412.	8 Income (loss) (Schedule K, ln 18; Ln 4 loss ln 7)	-83,258.
	-83,258.		

Schedule M-2 Analysis of Accumulated Adjustments Account, Other Adjustments Account, and Shareholders' Undistributed Taxable Income Previously Taxed (see instructions)			
	(a) Accumulated adjustments account	(b) Other adjustments account	(c) Shareholders' undistributed taxable income previously taxed
1 Balance at beginning of tax year	-371,907.		
2 Ordinary income from page 1, line 21			
3 Other additions			
4 Loss from page 1, line 21	(80,443.)		
5 Other reductions See Statement 6	(3,227.)		
6 Combine lines 1 through 5	-455,577.		
7 Distributions other than dividend distributions			
8 Balance at end of tax year. Subtract line 7 from line 6	-455,577.		

Schedule K-1
(Form 1120S)

2007

Department of the Treasury
Internal Revenue Service

For calendar year 2007, or tax
year beginning _____, 2007
ending _____

Final K-1 Amended K-1

OMB No. 1545-0130

Shareholder's Share of Income, Deductions, Credits, etc. ▶ See page 2 of form and separate instructions.

Part I Information About the Corporation

A Corporation's employer identification number
57-1123762

B Corporation's name, address, city, state, and ZIP code
CCC Foods, LLC
347 Camelot Drive
Goose Creek, SC 29445-3191

C IRS Center where corporation filed return
e-file

Part II Information About the Shareholder

D Shareholder's identifying number
[REDACTED]

E Shareholder's name, address, city, state, and ZIP code
Stephen M. Coulston
347 Camelot Drive
Goose Creek, SC 29445-3191

F Shareholder's percentage of stock ownership for tax year..... 42.857143 %

Part III Shareholder's Share of Current Year Income, Deductions, Credits, and Other Items

1	Ordinary business income (loss)	13	Credits
	-34,476.		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured section 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative minimum tax (AMT) items
11	Section 179 deduction	16	Items affecting shareholder basis
		C	177.
12	Other deductions		
A	1,206.		
		17	Other information

*See attached statement for additional information.

FOR IRS USE ONLY

Schedule K-1
(Form 1120S)

Department of the Treasury
Internal Revenue Service

For calendar year 2007, or tax
year beginning _____, 2007
ending _____,

2007

Final K-1

Amended K-1

OMB No. 1545-0130

Shareholder's Share of Income, Deductions, Credits, etc. ▶ See page 2 of form and separate instructions.

Part III Shareholder's Share of Current Year Income, Deductions, Credits, and Other Items			
1	Ordinary business income (loss)	13	Credits
	-34,475.		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured section 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative minimum tax (AMT) items
11	Section 179 deduction	16	Items affecting shareholder basis
		C	176.
12	Other deductions		
A	1,207.		
		17	Other information

Part I Information About the Corporation

A Corporation's employer identification number
57-1123762

B Corporation's name, address, city, state, and ZIP code
CCC Foods, LLC
347 Camelot Drive
Goose Creek, SC 29445-3191

C IRS Center where corporation filed return
e-file

Part II Information About the Shareholder

D Shareholder's identifying number
[REDACTED]

E Shareholder's name, address, city, state, and ZIP code
Peter J. Certo
776 Columbus Parkway
Buffalo, NY 14213

F Shareholder's percentage of stock ownership for tax year..... 42.857143 %

FOR USE ONLY

*See attached statement for additional information.

Schedule K-1
(Form 1120S)

Department of the Treasury
Internal Revenue Service

For calendar year 2007, or tax
year beginning _____, 2007
ending _____

2007

Final K-1

Amended K-1

OMB No. 1545-0130

Shareholder's Share of Income, Deductions, Credits, etc. ▶ See page 2 of form and separate instructions.

