

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): Ashdown Roses, Ltd.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 57-1111277	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. and Street, City, and State): 2220 S. Blackstock Road Landrum, SC <div style="text-align: right; font-size: small;">ZIP Code 29356</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Spartanburg	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): PO Box 129 Campobello, SC <div style="text-align: right; font-size: small;">ZIP Code 29322</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above): 2220 S. Blackstock Road Landrum, SC 29356	

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 <hr/> 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 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding 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.
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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 type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <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).
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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.									
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input checked="" 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 type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$50 million <input type="checkbox"/> \$10,000,001 to \$100 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									

THIS SPACE IS FOR COURT USE ONLY

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Ashdown Roses, Ltd.</p>
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
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Location Where Filed:	Case Number:	Date Filed:
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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:
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District:	Relationship:	Judge:
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<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 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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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?

Yes, and Exhibit C is attached and made a part of this petition.

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.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

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.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

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)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

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

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.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

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

Name of Debtor(s):
Ashdown Roses, Ltd.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

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.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Attorney*

X /s/ Robert H. Cooper
Signature of Attorney for Debtor(s)

Robert H. Cooper 5670
Printed Name of Attorney for Debtor(s)

The Cooper Law Firm
Firm Name

3523 Pelham Rd., Ste. B
Greenville,, SC 29615

Address

thecooperlawfirm@thecooperlawfirm.com
864-271-9911 Fax: 864-232-5236

Telephone Number

November 26, 2008

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Paul F. Zimmerman
Signature of Authorized Individual

Paul F. Zimmerman
Printed Name of Authorized Individual

Owner/CEO
Title of Authorized Individual

November 26, 2008

Date

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

In re Ashdown Roses, Ltd.

Debtor(s)

Case No. _____

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Paul F. Zimmerman**, declare under penalty of perjury that I am the **Owner/CEO** of **Ashdown Roses, Ltd.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 25th day of November, 2005.

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

Be It Therefore Resolved, that **Paul F. Zimmerman**, **Owner/CEO** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Paul F. Zimmerman**, **Owner/CEO** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Paul F. Zimmerman**, **Owner/CEO** of this Corporation is authorized and directed to employ **Robert H. Cooper 5670**, attorney and the law firm of **The Cooper Law Firm** to represent the corporation in such bankruptcy case."

Date November 25, 2008

Signed /s/ Paul F. Zimmerman
Paul F. Zimmerman

Resolution of Board of Directors
of
Ashdown Roses, Ltd.

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

Be It Therefore Resolved, that **Paul F. Zimmerman, Owner/CEO** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Paul F. Zimmerman, Owner/CEO** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Paul F. Zimmerman, Owner/CEO** of this Corporation is authorized and directed to employ **Robert H. Cooper 5670**, attorney and the law firm of **The Cooper Law Firm** to represent the corporation in such bankruptcy case.

Date November 25, 2008

Signed /s/**Paul F. Zimmerman**
Paul F. Zimmerman, Owner/CEO

Date November 25, 2008

Signed /s/**Christine M. Zimmerman**
Christine M. Zimmerman, Secretary

Date November 25, 2008

Signed /s/**Richard Beals**
Richard Beals, Director at Large

In re **Ashdown Roses, Ltd.**

Debtor(s)

Case No.

Chapter **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

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 and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	\$	<u>15,000.00</u>
Prior to the filing of this statement I have received.....	\$	<u>15,000.00</u>
Balance Due.....	\$	<u>0.00</u>

2. \$ **1,039.00** of the filing fee has been paid.

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

Debtor Other (specify):

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

Debtor Other (specify):

5. 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.

6. 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. [Other provisions as needed]

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

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

Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

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.

Dated: **November 26, 2008**

/s/ Robert H. Cooper

Robert H. Cooper 5670
The Cooper Law Firm
3523 Pelham Rd., Ste. B
Greenville,, SC 29615
864-271-9911 Fax: 864-232-5236
thecooperlawfirm@thecooperlawfirm.com

LOCAL OFFICIAL FORM 1007-1(b) TO SC LBR 1007-1

United States Bankruptcy Court
District of South Carolina

In re Ashdown Roses, Ltd.

Debtor(s)

Case No.

Chapter

11

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: November 26, 2008

/s/ Paul F. Zimmerman

Paul F. Zimmerman/Owner/CEO
Signer/Title

Date: November 26, 2008

/s/ Robert H. Cooper

Signature of Attorney
Robert H. Cooper 5670
The Cooper Law Firm
3523 Pelham Rd., Ste. B
Greenville, SC 29615
864-271-9911 Fax: 864-232-5236

