

MIDSOUTH UTILITY GROUP, INC.
PO BOX 2849
LEBANON TN 37088

CITY OF MEMPHIS
ATTN: MR. HUGHES
MEMPHIS, TN 38103

MIDSOUTH UTILITY GROUP, INC. -
FORD MOTOR CREDIT CO.
P O BOX 55000
DEPT. 194101
DETROIT, MI 48255

STEVEN L. LEFKOVITZ
LEFKOVITZ & LEFKOVITZ
618 CHURCH ST., #410
NASHVILLE, TN 37219-2321

CNH CAPITAL
P O BOX 72470170
PHILADELPHIA, PA 19170-0170

GE CAPITAL
P O BOX 6229
CAROL STREAM, IL 60197-6229

AIR EQUIPMENT CORP.
215 WEST BRIDGE DRIVE
PITTSBURGH, PA 15064

CNH CAPITAL-DITCH WITCH
DEPT. CH 10460
PALATINE, IL 60055-0460

GEORGIA UNDERGROUND & SUP
5158-G KENNEDY ROAD
FOREST PARK, GA 30297

ASTEC UNDERGROUND
9600 CORPORATE PARK DRIVE
LOUDON, TN 37774

CNH CAPITAL-TIGER
DEPT. CH 10460
PALATINE, IL 60055-0460

GMAC PAYMENT PROCESSING
2410 CHERHALA BLVD
KNOXVILLE, TN 37932

ATLAS COPCO
LOCKBOX# 6621
PHILADELPHIA, PA 19178-6621

CORY, WATSON, CROWDER, DEGARIS, HAYES PIPE SUPPLY, INC.
2131 MAGNOLIA AVE
STE 200
BIRMINGHAM AL 35205

P O BOX 101550
NASHVILLE, TN 37224

ATMOS ENERGY
P. O. BOX 841425
DALLAS, TX 75284-1425

DARRELL KEY
204 PAYTON FARMS LANE
LEBANON TN 37087

MANIFEST FUNDING SVC
P O BOX 790448
ST. LOUIS, MO 63179-0448

BB & T
PO BOX 580155
CHARLOTTE NC 28258-0155

DAYS INN HUNTSVILLE AIRPORT
102 ARLINGTON DRIVE
MADISON, AL 35758

MEMPHIS LIGHT GAS & WATER
P O BOX 430
MEMPHIS, TN 38101-0430

BB & T
2207 CRESTMOORE ROAD
NASHVILLE TN 37215

FASTENAL COMPANY-MAD/HUNTS
PO BOX 978
WINONA, MN 55987

MHC
1600 N CORRINGTON
KANSAS CITY, MO 65120

CAPITAL LEASING & FINANCE
P O BOX 41828
NASHVILLE, TN 37204

FIRST TN BANK
P O BOX 385
MEMPHIS, TN 38101-0385

OLDCASTLE PRECAST INC
P O BOX 402721
ATLANTA, GA 30384-2721

CENTRAL LOCATING SERVICE, LTD
6896 PAYSPIRE CIRCLE
CHICAGO, IL 60674

FLEET SERVICES
P.O. BOX 6293
CAROL STREAM, IL 60197-6293

PROMARK UTILITY LOCATORS, I
OMAHA, NE 68144

MIDSOUTH UTILITY GROUP, INC. -
ROBERT & MARY ANN MOORE
% GEORGE A MONK, ATTY
PO BO 2569
ANNISTON AL 36202

RSC EQUIPMENT RENTAL-AL729
P O BOX 840514
DALLAS, TX 75284-0514

SARTAIN FORD
3300 HWY. 31 SOUTH
DECATUR, AL 35603

THOMPSON MACHINERY
P O BOX 403018
ATLANTA, GA 30384-3018

TOYOTA MOTOR CREDIT CORP.
DEPT. 2431
CAROL STREAM, IL 60132-2431

TRENCHLESS SUPPLY GROUP
P O BOX 805
MOUNTAIN GROVE, MO 65711

US BANK
PO BOX 790448
SAINT LOUIS MO 63179

UTILICOM SUPPLY ASSOCIATES, LLC
P O BOX 865
CLARKSTON, GA 30021

VERMEER ALABAMA, INC.
4401 VINELAND ROAD, SUITE A15
ORLANDO, FL 32811-7215

WILSON CONST. CO.
P.O. BOX 12059
OLYMPIA, WA 98508-2059

**United States Bankruptcy Court
Middle District of Tennessee**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): MIDSOUTH UTILITY GROUP, INC.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 46-0499241	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): 1601 TATER PEELER ROAD Lebanon, TN	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 37090	ZIP Code
County of Residence or of the Principal Place of Business: Wilson	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): PO BOX 2849 Lebanon, TN	Mailing Address of Joint Debtor (if different from street address):
ZIP Code 37088	ZIP Code