Part III Shareholder's Share of Current Year Income, Deductions, Credits, and Other Items

Part I Information About the Corporation

A Corporation's employer identification number
57-1123762

B Corporation's name, address, city, state, and ZIP code
CCC Foods, LLC
347 Camelot Drive
Goose Creek, SC 29445-3191

C IRS Center where corporation filed return
e-file

Part II Information About the Shareholder

D Shareholder's identifying number
[REDACTED]

E Shareholder's name, address, city, state, and ZIP code
Jack Raz
7910 Red Birch Circle
N. Charleston, SC 29418

F Shareholder's percentage of stock ownership for tax year 14.285714 %

FOR IRS USE ONLY

1	Ordinary business income (loss)	13	Credits
	-11,492.		
2	Net rental real estate income (loss)		
3	Other net rental income (loss)		
4	Interest income		
5a	Ordinary dividends		
5b	Qualified dividends	14	Foreign transactions
6	Royalties		
7	Net short-term capital gain (loss)		
8a	Net long-term capital gain (loss)		
8b	Collectibles (28%) gain (loss)		
8c	Unrecaptured section 1250 gain		
9	Net section 1231 gain (loss)		
10	Other income (loss)	15	Alternative minimum tax (AMT) items
11	Section 179 deduction	16	Items affecting shareholder basis
		C	59.
12	Other deductions		
A	402.		
		17	Other information

*See attached statement for additional information.

2007

Personal Statements

Page 1

Client 4080

600 Trans, Inc

57,012,1762

2/25/08

11:45AM

Statement 1
Form 1120S, Line 5
Other Income

Discounts Earned.....	\$ 2,751.
Total	\$ <u>2,751.</u>

Statement 2
Form 1120S, Line 19
Other Deductions

Amortization.....	\$ 15,305.
Auto and Truck Expense.....	1,388.
Bank & Credit Card charges.....	25,139.
Contract Labor.....	12,000.
Dues and Subscriptions.....	1,363.
Franchise Fees/Royalties.....	74,540.
Gifts.....	1,296.
Insurance.....	27,428.
Laundry and Cleaning.....	11,340.
Meals and Entertainment Expense.....	413.
Medical Payments.....	81.
Office Expense.....	8,111.
Outside Payroll Services.....	4,047.
Professional Services/Accounting.....	11,348.
Promotions & Marketing.....	12,460.
Supplies.....	9,774.
Telephone.....	8,889.
Travel.....	1,829.
Uniforms.....	3,497.
Utilities.....	37,879.
Total	\$ <u>268,127.</u>

Statement 3
Form 1120S, Schedule K, Line 12a
Charitable Contributions

Cash Contributions - 50% limitation.....	\$ 2,815.
Total	\$ <u>2,815.</u>

Statement 4
Form 1120S, Schedule L, Line 6
Other Current Assets

	Beginning	Ending
Advances to Employees.....	\$ 500.	\$ 140.
Deferred Interest - Infinity Loan.....	0.	16,121.
Due from PI.....	0.	32,265.
Total	\$ <u>500.</u>	\$ <u>48,526.</u>

2007

Federal Statements

Client: 4030

000 Foods, LLC

4571123762

2/25/08

11:45AM

Statement 5
Form 1120S, Schedule L, Line 18
Other Current Liabilities

	<u>Beginning</u>	<u>Ending</u>
AAA Fin. Svcs. (Credit Card)	\$ 0.	\$ 3,784.
American Express 71005	0.	21,112.
Gift Cards Payable	4,150.	0.
Lowe's Credit Card	0.	1,271.
Rounding	1.	-2.
State Sales Taxes Payable	8,391.	7,563.
Total	\$ 12,542.	\$ 33,728.

Statement 6
Form 1120S, Schedule M-2, Column A, Line 5
Other Reductions

Contributions	\$ 2,815.
Disallowed Meals and Entertainment	412.
Total	\$ 3,227.

United States Bankruptcy Court
District of South Carolina

IN RE:

Case No. _____

CCC Foods, LLC

Chapter 11

Debtor(s)

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 \$ 295.00/hr
Prior to the filing of this statement I have received \$ 15,000.00
Balance Due \$

2. The source of the compensation paid to me was: [X] Debtor [] Other (specify):

3. The source of compensation to be paid to me is: [X] Debtor [] Other (specify):

4. [X] 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]

Retainer agreement available upon request.

