B 1 (Official Form 1) (1/08)

United States Bankruptcy Court
Eastern District of Texas

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):	Name of Joint Debtor (Spouse) (Last, First, Middle):
Shell Plant Farm, Inc.	
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 Indvidual-Taxpayer I.D. (ITIN) No./Complete EIN(if more than one, state all): **6768**	Last four digits of Soc. Sec. or Indvidual-Taxpayer I.D. (ITIN) No./Complete EIN(if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): **2680 North 11st Street Beaumont, Texas** ZIP CODE **77703**	Street Address of Joint Debtor (No. & Street, City, and State): ZIP CODE
County of Residence or of the Principal Place of Business: **Jefferson**	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):
2680 N. 11th Street Beaumont, Texas ZIP CODE **77703**

Type of Debtor (Form of Organization) (Check **one** box.)

- ☐ Individual (includes Joint Debtors) *See Exhibit D on page 2 of this form.*
- ☑ Corporation (includes LLC and LLP)
- ☐ Partnership
- ☐ 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)

- ☐ Health Care Business
- ☐ Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)
- ☐ Railroad
- ☐ Stockbroker
- ☐ Commodity Broker
- ☐ Clearing Bank
- ☑ Other

Tax-Exempt Entity (Check box, if applicable)

- ☐ 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)

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11
- ☐ Chapter 12
- ☐ Chapter 13
- ☐ Chapter 15 Petition for Recognition of a Foreign Main Proceeding
- ☐ Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Nature of Debts (Check one box)

- ☐ 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."
- ☑ Debts are primarily business debts.

Filing Fee (Check one box)

- ☑ Full Filing Fee attached
- ☐ 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.
- ☐ 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:

- ☐ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
- ☑ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).

Check if:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $2,190,000.

Check all applicable boxes

- ☐ A plan is being filed with this petition
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information

- ☑ 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.

THIS SPACE IS FOR COURT USE ONLY

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

Estimated Assets

☐ $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	☐ More than $1 billion

Estimated Liabilities

☐ $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	☐ More than $1 billion

Voluntary Petition *(This page must be completed and filed in every case)*	Name of Debtor(s): **Shell Plant Farm, Inc.**

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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

X **Not Applicable**

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):
Shell Plant Farm, 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 **Not Applicable**
Signature of Debtor

X **Not Applicable**
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 § 1515 of title 11 are attached.

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

X **Not Applicable**
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Attorney

X Floyd A. Landrey
Signature of Attorney for Debtor(s)

Floyd A. Landrey Bar No. 11866000
Printed Name of Attorney for Debtor(s) / Bar No.

Moore Landrey, L.L.P.
Firm Name

390 Park Street, Suite 500 Beaumont, Texas 77701
Address

(409) 835-3891 **(409) 835-2707**
Telephone Number

9-4-2008
Date

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

Signature of Non-Attorney 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.

Not Applicable
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 **Not Applicable**

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

X Roy D. Henslee
Signature of Authorized Individual

Roy D. Henslee
Printed Name of Authorized Individual

President
Title of Authorized Individual

9-4-2008
Date

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

In re: Shell Plant Farm, Inc. , Debtor

Case No. _____ (If known)

SCHEDULE A - REAL PROPERTY

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
Three tracts of property situated in the A. Williams Survey, Abstract 385, Beaumont, Jefferson County, Texas: Tract 75-A containing 3.3864 acres; Tract 75-B containing 1.2948 acre; and Tract 75-C containing 1.2948 acre.	Fee Owner		$ 161,160.00	$ 87,649.45
		Total ➤	$ 161,160.00	

(Report also on Summary of Schedules.)

B6B (Official Form 6B) (12/07)

In re Shell Plant Farm, Inc. , Debtor

Case No. _____ (If known)

SCHEDULE B - PERSONAL PROPERTY

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH-OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand		**Cash in store, 2680 N. 11th St., Beaumont, TX 77703**		**952.00**
Cash on hand		**Cash Register Drawers, 2680 N. 11th St., Beaumont, TX 77703**		**900.00**
Cash on hand		**Petty Cash, 2680 N. 11th St., Beaumont, TX 77703**		**400.00**
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.		**Checking account at Capital One Bank, Calder Banking Center, 700 Calder, Beaumont, TX ; Acct. No. XXXXXX4715**		**1,079.46**
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.		**Checking account at Guaranty Bank, 2635 IH 10 E., Beaumont, TX; Acct. #XX-XXX4938**		**180.06**
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.		**Checking account at Wachovia, 4175 Phelan Blvd., Beaumont, TX; Acct. #XXXXXXXXX2232**		**512.57**
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.		**Checking Account at Wells Fargo, N.A., Golden Triangle Business Banking, 8245 Gladys Ave., Beaumont,TX; Acct. No. XXX-XXX3281**		**1,107.29**
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.		**Books at 2680 N. 11th St., Beaumont, TX**		**500.00**
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			

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

In re Shell Plant Farm, Inc. , Debtor

Case No. _____ (If known)

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
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.		**Accounts receivable are due from 4 customers of which the largest amount due from any one customer is Beaumont Tower Venture for $836.78.**		**1,823.15**
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			
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.		**2001 Isuzu truck at 2680 N. 11th St., Beaumont, TX**		**22,700.00**

In re Shell Plant Farm, Inc. , Debtor

Case No. _____ (If known)

