

31 (Official Form 11/04/13)

| United States Bankruptcy Court Southern District of Texas | | Voluntary Petition |
|--|---|---|
| Name of Debtor (if individual, enter Last, First, Middle): Windmill Run Associates, Ltd. | | 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)/Complete EIN (if more than one, state all) 74-2926753 | | 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): 300 Silverleaf Drive Sweeny, TX <div style="text-align: right;">ZIP Code 77480</div> | | Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div> |
| County of Residence or of the Principal Place of Business: Brazoria | | County of Residence or of the Principal Place of Business: |
| Mailing Address of Debtor (if different from street address): 8520 Washington Blvd. Culver City, CA <div style="text-align: right;">ZIP Code 90232</div> | | Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div> |
| Location of Principal Assets of Business Debtor (if different from street address above): | | |
| Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input type="checkbox"/> Corporation (includes LLC and LLP) <input checked="" type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) | Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input checked="" type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other | Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding |
| Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending: | Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code) | Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts. |
| Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only) Must attach signed application for the court's consideration. See Official Form 3B. | | Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). |
| Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> 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 <input checked="" type="checkbox"/> 1-49 <input 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 \$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 checked="" type="checkbox"/> \$1,000,001 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 | | |

| | | | |
|---|--|---|-------------|
| Voluntary Petition <i>(This page must be completed and filed in every case)</i> | | Name of Debtor(s): Windmill Run Associates, Ltd. | |
| 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: - None - | | Case Number: | Date Filed: |
| District: | | Relationship: | Judge: |
| 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.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition. | | (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 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 checked="" 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 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 with 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):

Windmill Run Associates, Ltd.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).
 I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
 Signature of Debtor

X _____
 Signature of Joint Debtor

 Telephone Number (If not represented by attorney)

 Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.
 (Check only one box.)
 I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.
 Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
 Signature of Foreign Representative

 Printed Name of Foreign Representative

 Date

Signature of 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 Attorney*

X /s/ Edward L. Rothberg
 Signature of Attorney for Debtor(s)

Edward L. Rothberg 17313990
 Printed Name of Attorney for Debtor(s)

Hoover Slovacek LLP
 Firm Name

5051 Westheimer
Suite 1200
Houston, TX 77056

 Address

Email: rothberg@hooverslovacek.com

713.977.8686 Fax: 713.977.5395
 Telephone Number

8/29/2015
 Date

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

Signature of Debtor (Corporation/Partnership)

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

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

X _____
 Signature of Authorized Individual

Frank Fonseca
 Printed Name of Authorized Individual

President, Operating G.P., Windmill Run Development, Inc.
 Title of Authorized Individual

August 28, 2015
 Date

**WRITTEN CONSENT OF THE PRESIDENT OF THE OPERATING
GENERAL PARTNER OF WINDMILL RUN ASSOCIATES, LTD.**

The undersigned, being the President of Windmill Run Development, Inc., a Texas corporation, the Operating General Partner of Windmill Run Associates, Ltd., a Texas limited partnership (the "Partnership"), and pursuant to the provisions of the Texas statutes, hereby consents to the adoption by the Operating General Partner of the Partnership of the following resolutions and to the action authorized in such resolutions being taken by the Operating General Partner in lieu of a meeting thereof:

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

RESOLVED, that Frank Fonseca, the President of Windmill Run Development, Inc., the Operating General Partner of the Partnership, is hereby authorized and directed to prepare or cause to be prepared the voluntary petition and to cause the initiation and prosecution of a case under the Bankruptcy Code (the "Bankruptcy Case"), and to prepare or cause to be prepared all other documents, pleadings and other instruments necessary to prosecute the Bankruptcy Case;

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

RESOLVED FURTHER, that any and all actions taken by the President of the Operating General Partner of this Partnership, for and on behalf and in the name of this Partnership, 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 Operating General Partner of the Partnership hereby consents to the foregoing effective the 29th day of August, 2015.

WINDMILL RUN ASSOCIATES, LTD.

**By: Windmill Run Development, Inc.,
its Operating General Partner**

By: 

Frank Fonseca, President

B4 (Official Form 4) (12/07)

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

In re Windmill Run Associates, Ltd.