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

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

September 10, 2008

Date

/s/ Kevin Campbell

Signature of Attorney

Campbell Law Firm, P.A.

Name of Law Firm

**United States Bankruptcy Court
 District of South Carolina**

IN RE:

Case No. _____

CCC Foods, LLC

Chapter **11**

Debtor(s)

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)	NUMBER OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$ 0.00		
B - Personal Property	Yes	3	\$ 607,055.93		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	1		\$ 329,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		\$ 49,613.51	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	4		\$ 514,023.67	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	2			
I - Current Income of Individual Debtor(s)	No				\$
J - Current Expenditures of Individual Debtor(s)	No				\$
TOTAL		17	\$ 607,055.93	\$ 892,637.18	

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

IN RE CCC Foods, LLC

Debtor(s)

Case No.

(If known)

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

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
None				

TOTAL **0.00**

(Report also on Summary of Schedules)

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

IN RE **CCC Foods, LLC**

Case No. _____

Debtor(s) _____

(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
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.		BEHR Heat Transfer Systems, Inc.		154.73
		Order No. 08-933		
		Biochemistry		177.97
		Order No. 08-1003		
		Chamber of Commerce		128.98
		Order No. 08-792		
		Channel 5 News		46.07
		Order No. 08-931		
		Channel 5 News		143.16
		Order No. 08-1052		
		Episcopal Diocese of SC		1,146.26
		Order No. 08-1050		
		MUSC		257.95
		Order No. 08-517		
		MUSC		143.21
		Order No. 08-1023		
		MUSC		908.78
		Order No. 08-1024		
		Office of the CIO MUSC		165.69
		Order No. 08-672		
		Office of the CIO MUSC		223.47
		Order No. 08-999		
		Office of the CIO MUSC		98.30
		Order No. 08-1042		
		Office of the CIO MUSC		144.44
		Order No. 08-1045		
		Pending American Express Credit Card Receipts		1,300.98
		Pending Master Card/Visa Credit Card Receipts		1,402.87
		Portrait Homes		205.15
		Order No. 06-479		
		State of SC DHEC		298.08
17. Alimony, maintenance, support, and property settlements in which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interest, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			

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

IN RE **CCC Foods, LLC**

Debtor(s)

Case No. _____

(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
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	Atlanta Bread Company International, Inc. 1955 Lake Park Drive, Suite 400 Smyrna, GA 30080		TBD
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	Miscellaneous equipment. Market analysis available upon request		600,000.00
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.	X			
TOTAL				607,055.93

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0 continuation sheets attached

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

B6C (Official Form 6C) (12/07)

IN RE **CCC Foods, LLC**

Debtor(s)

Case No. _____

(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor elects the exemptions to which debtor is entitled under:
(Check one box)

Check if debtor claims a homestead exemption that exceeds \$136,875.

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS
Not Applicable			

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

IN RE **CCC Foods, LLC**

Debtor(s)

Case No. _____

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. Sec. 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

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

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CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	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. 506-970-4005 SBA SC District Office 1835 Assembly Street, Room 358 Columbia, SC 29201	X					TBD	
		VALUE \$ 600,100.00					
ACCOUNT NO. 18022650 Temecula Valley Bank 22710 Jefferson Avenue, A100 Temecula, CA 92590	X	Lien on FF&E, Inventory, and Personal Property				329,000.00	
		VALUE \$ 600,000.00					
ACCOUNT NO.							
		VALUE \$					
ACCOUNT NO.							
		VALUE \$					
Subtotal (Total of this page)						\$ 329,000.00	\$
Total (Use only on last page)						\$ 329,000.00	\$

0 continuation sheets attached

(Report also on Summary of Schedules.)

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

IN RE **CCC Foods, LLC**

Debtor(s)

Case No. _____

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doc, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

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.

