

United States Bankruptcy Court

Middle District of Tennessee

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): KODI KLIP CORPORATION	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) 56-2496695	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): 314 SOUTH CUMBERLAND STREET Lebanon, TN <div style="text-align: right;">ZIP Code 37087</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
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): <div style="text-align: right;">ZIP Code</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input 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 \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000	
Estimated Assets <input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

Voluntary Petition

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

Name of Debtor(s):

KODI KLIP CORPORATION**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:

Exhibit A

(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.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

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).

X

Signature of Attorney for Debtor(s)

(Date)

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):

KODI KLIP CORPORATION**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 Attorney*

X /s/ Robert L. Scruggs _____
Signature of Attorney for Debtor(s)

Robert L. Scruggs 010604

Printed Name of Attorney for Debtor(s)

Robert L. Scruggs, Attorney

Firm Name

**2525 21st Avenue South
Nashville, TN 37212**

Address

Email: bankruptcy@scruggs-law.com

615-309-7090 Fax: 615-309-7046

Telephone Number

June 1, 2012

Date

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ JON KODI _____
Signature of Authorized Individual

JON KODI

Printed Name of Authorized Individual

PRESIDENT

Title of Authorized Individual

June 1, 2012

Date

Signature of a Foreign Representative

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

(Check only one box.)

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

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

United States Bankruptcy Court
Middle District of Tennessee

In re **KODI KLIP CORPORATION**

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) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
BROOKSTONE USA INC 89 SUMMIT AVE 2ND FL Summit, NJ 07901	BROOKSTONE USA INC 89 SUMMIT AVE 2ND FL Summit, NJ 07901			250,000.00
BURCH HOUSE, GP 102 WOODMONT BLVD STE 500 Nashville, TN 37215	BURCH HOUSE, GP 102 WOODMONT BLVD STE 500 Nashville, TN 37215			243,710.00
DOUGLAS J CAHILL 1040 CHANCERY LANE Nashville, TN 37215	DOUGLAS J CAHILL 1040 CHANCERY LANE Nashville, TN 37215			50,000.00
GRAYMAR INVESTORS PARTNERSHIP 411 GREAT CIRCLE RD Nashville, TN 37228	GRAYMAR INVESTORS PARTNERSHIP 411 GREAT CIRCLE RD Nashville, TN 37228			50,000.00
GRAYMAR INVESTORS PARTNERSHIP 411 GREAT CIRCLE RD Nashville, TN 37228	GRAYMAR INVESTORS PARTNERSHIP 411 GREAT CIRCLE RD Nashville, TN 37228			50,000.00
GRAYMAR INVESTORS PARTNERSHIP 411 GREAT CIRCLE RD Nashville, TN 37228	GRAYMAR INVESTORS PARTNERSHIP 411 GREAT CIRCLE RD Nashville, TN 37228			100,000.00
HOPEDENE VENTURES, LLC 150 STRAFFORD AVE STE 220 Wayne, PA 19087	HOPEDENE VENTURES, LLC 150 STRAFFORD AVE STE 220 Wayne, PA 19087			50,000.00
JAMES A WEBB III 110 DUNHAM SPRINGS LANE Nashville, TN 37205	JAMES A WEBB III 110 DUNHAM SPRINGS LANE Nashville, TN 37205			50,000.00
LEE A BEAMAN 1525 BROADWAY Nashville, TN 37203	LEE A BEAMAN 1525 BROADWAY Nashville, TN 37203			234,000.00
MANAR INC - TENNPLASCO DIVISION PO BOX 42007 Middletown, OH 45042	MANAR INC - TENNPLASCO DIVISION PO BOX 42007 Middletown, OH 45042			120,475.06

