B1 (Official Form 1) (4/10)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):	Name of Joint Debtor (Spouse) (Last, First, Middle):
Heights Melrose Group, LLC	
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)/Complete EIN (if more than one, state all): **32039861227**	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. and Street, City, and State): **1449 Heights Blvd. #111 Houston, TX** ZIP CODE **77008**	Street Address of Joint Debtor (No. and Street, City, and State): ZIP CODE
County of Residence or of the Principal Place of Business: **Harris**	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): **c/o Reuven Bisk 3120 Southwest Freeway #320 Houston, TX** ZIP CODE **77098**	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): ZIP CODE

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 by 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.
- ☐ 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

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

Name of Debtor(s): **Heights Melrose Group, LLC**

All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)

Location Where Filed:	Case Number:	Date Filed:
None		
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:	Case Number:	Date Filed:
None		
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 _____
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)).

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

Name of Debtor(s): **Heights Melrose Group, 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 _____

X _____

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/ Marc Douglas Myers**
Marc Douglas Myers Bar No. **00797133**

Adair & Myers, P.L.L.C.
3120 Southwest Freeway
Suite 320
Houston, Texas 77098

Phone No.**(713) 522-2270** Fax No.**(713) 522-3322**

4/14/2011
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 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 petiton 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.

Heights Melrose Group, LLC

X **/s/ Reuven Bisk**
Signature of Authorized Individual

Reuven Bisk
Printed Name of Authorized Individual

Manager/President
Title of Authorized Individual

4/14/2011
Date

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Heights Melrose Group, LLC** CASE NO

CHAPTER **11**

EXHIBIT "A" TO VOLUNTARY PETITION

1. Debtor's employer identification number is **32039861227**.

2. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is_____.

3. The following financial data is the latest available information and refers to the debtor's condition on_____.

a. Total Assets **$889,300.00**

b. Total Liabilities **$822,285.41**

Secured debt	**Amounts**	**Approximate number of holders**
Fixed, liquidated secured debt	**$411,797.72**	**9**
Contingent secured debt	**$386,896.87**	**1**
Disputed secured debt	**$386,896.87**	**1**
Unliquidated secured debt	**$386,896.87**	**1**
Unsecured debt	**Amounts**	**Approximate number of holders**
Fixed, liquidated unsecured debt	**$23,590.82**	**12**
Contingent unsecured debt	**$0.00**	**9**
Disputed unsecured debt	**$0.00**	**9**
Unliquidated unsecured debt	**$0.00**	**9**
Stock	**Amounts**	**Approximate number of holders**
Number of shares of preferred stock		
Number of shares of common stock	**100**	**2**

Comments, if any

4. Brief description of debtor's business:
Sale of Condo Units located at 1447 and 1449 Heights Blvd.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Heights Melrose Group, LLC** CASE NO

CHAPTER **11**

EXHIBIT "A" TO VOLUNTARY PETITION

Continuation Sheet No. 1

5. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 20% or more of the voting securities of the debtor:

Reuven M. Bisk
Darren Smith

6. List the name of all corporations 20% or more of the outstanding voting securities of which are directly or indirectly owned, controlled, or held, with power to vote, by debtor:

I, **Reuven Bisk**, the **Manager/President** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing Exhibit "A" to Voluntary Petition, and that it is true and correct to the best of my information and belief.

Date: **4/14/2011** Signature: **/s/ Reuven Bisk**
Reuven Bisk
Manager/President

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

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE A - REAL PROPERTY

Description and Location of Property	Nature of Debtor's Interest in Property		Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
Heights Melrose Group, LLC. *The Mint National Bank has a blanket lien on all property listed as follows: _____	Fee Simple		$886,800.00	$395,406.32
1449 Heights Blvd. #111, Houston, Texas 77008 Condominium Unit #111 Current Market Value $125,000.00 Tax Lien: $2,148.81 _____	Fee Simple		$0.00	$0.00
1447 Heights Blvd #115., Houston, Texas 77008 Condominium Unit #115 Current Market Value $125,000.00 Tax Lien: $3,042.74 _____	Fee Simple		$0.00	$0.00
1447 Heights Blvd. #116, Houston, Texas 77008 Condominium Unit #116 Current Market Value $125,000.00 Tax Lien: $2,148.81 _____	Fee Simple		$0.00	$0.00
1447 Heights Blvd. #117, Houston, Texas 77008 Condominium Unit #117 Current Market Value $125,000.00 Tax Lien: $2,148.81	Fee Simple		$0.00	$0.00

B6A (Official Form 6A) (12/07) - Cont.