IN RE **CCC Foods, LLC**

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Taxes and Other Certain Debts Owed to Governmental Units

(Type of Priority for Claims Listed on This Sheet)

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	CONTRIBUT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO. 2138939 South Carolina Department Of Revenue 3 Southpark Circle Charleston, SC 29407					49,613.51	49,613.51	
ACCOUNT NO. Sc Department Of Revenue And Taxation P.O. Box 12265 Columbia, SC 29211		Assignee or other notification for: South Carolina Department Of Revenue					
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							

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

Subtotal
 (Totals of this page)

\$ **49,613.51** \$ **49,613.51** \$

Total

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

\$ **49,613.51** \$ \$

Total

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

\$ **49,613.51** \$

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

IN RE CCC Foods, LLC

Debtor(s)

Case No. _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured nonpriority 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		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. 1850 Sam Rittenberg, LLC Attn: Laura Reisemeyer PO Box 1793 Mount Pleasant, SC 29465	X				32,311.07
ACCOUNT NO. 5475-8426-6488-0010 Advanta Bank Corp PO Box 30715 Salt Lake City, UT 84130-0715	X				21,981.00
ACCOUNT NO. 3717-336335-31006 American Express PO Box 297879 Fort Lauderdale, FL 33329-7879					12,308.00
ACCOUNT NO. NCO Financial Systems 507 Prudential Rd Horsham, PA 19044		Assignee or other notification for: American Express			
Subtotal (Total of this page)					\$ 66,600.07
Total (Use only on last page of the completed Schedule F. Report also on the Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)					\$

3 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

IN RE **CCC Foods, LLC**

Case No. _____

Debtor(s) _____

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CO-DEBTOR 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. NCO Financial Systems Dept. 07 PO Box 15760 Wilmington, DE 19850-5760		Assignee or other notification for: American Express				
ACCOUNT NO. 02420020410 American Express Bank, FSB PO Box 30380 Salt Lake City, UT 84130						16,758.00
ACCOUNT NO. 801567822 AT&T Advertising Basic Pro Collection Department PO Box 105024 Atlanta, GA 30348-5024						1,300.00
ACCOUNT NO. Joseph, Mann, & Creed 20600 Chagrin Blvd Ste 550 Beachwood, OH 44122-5340		Assignee or other notification for: AT&T Advertising				
ACCOUNT NO. Cafe 155 Atlanta Bread Company International, Inc Attn: Jim Dirr 1955 Lake Park Dr SE Ste 400 Smyrna, GA 30080	X					59,675.40
ACCOUNT NO. 9508184J Consolidated Coca-Cola 4115 Coca Cola Plz Charlotte, NC 28211-3400						2,101.00
ACCOUNT NO. Goldman, Evans, & Tramell 10323 Cross Creek Blvd Ste G Tampa, FL 33647		Assignee or other notification for: Consolidated Coca-Cola				

Sheet no. 1 of 3 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **79,834.40**

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

Total
\$

B6F (Official Form 6F) (12/07) - Cont.

IN RE **CCC Foods, LLC**

Case No. _____

Debtor(s) _____

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	STATUS			AMOUNT OF CLAIM
			CONTINGENT	UNLIQUIDATED	DISPUTED	
ACCOUNT NO. P659907 Five Point Capital 10525 Vista Sorrento Pkwy Ste 304 San Diego, CA 92121	X					TBD
ACCOUNT NO. 20980 Five Point Capital 10525 Vista Sorrento Pkwy Ste 304 San Diego, CA 92121	X					TBD
ACCOUNT NO. Greystone Business Resources GIA Capital 655 Molly Ln Ste 130 Woodstock, GA 30189						61,232.00
ACCOUNT NO. Jack Raz 7910 Red Birch Cir North Charleston, SC 29418						18,500.00
ACCOUNT NO. ATL7 Limehouse Produce PO Box 41370 Charleston, SC 29423-1370						10,976.00
ACCOUNT NO. 3913384 Micros Systems, Inc. 7031 Columbia Gateway Dr Columbia, MD 21046-2683						8,591.00
ACCOUNT NO. Peter Certo 776 Columbus Pkwy Buffalo, NY 14213						19,941.00

Sheet no. 2 of 3 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **119,240.00**

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

Total
\$

B6F (Official Form 6F) (12/07) - Cont.