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITH-OUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Computers, printers and copy machine at 2680 N. 11th St., Beaumont, TX		4,500.00
Office equipment, furnishings, and supplies.		Office furnishings at 2680 N. 11th St., Beaumont, TX		6,000.00
Office equipment, furnishings, and supplies.		Office supplies at 2680 N. 11th St., Beaumont, TX		3,000.00
29. Machinery, fixtures, equipment and supplies used in business.	X			
30. Inventory.		Annual plants at 2680 N. 11th St., Beaumont, TX		8,675.56
Inventory.		Cokes and water at 2680 N. 11th St., Beaumont, TX		32.19
Inventory.		Giftware at 2680 N. 11th St., Beaumont, TX		3,910.29
Inventory.		Ground cover at 2680 N. 11th St., Beaumont, TX		2,153.51
Inventory.		Hanging baskets at 2680 N. 11th St., Beaumont, TX		668.00
Inventory.		Hard good at 2680 N. 11th St., Beaumont, TX		31,155.13
Inventory.		Herbs and vegetables at 2680 N. 11th St., Beaumont, TX		293.63
Inventory.		Landscape Non-plant items at 2680 N. 11th St., Beaumont, TX		6,709.90
Inventory.		Outdoor living items at 2680 N. 11th St., Beaumont, TX		14,545.94
Inventory.		Pottery at 2680 N. 11th St., Beaumont, TX		13,337.05
Inventory.		Prenennials at 2680 N. 11th St., Beaumont, TX		6,908.07
Inventory.		Roses at 2680 N. 11th St., Beaumont, TX		1,470.90
Inventory.		Sand at 2680 N. 11th St., Beaumont, TX		85.00
Inventory.		Seasonal non-plant at 2680 N. 11th St., Beaumont, TX		962.42
Inventory.		Seeds and bulbs at 2680 N. 11th St., Beaumont, TX		1,393.52
Inventory.		Shrubs at 2680 N. 11th St., Beaumont, TX		8,136.97
Inventory.		Soil mix at 2680 N. 11th St., Beaumont, TX		1,366.71
Inventory.		Trees at 2680 N. 11th St., Beaumont, TX		3,856.55
Inventory.		Tropical plants at 2680 N. 11th St., Beaumont, TX		3,158.44
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			

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

In re Shell Plant Farm, Inc. Case No. _____
Debtor (If known)

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	NONE	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY, WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
33. Farming equipment and implements.		**Blower, Weed eater and misc items at 2680 N. 11th St., Beaumont, TX**		**1,500.00**
Farming equipment and implements.		**Dixie Chopper Mower at 2680 N. 11th St., Beaumont, TX**		**7,000.00**
Farming equipment and implements.		**Fuller at 2680 N. 11th St., Beaumont, TX**		**4,500.00**
Farming equipment and implements.		**John Deer Gator at 2680 N. 11th St., Beaumont, TX**		**2,000.00**
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			
		3 continuation sheets attached	Total ➢	**$ 167,474.31**

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

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

In re Shell Plant Farm, Inc. , Debtor

Case No. _____ (If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

☐ 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 AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. 95382740-09 U.S. Small Business Administration 10373 Gateway West, #300 El Paso, TX 79935	X		02/18/2006 Deed of Trust Secured on three tracts of real property in the A. Williams Survey, Abt. 385, Beaumont, Jefferson County, TX; SBA Disaster Loan after Hurricane Rita in Sept. 2005. These same three tracts also secure the loan at Wells Fargo Bank which is valued at $161,160.00. VALUE: see below				433,511.37	360,000.82
ACCOUNT NO. 8082752512 Wells Fargo Bank P. O. Box 659700 San Antonio, TX 78286-0700			01/14/2002 Deed of Trust New building and improvements at 2680 11th Street, Beaumont, TX; secured by three tracts of real property in the A. Williams Survey, Abt. 385, Beaumont, Jefferson County, TX. Roy and Kim Henslee are guarantors on this Note. VALUE $161,160.00				87,649.45	0.00

0 continuation sheets attached

Subtotal ➢ (Total of this page)	$ 521,160.82	$ 360,000.82
Total ➢ (Use only on last page)	$ 521,160.82	$ 360,000.82

(Report also on Summary of Schedules)

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

B6E (Official Form 6E) (12/07)

In re Shell Plant Farm, Inc. Debtor

Case No. _____ (If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

☑ 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.

1 continuation sheets attached

B6E (Official Form 6E) (12/07) – Cont.

In re Shell Plant Farm, Inc., Debtor

Case No. _____ (If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (*See instructions above.*)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.									

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

Subtotals ➢ (Totals of this page)	$ 0.00	$ 0.00	$ 0.00
Total ➢ (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)	$ 0.00		
Total ➢ (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)		$ 0.00	$ 0.00

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

In re Shell Plant Farm, Inc. Case No. _____
Debtor (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

☐ 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.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 3L Printing 2550 E. Lucas Beaumont, TX 77703			06/30/2008 Office supplies				221.25
ACCOUNT NO. 170164127200000 AT&T Yellow Pages P. O. Box 630052 Dallas, TX 75263-0052			05/18/2008 Advertising in yellow pages				212.00
ACCOUNT NO. 10059 Ball Seed Co. 622 Town Road West Chicago, IL 60185			6/4/08; 6/25/08 Plugs; seeds.				3,472.80
ACCOUNT NO. SHEPF1 Berger Horticultural Products 121, R.R.#1 St. Modeste, QC, Canada GOL-3WO			01/24/2008 Hard goods - Inventory				8,255.35
ACCOUNT NO. TSHE200 BWI of Texarkana P. O. Box 5968 Texarkana, TX 75505			4/10/08/ 7/31/08 Hard goods				6,400.91

5 Continuation sheets attached

Subtotal ➢ $ 18,562.31

Total ➢ $

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

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

In re Shell Plant Farm, Inc. Case No. _____
Debtor (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Country Pines Nursery P. O. Box 99 Forest Hill, LA 71430			4/1/08; 5/1/08 Plants, shrubs				7,367.00
ACCOUNT NO. Darby's Greehouse Rt. 5, Box 323 Jacksonville, TX 75766			4/5/08; 4/30/08 Annual plants				6,265.55
ACCOUNT NO. Elliot's Agri Service P. O. Box 959 Pineland, TX 75968			6/4/08; 6/25/08 Soil				2,668.84
ACCOUNT NO. 4407074 Ferry Morse Seed Company P. O. Box 933950 Altanta, GA 31193-3950			9/4/07; 8/12/08 Seeds				1,907.40
ACCOUNT NO. SHELTX Gro Source 119-B Great Road Bedford, MA 01730			3/28/08; 6/30/08 Plants				6,621.13