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE A - REAL PROPERTY

Continuation Sheet No. 1

Description and Location of Property	Nature of Debtor's Interest in Property		Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
1447 Heights Blvd. #118, Houston, Texas 77008 Condominium Unit #118 Current Market Value $125,000.00 Tax Lien: $2,148.81	Fee Simple		$0.00	$0.00
1447 Heights Blvd. #222, Houston, Texas 77008 Condominium Unit #222 Current Market Value $125,000.00 Tax Lien: $2,148.81	Fee Simple		$0.00	$0.00
1447 Heights Blvd., #223 Houston, Texas 77008 Condominium Unit #223 Current Market Value $125,000.00 Tax Lien: $2,148.81	Fee Simple		$0.00	$0.00
1447-1449 Heights Blvd. -Storage Unit Contiguous approximately 10 x 20 unfinished storage building to be subdivided Value of $11,800.00	Fee Simple		$0.00	$0.00
		Total:	**$886,800.00**	

(Report also on Summary of Schedules)

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

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE B - PERSONAL PROPERTY

Type of Property	None	Description and Location of Property		Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.	X			
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.		Frost Business Checking #5075		$2,000.00
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.	X			
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.		Insured: Melrose Park Condominium Unit Owners Association General Liability Policy (Fire) Nationwide #9453 Pacific Ins. Co, Ltd #7417		$0.00 $0.00
10. Annuities. Itemize and name each issuer.	X			

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

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 1

Type of Property	None	Description and Location of Property		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 non-negotiable instruments.	X			
16. Accounts receivable.		Rent on Unit 223		$950.00
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			

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

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 2

Type of Property	None	Description and Location of Property		Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
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.		Sanctions Claim/Counterclaims against: iCityCondo, Inc. Isaac W. Kyle Thomas F. Noons Jacky Noons Heights Venture, Ltd and British American Properties of Texas		Unknown
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			

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

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 3

Type of Property	None	Description and Location of Property		Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Misc Office Supplies Misc Chairs Misc Inventory		$500.00
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		Ernest Money held at Old Republic Title		$4,000.00

3 continuation sheets attached **Total >** **$7,450.00**

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

B6C (Official Form 6C) (4/10)

In re **Heights Melrose Group, LLC**

Case No. _____
(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:
(Check one box)

- ☐ 11 U.S.C. § 522(b)(2)
- ☐ 11 U.S.C. § 522(b)(3)

☐ Check if debtor claims a homestead exemption that exceeds $146,450.*

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
Not Applicable			
		$0.00	**$0.00**

** Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

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

In re **Heights Melrose Group, LLC** 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		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
ACCT #: **xxx-xxx-xxx-0013** **Don Sumners, CPA RTA** **Tax Assessor-Collector** **P. O. Box 4622** **Houston, Texas 77210-4622**			DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **1447 Heights Blvd. #223, Houston, Texas 77008** REMARKS: VALUE: **$125,000.00**				**$2,148.81**	
ACCT #: **xxx-xxx-xxx-0008** **Don Sumners, CPA RTA** **Tax Assessor-Collector** **P. O. Box 4622** **Houston, Texas 77210-4622**			DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **1447 Heights Blvd. #118, Houston, Texas 77008** REMARKS: VALUE: **$125,000.00**				**$2,148.81**	
ACCT #: **xxx-xxx-xxx-0006** **Don Sumners, CPA RTA** **Tax Assessor-Collector** **P. O. Box 4622** **Houston, Texas 77210-4622**			DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **1447 Heights Blvd. #116, Houston, Texas 77008** REMARKS: VALUE: **$125,000.00**				**$2,148.81**	
ACCT #: **xxxxxxxxx0002** **Don Sumners, CPA RTA** **Tax Assessor-Collector** **P. O. Box 4622** **Houston, Texas 77210-4622**			DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **1449 Heights Blvd. #111, Houston, Texas 77008** REMARKS: VALUE: **$125,000.00**				**$2,148.81**	
			Subtotal (Total of this Page) >				**$8,595.24**	**$0.00**
			Total (Use only on last page) >					

2 continuation sheets attached

(Report also on Summary of Schedules.)