Location of Principal Assets of Business Debtor (if different from street address above):

<p align="center">Type of Debtor (Form of Organization) (Check one box)</p> <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.)	<p align="center">Nature of Business (Check one box)</p> <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/> <p align="center">Tax-Exempt Entity (Check box, if applicable)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <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 <hr/> <p align="center">Nature of Debts (Check one box)</p> <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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<p align="center">Filing Fee (Check one box)</p> <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.	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. <hr/> 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

Debtor estimates that funds will be available for distribution to unsecured creditors.
 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"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	100,001-500,000	OVER 500,000

Estimated Assets										
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	\$1 billion to \$5 billion	More than \$5 billion

Estimated Liabilities										
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	\$1 billion to \$5 billion	More than \$5 billion

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): MIDSOUTH UTILITY GROUP, INC.
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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:
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 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):
MIDSOUTH UTILITY GROUP, INC.

Signatures

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

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

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

X _____
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 Attorney*

X /s/ Steven L. Lefkovitz
Signature of Attorney for Debtor(s)

Steven L. Lefkovitz 5953
Printed Name of Attorney for Debtor(s)

LEFKOVITZ & LEFKOVITZ
Firm Name

618 CHURCH ST., #410
NASHVILLE, TN 37219-2321

Address

Email: slefkovitz@lefkovitz.com

615-256-8300 Fax: 615-255-4516
Telephone Number

March 22, 2010
Date

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

Signature of Non-Attorney 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 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/ DARRELL KEY
Signature of Authorized Individual

DARRELL KEY
Printed Name of Authorized Individual

PRESIDENT
Title of Authorized Individual

March 22, 2010
Date

**United States Bankruptcy Court
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.

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>7,500.00</u>
Prior to the filing of this statement I have received	\$	<u>7,500.00</u>
Balance Due	\$	<u>0.00</u>

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

Debtor Other (specify):

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

Debtor Other (specify):

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

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

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

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

6. 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: March 22, 2010

/s/ Steven L. Lefkovitz

**Steven L. Lefkovitz 5953
LEFKOVITZ & LEFKOVITZ
618 CHURCH ST., #410
NASHVILLE, TN 37219-2321
615-256-8300 Fax: 615-255-4516
slefkovitz@lefkovitz.com**

United States Bankruptcy Court
Middle District of Tennessee

In re MIDSOUTH UTILITY GROUP, INC.

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>
BB & T 2207 CRESTMOORE ROAD Nashville, TN 37215	BB & T 2207 CRESTMOORE ROAD Nashville, TN 37215			857,560.00
CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170			128,153.38
Trenchless Supply Group P O Box 805 Mountain Grove, MO 65711	Trenchless Supply Group P O Box 805			83,810.61
Astec Underground 9600 Corporate Park Drive Loudon, TN 37774	Astec Underground 9600 Corporate Park Drive			82,963.07
First TN Bank P O Box 385 Memphis, TN 38101-0385	First TN Bank P O Box 385			74,630.12
Ford Motor Credit Co. P O Box 55000 Dept. 194101 Detroit, MI 48255	Ford Motor Credit Co. P O Box 55000 Dept. 194101			62,854.76
CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170			62,189.22
Utilicom Supply Associates, LLC P O Box 865 Clarkston, GA 30021	Utilicom Supply Associates, LLC P O Box 865			56,200.30
CNH Capital-Ditch Witch Dept. CH 10460 Palatine, IL 60055-0460	CNH Capital-Ditch Witch Dept. CH 10460 Palatine, IL 60055-0460			52,377.28
Memphis Light Gas & Water P O Box 430 Memphis, TN 38101-0430	Memphis Light Gas & Water P O Box 430			30,000.00
Central Locating Service, LTD 6896 Paysphere Circle Chicago, IL 60674	Central Locating Service, LTD 6896 Paysphere Circle			23,660.00

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>
Air Equipment Corp. 215 West Bridge Drive Pittsburgh, PA 15064	Air Equipment Corp. 215 West Bridge Drive			21,400.00
Fleet Services P.O. Box 6293 Carol Stream, IL 60197-6293	Fleet Services P.O. Box 6293			19,558.41
Oldcastle Precast Inc P O Box 402721 Atlanta, GA 30384-2721	Oldcastle Precast Inc P O Box 402721			17,406.47
ProMark Utility Locators, Inc. Omaha, NE 68144	ProMark Utility Locators, Inc. Omaha, NE 68144			16,450.00
Days Inn Huntsville Airport 102 Arlington Drive Madison, AL 35758	Days Inn Huntsville Airport 102 Arlington Drive			11,266.80
Thompson Machinery P O Box 403018 Atlanta, GA 30384-3018	Thompson Machinery P O Box 403018			10,111.89
City Of Memphis Attn: Mr. Hughes Memphis, TN 38103	City Of Memphis Attn: Mr. Hughes			5,735.85
Atlas Copco Lockbox# 6621 Philadelphia, PA 19178-6621	Atlas Copco Lockbox# 6621			5,532.45
CNH Capital-Tiger Dept. CH 10460 Palatine, IL 60055-0460	CNH Capital-Tiger Dept. CH 10460 Palatine, IL 60055-0460			5,007.95