Sheet no. 1 of 5 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal ➢ $ 24,829.92

Total ➢ $

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

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

In re Shell Plant Farm, Inc. Case No. _____
Debtor (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Heritage Galerie 3601 S. Sanford Ave. Sanford, FL 32773			08/05/2008 Outdoor living items				92.49
ACCOUNT NO. SHELPLA Hope Agri Products of Texas P. O. Box 1271 Hope, AR 71802			5/20/08 Landscape - non-plants				2,457.70
ACCOUNT NO. Isaacs Glove Co. 2300 W. Park Place Blvd., Ste 150 Stone Mountain, GA 30087			04/15/2008 Gloves				205.03
ACCOUNT NO. 138286 John Henry 75 Remittance Dr., Ste 3111 Chicago, IL 60675			5/9/2008; 7/31/2008 Tags				233.49
ACCOUNT NO. 4325 M & D Supply 4580 College Street Beaumont, TX 77707			03/31/2008 Equipment repairs				52.10

Sheet no. 2 of 5 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal ➢ $ 3,040.81

Total ➢ $

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

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

In re Shell Plant Farm, Inc. Debtor

Case No. _____ (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Michael Carr Designs 401 Windsor Way Canton, GA 30115			05/29/2008 Outdoor living items				526.95
ACCOUNT NO. 23431 QMT Associates, Inc. P. O. Box 823 Manassas Park, VA 20113			06/11/2008 Outdoor living items				788.72
ACCOUNT NO. Roy and Kim Henslee 2705 N. 10th Street Beaumont, TX 77703			1/1993 to 8/2008 Loans over the past fifteen (15) years to the corporation -- creditors are insiders.				98,800.54
ACCOUNT NO. SHEL100 San Jacinto Environmental Supplies 2221 W. 32th Street Houston, TX 77018			4/4/08; 7/31/08 Hard goods				1,264.27
ACCOUNT NO. Sherry Shell 70 Lamplighter Lumberton, TX 77657			01/15/2008 Loan				15,000.00

Sheet no. 3 of 5 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal ➢ $ 116,380.48

Total ➢ $

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

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

In re Shell Plant Farm, Inc. Case No. _____
Debtor (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Spring Mountain Water P. O. Box 21038 Beaumont, TX 77720-1038			7/1/2008; 7/29/2008; 8/1/2008				213.08
ACCOUNT NO. Standard Coffee P. O. Box 974860 Dallas, TX 75397-4860			6/10/20008; 7/28/2008				294.71
ACCOUNT NO. 2185 Sturon Nursery 15801 SW 216th St. Miami, FL 33170			04/24/2008 Tropical plants				2,070.00
ACCOUNT NO. Weeks Wholesale Rose Grower P. O. Box 51628 Los Angeles, CA 90051-5928			04/30/2008 Finance charge on old account				96.23
ACCOUNT NO. 5474640230730319 Wells Fargo Business Direct P. O. Box 54349 Los Angeles, CA 90054-0349			8/2006 to 8/2008 Line of credit				92,612.87

Sheet no. 4 of 5 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal ➢ $ 95,286.89

Total ➢ $

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

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

In re Shell Plant Farm, Inc. Case No. _____
Debtor (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 26751 World Publications P. O. Box 8500 Winter Park, FL 32790-8500			06/01/2008 Hard goods - magazines				10.77

Sheet no. 5 of 5 continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal ➢	$	10.77
Total ➢	$	258,111.18

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

B6G (Official Form 6G) (12/07)

In re: Shell Plant Farm, Inc., Debtor Case No. _____ (If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

☐ 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.
Fdgl Lease P. O. Box 6600 Hagerstown, MD 21740	Credit card machine Debtor is Lessee; Account # 080527052-0318272-000, $108.25 per month. This is an automatic bank draft each month. month to month lease
Pitney Bowes 27 Waterview Drive Shelton, CT 06484-4750	Postage meter - $41.11 per month; Acct. #42846808. Debtor is Lessee. Month to month lease

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

In re: Shell Plant Farm, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE H - CODEBTORS

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Roy and Kim Henslee 2705 N. 10th Street Beaumont, TX 77703	U.S. Small Business Administration 10373 Gateway West, #300 El Paso, TX 79935
Roy and Kim Henslee 2680 N. 11th Street Beaumont, TX 77703	Wells Fargo Bank P. O. Box 659700 San Antonio, TX 78286-0700

B6 Summary (Official Form 6 - Summary) (12/07)

United States Bankruptcy Court
Eastern District of Texas

In re **Shell Plant Farm, 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 also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	YES	1	$ 161,160.00		
B - Personal Property	YES	4	$ 167,474.31		
C - Property Claimed as Exempt	NO				
D - Creditors Holding Secured Claims	YES	1		$ 521,160.82	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	YES	2		$ 0.00	
F - Creditors Holding Unsecured Nonpriority Claims	YES	6		$ 258,111.18	
G - Executory Contracts and Unexpired Leases	YES	1			
H - Codebtors	YES	1			
I - Current Income of Individual Debtor(s)	NO	0			$
J - Current Expenditures of Individual Debtor(s)	NO	0			$
TOTAL		16	$ 328,634.31	$ 779,272.00	

B6 Declaration (Official Form 6 - Declaration) (12/07)

In re Shell Plant Farm, Inc.
Debtor

Case No. _____
(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

(NOT APPLICABLE)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I **Roy D. Henslee**, 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 **16** sheets *(Total shown on summary page plus 1)*, and that they are true and correct to the best of my knowledge, information, and belief.

Date 9-4-2008

Signature: Roy D. Henslee

Roy D. Henslee President
[Print or type name of individual signing on behalf of debtor.]