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

B6D (Official Form 6D) (12/07) - Cont.

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR		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
ACCT #: **xxxxxxxxx0007** **Don Sumners, CPA RTA** **Tax Assessor-Collector** **P. O. Box 4622** **Houston, Texas 77210-4622**			DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **1447 Heights Blvd. #117, Houston, Texas 77008** REMARKS: VALUE: **$125,000.00**				**$2,148.81**	
ACCT #: **xxxxxxxxx0021** **Don Sumners, CPA RTA** **Tax Assessor-Collector** **P. O. Box 4622** **Houston, Texas 77210-4622**			DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **1447 Heights Blvd. #115, Houston, Texas 77008** REMARKS: VALUE: **$125,000.00**				**$3,042.74**	
ACCT #: **Don Sumners, CPA RTA** **Tax Assessor-Collector** **P. O. Box 4622** **Houston, Texas 77210-4622**			DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **1447 Heights Blvd. #222, Houston, Texas 77008** REMARKS: VALUE: **$125,000.00**				**$2,148.81**	
ACCT #: **iCityCondo/Isaac W. Kyle** **P. O. Box 131756** **Houston, Texas 77219**			DATE INCURRED: NATURE OF LIEN: **Mechanic's or Material Man's Lien** COLLATERAL: **All Assets loctaed at 1447 & 1449 Heights Blvd.** REMARKS: VALUE: **$0.00**	**X**	**X**	**X**	**$386,896.87**	**$386,896.87**
						Subtotal (Total of this Page) >	**$394,237.23**	**$386,896.87**
						Total (Use only on last page) >		

Sheet no. **1** of **2** continuation sheets attached to Schedule of Creditors Holding Secured Claims

(Report also on Summary of Schedules.)

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

B6D (Official Form 6D) (12/07) - Cont.

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR		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
Representing: **iCityCondo/Isaac W. Kyle**			**Isaac W. Kyle** **2100 Welch St.** **Houston, Texas 77019**				**Notice Only**	**Notice Only**
ACCT #: **3028** **Premium Financing Specialist Corp** **8245 Neiman Rd. #100** **Lenexa, KS 66214**			DATE INCURRED: NATURE OF LIEN: **Contractual** COLLATERAL: **Insurance Policy** REMARKS: VALUE: **$0.00**				**$7,500.00**	**$7,500.00**
ACCT #: **xxxxxx0800** **The Mint National Bank** **1213 Kingwood Dr.** **Kingwood, Texas 77339**	**X**		DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **Heights Melrose Condos** REMARKS: VALUE: **$886,800.00**				**$127,152.91**	
ACCT #: **xxxxxx7200** **The Mint National Bank** **1213 Kingwood Dr.** **Kingwood, Texas 77339**			DATE INCURRED: NATURE OF LIEN: **Fee Simple** COLLATERAL: **Heights Melrose Condos** REMARKS: VALUE: **$886,800.00**				**$268,253.41**	

Sheet no. **2** of **2** continuation sheets attached to Schedule of Creditors Holding Secured Claims

Subtotal (Total of this Page) >	**$402,906.32**	**$7,500.00**
Total (Use only on last page) >	**$805,738.79**	**$394,396.87**
	(Report also on Summary of Schedules.)	(If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

B6E (Official Form 6E) (04/10)

In re **Heights Melrose Group, LLC** 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 $11,725* 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 $5,775* 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 $2,600* 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).