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
MICHAEL T KANE 316 BEAUMONT RD DEVIN, PA 18333	MICHAEL T KANE 316 BEAUMONT RD DEVIN, PA 18333			100,000.00
MODERN HOLDINGS INC 89 SUMMIT AVE 2ND FL Summit, NJ 07901	MODERN HOLDINGS INC 89 SUMMIT AVE 2ND FL Summit, NJ 07901			250,000.00
OLIVER CARMICHAEL 4330 SNEED RD Nashville, TN 37215	OLIVER CARMICHAEL 4330 SNEED RD Nashville, TN 37215			265,900.00
ROBERT F BROWN 194 MCKENNON BLVD McMinnville, TN 37110	ROBERT F BROWN 194 MCKENNON BLVD McMinnville, TN 37110			60,000.00
SOLIDUS CO LP 4015 HILLSBORO PK STE 214 Nashville, TN 37203	SOLIDUS CO LP 4015 HILLSBORO PK STE 214 Nashville, TN 37203			486,932.00
STELAC SPV VII LLC 598 MADISON AVE, 5TH FL New York, NY 10022	STELAC SPV VII LLC 598 MADISON AVE, 5TH FL New York, NY 10022			500,000.00
STELLAC SPV VIIC LLC 598 MADISON AVE, 5TH FL New York, NY 10022	STELLAC SPV VIIC LLC 598 MADISON AVE, 5TH FL New York, NY 10022			500,000.00
STEPHEN W WARD 1 BLACKBERRY RD Nashville, TN 37215	STEPHEN W WARD 1 BLACKBERRY RD Nashville, TN 37215			50,000.00
THEOPHILUS & GRACE EGBUJOR TEN ENT 9050 SPLIT LOG RD Brentwood, TN 37027	THEOPHILUS & GRACE EGBUJOR TEN ENT 9050 SPLIT LOG RD Brentwood, TN 37027			100,000.00
V DAVIS HUNT 102 WOODMONT BLVD STE 500 Nashville, TN 37215	V DAVIS HUNT 102 WOODMONT BLVD STE 500 Nashville, TN 37215			100,000.00

**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 June 1, 2012

Signature /s/ JON KODI
JON KODI
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.

KODI KLIP CORPORATION
314 SOUTH CUMBERLAND STREET
LEBANON TN 37087

ROBERT L. SCRUGGS
ROBERT L. SCRUGGS, ATTORNEY
2525 21ST AVENUE SOUTH
NASHVILLE, TN 37212

ANTHONY S JOHNSTON
404 JACKSON BLVD
NASHVILLE TN 37205

ARTHUR B LAFFER
2909 POSTON AVE 2ND FL
NASHVILLE TN 37203

ARTHUR W MCWILLIAMS
1109 TYNE BLVD
NASHVILLE TN 37220

ARTHUR W MCWILLIAMS
4560 TROUSDALE DRIVE STE 100
NASHVILLE TN 37204

BROOKSTONE USA INC
89 SUMMIT AVE 2ND FL
SUMMIT NJ 07901

BURCH HOUSE, GP
102 WOODMONT BLVD
STE 500
NASHVILLE TN 37215

DOUGLAS J CAHILL
1040 CHANCERY LANE
NASHVILLE TN 37215

GRAYMAR INVESTORS PARTNERSHIP
411 GREAT CIRCLE RD
NASHVILLE TN 37228

HOPEDENE VENTURES, LLC
150 STRAFFORD AVE STE 220
WAYNE PA 19087

JAMES A WEBB III
110 DUNHAM SPRINGS LANE
NASHVILLE TN 37205

LEE A BEAMAN
1525 BROADWAY
NASHVILLE TN 37203

MANAR INC - TENNPLASCO DIVISION
PO BOX 42007
MIDDLETOWN OH 45042

MICHAEL T KANE
316 BEAUMONT RD
DEVIN PA 18333

MODERN HOLDINGS INC
89 SUMMIT AVE 2ND FL
SUMMIT NJ 07901

OLIVER CARMICHAEL
4330 SNEED RD
NASHVILLE TN 37215

ROBERT F BROWN
194 MCKENNON BLVD
MCMINNVILLE TN 37110

SOLIDUS CO LP
4015 HILLSBORO PK STE 214
NASHVILLE TN 37203

STELAC SPV VII LLC
598 MADISON AVE, 5TH FL
NEW YORK NY 10022

STELLAC SPV VIIC LLC
598 MADISON AVE, 5TH FL
NEW YORK NY 10022

STEPHEN W WARD
1 BLACKBERRY RD
NASHVILLE TN 37215

THEOPHILUS & GRACE EGBUJOR TEN ENT
9050 SPLIT LOG RD
BRENTWOOD TN 37027

V DAVIS HUNT
102 WOODMONT BLVD STE 500
NASHVILLE TN 37215

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

In re **KODI KLIP CORPORATION**

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 **KODI KLIP CORPORATION** 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*]

June 1, 2012

Date

/s/ Robert L. Scruggs

Robert L. Scruggs

Signature of Attorney or Litigant

Counsel for **KODI KLIP CORPORATION**

Robert L. Scruggs, Attorney

2525 21st Avenue South

Nashville, TN 37212

615-309-7090 Fax: 615-309-7046

bankruptcy@scruggs-law.com