| B1 (Official Form 1)(4/10) | | | | | | | | |
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| | United States Bankruptcy C Northern District of Texas | | | | | | Voluntary | Petition |
| Name of Debtor (if individual, enter Last, First, Texas Star Refreshments, LLC | Name of Debtor (if individual, enter Last, First, Middle): Texas Star Refreshments, LLC | | | | btor (Spouse | e) (Last, First | , Middle): | |
| All Other Names used by the Debtor in the last (include married, maiden, and trade names): | 8 years | | | | | Joint Debtor trade names | in the last 8 years): | |
| Last four digits of Soc. Sec. or Individual-Taxpa (if more than one, state all) 27-1765007 | ayer I.D. (ITIN) No./O | Complete EIN | Last fo | our digits of than one, state | f Soc. Sec. or | r Individual-T | Гахрауег I.D. (ITIN) No | o./Complete EIN |
| Street Address of Debtor (No. and Street, City, a 8903 Avenue P Lubbock, TX | and State): | ZIP Code | Street | Address of | Joint Debtor | (No. and Str | reet, City, and State): | ZIP Code |
| | F: | 79423 | 1 | | | | | ZH Code |
| County of Residence or of the Principal Place o Lubbock | f Business: | | | • | | • | ace of Business: | • |
| Mailing Address of Debtor (if different from str | eet address): | | Mailin | g Address | of Joint Debt | tor (if differen | nt from street address): | |
| | Г | ZIP Code | 4 | | | | | ZIP Code |
| Location of Principal Assets of Business Debtor (if different from street address above): | | | • | | | | | |
| Type of Debtor | Nature o | of Business | | | Chapter | of Bankrur | otcy Code Under Whic | h |
| Check one box Check one box Check one box Health Care Business Single Asset Real Estate as de in 11 U.S.C. § 101 (51B) Railroad Stockbroker Commodity Broker Check one box Check one box | | | efined | ☐ Chapte ☐ Chapte ☐ Chapte ☐ Chapte ☐ Chapte | er 7 er 9 er 11 er 12 | ☐ CI of ☐ CI | led (Check one box) napter 15 Petition for Ro a Foreign Main Procee napter 15 Petition for Ro a Foreign Nonmain Pro | ding ecognition |
| ☐ Partnership ☐ Other (If debtor is not one of the above entities, check this box and state type of entity below.) | ☐ Clearing Bank ☐ Other | | | | | | e of Debts | |
| | | of the United | States | defined "incurr | l in 11 U.S.C. § ed by an indivi | onsumer debts, | busine | are primarily ss debts. |
| Filing Fee (Check one box | κ) | Check on | e box: | l | Chap | ter 11 Debte | ors | |
| ■ Full Filing Fee attached □ Filing Fee to be paid in installments (applicable to attach signed application for the court's considerat debtor is unable to pay fee except in installments. | ion certifying that the | Check if: | btor is not btor's aggi | a small busin | ness debtor as on the street and the street are the | ated debts (exc | J.S.C. § 101(51D). | |
| 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. | | | applicable plan is bein ceptances | e boxes: ng filed with of the plan w | this petition. | repetition from | on 4/01/13 and every three | · · · · · · · · · · · · · · · · · · · |
| Statistical/Administrative Information *** R. Byrn Bass, Jr. State Bar No. 01889500 *** 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. | | | | | JSE ONLY | | | |
| 1- 50- 100- 200- | 1,000- 5,000 5,001- 10,000 | |] 5,001- 0,000 | 50,001- 100,000 | OVER 100,000 | | | |
| \$0 to \$50,001 to \$100,001 to \$500,001 \$50,000 \$100,000 \$500,000 to \$1 | \$1,000,001 \$10,000,001 to \$10 to \$50 million million | to \$100 to | | \$500,000,001 to \$1 billion | | | | |
| \$50,000 \$100,000 \$500,000 to \$1 | \$1,000,001 \$10,000,001 to \$10 to \$50 million | to \$100 to | 100,000,001 0 \$500 nillion | | More than \$1 billion | | | |

B1 (Official Form 1)(4/10) Page 2 Name of Debtor(s): Voluntary Petition Texas Star Refreshments, LLC (This page must be completed and filed in every case) All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet) Case Number: Location Date Filed: Where Filed: - None -Date Filed: Location Case Number: Where Filed: Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet) Name of Debtor: Case Number: Date Filed: - None -District: Relationship: Judge: Exhibit B Exhibit A (To be completed if debtor is an individual whose debts are primarily consumer debts.) (To be completed if debtor is required to file periodic reports (e.g., I, the attorney for the petitioner named in the foregoing petition, declare that I forms 10K and 10Q) with the Securities and Exchange Commission 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 pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 under each such chapter. I further certify that I delivered to the debtor the notice and is requesting relief under chapter 11.) required by 11 U.S.C. §342(b). ☐ Exhibit A is attached and made a part of this petition. 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

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

after the filing of the petition.