☐ **Administrative allowances under 11 U.S.C. Sec. 330**
Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

** Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.*

No continuation sheets attached

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

In re **Heights Melrose Group, LLC**

Case No. _____ (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		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: **Aaron Cardon** **1447 Heights Blvd #225** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$217.39**
ACCT #: **Adair & Myers, P.L.L.C.** **3120 Southwest Freeway, #320** **Houston, Texas 77098**			DATE INCURRED: CONSIDERATION: **Legal Fees - State Court Litigation** REMARKS:				**$15,000.00**
ACCT #: **Ashly Gragg** **1449 Heights Blvd., #110** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$759.18**
ACCT #: **Blythe Ledger** **1449 Heights Blvd., #112** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$1,012.24**
ACCT #: **British American Properties of Texas** **410 Pierce St.** **Suite 333** **Houston, Texas 77002**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:	**X**	**X**	**X**	**Unknown**
ACCT #: **Heights Venture, LTD** **6853-1/2 Southwest Freeway** **Houston, Texas 77074**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:	**X**	**X**	**X**	**Unknown**
						Subtotal >	**$16,988.81**
						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.)**	

4 continuation sheets attached

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

In re **Heights Melrose Group, LLC**

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: **Icity Condo, Inc.** **2100 Welch St.** **Houston, Texas 77019**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:	X	X	X	**Unknown**
ACCT #: **Isaac W. Kyle** **2100 Welch St.** **Houston, Texas 77019**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:	X	X	X	**Unknown**
ACCT #: **Jacky Noons** **2000 Bagby** **Unit 15403** **Houston, Texas 77002**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:	X	X	X	**Unknown**
Representing: **Jacky Noons**			**Bernard Wm. Fischman** **The Ariel House** **8118 Datapoint Dr** **San Antonio, Texas 78229**				**Notice Only**
ACCT #: **Jennifer Speirs** **1449 Heights Blvd. #114** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$753.08**
ACCT #: **Jessica Edquist** **1449 Heights Blvd., #226** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$174.48**

Sheet no. **1** of **4** continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **$927.56**

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 **Heights Melrose Group, LLC**

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: **Latasha Young** **1447 Heights Blvd. #221** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$427.54**
ACCT #: **Markee Construction** **906 W. Gibson St.** **Austin, Texas 78704**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$3,000.00**
ACCT #: **Megan McClenny** **1447 Heights Blvd. #220** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$427.54**
ACCT #: **Rose Campo** **1449 Heights Blvd., #227** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$885.71**
ACCT #: **Thomas F Noons** **1803 Milford** **Houston, Texas 77098**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:	**X**	**X**	**X**	**Unknown**
Representing: **Thomas F Noons**			**Bernard Wm. Fischman** **The Ariel House** **8118 Datapoint Dr** **San Antonio, Texas 78229**				**Notice Only**

Sheet no. **2** of **4** continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **$4,740.79**

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 **Heights Melrose Group, LLC**

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Representing: **Thomas F Noons**			**Thomas F. Noons** **2000 Bagby St.** **Unit 15403** **Houston, Texas 77002**				**Notice Only**
ACCT #: **Tommy D'ambrosio** **1447 Heights Blvd., #119** **Houston, Texas 77008**			DATE INCURRED: CONSIDERATION: **Unsecured Claim** REMARKS:				**$933.66**
ACCT #: **William B. Underwood, III** **5177 Richmond Ave., Suite No 505** **Houston, Texas 77056**			DATE INCURRED: CONSIDERATION: **Notice Only** REMARKS:	X	X	X	**Notice Only**
ACCT #: **Harris County** **c/o Tara Grundemeier** **1300 Main, Suite 300** **Houston, Texas 77002**			DATE INCURRED: CONSIDERATION: **Required Notification** REMARKS:				
ACCT #: **Harris County Tax** **1300 Main, Suite 300** **Houston, Texas 77002**			DATE INCURRED: CONSIDERATION: **Required Notification** REMARKS:				
ACCT #: **Internal Revenue Service** **P. O. Box 21126** **Philadelphia PA 19114**			DATE INCURRED: CONSIDERATION: **Required Notification** REMARKS:				

Sheet no. **3** of **4** continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **$933.66**

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 **Heights Melrose Group, LLC**

Case No. _____ (if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: **Texas Comptroller** **P. O. Box 13528** **Austin, Texas 78711**			DATE INCURRED: CONSIDERATION: **Required Notification** REMARKS:				
ACCT #: **U.S. Trustee** **515 Rusk, Suite 3516** **Houston, Texas 77002**			DATE INCURRED: CONSIDERATION: **Required Notification** REMARKS:				

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

Subtotal > **$0.00**

Total > **$23,590.82**

(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 **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases of contracts, 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 and Fed. R. Bankr. P. 1007(m).