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

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

UNITED STATES BANKRUPTCY COURT
Eastern District of Texas

In re: **Shell Plant Farm, Inc.** 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:	$ 588,593.26	

PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:

2. Gross Monthly Income:		$ 49,049.44

PART C - ESTIMATED FUTURE MONTHLY EXPENSES:

3. Net Employee Payroll (Other Than Debtor)	$ 10,000.00	
4. Payroll Taxes	2,500.00	
5. Unemployment Taxes	50.00	
6. Worker's Compensation	0.00	
7. Other Taxes	1,500.00	
8. Inventory Purchases (Including raw materials)	12,000.00	
9. Purchase of Feed/Fertilizer/Seed/Spray	0.00	
10. Rent (Other than debtor's principal residence)	0.00	
11. Utilities	1,000.00	
12. Office Expenses and Supplies	200.00	
13. Repairs and Maintenance	100.00	
14. Vehicle Expenses	500.00	
15. Travel and Entertainment	0.00	
16. Equipment Rental and Leases	108.25	
17. Legal/Accounting/Other Professional Fees	0.00	
18. Insurance	677.00	
19. Employee Benefits (e.g., pension, medical, etc.)	0.00	
20. Payments to Be Made Directly By Debtor to Secured Creditors For Pre-Petition Business Debts (Specify): **None**		
21. Other (Specify): **None**		
22. Total Monthly Expenses (Add items 3 - 21)		$ 28,635.25

PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:

23. AVERAGE NET MONTHLY INCOME (Subtract Item 22 from Item 2)		$ 20,414.19

B7 (Official Form 7) (12/07)

UNITED STATES BANKRUPTCY COURT
Eastern District of Texas

In re: **Shell Plant Farm, Inc.**, Debtor

Case No. _____ (If known)

STATEMENT OF FINANCIAL AFFAIRS

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	FISCAL YEAR PERIOD
684,832.69	**Retail sales from business**	**1/1/06 to 12/31/06**
985,441.81	**Retail sales from business**	**1/1/07 to 12/31/07**
431,378.26 est.	**Retail sales from business**	**1/1/08 to 8/31/08**

2. Income other than from employment or operation of business

None ☑ State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD

3. Payments to creditors

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

None ☑ a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than $600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING

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 credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
SEE LIST ATTACHED CONSISTING OF SEVEN (7) PAGES			

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

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

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

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

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

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 ADDRESS OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY

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

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

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 a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Floyd A. Landrey **390 Park Street, Suite 500** **Beaumont, TX 77701**	**June 9, 2008**	**$10,000.00**

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

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' INTEREST IN PROPERTY

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

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

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

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

15. Prior address of debtor

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

ADDRESS	NAME USED	DATES OF OCCUPANCY

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

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

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 the **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 the **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 the **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 business, 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 the **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
Green Thumb Growing, Inc.	**76-0592920**	**2680 N. 11th St. Beaumont, TX 77703**	**Handles payroll for Debtor**	**01/01/1999 09/01/2008**

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

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	DATES SERVICES RENDERED
Shirley McAdams P. O. Box 741 Sour Lake, TX 77659	**1997 to present**

None ☐ b. List all firms or individuals who within **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
Shirley McAdams P. O. Box 741 Sour Lake, TX 77659		**1997 to present**

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
Shell Plant Farm, Inc.	**2680 N. 11th St. Beaumont, TX 77703**

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
Small Business Administration P. O. Box 740192 Atlanta, GA 30374-0192	**10/05/2006**

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)	
07/03/2008	**Roy D. Henslee**	**108,819.78**	**cost**
07/03/2007	**Roy D. Henslee**	**120,068.07**	**cost**
12/31/2007	**Roy D. Hensleee**	**122,730.45**	**cost**

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

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
07/03/2007	**Shirley McAdams P. O. Box 741 Sour Lake, TX 77659**
07/03/2008	**Shirley McAdams P. O. Box 741 Sour Lake, TX 77659**
12/31/2007	**Shirley McAdams P. O. Box 741 Sour Lake, TX 77659**

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
Roy D. Henslee 2680 N. 11th St. Beaumont, TX 77703	**Owner/President**	**100%**

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
Kim C. Henslee 2680 N. 11th St. Beaumont, TX 77703 wife of Roy D. Henslee	**weekly salary**	**$21,6007.57**
Roy D. Henslee 2680 N. 11th St. Beaumont, TX 77703 Owner/President	**weekly salary**	**$41,667.01**
Roy D. Henslee 2680 N. 11th St. Beaumont, TX 77703 Owner/President	**payment on loan**	**$5,000.00**

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)

* * * * * *

[If completed on behalf of a partnership or corporation]

I, declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date 9-4-2008 Signature Roy D. Henslee

Roy D. Henslee, President

Print Name and Title

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

7 continuation sheets attached

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

Shell Plant Farm, Inc.