Typed/Printed Name/Address/Telephone

5670

District Court I.D. Number

Action International
9575 Benford Ave
Orlando FL 32827

Afni
1435 Lake Cook Road
Deerfield IL 60015

AG South Farm Credit
P O Drawer 1439
Laurens SC 29360

AgSouth Farm Credit ACA
PO Box 1028
Bamberg SC 29003-1028

Alliance Credit Services
P O Box 408
Amherst OH 44001

Alliance One
6565 Kimball Drive
Suite 200
Gig Harbor WA 98335

American Express
P O Box 530001
Atlanta GA 30353

American Rose Society
P O Box 30000
Shreveport LA 71130

Ameritrans World Group
7102 NW 50th Street
Miami FL 33166

Ann Larry Peck
1000 Mitchell Road
Blaine TN 37709

Ashdown West
P O Box 760
Morongo Valley CA 92256

B B Hobbs Company
p O Box 1147
Darlington SC 29540

Bank of America
P O Box 15726
Wilmington DE 19886-5726

Brandon Law Firm
175 Magnolia Suite 101
Spartanburg SC 29306

C Richard Stewart
11 Whitsett St
Greenville SC 29601

Capital One
P O Box 26074
Richmond VA 23260

Christine Zimmerman
323 Thompson St
Hendersonville NC

Cigna Premium Healthcare
5597 Collections Center Drive
Chicago IL 60693

Citibank Credit Card
P O Box 6000
The Lakes NV 89163

Citibank Credit Card
The Lakes NV 89163

Clifford Orent
P O Box 760
Morongo Valley CA 92256

Corrie Woods
50 Merrywood Lane
Tryon NC 28782

Cox Ferguson
P O Box 286
Laurens SC 29360

David Austin Roses LTD
15059 Hwy 64 West
Tyler TX 75704

Deborah L Myers
3814 Collinsville Road
Arcola MS 38722

Dell Business Credit
Payment processing center
P O Box 5275
Carol Stream IL 60197

Dell Financial Services
P O Box 5292
Carol Stream IL 60197

Delucchi Hawn Co LLP
333 W Santa Clara St
San Jose CA 95113

Dryler Law Office
P O Box 11567
Columbia SC 29211

Engineering Services and Products
1395 John Finch Road
South Windsor CT 06074

FedEx Freight
P O Box 406708
Atlanta GA 30384

Glassy Mountain Lumber
13525 Hwy 11
Campobello SC 29322

Greenheart Farms
P O Box 1510
Arroyo Grande CA 93421

Griffin Greenhouses
P O Box 36
Tewksbury MA 01876

Helena Chemical Company
P O Box 198153
Atlanta GA 30384

HFC
P O Box 17574
Baltimore MD 21297

Hometown News
P O Box 5211
Spartanburg SC 29304

Household Bank
P O Box 80084
Salinas CA 93912

HSBC
P O Box 80084
Salinas CA 93912

Internal Revenue Service Employment Taxe
P O Box 267
Covington KY 41019

Intuit Software
P O Box 513340
Los Angeles CA 90051

James Carole Lewis
176 Sugarloaf Drive
Summerland Key FL 33042

Jay Lichty
50 Merrywood Lane
Tryon NC 28782

Joseph K Maddox Jr
P O Box 2196
Spartanburg SC 29304

Kimila L Wooten
Elmore Wall Attys at Law
PO Box 1887
Greenville SC 29602

Landrum Hardware
216 Rutherford St
Landrum SC 29356

Lease Capital Group
P O Box 1075
Devon PA 19333

LEIB
20 E Clementon Rd Suite 100 S
Gibbsboro NJ

Linda J Twomey
PO Box 35
Methuen MA 01844

LTD Financial Services
7322 Southwest Freeway Suite 1600
Houston TX 77074

Mann Bracken
227 W Trade St
Charlotte NC 28202

Mann Bracken LLC
227 West Trade Street Ste 1610
Charlotte NC 28202-9979

Margaret Helfrich

McAbee Tractor Turf
3284 E Gap Creek Road
Greer SC 29651

MCM
P O Box 603
Oaks PA 19456

Modular Space
530 Swedesford Road
Wayne PA 19087

Montgomery Insurance
P O Box 2051
Keene NH 03431

Mountain First
101 Jack Street
Hendersonville NC 28792

NationWide Credit Inc
4700 Vestal Pkwy E
Vestal NY 13850

NCO
1804 Washington BLVD
Mailstop 475
Baltimore MD 21230

Organic Plant Health
P O Box 2070
Indian Trail NC 28079

Pam Stone
2000 Caldwell Road
Landrum SC 29356

Paul Zimmerman
2000 Caldwell Road
Campobello SC 29322

Progress Printing
2677 Waterlick Road
Lynchburg VA 24502

Ray Cindy Norden
315 Gibson Road
Landrum SC 29356

Raymond Norden
315 Gibson Road
Landrum SC 29356

Recovery Concepts
1925 E Beltine Road
Suite 150
Carrollton TX 75006

Richard James Assoc

Richardson Plowden Robinson P A
P O Box 7788
1900 Barnwell Street
Columbia SC 29201