☐ 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.
Diane Mack Robin Gilmartin 1447 Heights Blvd., #223 Houston, Texas 77008	Sales Contact /Lease Agreement Contract to be ASSUMED
Plum Pads 1449 Heights Blvd., #111 Houston, Texas 77008	Listing Agreement Contract New listing agreement to be sought and apprroved by court.

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

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. 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 the eight-year period 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, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Darren Smith 1800 Bering Dr., #100 Houston, Texas 77057	**The Mint National Bank** 1213 Kingwood Dr. Kingwood, Texas 77339
Reuven Bisk 3120 Southwest Freeway #320 Houston, Texas 77098	**The Mint National Bank** 1213 Kingwood Dr. Kingwood, Texas 77339

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

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re **Heights Melrose Group, LLC** 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	**2**	**$886,800.00**		
B - Personal Property	Yes	**4**	**$7,450.00**		
C - Property Claimed as Exempt	No				
D - Creditors Holding Secured Claims	Yes	**3**		**$805,738.79**	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	**1**		**$0.00**	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	**5**		**$23,590.82**	
G - Executory Contracts and Unexpired Leases	Yes	**1**			
H - Codebtors	Yes	**1**			
I - Current Income of Individual Debtor(s)	No				**N/A**
J - Current Expenditures of Individual Debtor(s)	No				**N/A**
	TOTAL	**17**	**$894,250.00**	**$829,329.61**	

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

In re **Heights Melrose Group, LLC** Case No. _____ (if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

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

I, the ***Manager/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 **19** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

(Total shown on summary page plus 1.)

Date **4/14/2011** Signature **/s/ Reuven Bisk**

Reuven Bisk
Manager/President

[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.

B7 (Official Form 7) (04/10)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** 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
$249,946.00	**2009 Gross Profit - Net Income ($185,886.97) without deducting Operating Expenses**
$856,698.24	**2010 Gross Profit - Net Income $84,154.26 without deducting Operating Expenses**
$11,309.76	**2011 Gross Income - Without any deductions**

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, or 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.)

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.)

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 $5,850*. 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.)

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Premium Financing Specialist Corp	**Monthly payments of $1,499.17**	**$4,497.00**	**$7,500.00**
The Mint National Bank 1213 Kingwood Dr. Kingwood, Texas 77339	**Monthly Interest Payments**	**$7,896.79**	**$268,253.41**

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.)

B7 (Official Form 7) (04/10) - Cont.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** Case No. _____ (if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 1

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
2010-81168; Thomas F. Noons vs Heights Melrose Group, LLC, et al	**Breach of Contract**	**In the 165th Judical District Court of Harris County, Texas**	**Nonsuit/Dismissal 2/11/11**
2009-81416; iCity Condo, Inc. and Isaac W. Kyle vs Thomas F. Noons, Jacky Noons, Heights Venture, Ltd and British American Properties of Texas	**Contract**	**In the 164th Judicial District Court of Harris County, Texas**	**Pending**

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.)

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.)

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.)

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.)

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.)

B7 (Official Form 7) (04/10) - Cont.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** Case No. _____ (if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 2

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
1447 Heights Blvd.	**Water Damage Payment from Insurance of $12,933.76 to repair damages**	**9/7/2010**

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.

