

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): XSB, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): FKA SERVE Holdings, LLC	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./Complete EIN or other Tax ID No. (if more than one, state all) 27-0039208	Last four digits of Soc. Sec./Complete EIN or other Tax ID No. (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 6074 Apple Tree Drive Memphis, TN ZIP Code 38115-2699	Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: Shelby	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP Code	Mailing Address of Joint Debtor (if different from street address): ZIP Code

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 <hr/> Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input 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. 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									
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000
<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"/>

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

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

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): XSB, LLC
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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.

Statement 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.

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

Name of Debtor(s):
XSB, LLC

Signatures

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

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

X _____
 Signature of Debtor

X _____
 Signature of Joint Debtor

 Telephone Number (If not represented by attorney)

 Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X _____
 Signature of Foreign Representative

 Printed Name of Foreign Representative

 Date

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

 Address

X _____
 Date

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

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

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

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

Signature of Attorney

X /s/ James E. Bailey III _____
 Signature of Attorney for Debtor(s)

James E. Bailey III (015979) _____
 Printed Name of Attorney for Debtor(s)

Farris Mathew Branam Bobango & Hellen PLC _____
 Firm Name

**One Commerce Square
 Suite 2000
 Memphis, TN 38103** _____
 Address

901-259-7100 _____
 Telephone Number

December 19, 2007 _____
 Date

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/ Clarence A. Mitchell, III _____
 Signature of Authorized Individual

Clarence A. Mitchell, III _____
 Printed Name of Authorized Individual

Chief Manager _____
 Title of Authorized Individual

December 19, 2007 _____
 Date

Al Laffoon, Manager, Jackson City, TN
101 E. Main Street, Ste 101
Jackson, TN 38302

Alco Products, Inc.
2480 Southgate Blvd
PO Box 1531
Murfreesboro, TN 37133-1531

Apparel Pier
6161 Old Hickory Blvd.
Whites Creek, TN 37189

Arkansas Western Gas
533 N. 10th
Blytheville, AR 72315

AT&T 6135,6140
PO Box 105262
Atlanta, GA 30348-5262

AT&T Multi-Line
85 Annex
Atlanta, GA 30385-0001

Atmos Energy
PO Box 9001949
Louisville, KY 40290-1949

B. & M. Marquez, Blazing Saddles, LLC
c/o of First Place Bank
75 Executive Drive, Suite D
Carmel, IN 46032

Board of Public Utilities
PO Box 460
Paris, TN 38242-0460

Captain D's Inc
Becky Brown
1717 Elm Hill Pike, Suite A1
Nashville, TN 37210

Cintas #904
3865 Industrial Drive
Paducah, KY 42001

Cintas Corp #650
PO Box 709
Searcy, AR 72145-0709

Cintas Corp.
5425 Mineral Wells Road
Memphis, TN 38141-8307

City of Bartlett - Tax Dept.
6400 Stage Road
PO Box 341148
Memphis, TN 38184-1148

City of Blytheville
City Collector's Office
124 West Walnut Street
Blytheville, AR 72315

City of Dyersburg, TN
PO Box 1358
Dyersburg, TN 38025-1358

Coleman Etter Fontaine
Attn: 1690 Union Ave/David Schultz
651 Oakleaf Office Lane
Memphis, TN 38117

Collector, Dyersburg City, TN
425 W. Court Street
Dyersburg, TN 38024

Covington City Tax Collector
PO Box 768
Covington, TN 38019

Covington Gas, Water & Sewer Dept.
PO Box 768
Covington, TN 38019-0768

Cozart Family, LLC
Attn: Suzanne Flynn
101 Balfour Drive
Charleston, SC 29492-8042

CREX-McCommon, LLC
1880 Meadow Lane
Walnut Creek, CA 94595

DHL Express Inc
PO Box 504266
Saint Louis, MO 63150-4266

Dyersburg Electric System
PO Box 664
Dyersburg, TN 38025-0664

Dyersburg Gas and Water Dept.
PO Box 1358
Dyersburg, TN 38025-1358

Eden Friedman
331 S. Yates Road
Memphis, TN 38120

Entergy 8101
PO Box 8105
Baton Rouge, LA 70891-8105

First Tennessee Bank
Commercial Account
PO Box 31
Memphis, TN 38101-0031

GMAC
PO Box 9001946
Louisville, KY 40298-1948

Holmes Services
5301 US Highway 51 N.
Memphis, TN 38127-1931

Horne LLP
1801 West End Ave., Suite 800
Nashville, TN 37203-2550

Impact Marketing LLC
690 Superkins Road
Memphis, TN 38117

J. Douglas Wright Jr.
4024 Sunnybrook Drive
Nashville, TN 37205

Jesus Lucero
First Place Bank
24725 W. 12th Mile Road
Southfield, MI 48034-5006

Katherine Arnold
5697 Keith Avenue
Oakland, CA 94618

Martin and Gloria Winer
215 N. Oakhurst Drive
Beverly Hills, CA 90210

MCI Small Business Service
PO Box 17890
Denver, CO 80217-0890

Memphis Light Gas & Water
PO Box 388
Memphis, TN 38145-0388

Nexair LLC
PO Box 125
Memphis, TN 38101-0125

Nuckles & Son Plumbing, Septic
PO Box 568
Jonesboro, AR 72403

Paris-Henry County Public Utility Distri
PO Box 309
Paris, TN 38242

Pyramid Interiors Distributors
PO Box 181058
Memphis, TN 38181-1058

Rachel's Flowers and Gifts
2486 Poplar Avenue
Memphis, TN 38112-3716

Rene and Danny Bardales
15064 Laurel Lane
Lake Elsinore, CA 92530

Right Cartridge
7946 Cairo Bend Road
Lebanon, TN 37087

Second Blessings LLC
Raymond Gail
11980 Red Hill Ave.
Santa Ana, CA 92705

SMPO Development LLC
5858 Ridgeway Center Pkwy
Memphis, TN 38120

South Central Sound
PO Box 633502
Cincinnati, OH 45263-3502

Sprint
PO Box 660092
Dallas, TX 75266-0092

Sprint 6023, 6021
PO Box 660075
Dallas, TX 75266-0075

Swisher Hygiene Franchisee Trust
PO Box 473526
Charlotte, NC 28247-3526

Tri-County Electric Cooperative, Inc.
3906 West Broadway
PO Box 309
Mount Vernon, IL 62864-0008

Tucel Industries, Inc.
PO Box 146
Forest Dale, VT 05745

Union City Electric System
312 North Division Street
Union City, TN 38261

Verizon Wireless
PO Box 660108
Dallas, TX 75266-0108

Wausau Signature Agency-ACH
314 Centerville Drive, Suite 290
Brentwood, TN 37027

West Memphis Utilities
PO Box 1868
West Memphis, AR 72303-1868

Wilport LLC
208 Karsh Street
Beaufort, NC 28516