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> |
| Affinity Carpet Cleaning, Inc. 1123 West Road Houston, TX 77038-2148 | Affinity Carpet Cleaning, Inc. 1123 West Road Houston, TX 77038-2148 Ph: (281) 445-8783 Fax: (281) 445-8287 Angie Salazar | | | 638.68 |
| All Floors Carpet Cleaning 607 Rankin Circle N Houston, TX 77073 | All Floors Carpet Cleaning 607 Rankin Circle N Houston, TX 77073 (281) 821-2322 Fax: (281) 821-2326 | | | 357.77 |
| Appliance Warehouse 2975 Regent Blvd Irving, TX 75063 | Appliance Warehouse 2975 Regent Blvd Irving, TX 75063 (469) 521-2300 Fax: (972) 755-5545 Bobbie Pound | | | 1,608.60 |
| Brenna Hayes 300 Silverleaf Sweeney, TX 77480 | Brenna Hayes 300 Silverleaf Sweeney, TX 77480 (979) 548-0492 Fax: (979) 548-0726 | | | 398.60 |
| Brenna Hayes/Petty Cashier C/O Windmill Run 300 Silverleaf Sweeney, TX 77480 | Brenna Hayes/Petty Cashier C/O Windmill Run 300 Silverleaf Sweeney, TX 77480 (979) 548-0492 Fax: (979) 548-0726 | | | 816.30 |
| Bugco Pest Control 11910 Sendera Lane Richmond, TX 77407 | Bugco Pest Control 11910 Sendera Lane Richmond, TX 77407 (281) 240-2157 Fax: (281) 782-3330 | | | 995.92 |

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

In re Windmill Run Associates, Ltd.

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

| (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> |
| Hahn Equipment Co., Inc. 5636 Kansas Houston, TX 77077 | Hahn Equipment Co., Inc. 5636 Kansas Houston, TX 77077 (713) 868-3255 Fax: (713) 868-9725 Claudia Salas | | | 815.93 |
| HD Supply Facilities Maintenance, Ltd PO Box 509058 San Diego, CA 92150-9058 | HD Supply Facilities Maintenance, Ltd PO Box 509058 San Diego, CA 92150-9058 (800) 431-3015 Brent Kalas | | | 2,527.20 |
| Impact Floors of Texas, L.P. 3700 Pipestone Dallas, TX 75212 | Impact Floors of Texas, L.P. 3700 Pipestone Dallas, TX 75212 (214) 951-9462 Fax: (214) 951-9462 Carole Williams | | | 2,635.15 |
| Kelly Services, Inc. PO Box 530437 Atlanta, GA 30353-0437 | Kelly Services, Inc. PO Box 530437 Atlanta, GA 30353-0437 (504) 529-1451 Fax: (504) 523-5214 Lisa Reyes | | | 2,752.20 |
| L.A. & A. Professional Lawn & Landscaping 2900 Ave. L Bay City, TX 77414 | L.A. & A. Professional Lawn & Landscaping 2900 Ave. L Bay City, TX 77414 (979) 244-2797 Jose Luis Magana | | | 15,419.67 |
| Lillian Dugan dba David's Lawn Care 24106 County Road 332 Sweeny, TX 77480 | Lillian Dugan dba David's Lawn Care 24106 County Road 332 Sweeny, TX 77480 (979) 482-6462 Fax: (979) 248-8275 David Dugan | | | 1,210.22 |
| Maintenance Supply Headquarters 12315 Parc Crest Dr #100 Stafford, TX 77477 | Maintenance Supply Headquarters 12315 Parc Crest Dr #100 Stafford, TX 77477 (281) 983-6300 Fax: (281) 983-6301 Cary R. Wright | | | 2,968.53 |
| Maria Ortiz P.O. Box 270 Sweeny, TX 77480 | Maria Ortiz P.O. Box 270 Sweeny, TX 77480 | | | 4,200.00 |

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

In re **Windmill Run Associates, Ltd.**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

| (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> |
| Portfolio Resident Services 3701 Kirby Dr Houston, TX 77098 | Portfolio Resident Services 3701 Kirby Dr Houston, TX 77098 (713) 808-1988 Fax: (713) 275-0793 Lisa Hess | | | 854.00 |
| Rasa Floors & Carpet Cleaning LLC PO Box 619130 Dallas, TX 75261-9130 | Rasa Floors & Carpet Cleaning LLC PO Box 619130 Dallas, TX 75261-9130 (972) 242-6666 Fax: (972) 236-9560 Roberta Stansbury | | | 2,399.40 |
| Terminix International Company, L.P. PO Box 742592 Cincinnati, OH 45274-2592 | Terminix International Company, L.P. PO Box 742592 Cincinnati, OH 45274-2592 (510) 378-8355 Fax: (408) 283-0230 James Griffin | | | 425.42 |
| Texas Inter-Faith Supportive Services LL 3131 W. Alabama, #300 Houston, TX 77098 | Texas Inter-Faith Supportive Services LL 3131 W. Alabama, #300 Houston, TX 77098 (713) 526-6634 Fax: (713) 936-1977 Lisa Hess | | | 4,270.00 |
| The Paint Drop By Valspar 901 3rd Avenue South Minneapolis, MN 55402 | The Paint Drop By Valspar 901 3rd Avenue South Minneapolis, MN 55402 (612) 851-7803 Luke Smith | | | 604.04 |
| Wilmar PO Box 404284 Atlanta, GA 30384-4284 | Wilmar PO Box 404284 Atlanta, GA 30384-4284 (800) 345-3002 Fax: (800) 482-6687 Bill Brzozowski | | | 541.25 |

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

In re Windmill Run Associates, Ltd.
Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

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

I, the President of the Operating General Partner, Windmill Run Development, Inc. of the partnership 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 August 28, 2015

Signature 
Frank Fonseca
President of the Operating General Partner, Windmill
Run Development, Inc.