Transaction List by Vendor

May 21 through September 3, 2008

Type	Date	Name Street1	Name City	Name State	Name Zip	Name Phone #	Amount	
3L Printing								Paid
Bill	6/3/2008	2550 E Lucas	Beaumont	TX	77703	898-0278	-221.25	Ø
Allied Waste Services								
Bill	5/31/2008	PO Box 78829	Phoenix	AZ	85062-8829	724-2371	-245.18	
Bill Pmt -Check	6/18/2008	PO Box 78829	Phoenix	AZ	85062-8829	724-2371	-245.18	
Bill	6/30/2008	PO Box 78829	Phoenix	AZ	85062-8829	724-2371	-250.92	848.76
Bill Pmt -Check	7/21/2008	PO Box 78829	Phoenix	AZ	85062-8829	724-2371	-250.92	
Bill	7/31/2008	PO Box 78829	Phoenix	AZ	85062-8829	724-2371	-352.66	
Bill Pmt -Check	9/3/2008	PO Box 78829	Phoenix	AZ	85062-8829	724-2371	-352.66	
American Express R & S								
Check	6/18/2008	Suite 0001	Chicago	IL	60679-0001		-847.98	
Check	7/21/2008	Suite 0001	Chicago	IL	60679-0001		-168.54	1587.61
Check	9/3/2008	Suite 0001	Chicago	IL	60679-0001		-571.09	
AT&T								
Bill	6/5/2008	PO Box 650516	Dallas	TX	75265-0516	800-924-1743	-478.90	
Bill Pmt -Check	6/18/2008	PO Box 650516	Dallas	TX	75265-0516	800-924-1743	-478.90	
Bill	7/5/2008	PO Box 650516	Dallas	TX	75265-0516	800-924-1743	-505.11	1486.50
Bill Pmt -Check	7/21/2008	PO Box 650516	Dallas	TX	75265-0516	800-924-1743	-505.11	
Bill	8/5/2008	PO Box 650516	Dallas	TX	75265-0516	800-924-1743	-502.49	
Bill Pmt -Check	9/3/2008	PO Box 650516	Dallas	TX	75265-0516	800-924-1743	-502.49	
Atwood Trucking								
Check	6/12/2008					790-3014	-85.00	
Check	6/18/2008					790-3014	-170.00	
Check	6/23/2008					790-3014	-295.00	720.00
Check	7/16/2008					790-3014	-85.00	
Check	7/29/2008					790-3014	-85.00	
Ball Seed Co.								
Bill	5/31/2008	622 Town Road	West Chicago	IL	60185	800-879-2255	-86.04	Ø
Bill	6/30/2008	622 Town Road	West Chicago	IL	60185	800-879-2255	-47.64	
Bill	7/31/2008	622 Town Road	West Chicago	IL	60185	800-879-2255	-49.25	
Beaumont Business Music								
Bill	5/30/2008	PO Box 4487	Springfield	MO	65808-4487	842-5982	-49.00	
Bill Pmt -Check	6/18/2008	PO Box 4487	Springfield	MO	65808-4487	842-5982	-98.00	196.00
Bill	6/30/2008	PO Box 4487	Springfield	MO	65808-4487	842-5982	-49.00	
Bill	7/31/2008	PO Box 4487	Springfield	MO	65808-4487	842-5982	-49.00	
Berger Horticultural Products								
Bill	7/12/2008	121, R.R. #1	QC Canada		G1L 3W0		-31.87	
Bill	8/1/2008	121, R.R. #1	QC Canada		G1L 3W0		-123.51	Ø
Bostwick Farms								
Check	5/29/2008					223-2247	-108.00	
Check	6/6/2008					223-2247	-18.00	
Check	7/11/2008					223-2247	-36.00	
Check	7/17/2008					223-2247	-42.60	366.30
Check	7/25/2008					223-2247	-28.10	
Check	8/7/2008					223-2247	-31.27	
Check	8/9/2008					223-2247	-40.60	
Check	8/22/2008					223-2247	-61.73	

ATTACHMENT FOR 3b OF THE STATEMENT OF FINANCIAL AFFAIRS

Shell Plant Farm, Inc.

Transaction List by Vendor

May 21 through September 3, 2008

Type	Date	Name Street1	Name City	Name State	Name Zip	Name Phone #	Amount	
BWI								
Bill	5/22/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-369.64	
Bill	5/31/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-17.83	
Bill	6/5/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-293.35	
Bill	6/12/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-363.50	
Bill	6/19/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-222.10	
Bill	6/19/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-61.57	
Bill	6/30/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-55.00	849.24
Bill	7/2/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-257.49	
Bill	7/10/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-460.10	
Check	7/24/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-430.40	
Bill	7/31/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-72.96	
Check	8/21/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-208.23	
Check	8/28/2008	PO Box 5968	Texarkana	TX	75505	903-838-8561	-210.61	
Center Point Energy Entex								
Bill	5/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-39.44	
Bill	5/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-128.47	
Bill	5/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-35.94	
Bill Pmt -Check	6/18/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-203.85	
Bill	6/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-31.00	444.12
Bill	6/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-30.44	
Bill	6/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-33.58	
Bill Pmt -Check	7/21/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-95.02	
Bill	7/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-68.19	
Bill	7/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-46.06	
Bill	7/30/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-31.00	
Bill Pmt -Check	9/3/2008	PO Box 1325	Houston	TX	77251-1325	866-1011	-145.25	
Chase Master Card								
Check	6/18/2008	PO Box 52064	Phoenix	AZ	85072-2064		-150.00	
Check	7/21/2008	PO Box 52064	Phoenix	AZ	85072-2064		-150.00	450.00
Check	9/3/2008	PO Box 52064	Phoenix	AZ	85072-2064		-150.00	
City Of Beaumont Water Dept.								
Bill	6/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-216.86	
Bill	6/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-28.98	
Bill	6/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-87.12	
Bill	6/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-79.46	
Bill	6/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-14.81	
Bill Pmt -Check	6/18/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-427.23	
Bill	7/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-19.74	
Bill	7/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-216.57	
Bill	7/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-77.47	1229.29
Bill	7/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-14.81	
Bill	7/4/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-84.84	
Bill Pmt -Check	7/21/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-413.43	
Bill	8/2/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-19.74	
Bill	8/2/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-52.67	
Bill	8/2/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-14.81	
Bill	8/2/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-84.84	

Shell Plant Farm, Inc.