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
Ashley Gragg	**10/7/2010**	**1449 Heights Blvd. #110; after payment of costs of sale, taxes and mortgage(s) the Debtor received $7,781.65 from the sale.**
David and Rebecca Strom	**2/5/2010**	**1449 Heights Blvd #112; after payment of costs of sale, taxes and mortgage(s) the Debtor received $28,311.61 from the sale.**
Cary Cox	**11/30/2009**	**1449 Heights Blvd. #113; after payment of costs of sale, taxes and mortgage(s) the Debtor received $33,313.36 from the sale.**
Jennifer Speir	**4/21/2010**	**1449 Heights Blvd #114; after payment of costs of sale, taxes and mortgage(s) the Debtor received $104,075.88 from the sale.**
Thomas D'ambrosio	**6/23/2010**	**1447 Heights Blvd #119; after payment of costs of sale, taxes and mortgage(s) the Debtor received $8,310.92 from the sale.**

B7 (Official Form 7) (04/10) - Cont.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** Case No. _____ (if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 3

Megan McClenny	**8/11/2010**	**1447 Heights Blvd #220; after payment of costs of sale, taxes and mortgage(s) the Debtor received $4,412.14 from the sale.**
Dianna Young	**7/29/2010**	**1447 Heights Blvd #221; after payment of costs of sale, taxes and mortgage(s) the Debtor received $5,832.13 from the sale.**
Jacquelyn Leger	**12/1/2010**	**1447 Heights Blvd. #224; after payment of costs of sale, taxes and mortgage(s) the Debtor received $29,561.66 from the sale.**
Aaron Cardon	**6/30/10**	**1447 Heights Blvd. #225; after payment of costs of sale, taxes and mortgage(s) the Debtor received $5,611.86 from the sale.**
Jessica Edquist	**5/14/2010**	**1449 Heights Blvd. #226; after payment of costs of sale, taxes and mortgage(s) the Debtor received $6,243.55 from the sale.**
Marie R. Campos	**10/25/2010**	**1449 Heights Blvd #227; after payment of costs of sale, taxes and mortgage(s) the Debtor received $8,172.26 from the sale.**
Rebecca Miser	**10/6/2010**	**1449 Heights, Blvd. #229; after payment of costs of sale, taxes and mortgage(s) the Debtor received $27,732.17 from the sale.**
Wendy Janda	**2/22/2010**	**144 Heights Blvd #230; after payment of costs of sale, taxes and mortgage (s) the Debtor received $32,229.70 from the sale.**
Guma Investments, Inc.	**10/11/2010**	**214 W. 17th St. 22; after payment of costs of sale, taxes and mortgage(s) the Debtor receive no funds from the sale.**

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.

B7 (Official Form 7) (04/10) - Cont.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** Case No. _____ (if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 4

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.)

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.)

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.)

14. Property held for another person

None ☑

List all property owned by another person that the debtor holds or controls.

15. Prior address of debtor

None ☑

If the 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.

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.

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:

B7 (Official Form 7) (04/10) - Cont.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** Case No. _____ (if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 5

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.

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.

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 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 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 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 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 six years immediately preceding the commencement of this case.

NAME, ADDRESS, AND LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN) / COMPLETE EIN	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Heights Melrose Goup, LLC	**Sale of Condo Units**	**2009- Present**

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.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

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
Gille Accounting Services, Inc. **PO Box 430137** **Houston Texas 77243**	**2009-Present**
Chuck Weimer **6200 Savoy** **Houston Tx 77036**	**2009-Present**

B7 (Official Form 7) (04/10) - Cont.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** Case No. _____ (if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 6

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.

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.

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.

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.

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

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
Reuven Bisk	**Member**	**50%**
Darren Smith	**Member**	**50%**

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
Reuven Bisk	**President and Treasurer**	**50%**
Darren Smith	**Vice President and Secretary**	**50%**

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.

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.

B7 (Official Form 7) (04/10) - Cont.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** Case No. _____ (if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 7

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 AND ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Reuven Bisk	**Repayment of Out of pocket expenses; 8/18/10**	**$7500.00**
Darren Smith	**Repayment of Out of pocket expenses; 8/18/10**	**$7500.00**

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.

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.