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

I, the PRESIDENT 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 March 22, 2010Signature /s/ DARRELL KEY
DARRELL KEY
PRESIDENT

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
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

Chapter 11

SUMMARY OF SCHEDULES

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

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	5	1,687,850.00		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	9		2,639,631.33	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	7		1,643,516.41	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	4			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		28			
Total Assets			1,687,850.00		
Total Liabilities				4,283,147.74	

**United States Bankruptcy Court
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

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 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

Sub-Total > **0.00** (Total of this page)
 Total > **0.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether 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 is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

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

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		2-CHECKING ACCOUNT WITH FIRST TN	-	650.00
		CHECKING ACCOUNT WITH BB&T	-	100.00
		ESCROW ACCOUNT WITH FRANKLIN SYNERGY (money earned but not able to use till job is done)	-	35,000.00
		4-CHECKING ACCOUNTS WITH REGIONS BANK	-	70,000.00
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
			Sub-Total >	105,750.00
			(Total of this page)	

4 continuation sheets attached to the Schedule of Personal Property

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	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
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			

Sub-Total > **0.00**
(Total of this page)

Sheet 1 of 4 continuation sheets attached to the Schedule of Personal Property

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	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
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		3-2007 CHEVROLET C4500	-	60,000.00
		2-2007 CHEVROLET C4500	-	40,000.00
		2007 CHEVROLET C4500	-	20,000.00
		2007 CHEVROLET 3500	-	13,000.00
		2006 CHEVROLET 2500	-	8,000.00
		2007 CHEVY 1500	-	7,000.00
		2007 CHEVROLET 3500	-	13,000.00
		2007 CHEVROLET 3500	-	13,000.00
		2007 CHEVROLET 1500	-	7,000.00
		2007 CHEVROLET C4500	-	20,000.00
		2007 CHEVROLET 3500	-	13,000.00
		2007 CHEVROLET 3500	-	13,000.00
		2007 CHEVROLET 3500	-	13,000.00
		2007 CHEVROLET 1500	-	7,000.00
	2007 CHEVROLET 3500	-	13,000.00	
	2007 CHEVROLET C4500	-	20,000.00	

Sub-Total > **280,000.00**
(Total of this page)

Sheet 2 of 4 continuation sheets attached to the Schedule of Personal Property

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON O N E	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
		2007 CHEVROLET 1500	-	7,000.00
		2007 CHEVROLET 3500	-	13,000.00
		2007 CHEVROLET 3500	-	13,000.00
		2007 CHEVROLET 1500	-	7,000.00
		2007 CHEVROLET 1500	-	7,000.00
		2007 CHEVROLET C4500	-	20,000.00
		2008 CHEVROLET 1500	-	8,000.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.		4 COPIERS	-	8,000.00
28. Office equipment, furnishings, and supplies.		6- DESKS WITH CHAIRS \$1000, 2-COMPUTERS \$2500, 10- FILING CABINET \$500,	-	4,000.00
29. Machinery, fixtures, equipment, and supplies used in business.		2007 MANTA RAY \$7000, 4- 2007 DITCH WITCHES \$120,000, 12-2007 PIPEHORNS \$3,600, 1999 FORD F350 \$4,500, 1995 FORD F800 DUMP TRUCK \$2,500, 1999 NISSAN FRONTIER \$3,000, 2002 FORD F150 \$4,500, 2000 FORD RANGER \$1,500, 1998 GMC 1500 \$1,500, 2000 FORD RANGER \$1,500, 2007 TRUCO REEL \$2,000, 2000 BANDIT 200T CHIPPER \$4,000, 1998 FORD F800 BUCKET TRUCK \$6,000	-	161,600.00
		2-2007 ASTEC RT960 PLOWS \$	-	60,000.00
		8-2007 CASE CX26B	-	120,000.00
		3-2007 ASTEC 3238 \$135,000, 4-2007 ASTEC TANK WATER TANK \$8000	-	143,000.00
		3-2007 SULLAIR 185 \$18,000, SULLAIR 184 \$6000	-	24,000.00
		6-2007 CASE 580M	-	180,000.00
		3-2007 CASE CX36B	-	45,000.00
		3-2007 CASE CX36B	-	45,000.00
		1995 VERMEER CHIPPER \$8000, 2007 VERMEER D7X11 \$18000, 2007 VERMEER DCI \$4000, 2007 VERMEER MIXER WATER TANK \$2000, 2007 LONE WOLF EQUIPMENT \$1500	-	33,500.00
		Sub-Total >		899,100.00
		(Total of this page)		

