

B1 (Official Form 1)(4/10)

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

Voluntary Petition

| | |
|--|---|
| Name of Debtor (if individual, enter Last, First, Middle): VPI General Partner, LLC | Name of Joint Debtor (Spouse) (Last, First, Middle): |
| All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): | 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) 26-0406399 | 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): 2000 Eagle Point Corporate Drive Birmingham, AL <div style="text-align: right; font-size: small;">ZIP Code 35242</div> | Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div> |
| County of Residence or of the Principal Place of Business: Shelby | County of Residence or of the Principal Place of Business: |
| Mailing Address of Debtor (if different from street address): 2000 Eagle Point Corporate Drive Birmingham, AL <div style="text-align: right; font-size: small;">ZIP Code 35242</div> | Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div> |

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

| | | |
|---|--|---|
| <p>Type of Debtor (Form of Organization) (Check one box)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p> | <p>Nature of Business (Check one box)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <hr/> <p>Tax-Exempt Entity (Check box, if applicable)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p> | <p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <hr/> <p>Nature of Debts (Check one box)</p> <p><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."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p> |
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| <p>Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><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.</p> <p><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.</p> | <p>Check one box: Chapter 11 Debtors</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>).</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition.</p> <p><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).</p> |
|---|--|

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

Estimated Assets

| | | | | | | | | | | |
|--|--|---|---|--|--|---|--|---|---|--|
| <input type="checkbox"/> \$0 to \$50,000 | <input type="checkbox"/> \$50,001 to \$100,000 | <input type="checkbox"/> \$100,001 to \$500,000 | <input type="checkbox"/> \$500,001 to \$1 million | <input checked="" type="checkbox"/> \$1,000,001 to \$5 million | <input type="checkbox"/> \$5,000,001 to \$10 million | <input type="checkbox"/> \$10,000,001 to \$50 million | <input type="checkbox"/> \$50,000,001 to \$100 million | <input type="checkbox"/> \$100,000,001 to \$500 million | <input type="checkbox"/> \$500,000,001 to \$1 billion | <input type="checkbox"/> More than \$1 billion |
|--|--|---|---|--|--|---|--|---|---|--|

Estimated Liabilities

| | | | | | | | | | | |
|--|--|---|---|---|---|---|--|---|---|--|
| <input type="checkbox"/> \$0 to \$50,000 | <input type="checkbox"/> \$50,001 to \$100,000 | <input type="checkbox"/> \$100,001 to \$500,000 | <input type="checkbox"/> \$500,001 to \$1 million | <input type="checkbox"/> \$1,000,001 to \$5 million | <input checked="" type="checkbox"/> \$5,000,001 to \$10 million | <input type="checkbox"/> \$10,000,001 to \$50 million | <input type="checkbox"/> \$50,000,001 to \$100 million | <input type="checkbox"/> \$100,000,001 to \$500 million | <input type="checkbox"/> \$500,000,001 to \$1 billion | <input type="checkbox"/> More than \$1 billion |
|--|--|---|---|---|---|---|--|---|---|--|

THIS SPACE IS FOR COURT USE ONLY

| | | | |
|---|--|--|-------------------------------|
| Voluntary Petition <i>(This page must be completed and filed in every case)</i> | | Name of Debtor(s): VPI General Partner, LLC | |
| 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: IRH Vintage Park Partners, L.P. | | Case Number: 10-37503-H4-11 | Date Filed: 9/02/10 |
| District: Southern District of Texas | | Relationship: Debtor's General Partner | Judge: Jeff Bohm |
| Exhibit A | | Exhibit B | |
| (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.) | | (To be completed if debtor is an individual whose debts are primarily consumer debts.) | |
| <input type="checkbox"/> Exhibit A is attached and made a part of this petition. | | 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). | |
| | | X _____ 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? | | | |
| <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. | | | |
| <input checked="" type="checkbox"/> 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.) | | | |
| <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. | | | |
| If this is a joint petition: | | | |
| <input type="checkbox"/> 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) | | | |
| <input type="checkbox"/> 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. | | | |
| <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. | | | |
| <input type="checkbox"/> 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) | | | |
| <input type="checkbox"/> 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) | | | |
| <input type="checkbox"/> 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 | | | |
| <input type="checkbox"/> 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. | | | |
| <input type="checkbox"/> 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):
VPI General Partner, 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.