B7 (Official Form 7) (04/10) - Cont.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re: **Heights Melrose Group, LLC** Case No. _____ (if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 8

[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 **4/14/2011** Signature **/s/ Reuven Bisk**
Reuven Bisk
Manager/President

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

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

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Heights Melrose Group, LLC** CASE NO

CHAPTER **11**

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept:	Fixed Fee:	**$0.00**
Prior to the filing of this statement I have received:		**$0.00**
Balance Due:		**$0.00**

2. The source of the compensation paid to me was:
   ☑ Debtor ☐ Other (specify)

3. The source of compensation to be paid to me is:
   ☑ Debtor ☐ Other (specify)

4. ☑ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

   ☐ I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
   a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
   b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
   c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:
   The fees paid do not include representation in any adversary proceedings or dischargeability actions both 727 or 523 actions.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

4/14/2011
Date

/s/ Marc Douglas Myers
Marc Douglas Myers Bar No. 00797133
Adair & Myers, P.L.L.C.
3120 Southwest Freeway
Suite 320
Houston, Texas 77098
Phone: (713) 522-2270 / Fax: (713) 522-3322

B4 (Official Form 4) (12/07)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Heights Melrose Group, LLC**

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) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, goverment contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	(5) Amount of claim [if secured also state value of security]
iCityCondo/Isaac W. Kyle P. O. Box 131756 Houston, Texas 77219		Mechanic's or Material Man's Lien	*Contingent* *Unliquidated* *Disputed*	**$386,896.87** **Value: $0.00**
Adair & Myers, P.L.L.C. 3120 Southwest Freeway, #320 Houston, Texas 77098		Legal Fees - State Court Litigation		**$15,000.00**
Premium Financing Specialist Corp 8245 Neiman Rd. #100 Lenexa, KS 66214		Contractual		**$7,500.00** **Value: $0.00**
Markee Construction 906 W. Gibson St. Austin, Texas 78704		Unsecured Claim		**$3,000.00**
Blythe Ledger 1449 Heights Blvd., #112 Houston, Texas 77008		Unsecured Claim		**$1,012.24**
Tommy D'ambrosio 1447 Heights Blvd., #119 Houston, Texas 77008		Unsecured Claim		**$933.66**

B4 (Official Form 4) (12/07)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Heights Melrose Group, LLC**

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 1

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, goverment contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	(5) Amount of claim [if secured also state value of security]
Rose Campo 1449 Heights Blvd., #227 Houston, Texas 77008		Unsecured Claim		**$885.71**
Ashly Gragg 1449 Heights Blvd., #110 Houston, Texas 77008		Unsecured Claim		**$759.18**
Jennifer Speirs 1449 Heights Blvd. #114 Houston, Texas 77008		Unsecured Claim		**$753.08**
Megan McClenny 1447 Heights Blvd. #220 Houston, Texas 77008		Unsecured Claim		**$427.54**
Latasha Young 1447 Heights Blvd. #221 Houston, Texas 77008		Unsecured Claim		**$427.54**
Aaron Cardon 1447 Heights Blvd #225 Houston, Texas 77008		Unsecured Claim		**$217.39**
Jessica Edquist 1449 Heights Blvd., #226 Houston, Texas 77008		Unsecured Claim		**$174.48**

B4 (Official Form 4) (12/07)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Heights Melrose Group, LLC**

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 2

(1) Name of creditor and complete mailing address, including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, goverment contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	(5) Amount of claim [if secured also state value of security]
Thomas F Noons 1803 Milford Houston, Texas 77098		Unsecured Claim	*Contingent* *Unliquidated* *Disputed*	**$0.00**
Jacky Noons 2000 Bagby Unit 15403 Houston, Texas 77002		Unsecured Claim	*Contingent* *Unliquidated* *Disputed*	**$0.00**
Isaac W. Kyle 2100 Welch St. Houston, Texas 77019		Unsecured Claim	*Contingent* *Unliquidated* *Disputed*	**$0.00**
Icity Condo, Inc. 2100 Welch St. Houston, Texas 77019		Unsecured Claim	*Contingent* *Unliquidated* *Disputed*	**$0.00**
Heights Venture, LTD 6853-1/2 Southwest Freeway Houston, Texas 77074		Unsecured Claim	*Contingent* *Unliquidated* *Disputed*	**$0.00**
British American Properties of Texas 410 Pierce St. Suite 333 Houston, Texas 77002		Unsecured Claim	*Contingent* *Unliquidated* *Disputed*	**$0.00**