Sheet 3 of 4 continuation sheets attached
to the Schedule of Personal Property

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON O N E	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
		2007 VERMEER D7X11	-	18,000.00
		3-2007 DITCH WITCH 950T PLOW \$105,000, 6-2007 DITCH WITCH SUBSITE \$12000	-	117,000.00
		6-2007 ECONOLINE EQUIPMENT E.B. \$24000, 3-2007 ECONOLINE EQUIPMENT A.B. \$12000	-	36,000.00
		3- ECONOLINE EQUIPMENT A.B \$12000, 6-2007 ECONOLINE EQUIPMENT E.B. \$24000, 8-2007 BRIDLE BRT-90 REEL \$24000	-	60,000.00
		4-2007 BRIDLE POLE	-	24,000.00
		2-2000 FORD F700 \$30000, 2-2001 INTERNATIONAL \$40000,	-	70,000.00
		2000 STERLING DUMP	-	18,000.00
		2007 TOYOTA HINO 268 WATER	-	15,000.00
		2007 TOYOTA HINO 268 WATER	-	15,000.00
		2007 TOYOTA HINO 268 WATER	-	15,000.00
		2007 TOYOTA HINO 268 WATER	-	15,000.00
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			

Sub-Total > **403,000.00**
(Total of this page)
Total > **1,687,850.00**

Sheet 4 of 4 continuation sheets attached
to the Schedule of Personal Property

(Report also on Summary of Schedules)

In re **MIDSOUTH UTILITY GROUP, INC.**

Case No. _____

Debtor

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 a creditor, 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). 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" 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" 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.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community H W J C	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. xxxxx-xxxxxxx4298 BB & T PO BOX 580155 Charlotte, NC 28258-0155	X	-				60,000.00	23,037.78
						83,037.78	23,037.78
Account No. xxx-x7118 Capital Leasing & Finance P O Box 41828 Nashville, TN 37204	X	-				161,600.00	0.00
						45,313.42	0.00
Account No. xxxx5011 CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	X	-				60,000.00	361,740.08
						421,740.08	361,740.08
Account No. xxxx5012 CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	X	-				120,000.00	54,805.62
						174,805.62	54,805.62
Subtotal						724,896.90	439,583.48
(Total of this page)							

8 continuation sheets attached

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No. xxxx5013 CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	X -						
		3-2007 ASTEC 3238 \$135,000, 4-2007 ASTEC TANK WATER TANK \$8000					
		Value \$ 143,000.00				443,829.16	300,829.16
Account No. xxxx5014 CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	X -						
		3-2007 SULLAIR 185 \$18,000, SULLAIR 184 \$6000					
		Value \$ 24,000.00				46,762.82	22,762.82
Account No. xxxx5015 CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	X -						
		6-2007 CASE 580M					
		Value \$ 180,000.00				228,486.43	48,486.43
Account No. xxxx5016 CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	X -						
		3-2007 CASE CX36B					
		Value \$ 45,000.00				56,862.35	11,862.35
Account No. xxxx5017 CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170	X -						
		3-2007 CASE CX36B					
		Value \$ 45,000.00				56,591.97	11,591.97
Subtotal (Total of this page)						832,532.73	395,532.73

Sheet 1 of 8 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No. xxxxxx0-001 GE Capital P O Box 6229 Carol Stream, IL 60197-6229	X -						
		2-2007 CHEVROLET C4500					
		Value \$ 40,000.00				78,551.23	38,551.23
Account No. xxxxxx2-001 GE Capital P O Box 6229 Carol Stream, IL 60197-6229	X -						
		1995 VERMEER CHIPPER \$8000, 2007 VERMEER D7X11 \$18000, 2007 VERMEER DCI \$4000, 2007 VERMEER MIXER WATER TANK \$2000, 2007 LONE WOLF EQUIPMENT \$1500					
		Value \$ 33,500.00				100,072.29	66,572.29
Account No. xxxxxx2-002 GE Capital P O Box 6229 Carol Stream, IL 60197-6229	X -						
		2007 VERMEER D7X11					
		Value \$ 18,000.00				44,000.00	26,000.00
Account No. xxx-xxxxxx7-000 GE Capital P O Box 6229 Carol Stream, IL 60197-6229	X -						
		3-2007 DITCH WITCH 950T PLOW \$105,000, 6-2007 DITCH WITCH SUBSITE \$12000					
		Value \$ 117,000.00				166,462.07	49,462.07
Account No. xxx-xxxxxx3-000 GE Capital P O Box 6229 Carol Stream, IL 60197-6229	X -						
		6-2007 ECONOLINE EQUIPMENT E.B. \$24000, 3-2007 ECONOLINE EQUIPMENT A.B. \$12000					
		Value \$ 36,000.00				39,709.64	3,709.64
Subtotal (Total of this page)						428,795.23	184,295.23