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 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 _____
 Signature of Authorized Individual

G.J. Willem Noltes, Vice President of Vintage Park
 Printed Name of Authorized Individual

Investments, LLC, sole member of VPI General Partner LLC
 Title of Authorized Individual

 Date **9/2/2010**

**WRITTEN CONSENT OF THE
THE SOLE MEMBER AND INDEPENDENT DIRECTOR
OF VPI GENERAL PARTNER, LLC**

Upon the filing for bankruptcy protection under Chapter 11 of the Bankruptcy Code by IRH Vintage Park Partners, L.P., a Georgia Limited Partnership, the undersigned, being the Independent Director of VPI General Partner, LLC and the Vice President and the Manager of Vintage Park Investments, LLC, the sole member of VPI General Partner, LLC, a Delaware limited liability company (the "Company"), pursuant to the provisions of the Delaware statutes, hereby consent to the adoption by the Manager of the sole member of the Company, the following resolutions and to the action authorized in such resolutions being taken by the sole member in lieu of a meeting thereof:

RESOLVED, that the Company should reorganize by filing for bankruptcy protection under Chapter 11 of the Bankruptcy Code with an appropriate federal bankruptcy court sitting in Harris County, Texas;

RESOLVED, that the execution by Willem Noltes, the Vice President of Vintage Park Investments, LLC, the sole member of VPI General Partner, LLC, is hereby authorized and directed to prepare or cause to be prepared all documents, petitions, pleadings and other instruments necessary, or in the sole discretion of the Vice President appropriate, to cause the initiation and prosecution of a case under the Bankruptcy Code;

RESOLVED, that the Company is authorized and directed to employ and retain the firm of Hoover Slovacek LLP, Attorneys at Law, to represent the Company in its case under the Bankruptcy Code upon such retainer and compensation agreement as may seem in the sole discretion of the Vice President to be appropriate; and

A handwritten signature in black ink, appearing to be "Willem Noltes", is located in the bottom right corner of the page.

RESOLVED FURTHER, that any and all actions taken by the Manager of the sole member of this Company, for and on behalf and in the name of this Company, prior to the adoption of the foregoing resolutions, in connection with any of the foregoing matters, be and they are hereby, ratified, confirmed and approved in all respects for all purposes.

The undersigned, being the Independent Director and the Manager and the Vice President of the sole member of the Company hereby consent to the foregoing effective the 2nd day of September, 2010.

VPI General Partner, LLC

By: Vintage Park Investments, LLC, its sole member

By: _____
Guy Savage, Manager

VPI General Partner, LLC

By: Vintage Park Investments, LLC, its sole member

By: _____
Willen Noltes, Vice President

VPI General Partner, LLC

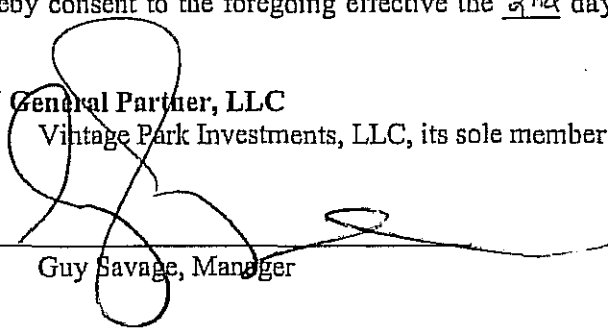
By: Wayne Rafanelli
Wayne Rafanelli, Independent Director

RESOLVED FURTHER, that any and all actions taken by the Manager of the sole member of this Company, for and on behalf and in the name of this Company, prior to the adoption of the foregoing resolutions, in connection with any of the foregoing matters, be and they are hereby, ratified, confirmed and approved in all respects for all purposes.

The undersigned, being the Independent Director and the Manager and the Vice President of the sole member of the Company hereby consent to the foregoing effective the 3rd day of September, 2010.