B1 (Official Form 1)(4/10) Page 3

Signatures

Voluntary Petition

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

Name of Debtor(s):

Texas Star Refreshments, LLC

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.

 \mathbf{X}

Signature of Debtor

 \mathbf{X}

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X /s/ R. Byrn Bass, Jr.

Signature of Attorney for Debtor(s)

R. Byrn Bass, Jr. State Bar No. 01889500

Printed Name of Attorney for Debtor(s)

R. Byrn Bass, Jr.

Firm Name

Compass Bank Building 4716 4th Street, Suite 100 Lubbock, TX 79416

Address

Email: bbass@bbasslaw.com

(806) 785-1250 Fax: (806) 771-1260

Telephone Number

September 21, 2011

Date

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Rodney W. Wilson

Signature of Authorized Individual

Rodney W. Wilson

Printed Name of Authorized Individual

Manager

Title of Authorized Individual

September 21, 2011

Date

Signature of a Foreign Representative

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

(Check only one box.)

- ☐ I request relief in accordance with chapter 15 of title 11. United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.
- ☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

Social-Security number (If the bankrutpcy 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.)

| ٦ | C | - | |
|---|---|---|--|

Date

Address

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

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

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

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

United States Bankruptcy Court Northern District of Texas

| In re | Texas Star Refreshments, LLC | | Case No. | |
|-------|------------------------------|-----------|----------|----|
| | | Debtor(s) | 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) |
|---------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|-------------------------------------------------------------------------------|---------------------------------------------------------------------|
| Name of creditor and complete mailing address including zip code | Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted | Nature of claim (trade debt, bank loan, government contract, etc.) | Indicate if claim is contingent, unliquidated, disputed, or subject to setoff | Amount of claim [if secured, also state value of security] |
| Custom Food Group, LP 1903 Anson Dallas, TX 75235 | Custom Food Group, LP 1903 Anson Dallas, TX 75235 | | | 913,854.12 |
| Craig, Terrill, Hale & Grantham, LLP Attn: H. Grady Terrill 9816 Slide Road Suite 201 Lubbock, TX 79424 | Craig, Terrill, Hale & Grantham, LLP Attn: H. Grady Terrill 9816 Slide Road Lubbock, TX 79424 (806) 744-3232 | Legal Fees | | 64,257.17 |
| Coca-Cola Refreshments Attn: Roger Escobar P.O. Box 840232 Dallas, TX 75284 | Coca-Cola Refreshments Attn: Roger Escobar P.O. Box 840232 Dallas, TX 75284 1-800-621-3704 ext. 4050 | Trade Account | | 45,619.40 |
| Vistar Corporation Attn: Cherly Swinehart P.O. Box 951080 Dallas, TX 75395-1080 | Vistar Corporation Attn: Cherly Swinehart P.O. Box 951080 Dallas, TX 75395-1080 1-303-662-7132 | Trade Account | | 32,890.66 |
| Pepsi Bottling Company Lock Box #841828 Dallas, TX 75284-1828 | Pepsi Bottling Company Lock Box #841828 Dallas, TX 75284-1828 1-800-789-2626 | Trade Account | | 8,438.65 |
| Bimbo Bakeries P.O. Box 846243 Dallas, TX 75284 | Bimbo Bakeries P.O. Box 846243 Dallas, TX 75284 1-800-922-0611 | Trade Account | | 1,037.40 |
| | | | | |
| | | | | |

| | cial Form 4) (12/07) - Cont. | | |
|-------|------------------------------|-----------|----------|
| In re | Texas Star Refreshments, LLC | | Case No. |
| | | Debtor(s) | |

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

| (1) | (2) | (3) | (4) | (5) |
|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|---------------------------------------------------------------------|
| Name of creditor and complete mailing address including zip code | Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted | Nature of claim (trade debt, bank loan, government contract, etc.) | Indicate if claim is contingent, unliquidated, disputed, or subject to setoff | Amount of claim [if secured, also state value of security] |
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the Manager 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 | September 21, 2011 | Signature | /s/ Rodney W. Wilson |
|------|--------------------|-----------|----------------------|
| | | • | Rodney W. Wilson |
| | | | Manager |

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 Northern District of Texas

| In re | Texas Star Refreshments, LLC | | Case No. | |
|-------|------------------------------|--------|----------|----|
| - | | Debtor | | |
| | | | Chapter | 11 |