Sheet 2 of 8 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. xxx-xxxxx8-000 GE Capital P O Box 6229 Carol Stream, IL 60197-6229	X	-	3- ECONOLINE EQUIPMENT A.B \$12000, 6-2007 ECONOLINE EQUIPMENT E.B. \$24000, 8-2007 BRIDLE BRT-90 REEL \$24000					
Value \$			60,000.00	74,079.56	14,079.56			
Account No. xxx-xxxxx2-000 GE Capital P O Box 6229 Carol Stream, IL 60197-6229	X	-	4-2007 BRIDLE POLE					
Value \$			24,000.00	33,710.30	9,710.30			
Account No. xxx-xxxx-x2250 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X	-	2006 CHEVROLET 2500					
Value \$			8,000.00	17,443.54	9,443.54			
Account No. xxx-xxxx-x1916 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X	-	2007 CHEVY 1500					
Value \$			7,000.00	10,809.15	3,809.15			
Account No. xxx-xxxx-x3894 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X	-	2007 CHEVROLET 3500					
Value \$			13,000.00	15,404.16	2,404.16			
Subtotal (Total of this page)							151,446.71	39,446.71

Sheet **3** of **8** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No. xxx-xxxx-x3523 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X	-	2007 CHEVROLET 3500					
Value \$ 13,000.00					15,208.39	2,208.39		
Account No. xxx-xxxx-x3812 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X	-	2007 CHEVROLET 1500					
Value \$ 7,000.00					10,804.36	3,804.36		
Account No. xxx-xxxx-x3786 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X	-	2007 CHEVROLET C4500					
Value \$ 20,000.00					22,230.33	2,230.33		
Account No. xxx-xxxx-x2548 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X	-	2007 CHEVROLET 3500					
Value \$ 13,000.00					15,343.25	2,343.25		
Account No. xxx-xxxx-x2552 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X	-	2007 CHEVROLET 3500					
Value \$ 13,000.00					15,185.27	2,185.27		
Subtotal (Total of this page)							78,771.60	12,771.60

Sheet **4** of **8** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C					
Account No. xxx-xxxx-x2558	X	-					
GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932							
						15,535.16	2,535.16
Account No. xxx-xxxx-x9245	X	-					
GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932							
						10,515.00	3,515.00
Account No. xxx-xxxx-x1287	X	-					
GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932							
						15,241.06	2,241.06
Account No. xxx-xxxx-x1294	X	-					
GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932							
						15,298.50	0.00
Account No. xxx-xxxx-x1620	X	-					
GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932							
						15,642.84	8,642.84
Subtotal						72,232.56	16,934.06
(Total of this page)							

Sheet **5** of **8** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No. xxx-xxxx-x1485 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X -		2007 CHEVROLET 3500					
Value \$			13,000.00				15,231.51	2,231.51
Account No. xxx-xxxx-x1499 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X -		2007 CHEVROLET 3500					
Value \$			13,000.00				15,317.45	2,317.45
Account No. xxx-xxxx-x1809 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X -		2007 CHEVROLET 1500					
Value \$			7,000.00				10,795.59	3,795.59
Account No. xxx-xxxx-x1813 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X -		2007 CHEVROLET 1500					
Value \$			7,000.00				10,809.15	3,809.15
Account No. xxx-xxxx-x0983 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X -		2007 CHEVROLET C4500					
Value \$			20,000.00				22,187.95	2,187.95
Subtotal							74,341.65	14,341.65
(Total of this page)								

Sheet 6 of 8 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B T O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No. xxx-xxxx-x5110 GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932	X -					15,554.91	7,554.91
		2008 CHEVROLET 1500					
		Value \$ 8,000.00					
Account No. xxx-xxxxxx9-000 Manifest Funding Svc P O Box 790448 St. Louis, MO 63179-0448	X -					122,693.00	52,693.00
		2-2000 FORD F700 \$30000, 2-2001 INTERNATIONAL \$40000,					
		Value \$ 70,000.00					
Account No. xx6241 MHC 1600 N Corrington Kansas City, MO 65120	X -					15,700.66	0.00
		2000 STERLING DUMP					
		Value \$ 18,000.00					
Account No. xxxxx-xxx-0001 Toyota Motor Credit Corp. Dept. 2431 Carol Stream, IL 60132-2431	X -					30,528.17	15,528.17
		2007 TOYOTA HINO 268 WATER					
		Value \$ 15,000.00					
Account No. xxxxx-xxx-0002 Toyota Motor Credit Corp. Dept. 2431 Carol Stream, IL 60132-2431	X -					30,693.98	15,693.98
		2007 TOYOTA HINO 268 WATER					
		Value \$ 15,000.00					
Subtotal						215,170.72	91,470.06
(Total of this page)							