IN RE CCC Foods, LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR 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. Sharon Coulston 11 Indigo Ln Goose Creek, SC 29445	X					69,000.00
ACCOUNT NO. Stephen Coulston 347 Camelot Dr Goose Creek, SC 29445						66,100.00
ACCOUNT NO. Those Guys, LLC 14 S Main St 2nd Fl Greenville, SC 29601	X	Guarantee of Lease				113,249.20
ACCOUNT NO. Pratt Thomas Clayton McCullough Post Office Drawer 22248 Charleston, SC 29413-2247		Assignee or other notification for: Those Guys, LLC				
ACCOUNT NO.						
ACCOUNT NO.						
ACCOUNT NO.						

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Sheet no. 3 of 3 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **\$ 248,349.20**

Total
(Use only on last page of the completed Schedule F. Report also on the Summary of Schedules, and if applicable, on the Statistical Summary of Certain Liabilities and Related Data.) **\$ 514,023.67**

IN RE **CCC Foods, LLC**

Case No. _____

Debtor(s)

(If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

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.
<p>Five Point Capital 10525 Vista Sorrento Pkwy Ste 304 San Diego, CA 92121</p> <p>Five Point Capital 10525 Vista Sorrento Pkwy Ste 304 San Diego, CA 92121</p> <p>Atlanta Bread Company International, Inc Attn: Jim Dirr 1955 Lake Park Dr SE Ste 400 Smyrna, GA 30080</p> <p>1850 Sam Rittenberg, LLC Attn: Laura Reisemeyer PO Box 1793 Mount Pleasant, SC 29465</p>	<p>Equipment Lease for Espresso Machine, Grills, and Ice Bin-Assume</p> <p>Equipment Lease for Pizza Package-Reject</p> <p>Franchisor-Assume</p> <p>Non-Residential Real Property Lease-Assume</p>

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

IN RE CCC Foods, LLC

Debtor(s)

Case No. _____

(If known)

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. 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 the eight-year period 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, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<p>Peter and Joanne Certo 776 Columbus Parkway Buffalo, NY 14213</p>	<p>Temecula Valley Bank 22710 Jefferson Avenue, A100 Temecula, CA 92590</p>
<p>Peter Certo 776 Columbus Pkwy Buffalo, NY 14213</p>	<p>1850 Sam Rittenberg, LLC Attn: Laura Reismeyer PO Box 1793 Mount Pleasant, SC 29465</p>
<p>Pointe Cafe, LLC T/A Atlanta Bread Company 4959 Centre Pointe Dr # 101 North Charleston, SC 29418</p>	<p>Those Guys, LLC 14 S Main St 2nd Fl Greenville, SC 29601</p> <p>Those Guys, LLC 14 S Main St 2nd Fl Greenville, SC 29601</p>
<p>Stephen And Connie Coulston 347 Camelot Drive Goose Creek, SC 29445</p>	<p>Temecula Valley Bank 22710 Jefferson Avenue, A100 Temecula, CA 92590</p> <p>1850 Sam Rittenberg, LLC Attn: Laura Reismeyer PO Box 1793 Mount Pleasant, SC 29465</p>
<p>Stephen Coulston 347 Camelot Dr Goose Creek, SC 29445</p>	<p>SBA SC District Office 1835 Assembly Street, Room 358 Columbia, SC 29201</p>
	<p>Atlanta Bread Company International, Inc Attn: Jim Dirr 1955 Lake Park Dr SE Ste 400 Smyrna, GA 30080</p>
	<p>Five Point Capital 10525 Vista Sorrento Pkwy Ste 304 San Diego, CA 92121</p>
	<p>Five Point Capital 10525 Vista Sorrento Pkwy Ste 304 San Diego, CA 92121</p>
	<p>Advanta Bank Corp PO Box 30715 Salt Lake City, UT 84130-0715</p>
	<p>Those Guys, LLC 14 S Main St 2nd Fl Greenville, SC 29601</p>

IN RE **CCC Foods, LLC**

Debtor(s)

Case No. _____

(If known)

SCHEDULE H - CODEBTORS
(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
	Sharon Coulston 11 Indigo Ln Goose Creek, SC 29445

IN RE CCC Foods, LLC Debtor(s) Case No. _____ (If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

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: _____ Signature: _____ Debtor

Date: _____ Signature: _____ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer Social Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs the document.