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

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

In re Windmill Run Associates, Ltd.

Debtor(s)

Case No.

Chapter


11

VERIFICATION OF CREDITOR MATRIX

I, the President of the Operating General Partner, Windmill Run Development, Inc. of the partnership named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:

August 28, 2015



**Frank Fonseca/President of the Operating General Partner,
Windmill Run Development, Inc.**
Signer/Title

Texas Workforce Commission
Bankruptcy Section
P O Box 149080
Austin, TX 78714-9080

Texas Comptroller of Public Accounts
111 E. 17th Street
Austin, TX 78774-0001

Affinity Carpet Cleaning, Inc.
1123 West Road
Houston, TX 77038-2148

All Floors Carpet Cleaning
607 Rankin Circle N
Houston, TX 77073

American Communities
8520 Washington Blvd
Culver City, CA 90232

Appliance Warehouse
2975 Regent Blvd
Irving, TX 75063

Brazoria County Tax Assessor/Collector
111 E. Locust
Angleton, TX 77515

Brenna Hayes
300 Silverleaf
Sweeney, TX 77480

Brenna Hayes/Petty Cashier
C/O Windmill Run
300 Silverleaf
Sweeney, TX 77480

Bryan Cave LLP
Attn: Amy Simpson
JPMorgan Chase Tower
2200 Ross Avenue, Suite 3300
Dallas, TX 75201-7965

Bugco Pest Control
11910 Sendera Lane
Richmond, TX 77407

Capstone Real Estate Services, Inc.
210 Barton Springs Road
Suite 300
Austin, TX 78704

Community Housing Development Associates
150 Trumpbull Street
Hartford, CT 06103

Fannie Mae
Attn: Chris Beauregard
14221 Dallas Parkway
Dallas, TX 75254

Federal Express
PO BOX 660481
Dallas, TX 75266-0481

Hahn Equipment Co., Inc.
5636 Kansas
Houston, TX 77077

HD Supply Facilities Maintenance, Ltd
PO Box 509058
San Diego, CA 92150-9058

Impact Floors of Texas, L.P.
3700 Pipestone
Dallas, TX 75212

In the Swim
320 Industrial Dr.
West Chicago, IL 60185

Internal Revenue Service
P O Box 7346
Philadelphia, PA 19101-7346

Jose Gutierrez
300 Silverleaf
Sweeney, TX 77480

Kelly Services, Inc.
PO Box 530437
Atlanta, GA 30353-0437

L.A.& A. Professional Lawn & Landscaping
2900 Ave. L
Bay City, TX 77414

Lillian Dugan dba David's Lawn Care
24106 County Road 332
Sweeny, TX 77480

Maintenance Supply Headquarters
12315 Parc Crest Dr #100
Stafford, TX 77477

Maria Ortiz
P.O. Box 270
Sweeny, TX 77480

Midland Mortgage Investment Corporation
33 North Garden Avenue
Suite 1200
Clearwater, FL 33755

National Mortgage Investors
3 Charter Oak Place
Hartford, CT 06106

Oak Grove Capital
Attn: Kevin Sullivan
28050 US Hwy 19 N, Suite 500
Clearwater, FL 33761

Portfolio Resident Services
3701 Kirby Dr
Houston, TX 77098

Rasa Floors & Carpet Cleaning LLC
PO Box 619130
Dallas, TX 75261-9130

Sandra Holiday
300 Silverleaf
Sweeny, TX 77480

Terminix International Company, L.P.
PO Box 742592
Cincinnati, OH 45274-2592

Texas Dept of Housing & Community Affair
221 East 11th Street
Austin, TX 78701

Texas Inter-Faith Supportive Services LL
3131 W. Alabama, #300
Houston, TX 77098

The Paint Drop By Valspar
901 3rd Avenue South
Minneapolis, MN 55402

Waste Reduction Consultants Inc.
PO Box 50217
Jacksonville Beach, FL 32240-0217

Wilmar
PO Box 404284
Atlanta, GA 30384-4284

Windmill Run Development, Inc.
8520 Washington Blvd.
Culver City, CA 90232

Windmill Venture, LLC
15957 N. 81st Street, Suite #101
Scottsdale, AZ 85260