Sheet **7** of **8** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No. xxxxx-xxx-0001	X -	2007 TOYOTA HINO 268 WATER					
Toyota Motor Credit Corp. Dept. 2431 Carol Stream, IL 60132-2431							
		Value \$				30,693.98	15,693.98
Account No. xxxxx-xxx-0002	X -	2007 TOYOTA HINO 268 WATER					
Toyota Motor Credit Corp. Dept. 2431 Carol Stream, IL 60132-2431							
		Value \$				30,749.25	15,749.25
Account No.							
		Value \$					
Account No.							
		Value \$					
Account No.							
		Value \$					
Subtotal (Total of this page)						61,443.23	31,443.23
Total (Report on Summary of Schedules)						2,639,631.33	1,225,818.75

Sheet **8** of **8** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

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 Doe, 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.

0 continuation sheets attached

In re MIDSOUTH UTILITY GROUP, INC.,
Debtor

Case No. _____

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 claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Air Equipment Corp. 215 West Bridge Drive Pittsburgh, PA 15064		-				21,400.00
Account No. Astec Underground 9600 Corporate Park Drive Loudon, TN 37774		-				82,963.07
Account No. Atlas Copco Lockbox# 6621 Philadelphia, PA 19178-6621		-				5,532.45
Account No. Atmos Energy P. O. Box 841425 Dallas, TX 75284-1425		-				1,810.85
Subtotal (Total of this page)						111,706.37

6 continuation sheets attached

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. xxxxxxxxxx0003								
BB & T 2207 CRESTMOORE ROAD Nashville, TN 37215		-					857,560.00	
Account No.								
Central Locating Service, LTD 6896 Paysphere Circle Chicago, IL 60674		-					23,660.00	
Account No.								
City Of Memphis Attn: Mr. Hughes Memphis, TN 38103		-					5,735.85	
Account No. xxx5008								
CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170		-					128,153.38	
Account No. xxx5009								
CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170		-					62,189.22	
Sheet no. <u>1</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	1,077,298.45

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. CNH Capital-Ditch Witch Dept. CH 10460 Palatine, IL 60055-0460	-					52,377.28
Account No. CNH Capital-Tiger Dept. CH 10460 Palatine, IL 60055-0460	-					5,007.95
Account No. Days Inn Huntsville Airport 102 Arlington Drive Madison, AL 35758	-					11,266.80
Account No. Fastenal Company-Mad/Hunts PO Box 978 Winona, MN 55987	-					2.99
Account No. First TN Bank P O Box 385 Memphis, TN 38101-0385	-					74,630.12
Sheet no. <u>2</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims					Subtotal (Total of this page)	143,285.14

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H u s b a n d, W i f e, J o i n t, o r C o m m u n i t y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Fleet Services P.O. Box 6293 Carol Stream, IL 60197-6293		-					19,558.41	
Account No. Ford Motor Credit Co. P O Box 55000 Dept. 194101 Detroit, MI 48255		-					62,854.76	
Account No. Georgia Underground & Supply 5158-G Kennedy Road Forest Park, GA 30297		-					4,342.15	
Account No. Hayes Pipe Supply, Inc. P O Box 101550 Nashville, TN 37224		-					1,946.00	
Account No. Memphis Light Gas & Water P O Box 430 Memphis, TN 38101-0430		-					30,000.00	
Sheet no. <u>3</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	118,701.32

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. Oldcastle Precast Inc P O Box 402721 Atlanta, GA 30384-2721	-					17,406.47	
Account No. ProMark Utility Locators, Inc. Omaha, NE 68144	-					16,450.00	
Account No. ROBERT & MARY ANN MOORE % GEORGE A MONK, ATTY PO BO 2569 Anniston, AL 36202	-	NOTICE ONLY				0.00	
Account No. CORY, WATSON, CROWDER, DEGARIS, PC 2131 MAGNOLIA AVE STE 200 Birmingham, AL 35205	-	Representing: ROBERT & MARY ANN MOORE				Notice Only	
Account No. RSC Equipment Rental-AL729 P O Box 840514 Dallas, TX 75284-0514	-					2,886.91	
Sheet no. <u>4</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	36,743.38