Address

Signature of Bankruptcy Petition Preparer Date

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 additional signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provision 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.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Managing Member (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the CCC Foods, LLC (corporation or partnership) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 18 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: September 10, 2008 Signature: /s/ Stephen Coulston

Stephen Coulston (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.]

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.

**United States Bankruptcy Court
District of South Carolina**

IN RE:

Case No. _____

CCC Foods, LLC

Chapter **11**

Debtor(s)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. If the answer to an applicable question is "None," mark the box labeled "None." If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

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
1,571,391.00	2006
1,518,441.00	2007
814,060.00	2008 YTD

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
22,841.00	2008 Loans from Peter Certo and Steve Coulston
11,653.75	2008 Pointe Cafe, LLC
15,900.00	2007 Loans from Steve Coulston
6,000.00	2007 Pointe Cafe, LLC

3. Payments to creditors

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

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.)

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	DATE OF PAYMENTS/TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See Attached		0.00	0.00

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
Lowes Credit Card	See Attached	3,075.09	1,668.00
NBSC PO Box 2181 Columbus, GA 31902-2181	See Attached for Breakdown of Payments	6,200.00	10,829.00
This card was used to purchase goods for the business and is in the name of Stephen Coulston and CCC Foods.			
AAA Financial Services PO Box 15026 Wilmington, DE 19850	See Attached	1,850.00	6,900.00
Citifinancial P.O. Box 140069 Irving, TX 75014	See Attached	1,195.00	15,600.00
HFC-USA Attn: Bankruptcy 961 Weigle Drive Elmhurst, IL 60126	See Attached	1,082.00	10,835.00
SunCom	See Attached	837.18	0.00
NY Life Insurance Life Insurance Policy for Stephen Coulston required by bank loan)	08/05/2007	1,733.50	0.00

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

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
Those Guys, LLC vs. Pointe Cafe, LLC, Stephen M. Coulston, Peter J. Certo, and CCC Foods, LLC Civil Case Number 2008-CP-10-003946	Lawsuit for Breach of Contract	Court of Common Pleas	Pending

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.)

STATEMENT OF FINANCIAL AFFAIRS
QUESTION 3B

PAYMENT TO	DATE	AMOUNT PAID
IJ Company Product Vendor Account No.: 610155 Total Paid: \$96,471.56	06/23/2008	\$11,301.09
	06/30/2008	\$7,686.86
	07/02/2008	\$7,019.64
	07/17/2008	\$6,364.24
	07/21/2008	\$7,355.20
	07/28/2008	\$5,763.74
	08/04/2008	\$8,573.98
	08/11/2008	\$7,319.01
	08/18/2008	\$7,170.16
	08/20/2008	\$7,083.56
	08/25/2008	\$6,751.43
	08/25/2008	\$4,926.89
	09/01/2008	\$2,370.00
09/05/2008	\$6,785.76	
GIA Financing (Greystone) Account No.: 123004038	June 2008	\$5,193.51
1850 Sam Rittenberg, LLC Landlord Account No.: Atlanta Bread Total Paid: \$54,000.00	06/13/2008	\$10,000.00
	07/09/2008	\$10,000.00
	07/25/2008	\$10,000.00
	08/15/2008	\$10,000.00
Campbell Law Firm	07/10/2008	\$16,066.00
SC Department of Revenue	07/21/2008	\$8,405.61

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STATEMENT OF FINANCIAL AFFAIRS

