

UNITED STATES BANKRUPTCY COURT WESTERN DISTRICT OF TEXAS AUSTIN DIVISION		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Benni-5462, LP		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): dba River City Bar & Grill; dba Bennigan's Grill & Tavern		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): 20-8710852		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): 4025 S. IH-35 San Marcos, TX		Street Address of Joint Debtor (No. and Street, City, and State):
ZIP CODE 78666		ZIP CODE
County of Residence or of the Principal Place of Business: Hays		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): c/o Hammoud, Inc. 600 Round Rock West Dr. Suite 404 Round Rock, TX		Mailing Address of Joint Debtor (if different from street address):
ZIP CODE 78681		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.) <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 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 checked="" type="checkbox"/> Other 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).	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 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.		Check one box: Chapter 11 Debtors <input type="checkbox"/> Debtor is a small business debtor as defined by 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 \$2,343,300 (amount subject to adjustment on 4/01/13 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 type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$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): Benni-5462, LP	
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: Den-6768, LP	Case Number: 10-10717	Date Filed: 3/18/2010	
District: Western District of Texas Austin Divisio	Relationship: Affiliate	Judge: Craig A. Gargotta	
<p style="text-align: center;">Exhibit A</p> (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.)	<p style="text-align: center;">Exhibit B</p> (To be completed if debtor is an individual whose debts are primarily consumer debts.)		
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.	I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I 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?			
<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 in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Additional Sheet:

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor

Name of Debtor: DEN-7300, LP	Case Number: 10-10720	Date Filed: 3/18/2010
District: Western District, Texas - Austin	Relationship: Affiliate	Judge: Craig A. Gargotta
Name of Debtor: DEN-7817, LP	Case Number: 10-10031	Date Filed: 1/04/2010
District: Western District, Texas - Austin	Relationship: Affiliate	Judge: Craig A. Gargotta

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Benni-5462, LP
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Signatures

<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____</p> <p>X _____</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
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<p style="text-align: center;">Signature of Attorney*</p> <p>X <u>/s/ Barbara Barron</u> Barbara Barron Bar No. 01817300</p> <p>Barron & Newburger PC 1212 Guadalupe Suite 104 Austin, Tx 78701</p> <p>Phone No. (512) 476-9103 Fax No. (512) 476-9253</p> <p><u>09/06/2010</u> Date</p> <p><small>*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.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p>
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<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>Benni-5462, LP</p> <p>X <u>/s/ Amer Hammoud</u> Signature of Authorized Individual</p> <p>Amer Hammoud Printed Name of Authorized Individual</p> <p>President of Gen. Partner Title of Authorized Individual</p> <p><u>09/06/2010</u> Date</p>	<p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>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.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p>
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In re **Benni-5462, LP**

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
4025 S. IH 35, San Marcos, TX 78666 (2010 Broker's Opinion of Value)	Fee simple	\$1,400,000.00	\$3,450,159.73

Total: \$1,400,000.00

(Report also on Summary of Schedules)

In re **Benni-5462, LP**

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.		1,500.00 (petty cash)	\$1,500.00
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.		\$4,795.41 in Chase Bank	\$4,795.41
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.		Property Insurance	\$0.00
		Casualty Insurance	\$0.00
10. Annuities. Itemize and name each issuer.	X		

In re **Benni-5462, LP**

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.		Credit Card Receivables	\$6,161.56
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		

In re **Benni-5462, LP**

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.	X		
22. Patents, copyrights, and other intellectual property. Give particulars.	X		
23. Licenses, franchises, and other general intangibles. Give particulars.		Liquor license	\$0.00
		Sales tax permits	\$0.00
		Health Permits	\$0.00
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		

In re **Benni-5462, LP**

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.		Chair, fax machine	\$100.00
29. Machinery, fixtures, equipment, and supplies used in business.		Micros Point of Sale System, Terminals, Printers, Monitors (5)	\$1,000.00
		Glastender Ice Bin, Sink, 2-Speek Rails and Blender Station (1)	\$275.00
		Glastender Glass Froster (1)	\$50.00
		4-Well Glass Wash Station w/2 faucets, 2 speed rails & LH & RH Drain Boards (1)	\$100.00
		Glastender 4-door refrigerator	\$225.00
		Beverage Air 2-door refrigerator	\$160.00
		Island Oasis frozen drink mixer (1)	\$300.00
		Traulsen 4-door refrigerator (1)	\$200.00
		Commercial Microwave Oven	\$75.00
		S.S. Table for french fry & baked potatoe service (1)	\$50.00
		S.S. refrigerated prep table with cutting obard and dipper wells, 2-doors (2)	\$300.00
		S.S. refrigerated prep table w/cutting board and diper wells,	\$125.00