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Sartain Ford 3300 Hwy. 31 South Decatur, AL 35603		-					948.07	
Account No. Thompson Machinery P O Box 403018 Atlanta, GA 30384-3018		-					10,111.89	
Account No. Trenchless Supply Group P O Box 805 Mountain Grove, MO 65711		-					83,810.61	
Account No. Utilicom Supply Associates, LLC P O Box 865 Clarkston, GA 30021		-					56,200.30	
Account No. Vermeer Alabama, Inc. 4401 Vineland Road, Suite A15 Orlando, FL 32811-7215		-					434.99	
Sheet no. <u>5</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	151,505.86

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
		H W J C					
Account No. Wilson Const. Co. P.O. Box 12059 Olympia, WA 98508-2059		-					4,275.89
Account No.							
Account No.							
Account No.							
Account No.							

Sheet no. 6 of 6 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

4,275.89

Total
(Report on Summary of Schedules)

1,643,516.41

In re MIDSOUTH UTILITY GROUP, INC.

Case No. _____

Debtor

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.
US BANK PO BOX 790448 Saint Louis, MO 63179	LEASE FOR 4 COPIERS-ASSUME TO END OF LEASE.

In re **MIDSOUTH UTILITY GROUP, INC.**

Case No. _____

Debtor

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 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
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	BB & T PO BOX 580155 Charlotte, NC 28258-0155
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	Capital Leasing & Finance P O Box 41828 Nashville, TN 37204
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GE Capital P O Box 6229 Carol Stream, IL 60197-6229
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GE Capital P O Box 6229 Carol Stream, IL 60197-6229
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GE Capital P O Box 6229 Carol Stream, IL 60197-6229

In re **MIDSOUTH UTILITY GROUP, INC.**

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GE Capital P O Box 6229 Carol Stream, IL 60197-6229
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GE Capital P O Box 6229 Carol Stream, IL 60197-6229
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GE Capital P O Box 6229 Carol Stream, IL 60197-6229
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GE Capital P O Box 6229 Carol Stream, IL 60197-6229
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932

In re **MIDSOUTH UTILITY GROUP, INC.**

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	GMAC Payment Processing 2410 Cherhala Blvd Knoxville, TN 37932
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	Manifest Funding Svc P O Box 790448 St. Louis, MO 63179-0448
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	MHC 1600 N Corrington Kansas City, MO 65120
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	Toyota Motor Credit Corp. Dept. 2431 Carol Stream, IL 60132-2431

Sheet 2 of 3 continuation sheets attached to the Schedule of Codebtors

In re MIDSOUTH UTILITY GROUP, INC.,
Debtor

Case No. _____

SCHEDULE H - CODEBTORS
(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	Toyota Motor Credit Corp. Dept. 2431 Carol Stream, IL 60132-2431
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	Toyota Motor Credit Corp. Dept. 2431 Carol Stream, IL 60132-2431
DARRELL KEY 204 PAYTON FARMS LANE Lebanon, TN 37087	Toyota Motor Credit Corp. Dept. 2431 Carol Stream, IL 60132-2431

**United States Bankruptcy Court
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.

Debtor(s)

Case No. _____

Chapter 11

BUSINESS INCOME AND EXPENSES

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:

1. Gross Income For 12 Months Prior to Filing: \$ 7,000,000.00

PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:

2. Gross Monthly Income \$ 250,000.00

PART C - ESTIMATED FUTURE MONTHLY EXPENSES:

3. Net Employee Payroll (Other Than Debtor) \$ 80,000.00

4. Payroll Taxes 20,000.00

5. Unemployment Taxes 10,000.00

6. Worker's Compensation 20,000.00

7. Other Taxes 6,000.00

8. Inventory Purchases (Including raw materials) 0.00

9. Purchase of Feed/Fertilizer/Seed/Spray 0.00

10. Rent (Other than debtor's principal residence) 0.00

11. Utilities 5,000.00

12. Office Expenses and Supplies 3,000.00

13. Repairs and Maintenance 500.00

14. Vehicle Expenses 50,000.00

15. Travel and Entertainment 15,000.00

16. Equipment Rental and Leases 20,000.00

17. Legal/Accounting/Other Professional Fees 20,000.00

18. Insurance 50,000.00

19. Employee Benefits (e.g., pension, medical, etc.) 12,000.00

20. Payments to Be Made Directly By Debtor to Secured Creditors For Pre-Petition Business Debts (Specify):

DESCRIPTION	TOTAL
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21. Other (Specify):

DESCRIPTION	TOTAL
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22. Total Monthly Expenses (Add items 3-21) \$ 311,500.00

PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:

23. AVERAGE NET MONTHLY INCOME (Subtract item 22 from item 2) \$ -61,500.00

**United States Bankruptcy Court
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.

Debtor(s)

Case No. _____

Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the PRESIDENT of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 30 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date March 22, 2010

Signature /s/ DARRELL KEY

**DARRELL KEY
PRESIDENT**

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
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.