QUESTION 3C

PAYMENT TO	DATE	AMOUNT PAID
Lowes Credit Card	08/12/2007	\$375.09
	09/11/2007	\$100.00
	10/11/2007	\$500.00
	11/19/2007	\$500.00
	12/11/2007	\$500.00
	1/12/2008	\$250.00
	2/12/2008	\$250.00
	4/14/2008	\$150.00
	6/16/2008	\$200.00
	07/21/2008	\$250.00
NBSC Credit Card	08/22/2007	\$500.00
	11/09/2007	\$500.00
	11/16/2007	\$1,000.00
	12/24/2007	\$500.00
	03/04/2008	\$350.00
	03/20/2008	\$500.00
	04/04/2008	\$500.00
	04/23/2008	\$500.00
	05/06/2008	\$500.00
	05/13/2008	\$300.00
	05/21/2008	\$350.00
06/13/2008	\$350.00	
07/23/2008	\$350.00	
AAA Financial Credit Card	09/21/2007	\$500.00
	11/20/2007	\$1,000.00
	03/04/2008	\$350.00
CitiFinancial Credit Card	02/15/2008	\$295.00
	03/18/2008	\$300.00
	04/14/2008	\$300.00
	05/19/2008	\$300.00

STATEMENT OF FINANCIAL AFFAIRS

QUESTION 3C

HFC Financial	04/17/2008	\$261.00
	05/17/2008	\$275.00
	06/16/2008	\$260.00
	07/17/2008	\$286.00
SunCom (Phones are used for Business)	06/16/2008	\$283.40
	07/14/2008	\$292.14
	08/07/2008	\$261.64

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.)

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 joint petition is not filed.)

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.)

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.)

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.)

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 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
Campbell Law Firm, P.A. 890B Johnnie Dodds Boulevard PO Box 684 Mount Pleasant, SC 29465-0684	02/22/2008	4,500.00
Pre-Petition Counseling Campbell Law Firm, P.A. 890B Johnnie Dodds Boulevard PO Box 684 Mount Pleasant, SC 29465-0684	07/10/08	15,000.00
Retainer fee Campbell Law Firm, P.A. 890B Johnnie Dodds Boulevard PO Box 684 Mount Pleasant, SC 29465-0684	07/10/2008	1,039.00
Chapter 11 Filing Fee		

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
Pointe Cafe, LLC	10/2007	\$14,433.39
BDC Loan Closing Fees Pointe Cafe	09/2007	\$1,000.00

Pointe Cafe	01/2008	\$1,500.00
Pointe Cafe	11/2007	\$3,000.00
Pointe Cafe	04/2008	\$450.00
Pointe Cafe	05/2008	\$2,200.00

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.

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.)

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.)

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.)

14. Property held for another person

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

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.

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.

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.

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.

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.

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 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 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 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 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 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
CCC Foods, LLC	57-1123762	dba Atlanta Bread Company #155 1850 Sam Rittenberg Blvd, Suite A Charleston, SC 29407	Restaurant	June 2001-present

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.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within the 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
Biddlecomb, Game & Wise Attn: Richard Biddlecomb, CPA 114 North Highway 52 Moncks Corner, SC 29461	monthly

None b. List all firms or individuals who within the 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 AND ADDRESS	DATES SERVICES RENDERED
Charleston County Business License Dept. 4045 Bridge View Dr North Charleston, SC 29405	5/17/07
Biddlecomb, Game & Wise Attn: Richard Biddlecomb, CPA 114 North Highway 52 Moncks Corner, SC 29461	5/17/07

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 AND ADDRESS
Biddlecomb, Game & Wise
Attn: Richard Biddlecomb, CPA
114 North Highway 52
Moncks Corner, SC 29461
Stephen Coulston
347 Camelot Dr
Goose Creek, SC 29445

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

NAME AND ADDRESS	DATE ISSUED
Temecula Valley Bank	September 2007
22710 Jefferson Avenue, A100	
Temecula, CA 92590	
Members Of LLC	January 2008

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)
3/31/08	Steve Coulston	\$13,437.36
8/31/2008	Steve Coulston	\$10,254.78

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

DATE OF INVENTORY	NAME AND ADDRESS OF CUSTODIAN OF INVENTORY RECORDS
3/31/2008	Stephen Coulston 347 Camelot Dr Goose Creek, SC 29445
8/31/2008	Stephen Coulston 347 Camelot Dr Goose Creek, SC 29445
3/31/2008	Biddlecomb, Game & Wise Attn: Richard Biddlecomb, CPA 114 North Highway 52 Moncks Corner, SC 29461

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.