Transaction List by Vendor

May 21 through September 3, 2008

Type	Date	Name Street1	Name City	Name State	Name Zip	Name Phone #	Amount	
Bill	8/2/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-216.57	
Bill Pmt -Check	9/3/2008	PO Box 521	Beaumont	TX	77704-0521	866-0026	-388.63	
Darby Greenhouses & Farms, Inc.								
Bill Pmt -Check	7/22/2008	Rt. 5 Box 323	Jacksonville	TX	75766	800-443-8541	-450.00	450.00
Dominick Faraci Air Conditioning								
Bill	6/6/2008	PO Box 12437	Beaumont	TX	77706	860-1800	-129.90	129.90
Bill Pmt -Check	6/18/2008	PO Box 12437	Beaumont	TX	77706	860-1800	-129.90	
Elliott's								
Bill	6/4/2008	PO Box 959	Pineland	TX	75968	409-584-2155	-1,302.13	
Bill Pmt -Check	6/5/2008	PO Box 959	Pineland	TX	75968	409-584-2155	-2,604.26	2604.26
Bill	6/25/2008	PO Box 959	Pineland	TX	75968	409-584-2155	-1,366.71	
Entergy								
Bill	5/29/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-190.84	
Bill	6/3/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-252.74	
Bill Pmt -Check	6/18/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-1,184.65	
Bill	6/18/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-553.99	
Bill	7/3/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-255.90	
Bill	7/3/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-151.60	
Bill	7/12/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-23.08	
Bill	7/17/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-512.47	
Bill Pmt -Check	7/21/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-984.57	3800.03
Bill	8/2/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-377.22	
Bill	8/2/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-137.55	
Bill	8/2/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-11.75	
Bill	8/13/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-591.82	
Bill Pmt -Check	8/25/2008	PO Box 61009	New Orleans	LA	70161-1009	800-368-3749	-1,630.81	
Ferry Morse Seed Company								
Bill	8/12/2008	PO Box 933950	Atlanta	GA	31193-3950	800-626-3392	-1,117.60	Ø
Credit	8/19/2008	PO Box 933950	Atlanta	GA	31193-3950	800-626-3392	331.10	
Floyd Landrey								
Check	6/5/2008					835-3891	-10,000.00	10,000.00
Garden Relics								
Check	5/22/2008	5308 Texoma Parkway	Sherman	TX	75090	903-892-0224	-260.70	~~260.70~~
GroSource								
Bill	6/30/2008	119-B Great Road	Bedford	MA	01730	781-275-9102	-22.70	450.00
Bill Pmt -Check	7/22/2008	119-B Great Road	Bedford	MA	01730	781-275-9102	-450.00	
Guaranty Fed. Bank								
Liability Check	6/13/2008					Payroll Taxes 1496.03	-3,735.34	
Liability Check	7/15/2008						-4,203.74	
Liability Check	7/15/2008						-215.67	
Liability Check	8/15/2008						-3,341.28	
Guardian Force								
Bill	7/4/2008	1204 North Hwy 69	Nederland	TX	77627	722-3700	-129.00	129.00
Bill Pmt -Check	7/21/2008	1204 North Hwy 69	Nederland	TX	77627	722-3700	-129.00	
Heritage Galerie								
Bill	8/5/2008	3601 S. Sanford Ave.	Sanford	FL	32773	407-330-0911	-92.49	Ø

Shell Plant Farm, Inc.

Transaction List by Vendor

May 21 through September 3, 2008

Type	Date	Name Street1	Name City	Name State	Name Zip	Name Phone #	Amount	
Hortica								
Bill Pmt -Check	6/18/2008	PO Box 807002	Kansas City	MO	64180-7002	800-851-7740	-672.88	
Bill	6/20/2008	PO Box 807002	Kansas City	MO	64180-7002	800-851-7740	-672.88	
Bill	7/20/2008	PO Box 807002	Kansas City	MO	64180-7002	800-851-7740	-593.88	2540.76
Bill Pmt -Check	7/21/2008	PO Box 807002	Kansas City	MO	64180-7002	800-851-7740	-672.88	
Bill	8/20/2008	PO Box 807002	Kansas City	MO	64180-7002	800-851-7740	-601.12	
Bill Pmt -Check	8/28/2008	PO Box 807002	Kansas City	MO	64180-7002	800-851-7740	-1,195.00	
Interface Security Systems								
Bill	6/1/2008	135 S. Lasalle St. Dept 8124	Chicago	IL	60674-8124	800-574-1600	-35.41	
Bill Pmt -Check	6/18/2008	135 S. Lasalle St. Dept 8124	Chicago	IL	60674-8124	800-574-1600	-71.35	
Bill	7/1/2008	135 S. Lasalle St. Dept 8124	Chicago	IL	60674-8124	800-574-1600	-35.41	177.58
Bill	7/18/2008	135 S. Lasalle St. Dept 8124	Chicago	IL	60674-8124	800-574-1600	-35.41	
Bill Pmt -Check	7/21/2008	135 S. Lasalle St. Dept 8124	Chicago	IL	60674-8124	800-574-1600	-35.41	
Bill	8/17/2008	135 S. Lasalle St. Dept 8124	Chicago	IL	60674-8124	800-574-1600	-35.41	
Bill Pmt -Check	9/3/2008	135 S. Lasalle St. Dept 8124	Chicago	IL	60674-8124	800-574-1600	-70.82	
John Henry								
Bill	6/19/2008	75 Remittance Dr, Suite 3111	Chicago	IL	60675-3111	800-748-0517	-31.36	
Bill	6/30/2008	75 Remittance Dr, Suite 3111	Chicago	IL	60675-3111	800-748-0517	-2.94	Ø
Bill	7/31/2008	75 Remittance Dr, Suite 3111	Chicago	IL	60675-3111	800-748-0517	-3.41	
Magnet Works								
Bill Pmt -Check	6/18/2008	9417 S Broadway	St. Louis	MO	63125	314-333-5001	-10.00	10.00
McAdams Plumbing Co.								
Bill	6/11/2008	1823 Moore Rd	Beaumont	TX	77713	892-7495	-200.27	200.27
Bill Pmt -Check	6/18/2008	1823 Moore Rd	Beaumont	TX	77713	892-7495	-200.27	
mcadams, denise								
Check	7/28/2008						-150.00	150.00
Michael Carr Designs								
Bill	5/29/2008	401 Windsor Way	Canton	GA	30115	770-720-4142	-526.95	Ø
Napco Marketing								
Bill Pmt -Check	6/18/2008	7800 Bayberry Rd	Jacksonville	FL	32256-6817	800-356-2726	-135.11	135.11
Nikki Price								
Check	7/11/2008						-120.00	120.00
Nitro Phos Inc.								
Check	5/22/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-516.83	
Check	6/12/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-314.81	
Check	6/19/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-399.69	
Credit	6/24/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	32.46	
Check	6/26/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-948.65	2838.30
Check	7/10/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-198.70	
Credit	7/14/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	54.00	
Check	7/17/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-198.55	
Check	7/30/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-272.48	
Bill	8/20/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-161.51	
Bill Pmt -Check	8/21/2008	PO Box 1356	Houston	TX	77251-1356	713-228-1868	-75.05	
Office Depot								
Check	8/18/2008	PO Box 9020	Des Moines	IA	50368-9020	833-7736	-20.28	20.28
Pat McCullor								
Check	6/16/2008						-59.84	129.84
Check	6/17/2008						-70.00	

Shell Plant Farm, Inc.