RMS Diane

Rosenberg Press
P O Box 6125
Dural Delivery Centre

Rothwell Law Firm
PO Drawer 2789
Columbia SC 29212

SC Dept of Rev Tax
PO Box 12265
Columbia SC 29211

SC Dept of Revenue Unemployment
P O Box 125
Columbia SC 29214

SC Dept of Sales Taxes
P O Box 125
Columbia SC 29214

SC Employment Security Commission
Room 401
Columbia SC 29202

Shushok McCoy
501 Trophy Lake Drive
Suite 314 151
Roanoke TX 76262

Smith Media LLC
P O Box 11877
Columbia SC 29211

Sonne Gro
P O Box 6906
Knoxville TN 37914

Spartanburg County Tresurer Land Vehicl
P O Box 5807
Spartanburg SC 29304

Sprint Long Distance
P O Box 530503
Atlanta GA 30353

Sprint Wireless
5040 Riverside Drive
Irving TX 75039

Stephens Michael Assoc
63 Range Road
Windham NH 03087

The Dillon Law Firm
2775 Cruse Road Ste 201
Lawrenceville GA 30044

The Hayrack
325 Rutherford Street
Landrum SC 29356

Transworld Systems
PO Box 1864
Santa Rosa CA 95402

Trisha Walsh
P O Box 738
Landrum SC 29356

U S Postmaster

Wendell Lee Well Services
P O Box 205
Roebuck SC 29376

B4 (Official Form 4) (12/07)

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

In re Ashdown Roses, Ltd.

Debtor(s)

Case No. _____

Chapter 11

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; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Action International 9575 Benford Ave Orlando, FL 32827	Action International 9575 Benford Ave Orlando, FL 32827	Vendor		517,023.00
American Express P.O. Box 530001 Atlanta, GA 30353	American Express P.O. Box 530001 Atlanta, GA 30353			13,961.25
Ann & Larry Peck 1000 Mitchell Road Blaine, TN 37709	Ann & Larry Peck Blaine, TN 37709	Friend to them		20,000.00
Brandon Law Firm 175 Magnolia Suite 101 Spartanburg, SC 29306	Brandon Law Firm 175 Magnolia Suite 101 Spartanburg, SC 29306	Vendor		3,538.17
Christine Zimmerman 323 Thompson St Hendersonville, NC	Christine Zimmerman 323 Thompson St Hendersonville, NC	Mother let borrow		50,000.00
Citibank Credit Card P.O.Box 6000 The Lakes, NV 89163	Citibank Credit Card P.O.Box 6000 The Lakes, NV 89163			3,789.50
Clifford Orent P.O.Box 760 Morongo Valley, CA 92256	Clifford Orent P.O.Box 760 Morongo Valley, CA 92256	Friend to them		20,000.00
Corrie Woods 50 Merrywood Lane Tryon, NC 28782	Corrie Woods 50 Merrywood Lane Tryon, NC 28782	Friend to them		10,000.00
Deborah L. Myers 3814 Collinsville Road Arcola, MS 38722	Deborah L. Myers 3814 Collinsville Road Arcola, MS 38722	Back interest payments.		3,300.00
Dell Financial Services P.O.Box 5292 Carol Stream, IL 60197	Dell Financial Services P.O.Box 5292 Carol Stream, IL 60197	Vendor; acct #'s 0003-6122361-002 003-6122361-003; 0036122361-004		6,618.12
Lease Capital Group P.O.Box 1075 Devon, PA 19333	Lease Capital Group P.O.Box 1075 Devon, PA 19333	Vendor		3,612.50
Margaret Helfrich	Margaret Helfrich	Aunt let borrow in Euro		10,000.00

B4 (Official Form 4) (12/07) - Cont.

In re **Ashdown Roses, Ltd.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Modular Space 530 Swedesford Road Wayne, PA 19087	Modular Space 530 Swedesford Road Wayne, PA 19087	Vendor		6,805.57
Pam Stone 2000 Caldwell Road Landrum, SC 29356	Pam Stone 2000 Caldwell Road Landrum, SC 29356	Partner		7,850.00
Ray & Cindy Norden 315 Gibson Road Landrum, SC 29356	Ray & Cindy Norden 315 Gibson Road Landrum, SC 29356	Back interest due.		3,850.00
Rosenberg Press P.O>Box 6125 Dural Delivery Centre	Rosenberg Press P.O>Box 6125 Dural Delivery Centre			5,724.60
Smith Media, LLC P.O.Box 11877 Columbia, SC 29211	Smith Media, LLC P.O.Box 11877 Columbia, SC 29211	Vendor		4,268.45
Sonne-Gro P.O.Box 6906 Knoxville, TN 37914	Sonne-Gro P.O.Box 6906 Knoxville, TN 37914	Vendor		12,792.38
Trisha Walsh P.O.Box 738 Landrum, SC 29356	Trisha Walsh P.O.Box 738 Landrum, SC 29356	Employee		3,175.98
U.S. Postmaster	U.S. Postmaster	Vendor		5,372.58

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

I, the Owner/CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **November 26, 2008**

Signature **/s/ Paul F. Zimmerman**
Paul F. Zimmerman
Owner/CEO

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.