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
Stephen Coulston 347 Camelot Dr Goose Creek, SC 29445	Managing Member	42.857%
Peter Certo 776 Columbus Pkwy Buffalo, NY 14213	Member	42.857%
Jack Raz 7910 Red Birch Cir North Charleston, SC 29418	Member	14.286%

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.

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.

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 TBD	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.

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.

[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: September 10, 2008 Signature: /s/ Stephen Coulston

Stephen Coulston, Managing Member
Print Name and Title

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

0 continuation pages attached

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

United States Bankruptcy Court
District of South Carolina

IN RE:

Case No. _____

CCC Foods, LLC

Chapter **11**

Debtor(s)

CERTIFICATION VERIFYING CREDITOR MATRIX

The above named debtor, or attorney for the debtor if applicable, hereby certifies pursuant to South Carolina Local Bankruptcy Rule 1007-1 that the master mailing list of creditors submitted either on computer diskette, electronically filed via CM/ECF, or conventionally filed in a typed hard copy scannable format which has been compared to, and contains identical information to, the debtor's schedules, statements and lists which are being filed at this time or as they currently exist in draft form.

Master mailing list of creditors submitted via:

- (a) ___ computer diskette
- (b) ___ scannable hard copy (number of sheets submitted: _____)
- (c) electronic version filed via CM/ECF

Date: September 10, 2008

/s/ Stephen Coulston
Signature of Debtor

Signature of Debtor

/s/ Kevin Campbell
Signature of Attorney

Kevin Campbell
Campbell Law Firm, P.A.
P.O. Box 684 890 Johnnie Dodds Blvd
Mt. Pleasant, SC 29465

1850 Sam Rittenberg, LLC
Attn: Laura Reisemeyer
PO Box 1793
Mount Pleasant, SC 29465

Advanta Bank Corp
PO Box 30715
Salt Lake City, UT 84130-0715

American Express
PO Box 297879
Fort Lauderdale, FL 33329-7879

American Express Bank, FSB
PO Box 30380
Salt Lake City, UT 84130

AT&T Advertising
Basic Pro Collection Department
PO Box 105024
Atlanta, GA 30348-5024

Atlanta Bread Company International, Inc
Attn: Jim Dirr
1955 Lake Park Dr SE Ste 400
Smyrna, GA 30080

Consolidated Coca-Cola
4115 Coca Cola Plz
Charlotte, NC 28211-3400

Five Point Capital
10525 Vista Sorrento Pkwy Ste 304
San Diego, CA 92121

Goldman, Evans, & Trammell
10323 Cross Creek Blvd Ste G
Tampa, FL 33647

Greystone Business Resources
GIA Capital
655 Molly Ln Ste 130
Woodstock, GA 30189

Jack Raz
7910 Red Birch Cir
North Charleston, SC 29418

Joseph, Mann, & Creed
20600 Chagrin Blvd Ste 550
Beachwood, OH 44122-5340

Limehouse Produce
PO Box 41370
Charleston, SC 29423-1370

Micros Systems, Inc.
7031 Columbia Gateway Dr
Columbia, MD 21046-2683

NCO Financial Systems
507 Prudential Rd
Horsham, PA 19044

NCO Financial Systems
Dept. 07
PO Box 15760
Wilmington, DE 19850-5760

Peter Certo
776 Columbus Pkwy
Buffalo, NY 14213

Pratt Thomas
Clayton McCullough
Post Office Drawer 22248
Charleston, SC 29413-2247

SBA
SC District Office
1835 Assembly Street, Room 358
Columbia, SC 29201

Sc Department Of Revenue And Taxation
P.O. Box 12265
Columbia, SC 29211

SC Employment Security Commission
PO Box 995
Columbia, SC 29202

Securities And Exchange Commission
3475 Lenox Rd NE Ste 1000
Atlanta, GA 30326

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Greenville, SC 29601

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Columbia, SC 29201