Transaction List by Vendor

May 21 through September 3, 2008

Type	Date	Name Street1	Name City	Name State	Name Zip	Name Phone #	Amount
QMT Associates, Inc							
Bill	6/11/2008	PO Box 823	Manassas Park	VA	20113	800-345-2530	-788.72
Reassure America Life Ins Company							
Bill Pmt -Check	6/18/2008	PO Box 19366	Newark	NJ	07195-0366	800-792-4368	-781.75
Bill	8/17/2008	PO Box 19366	Newark	NJ	07195-0366	800-792-4368	-837.40
Bill Pmt -Check	9/3/2008	PO Box 19366	Newark	NJ	07195-0366	800-792-4368	-837.40
Roy Henslee							
Bill	6/1/2008	2705 N 10th St	Beaumont	TX	77703	892-5135	-1,000.00
Bill	7/1/2008	2705 N 10th St	Beaumont	TX	77703	892-5135	-1,000.00
Bill	8/1/2008	2705 N 10th St	Beaumont	TX	77703	892-5135	-1,000.00
San Jacinto Environmental Supplies							
Bill	6/30/2008	2221 W. 34th St	Houston	TX	77018	713-957-0909	-51.23
Bill	7/31/2008	2221 W. 34th St	Houston	TX	77018	713-957-0909	-19.04
Shell Plant Farm, Inc							
Check	5/23/2008						-700.78
Check	6/2/2008						-4,798.47
Check	6/2/2008						-3,500.00
Check	6/6/2008						-4,245.77
Check	6/16/2008						-4,561.79
Check	6/23/2008						-2,500.00
Check	6/23/2008						-4,500.00
Check	7/7/2008						-4,527.05
Check	7/14/2008						-8,471.37
Check	7/28/2008						-4,303.23
Check	7/28/2008						-3,300.00
Check	8/4/2008						-3,000.00
Check	8/18/2008						-3,936.75
Check	8/25/2008						-4,502.95
Check	8/29/2008						-3,861.86
Credit Card Charge	9/3/2008						-6,000.00
Sid Simon							
Check	6/30/2008						-325.00
Small Business Administration							
Bill	6/16/2008	PO Box 740192	Atlanta	GA	30374-0192		-2,199.00
Bill	7/12/2008	PO Box 740192	Atlanta	GA	30374-0192		-2,199.00
Bill	8/15/2008	PO Box 740192	Atlanta	GA	30374-0192		-2,199.00
Spring Mountain Water							
Bill	6/1/2008	PO Box 21038	Beaumont	TX	77720-1038	842-4727	-69.38
Bill Pmt -Check	6/18/2008	PO Box 21038	Beaumont	TX	77720-1038	842-4727	-134.33
Bill	7/1/2008	PO Box 21038	Beaumont	TX	77720-1038	842-4727	-49.03
Bill	7/29/2008	PO Box 21038	Beaumont	TX	77720-1038	842-4727	-98.90
Bill	8/1/2008	PO Box 21038	Beaumont	TX	77720-1038	842-4727	-146.78
Standard Coffee							
Bill	6/19/2008	PO Box 974860	Dallas	TX	75397-4860	800-962-7006	-25.50
Bill	7/28/2008	PO Box 974860	Dallas	TX	75397-4860	800-962-7006	-187.58

1619.15

Payroll 60710.02

325.00

134.33

Shell Plant Farm, Inc.