B4 (Official Form 4) (12/07)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Heights Melrose Group, LLC** Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 3

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

I, the **Manager/President** 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: **4/14/2011** Signature: **/s/ Reuven Bisk**
Reuven Bisk
Manager/President

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: **Heights Melrose Group, LLC** CASE NO

CHAPTER **11**

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 4/14/2011 Signature ***/s/ Reuven Bisk***
Reuven Bisk
Manager/President

Date _____ Signature _____

Aaron Cardon
1447 Heights Blvd #225
Houston, Texas 77008

Adair & Myers, P.L.L.C.
3120 Southwest Freewat
Suite 320
Houston, Texas 77098

Adair & Myers, P.L.L.C.
3120 Southwest Freeway, #320
Houston, Texas 77098

Ashly Gragg
1449 Heights Blvd., #110
Houston, Texas 77008

Bernard Wm. Fischman
The Ariel House
8118 Datapoint Dr
San Antonio, Texas 78229

Blythe Ledger
1449 Heights Blvd., #112
Houston, Texas 77008

British American Properties of Texas
410 Pierce St.
Suite 333
Houston, Texas 77002

Darren Smith
1800 Bering Dr., #100
Houston, Texas 77057

Diane Mack
Robin Gilmartin
1447 Heights Blvd., #223
Houston, Texas 77008

Don Sumners, CPA RTA
Tax Assessor-Collector
P. O. Box 4622
Houston, Texas 77210-4622

Harris County
c/o Tara Grundemeier
1300 Main, Suite 300
Houston, Texas 77002

Harris County Tax
1300 Main, Suite 300
Houston, Texas 77002

Heights Melrose Group, LLC
c/o Reuven Bisk
3120 Southwest Freeway #320
Houston, Texas 77098

Heights Venture, LTD
6853-1/2 Southwest Freeway
Houston, Texas 77074

Icity Condo, Inc.
2100 Welch St.
Houston, Texas 77019

iCityCondo/Isaac W. Kyle
P. O. Box 131756
Houston, Texas 77219

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

Isaac W. Kyle
2100 Welch St.
Houston, Texas 77019

Jacky Noons
2000 Bagby
Unit 15403
Houston, Texas 77002

Jennifer Speirs
1449 Heights Blvd. #114
Houston, Texas 77008

Jessica Edquist
1449 Heights Blvd., #226
Houston, Texas 77008

Latasha Young
1447 Heights Blvd. #221
Houston, Texas 77008

Markee Construction
906 W. Gibson St.
Austin, Texas 78704

Megan McClenny
1447 Heights Blvd. #220
Houston, Texas 77008

Plum Pads
1449 Heights Blvd., #111
Houston, Texas 77008

Premium Financing Specialist Corp
8245 Neiman Rd. #100
Lenexa, KS 66214

Reuven Bisk
3120 Southwest Freeway #320
Houston, Texas 77098

Rose Campo
1449 Heights Blvd., #227
Houston, Texas 77008

Texas Comptroller
P. O. Box 13528
Austin, Texas 78711

The Mint National Bank
1213 Kingwood Dr.
Kingwood, Texas 77339

Thomas F Noons
1803 Milford
Houston, Texas 77098

Thomas F. Noons
2000 Bagby St.
Unit 15403
Houston, Texas 77002

Tommy D'ambrosio
1447 Heights Blvd., #119
Houston, Texas 77008

U.S. Trustee
515 Rusk, Suite 3516
Houston, Texas 77002

William B. Underwood, III
5177 Richmond Ave., Suite No 505
Houston, Texas 77056

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: CHAPTER **11**
Heights Melrose Group, LLC

DEBTOR(S) CASE NO

LIST OF EQUITY SECURITY HOLDERS

Registered Name of Holder of Security Last Known Address or Place of Business	Class of Security	Number Registered	Kind of Interest Registered

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

I, the **Manager/President** 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: **4/14/2011** Signature: **/s/ Reuven Bisk**
Reuven Bisk
Manager/President