VPI General Partner, LLC

By: Vintage Park Investments, LLC, its sole member

By: 
Guy Savage, Manager

VPI General Partner, LLC

By: Vintage Park Investments, LLC, its sole member

By: _____
Willem Noltes, Vice President

VPI General Partner, LLC

By: 
Wayne Rafanelli, Independent Director

B4 (Official Form 4) (12/07)

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

In re VPI General Partner, 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> |
| See attached List of 20 Largest Unsecured Creditors | | | | |
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| VPI General Partner, LLC | | | | | | | | | |
|--|-------------------------------------|--------------|--------------|-------|------------|--|----------|--|--|
| List of 20 Largest Unsecured Creditors | | | | | | | | | |
| Name | Address1 | Address2 | City | State | Zipcode | Phone Numbers | ClaimAmt | | |
| Texscape Services | 7070 West 43rd Street, Suite 204 | | Houston | TX | 77092 | Phone: (281) 846-3779 | 8,823.93 | | |
| Craven Carpet, Inc. | P.O. Box 801084 | | Houston | TX | 77280 | Phone: (713) 956-1395 Fax: (713) 956-7802 | 8,169.58 | | |
| Hamilton-Steele Outdoor Accents | 3415 Couch Street | | Houston | TX | 77018 | Phone: (713) 533-9059 | 6,955.06 | | |
| Direct Energy | P.O. Box 650273 | | Dallas | TX | 75265-0273 | Phone: (888) 552-5596 Fax: (877) 633-6747 | 6,667.91 | | |
| Maintenance Supply Headquarters | P.O. Box 203601 | | Houston | TX | 77216-3601 | (281) 564-9700 | 4,208.89 | | |
| Chero-Key Piping Co. | 1800 Sherwood Forrest Bldg D-1 | | Houston | TX | 77043 | Phone: (713) 856-5612 | 3,208.86 | | |
| Celeritas Services, LLP | P.O. Box 706 | | D'hanis | TX | 78850 | Phone: (830) 363-4159 Fax: (830) 363-4157 | 2,017.75 | | |
| NAMCO Manufacturing | P.O. Box 4355 | | HOUSTON | TX | 77210-4355 | Phone: (713) 932-8293 | 1,773.79 | | |
| HD Supply Facilities Maintenance | P.O. Box 509058 | | San Diego | CA | 92150-9058 | Phone: (800) 798-8888 Fax: (800) 930-4930 | 1,770.83 | | |
| Exer-Tech Inc. | 1227 Price Plaza | | Katy | TX | 77449-6422 | Phone: (281) 493-2220 | 1,755.36 | | |
| Apartment Data Services | 1500 S. Dairy Ashford, Suite 175 | | Houston | TX | 77077 | Phone: (281) 759-2200 Fax: (800) 595-8730 | 1,680.00 | | |
| Umovefree | P.O. Box 222089 | | Dallas | TX | 75222-2089 | Phone: (214) 614-5956 (866) 451-1952 | 1,665.00 | | |
| Keller Williams Realty | 8101 Cypresswood Drive | | Spring | TX | 77379 | Phone: (281) 444-3900 | 1,650.00 | | |
| RentGrow, Inc. | P.O. Box 847851 | | Boston | MA | 02284-7851 | Phone: (800) 736-7476 x 299 | 1,605.15 | | |
| Apartment Directions, Inc | 3300 Chimney Rock #104 | | Houston | TX | 77056 | Phone: (713) 789-3777 | 1,590.00 | | |
| Findlr Apartment Locators | 922 FM 1960 West | | Houston | TX | 77090 | Phone: (281) 440-6000 Fax: (281) 586-8606 | 1,545.00 | | |
| A.S.A.P. Apartment Specialists | 1640 Kuykendahl, Suite 122 | | Houston | TX | 77068 | Phone: (281) 876-2727 | 1,537.50 | | |
| Katten Muchin Rosenman LLP | 525 W. Monroe Street | | Chicago | IL | 60661-3693 | Phone: (312) 577-8527 | 1,391.00 | | |
| Cbeeyond Online | P.O. Box 848432 | | Dallas | TX | 75284-8432 | | 1,144.25 | | |
| GUARD Insurance Group | Attn Acct Rec 16 South River Street | P.O. Box A-H | Wilkes-Barre | PA | 18703-0020 | Phone: (800) 673-2465 | 1,124.50 | | |