Transaction List by Vendor

May 21 through September 3, 2008

Type	Date	Name Street1	Name City	Name State	Name Zip	Name Phone #	Amount	
STATE COMPTROLLER								
General Journal	6/5/2008		Austin	TX	78774-0100		28.80	
Sales Tax Payment	6/20/2008		Austin	TX	78774-0100		-5,724.54	
General Journal	7/15/2008		Austin	TX	78774-0100		13.81	
Sales Tax Payment	7/15/2008		Austin	TX	78774-0100		-2,741.14	10504.74
General Journal	7/31/2008		Austin	TX	78774-0100		10.28	
Sales Tax Payment	8/20/2008		Austin	TX	78774-0100		-2,039.06	
TeleCheck								
Check	6/19/2008						-246.28	
Check	7/21/2008						-117.81	437.31
Check	8/19/2008						-73.22	
Texaco								
Bill	5/25/2008	PO Box 9010	Des Moines	IA	50368-9010		-373.18	
Bill Pmt -Check	6/18/2008	PO Box 9010	Des Moines	IA	50368-9010		-373.18	
Bill	6/30/2008	PO Box 9010	Des Moines	IA	50368-9010		-424.45	
Bill Pmt -Check	7/11/2008	PO Box 9010	Des Moines	IA	50368-9010		-424.45	1227.36
Bill	7/31/2008	PO Box 9010	Des Moines	IA	50368-9010		-429.73	
Bill Pmt -Check	9/3/2008	PO Box 9010	Des Moines	IA	50368-9010		-429.73	
Texas Nursery & Landscape Assn								
Bill	5/31/2008	7730 South IH-35	Austin	TX	78745-6698	1-800-880-0343	-50.00	50.00
Bill Pmt -Check	6/18/2008	7730 South IH-35	Austin	TX	78745-6698	1-800-880-0343	-50.00	
Texas Workforce Commission								
Liability Check	7/15/2008	PO Box 149037	Austin	TX	78714-9037		-35.43	35.43
Triangle Lawn & Equipment								
Check	8/9/2008	6715 Eastex Freeway	Beaumont	TX	77706	898-0706	-12.98	12.98
Verizon Wireless								
Bill	6/6/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-95.26	
Bill	6/12/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-132.01	
Bill Pmt -Check	6/18/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-148.64	
Bill Pmt -Check	6/18/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-95.26	
Bill Pmt -Check	7/11/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-132.01	
Bill	7/12/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-183.80	941.21
Bill Pmt -Check	7/21/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	0.00	
Bill	8/13/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-381.50	
Bill Pmt -CCard	8/25/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-183.80	
Bill Pmt -Check	9/3/2008	PO Box 630023	Dallas	TX	75263-0023	1-800-922-0204	-381.50	
Weeks Seed Co., Inc.								
Check	7/16/2008	5440 Greenville Blvd, NE	Greenville	NC	27834	1-800-322-1234	-219.40	219.40
Wells Fargo Bank CC								
General Journal	6/12/2008	PO Box 54349	Los Angeles	CA	90054-0349		1,720.93	
Check	6/18/2008	PO Box 54349	Los Angeles	CA	90054-0349		-500.00	
Bill Pmt -Check	7/21/2008	PO Box 54349	Los Angeles	CA	90054-0349		0.00	
Check	7/21/2008	PO Box 54349	Los Angeles	CA	90054-0349		-700.00	2276.00
Check	8/28/2008	PO Box 54349	Los Angeles	CA	90054-0349		0.00	
Check	9/3/2008	PO Box 54349	Los Angeles	CA	90054-0349		-1,076.00	

Shell Plant Farm, Inc.

Transaction List by Vendor

May 21 through September 3, 2008

Paid

Type	Date	Name Street1	Name City	Name State	Name Zip	Name Phone #	Amount	
Wells Fargo Bldg Loan								
Bill	6/10/2008	PO Box 659700	San Antonio	TX	78286-0700	860-4024	-2,773.73	
Bill Pmt -Check	6/18/2008	PO Box 659700	San Antonio	TX	78286-0700	860-4024	-2,773.73	
Bill	7/8/2008	PO Box 659700	San Antonio	TX	78286-0700	860-4024	-2,773.73	5547.46
Bill Pmt -Check	7/21/2008	PO Box 659700	San Antonio	TX	78286-0700	860-4024	-2,773.73	
Bill	8/10/2008	PO Box 659700	San Antonio	TX	78286-0700	860-4024	-2,773.73	
World Publications								
Bill	8/7/2008	PO Box 8500	Winter Park	FL	32790-8500		-10.77	

$ 127,860.27

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF TEXAS

IN RE:

Shell Plant Farm, Inc. Debtor(s)	 Bankruptcy Case Number

VERIFICATION OF CREDITOR MATRIX

The above named Debtor(s) hereby verifies that the attached list of creditors is true and correct to the best of my/our knowledge.

Creditor Matrix Format (check one):

Diskette: _____

Paper: ✓

Date: 9-4-2008

Debtor Signature ROY D. HENSLEE, President

3L Printing
2550 E. Lucas
Beaumont, TX 77703

AT&T Yellow Pages
P. O. Box 630052
Dallas, TX 75263-0052

Ball Seed Co.
622 Town Road
West Chicago, IL 60185

Berger Horticultural Products
121, R.R.#1
St. Modeste, QC, Canada GOL-3WO

BWI of Texarkana
P. O. Box 5968
Texarkana, TX 75505

Country Pines Nursery
P. O. Box 99
Forest Hill, LA 71430

Darby's Greehouse
Rt. 5, Box 323
Jacksonville, TX 75766

Elliot's Agri Service
P. O. Box 959
Pineland, TX 75968

Ferry Morse Seed Company
P. O. Box 933950
Altanta, GA 31193-3950

Gro Source
119-B Great Road
Bedford, MA 01730

Heritage Galerie
3601 S. Sanford Ave.
Sanford, FL 32773

Hope Agri Products of Texas
P. O. Box 1271
Hope, AR 71802

Internal Revenue Service
P. O. Box 21126
Philadelphia, PA 19114

Isaacs Glove Co.
2300 W. Park Place Blvd., Ste 150
Stone Mountain, GA 30087

John Henry
75 Remittance Dr., Ste 3111
Chicago, IL 60675

M & D Supply
4580 College Street
Beaumont, TX 77707

Michael Carr Designs
401 Windsor Way
Canton, GA 30115

QMT Associates, Inc.
P. O. Box 823
Manassas Park, VA 20113

Roy and Kim Henslee
2705 N. 10th Street
Beaumont, TX 77703

San Jacinto Environmental Supplies
2221 W. 32th Street
Houston, TX 77018

Sherry Shell
70 Lamplighter
Lumberton, TX 77657

Spring Mountain Water
P. O. Box 21038
Beaumont, TX 77720-1038

Standard Coffee
P. O. Box 974860
Dallas, TX 75397-4860

Sturon Nursery
15801 SW 216th St.
Miami, FL 33170

U.S. Small Business Administration
10373 Gateway West, #300
El Paso, TX 79935

United States Attorney's Office
350 Magnolia Ave., #150
Beaumont, TX 77701-2248

United States Trustee's Office
110 N. College Ave., #300
Tyler, TX 75702-7231

Weeks Wholesale Rose Grower
P. O. Box 51628
Los Angeles, CA 90051-5928

Wells Fargo Bank
P. O. Box 659700
San Antonio, TX 78286-0700

Wells Fargo Business Direct
P. O. Box 54349
Los Angeles, CA 90054-0349

World Publications
P. O. Box 8500
Winter Park, FL 32790-8500