<u>B1 (O</u>	fficial Form	1) (4/19)56	10-33	843	<u>Docu</u>	ment [·]	1 Filed	in TXSE	3 on	05/04/	10 Page 1	of 4		
		U	nited S South Ho	tates l ern D oustoi	Bankr istrict 1 Divis	uptcy of Tez sion	Court xas				Volu	ntary I	Petition	
	of Debtor (if ind X, Inc.	Last, First, N	Middle):			N	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): d/b/a Crew Health & Fitness								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)/Complete EIN(if more than one, state all): 76-0278605								Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):						
Street Address of Debtor (No. & Street, City, and State): 4826 Washington Avenue Houston, TX								Street Address of Joint Debtor (No. & Street, City, and State):						
~					CODE 77007							ZIP COI	DE	
County of Residence or of the Principal Place of Business: Harris County								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		
Locatio	n of Principal A	ssets of Busine	ess Debtor (if	f different	from stree	et address	above):							
		45.1						ZIP CODE						
Type of Debtor (Form of Organization)				ì	one box)	re of Busine	SS		Chapter of Bankruptcy Code the Petition is Filed (Che					
	See Exhibit D on page 2 of this form. Corporation (includes LLC and LLP) Partnership			ities.	Sir U.S Ra Sto	S.C. § 101	Real Estate as (51B)	defined in 11		Chapter 7 Chapter 9 Chapter 11 Chapter 12	Main Procee Chapter 15 F Recognition		on of a Foreign eeding 5 Petition for on of a Foreign	
check this box and state type of entity below.)									Chapter 13	Nature of		ę		
					☑ Oth	ner					(Check or			
				un	Tax-I (Check l btor is a ta der Title 2 de (the Int	able) debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house-				bebts are primarily usiness debts.				
		Filing	Fee (Check	one box)				Check one	hove		Chapter 11 Debt	ors		
 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. 							A. st	 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 \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes A plan is being filed with this petition 						
											with 11 U.S.C. § 11		e or more classes	
D D D er	tical/Administ bebtor estimates bebtor estimates kpenses paid, the	that funds will that, after any ere will be no f	be available exempt prop	erty is exc	cluded and	l administr	ative						THIS SPACE IS FOR COURT USE ONLY	
	ated Number of									Ì				
1- 49	50- 99			1,000- 5,000	5,001- 10,000	10,00 25,00		50,001- 100,000	Ov 10	er 0,000				
\$0 to \$50,00	\$50,001 to \$100,000	\$100,001 to \$500,000	500,001 \$1 million	to \$1,000 to \$10 millio	to		50,000,001 to \$100 million	\$100,000,00 to \$500 million		500,000,001 \$1 billion	More than \$1 billion			
1 \$0 to	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 \$1 million	to \$1,000 to \$10 million	to	0,000,001 \$50 Ilion	50,000,001 to \$100 million	\$100,000,00 to \$500 million	\$3) 500,000,001 9\$1 billion	More than \$1 billion			

B1 (Official Form 1) (47) Bise 10-33843 Document 1 Filed in TXSB on 05/04/10 Page 2 of 4 FORM B1, Page 2

Voluntary Petition (<i>This page must be completed and filed in every case</i>)	Name of Debtor(s):						
(This page must be completed and filed in every case)	FEX, Inc.						
	ast 8 Years (If more than two, attach additional sheet.)	1					
Location Where Filed: NONE	Case Number:	Date Filed:					
Location Where Filed:	Case Number:	Date Filed:					
Pending Bankruptcy Case Filed by any Spouse, Partner of	or Affiliate of this Debtor (If more than one, attach a	dditional 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 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).						
Exhibit A is attached and made a part of this petition.	X Not Applicable						
	Signature of Attorney for Debtor(s) Date						
Ex	chibit C						
 Does the debtor own or have possession of any property that poses or is alleged to pose a Yes, and Exhibit C is attached and made a part of this petition. No 	a threat of imminent and identifiable harm to public hea	Ith or safety?					
Ex	hibit D						
(To be completed by every individual debtor. If a joint petition is filed, each spouse must	st 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	* *						
	rding the Debtor - Venue y 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 p	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 debt	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 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 certifies	cation. (11 U.S.C. § 362(1)).						

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Voluntary Petition (This page must be completed and filed in every case)	Name of Debtor(s): FEX, Inc.					
Sign	atures					
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.	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 Debtor X Not Applicable Signature of Joint Debtor Telephone Number (If not represented by attorney) Date	X Not Applicable (Signature of Foreign Representative) (Printed Name of Foreign Representative) Date					
Signature of Attorney X /s/ Margaret M. McClure Signature of Attorney for Debtor(s) Margaret M. McClure Bar No. 00787997 Printed Name of Attorney for Debtor(s) / Bar No. Law Office of Margaret M. McClure Firm Name 909 Fannin, Suite 3810 Houston, TX 77010 Address	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					
713-659-1333 713-658-0334 Telephone Number 5/4/2010 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 the relief in accordance with the chapter of title 11, United States Code, specified in this petition.	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					
X s/ Jerry Sparks Signature of Authorized Individual Jerry Sparks Printed Name of Authorized Individual Executire Director Title of Authorized Individual 5/4/2010 Date	individual. If more than one person prepared this document, attach to the appropriate official form for each person. <i>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.</i>					

United States Bankruptcy Court

Southern District of Texas

Houston Division

In re:

Case No. Chapter 11

FEX, Inc.

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Jerry Sparks, declare under penalty of perjury that I am the Executive Director of FEX, Inc., a Texas Corporation and that on 05/04/2010 the following resolution was duly adopted by the Shareholders of this Corporation:

"Whereas, it is in the best interest of this Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Jerry Sparks, Executire Director of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that Jerry Sparks, Executive Director of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

Be It Further Resolved, that Jerry Sparks, Executire Director of this Corporation, is authorized and directed to employ Margaret M. McClure, attorney and the law firm of Law Office of Margaret M. McClure to represent the Corporation in such bankruptcy case."

Executed on: 5/4/2010

Signed: <u>s/ Jerry Sparks</u> Jerry Sparks