

B1 (Official Form 1)(12/11)

**United States Bankruptcy Court  
Eastern District of Texas**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>HB02WORKS, LLC</b>	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>68-0588138</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>5197 Brandywine Lane Frisco, TX</b>	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code <b>75034</b>	ZIP Code
County of Residence or of the Principal Place of Business: <b>Collin</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

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

<b>Type of Debtor</b> (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.)	<b>Nature of Business</b> (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	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (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
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:	<b>Tax-Exempt Entity</b> (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).	<b>Nature of Debts</b> (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.

<b>Filing Fee</b> (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.	<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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**Statistical/Administrative Information**

Debtor estimates that funds will be available for distribution to unsecured creditors.  
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000

Estimated Assets

<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$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

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$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

THIS SPACE IS FOR COURT USE ONLY

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): <b>HB02WORKS, LLC</b>
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**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location Where Filed: <b>- None -</b>	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: <b>- None -</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;"><b>Exhibit A</b></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;"><b>Exhibit B</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><b>X</b> _____ Signature of Attorney for Debtor(s) (Date)</p>
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**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

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

No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

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

If this is a joint petition:

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

**Information Regarding the Debtor - Venue**

(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

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

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

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

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

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

**Voluntary Petition**

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

Name of Debtor(s):  
**HB02WORKS, 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 Attorney\***

**X** /s/ Eric A. Liepins  
Signature of Attorney for Debtor(s)

Eric A. Liepins 12338110  
Printed Name of Attorney for Debtor(s)

Eric A. Liepins P.C.  
Firm Name

12770 Coit Road  
Suite 1100  
Dallas, TX 75251

\_\_\_\_\_  
Address

**Email: eric@ealpc.com**

972-991-5591 Fax: 972-991-5788  
Telephone Number

March 11, 2013  
Date

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

**Signature of Non-Attorney Bankruptcy Petition Preparer**

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

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

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

\_\_\_\_\_  
Address

**X** \_\_\_\_\_  
Date

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

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

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

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

**Signature of Debtor (Corporation/Partnership)**

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

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

**X** /s/ Michael D. Kindcade, Owner / COO  
Signature of Authorized Individual

Michael D. Kindcade, Owner / COO  
Printed Name of Authorized Individual

Owner  
Title of Authorized Individual

March 11, 2013  
Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
Eastern District of Texas**

In re HB02WORKS, LLC

Debtor(s)

Case No.

Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
American Express P.O. box 360001 Fort Lauderdale, FL 33336	American Express P.O. box 360001 Fort Lauderdale, FL 33336			66,353.84
American express P.O. Box 360001 Fort Lauderdale, FL 33336	American express P.O. Box 360001 Fort Lauderdale, FL 33336			29,731.12
Compass Bank 17218 Preston Road Suite 3000 Dallas, TX 75252	Compass Bank 17218 Preston Road Suite 3000 Dallas, TX 75252			1,039,005.69
Freund, Katz, Goldston, Young & Co. 10729 SW 104th Miami, FL 33176	Freund, Katz, Goldston, Young & Co. 10729 SW 104th Miami, FL 33176			6,329.49
Great American Financial Services PO Box 660831 Dallas, TX 75266-0831	Great American Financial Services PO Box 660831 Dallas, TX 75266-0831	Lease 7287		5,444.97
Great American Financial Services PO Box 660831 Dallas, TX 75266-0831	Great American Financial Services PO Box 660831 Dallas, TX 75266-0831	Lease 6771		10,051.49
Gulf Coast Hyperbarics 1100 W26 St. Lynn Haven, FL 32444	Gulf Coast Hyperbarics 1100 W26 St. Lynn Haven, FL 32444			79,000.00
Kurzner, PC. 1700 Pacific Avenue Dallas, TX 75201	Kurzner, PC. 1700 Pacific Avenue Dallas, TX 75201			32,814.87
Lawrence Morrison, P.C. 1333 Corporate Drive Irving, TX 75038	Lawrence Morrison, P.C. 1333 Corporate Drive Irving, TX 75038			14,623.87
Matheson Tri Gas, Inc. 3680 North I-35 Waxahachie, TX 75165	Matheson Tri Gas, Inc. 3680 North I-35 Waxahachie, TX 75165			3,148.28
Med One Capital 10712 South 1300 East Sandy, UT 84094	Med One Capital 10712 South 1300 East Sandy, UT 84094			3,310,671.36