Debtor(s)

Case No. _____

Chapter 11

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; 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
\$1,200,000.00	2010 APPROX YTD GROSS INCOME
\$7,000,000.00	2009 APPROX GROSS INCOME
\$12,623,841.00	2008 GROSS SALES PER TAX RETURN
\$13,418,125.00	2007 GROSS SALES PER TAX RETURN

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, or 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
--------	--------

3. Payments to creditors

None *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 (*) 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 creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
MOST CREDITORS	MOST CREDITORS ARE APPROX 2 MONTHS BEHIND	\$0.00	\$0.00

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

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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4. Suits and administrative proceedings, executions, garnishments and attachments

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

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
ROBERT L. MOORE & MARY ANN MOORE vs DEBTOR & ADAM CHAMPION	BEING SUED FOR INJURIES FROM WRECK	CIRCUIT COURT OF CALHOUN COUNTY, AL	PENDING

CASE # CV-2009-00003900

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

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

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

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
Ford Motor Credit Co. P O Box 55000 Dept. 194101 Detroit, MI 48255		2 FORD F650 \$48000.00 2 FORD F550 \$48000.00
CNH Capital P O Box 72470170 Philadelphia, PA 19170-0170		6- ASTEC PLOWS \$180,000.00 HYUNDIA 360 LC-7 \$100,000.00 ALLIED HAMMER \$20,000.00 HYUNDIA R210LC-7 \$50,000.00

6. Assignments and receiverships

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

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

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

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

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

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

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

- None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the 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
LEFKOVITZ & LEFKOVITZ 618 CHURCH ST., #410 NASHVILLE, TN 37219-2321		\$7,500.00

10. Other transfers

- None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

- None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

- None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

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

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

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

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

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

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

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

NAME

17. Environmental Information.

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

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

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

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

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

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF
GOVERNMENTAL UNIT

DOCKET NUMBER

STATUS OR DISPOSITION

18 . Nature, location and name of business

None



a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **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
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None



b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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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 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 **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
JAMES BRYANT, CPA
401 W MAIN ST
STE 205
Lebanon, TN 37087

DATES SERVICES RENDERED
TAXES ONLY 2007- PRESENT

TERRY HORNE, CPA
732 WEST MAIN STREET
Lebanon, TN 37087

2002-2006 TAXES ONLY

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	ADDRESS	DATES SERVICES RENDERED
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None



c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME ADDRESS

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

NAME AND ADDRESS DATE ISSUED

20. Inventories

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

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

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

DATE OF INVENTORY NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY
RECORDS

21. Current Partners, Officers, Directors and Shareholders

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

NAME AND ADDRESS NATURE OF INTEREST PERCENTAGE OF INTEREST

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

NAME AND ADDRESS TITLE NATURE AND PERCENTAGE
OF STOCK OWNERSHIP
DARRELL KEY **PRESIDENT** **100% OWNERSHIP**

22. Former partners, officers, directors and shareholders

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

NAME ADDRESS DATE OF WITHDRAWAL

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

NAME AND ADDRESS TITLE DATE OF TERMINATION

23. Withdrawals from a partnership or distributions by a corporation

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

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

24. Tax Consolidation Group.

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

NAME OF PARENT CORPORATION

TAXPAYER IDENTIFICATION NUMBER (EIN)

25. Pension Funds.

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

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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 March 22, 2010

Signature /s/ DARRELL KEY
DARRELL KEY
PRESIDENT

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

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
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
DARRELL KEY 204 PAYTON FARMS LN Lebanon, TN 37087	100% OWNERSHIP		PRESIDENT

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date March 22, 2010

Signature /s/ DARRELL KEY
**DARRELL KEY
PRESIDENT**

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
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.

Debtor(s)

Case No. _____

Chapter 11

VERIFICATION OF CREDITOR MATRIX

I, the PRESIDENT of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: March 22, 2010

/s/ DARRELL KEY

DARRELL KEY/PRESIDENT

Signer/Title

**United States Bankruptcy Court
Middle District of Tennessee**

In re MIDSOUTH UTILITY GROUP, INC.

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for MIDSOUTH UTILITY GROUP, INC. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

March 22, 2010

Date

/s/ Steven L. Lefkovitz

Steven L. Lefkovitz 5953

Signature of Attorney or Litigant

Counsel for MIDSOUTH UTILITY GROUP, INC.

LEFKOVITZ & LEFKOVITZ

618 CHURCH ST., #410

NASHVILLE, TN 37219-2321

615-256-8300 Fax:615-255-4516

slefkovitz@lefkovitz.com