LIST OF EQUITY SECURITY HOLDERS

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

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---------------------------------------------------------------|-------------------|----------------------|---------------------|
| J. David Rogers 7705 LaSalle Lubbock, TX 79424 | N/A | 33-1/3 % | Membership |
| Mike Harris 1147 LPLF Owl New Braunfels, TX 78130 | N/A | 33-1/3% | Membership |
| Rodney W. Wilson 4803 96th Street Lubbock, TX 79424 | N/A | 33-1/3% | Membership |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

| Date_ | September 21, 2011 | Signature_/s/ Rodney W. Wilson |
|-------|--------------------|--------------------------------|
| | | Rodney W. Wilson |
| | | Manager |

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 NORTHERN DISTRICT OF TEXAS

| In Re | : | | | § | |
|---------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|--------------|------------------------|------------------------------------------------|
| | Texas Star R | efreshments, LLC | | & & & | Case No.: |
| | | Ι | Debtor(s) | % % % | |
| | | VERIFI | CATION | OF MA | ILING LIST |
| | The Debtor(s) | certifies that the att | ached mai | ling list (| (only one option may be selected per form): |
| | - | is the first mail n | natrix in th | nis case. | |
| | | adds entities not | listed on p | reviousl | y filed mailing list(s). |
| | | | _ | | dress(es) on previously filed mailing list(s). |
| | | _ | | | previously filed mailing list(s). |
| attache | In accordance with N.D. TX L.B.R. 1007.2, the above named Debtor(s) hereby verifies that the attached list of creditors is true and correct. Date: September 21, 2011 /s/ Rodney W. Wilson | | | | |
| | | | | odney W. gner/Title | Wilson/Manager |
| I, | | | | | |
| Date: | September 21, | 2011 | - | | Bass, Jr. f Attorney |
| | | | | ĞByrn Ba Byrn Ba | |
| | | | 47 | 716 4th S | Bank Building reet, Suite 100 |
| | | | Li | ubbock, 1 | አ /9416 |

27-1765007

Debtor's Social Security/Tax ID No.

Joint Debtor's Social Security/Tax ID No.

Avenue P RB Storage & Warehouse c/o Chad Smith 8008 Slide Road Suite 33 Lubbock, TX 79424-2828

Bimbo Bakeries Acct No xxxxxx0146 P.O. Box 846243 Dallas, TX 75284

Coca-Cola Refreshments Attn: Roger Escobar P.O. Box 840232 Dallas, TX 75284

Craig, Terrill, Hale & Grantham, LLP Attn: H. Grady Terrill 9816 Slide Road Suite 201 Lubbock, TX 79424

Custom Food Group, LP 1903 Anson Dallas, TX 75235

Don C. Dennis Boerner, Dennis & Franklin, PLLC 920 Avenue Q Lubbock, TX 79408

First Bank and Trust Co. 9816 Slide Road Lubbock, TX 79424

J. David Rogers 7705 LaSalle Lubbock, TX 79424

Mike Harris 1147 LPLF Owl New Braunfels, TX 78130

Office of U.S. Attorney 1205 Texas Avenue, Room 700 Lubbock, TX 79401 Pepsi Bottling Company Lock Box #841828 Dallas, TX 75284-1828

Rodney W. Wilson 4803 96th Street Lubbock, TX 79424

Small Business Administration 1205 Texas Avenue Room 408 Lubbock, TX 79401-2693

Steve Schortgen K&L Gates, LLP 1717 Main Street, Suite 2800 Dallas, TX 75201

Vistar Corporation Acct No xxxx0736 Attn: Cherly Swinehart P.O. Box 951080 Dallas, TX 75395-1080

United States Bankruptcy Court Northern District of Texas

| In re l'exas Star Refreshments, LLC | | Case No. | |
|--------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|----------|----|
| | Debtor(s) | 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 Texas Star Refreshments, 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: | | | |
| , | | | |
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| | | | |
| ■ None [Check if applicable] | | | |
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| September 21, 2011 | /s/ R. Byrn Bass, Jr. | | |
| Date | R. Byrn Bass, Jr. | | _ |
| Bute | Signature of Attorney or Litigant | | |
| | Counsel for Texas Star Refreshm | ents IIC | |
| | R. Byrn Bass, Jr. | oo, | |
| | Compass Bank Building | | |
| | 4716 4th Street, Suite 100 | | |
| | Lubbock, TX 79416 | | |
| | (806) 785-1250 Fax:(806) 771-1260 | | |
| | bbass@bbasslaw.com | | |
| | - | | |