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

In re **HB02WORKS, LLC**

Case No. \_\_\_\_\_

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
<b>Mercedes-Benz Fiancial Services PO Box 17496 Baltimore, MD 21297-1496</b>	<b>Mercedes-Benz Fiancial Services PO Box 17496 Baltimore, MD 21297-1496</b>			<b>77,000.00</b>
<b>National Pen PO Box 55000 Detroit, MI 48255-2745</b>	<b>National Pen PO Box 55000 Detroit, MI 48255-2745</b>			<b>817.44</b>
<b>Olson Nicoud &amp; Gueck, LLP 1201 Main Street Dallas, TX 75202</b>	<b>Olson Nicoud &amp; Gueck, LLP 1201 Main Street Dallas, TX 75202</b>			<b>491.37</b>
<b>Sankey Equipment Company, Inc. 925 Avenue B. San Antonio, TX 78215</b>	<b>Sankey Equipment Company, Inc. 925 Avenue B. San Antonio, TX 78215</b>			<b>3,238.93</b>
<b>Stacy Systems, Inc. 501 Post Oak Drive Newark, TX 76071</b>	<b>Stacy Systems, Inc. 501 Post Oak Drive Newark, TX 76071</b>			<b>750.00</b>
<b>Van Dam Consulting Services 782 NE Harbour Drive Boca Raton, FL 33431</b>	<b>Van Dam Consulting Services 782 NE Harbour Drive Boca Raton, FL 33431</b>			<b>8,000.00</b>
<b>Vanguard Modular Buildings, LL 3 Great Valley Parkway Malvern, PA 19355</b>	<b>Vanguard Modular Buildings, LL 3 Great Valley Parkway Malvern, PA 19355</b>			<b>390,172.34</b>
<b>Wesner Coke &amp; Cymer, P.C. 13155 Noel Road Dallas, TX 75240</b>	<b>Wesner Coke &amp; Cymer, P.C. 13155 Noel Road Dallas, TX 75240</b>			<b>3,740.20</b>

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

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

Date March 11, 2013

Signature /s/ Michael D. Kindcade, Owner / COO  
**Michael D. Kindcade, Owner / COO**  
**Owner**

*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.

American express  
P.O. Box 360001  
Fort Lauderdale, FL 33336

Bank of America, N.A.  
1201 Main Street Mail Code TX1-609-0601  
Dallas, TX 75202-3113

Compass Bank  
17218 Preston Road  
Suite 3000  
Dallas, TX 75252

Freund, Katz, Goldston, Young & Co.  
10729 SW 104th  
Miami, FL 33176

Great American Financial Services  
PO Box 660831  
Dallas, TX 75266-0831

Gulf Coast Hyperbarics  
1100 W26 St.  
Lynn Haven, FL 32444

Kurzner, PC.  
1700 Pacific Avenue  
Dallas, TX 75201

Lawrence Morrison, P.C.  
1333 Corporate Drive  
Irving, TX 75038

Matheson Tri Gas, Inc.  
3680 North I-35  
Waxahachie, TX 75165

Med One Capital  
10712 South 1300 East  
Sandy, UT 84094

Mercedes-Benz Fiancial Services  
PO Box 17496  
Baltimore, MD 21297-1496

National Pen  
PO Box 55000  
Detroit, MI 48255-2745

Olde Estate LLC  
782 NE Harbour Dr.  
Boca Raton, FL 33431

Olson Nicoud & Gueck, LLP  
1201 Main Street  
Dallas, TX 75202

Republic Bank  
801 North 500 West  
Suite 103  
Woods Cross, UT 84087

Republic Bank  
1560 SO Renaissance Towne Dr., Ste.260  
Sandy, UT 84094

Sankey Equipment Company, Inc.  
925 Avenue B.  
San Antonio, TX 78215

Stacy Systems, Inc.  
501 Post Oak Drive  
Newark, TX 76071

Van Dam Consulting Services  
782 NE Harbour Drive  
Boca Raton, FL 33431

Vanguard Modular Buildings, LL  
3 Great Valley Parkway  
Malvern, PA 19355

Wesner Coke & Cymer, P.C.  
13155 Noel Road  
Dallas, TX 75240

**United States Bankruptcy Court  
Eastern District of Texas**

In re HB02WORKS, LLC

Debtor(s)

Case No.  
Chapter

11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for HB02WORKS, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

March 11, 2013

Date

/s/ Eric A. Liepins

Eric A. Liepins 12338110

Signature of Attorney or Litigant

Counsel for HB02WORKS, LLC

Eric A. Liepins P.C.

12770 Coit Road

Suite 1100

Dallas, TX 75251

972-991-5591 Fax:972-991-5788

eric@ealpc.com



Revised 7/2001

LRBP Appendix 1007-b-6

**United States Bankruptcy Court  
Eastern District of Texas**

In re HB02WORKS, LLC

Debtor(s)

Case No.  
Chapter

11

**VERIFICATION OF CREDITOR MATRIX**

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

Creditor Matrix Format (check one):

Diskette:         X        

Paper:                         

Date: March 11, 2013

/s/ Michael D. Kindcade, Owner / COO

**Michael D. Kindcade, Owner / COO/Owner**  
Signer/Title