In re **Benni-5462, LP**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 4

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		20doors (1)	
		Panasonic Commercial Microwaves @ \$600.00 each (4)	\$400.00
		S.S. Custom Pass-thru warming counters w/3-Hatco Glo-Ray warmers w/leg supports (2)	\$235.00
		True 2-door refrigerator (1)	\$100.00
		S.S. 36" x 48" bread table (1)	\$50.00
		Gaco big pot 2-burner stove (2)	\$250.00
		APW/Wyott butter drum & S.S. Stand (1)	\$75.00
		Randell Refrigerated griddle base, 6-drawer (1)	\$200.00
		2 burner Griddle (1)	\$175.00
		Wolf range charbroiler, 40" x 30" (1)	\$250.00
		APW/Wyott chip warmer (1)	\$75.00
		Randell refrigerated base w/6 drawers	\$200.00
		Pitco deep fryers @1,000 each (2)	\$400.00
		20" x 24" single burner griddle	\$200.00
		20" x 30" warm w/well dipper	\$50.00
		True refrigerator, 2-door (1)	\$100.00
		Follet ice bin w/Scotts ice maker (1)	\$800.00
		Metro proofing oven, tem & humidity (1)	\$700.00
		Captive cook line hood and air exhaust, 24" w/fire	\$450.00

In re **Benni-5462, LP**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 5

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		suppression (1)	
		Blodgett double deck convection oven (1)	\$310.00
		2-burner big pot stove and stand (1)	\$195.00
		S.S. tables w/5" back splash @\$350. each (3)	\$350.00
		Globe Chefmate slicer (1)	\$125.00
		S.S. food prep table, 5" back splash @ \$500.00 each (2)	\$500.00
		S.S. soild pot wash sink w/12" back splash, 4" lip and drains (1)	\$75.00
		Kolpak walk-in refrigerator (1)	\$2,500.00
		Kolpak walk-in freezer (1)	\$2,000.00
		Sealtx walk-in cooler (1)	\$2,000.00
		S.S. L-shaped dishwasher exit counter w/slanted glass shelf (1)	\$150.00
		S.S. dishwasher exit counter (1)	\$200.00
		S.S. dishwasher exit counter (1)	\$200.00
		SS. soild dish 3-well sink, drains, faucets & 12" back splash (1)	\$450.00
		Wittco bun warmer drawer (1)	\$250.00
		S.S. prep table w/employee hand wash sink, 2-water dispensers (1)	\$375.00
		21' custom S.S. beverage counter w/faucet, sink, drains, refuse chute, under shelves, cabinets & water dispenser	\$285.00

In re **Benni-5462, LP**

Case No. _____
(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 6

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
		(lot)	
		Bunn coffee maker (1)	\$150.00
		Wall art work and decor (lot)	\$300.00
		Miscellaneous equipment including but not limited to: 6 TV's, booths, 10 barstools w/o backs, 112 wooden charis w/backs, wrought iron furniture, phone system (lot)	\$2,200.00
		Bennigan's main tower sign, building signs & neons and directional signs (lot)	\$4,000.00
		Beer signs	\$0.00
30. Inventory.		See attached list.	\$18,146.00
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.	X		
Total >			\$54,887.97

_____ **6** _____ continuation sheets attached
(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

*Inventory Totals for Beeni-5462, P.L.
As of 08/30/2010*

Benni-5462, L.P. :

<i>Chilled -</i>	\$225.16	
<i>Frozen -</i>	\$2,516.23	
<i>Grocery -</i>	\$2,218.73	
<i>Produce -</i>	\$423.61	
<i>Bread -</i>	\$185.13	
<i>Dairy -</i>	\$225.46	
<i>Total Food -</i>	<i>\$5,794.32</i>	
<i>Beverage Cost -</i>	\$7,923.05	Beer / Wine/ Liquor
<i>Total Beverages</i>	<i>\$7,923.05</i>	
<i>Supplies -</i>	\$0.00	
<i>Small Wares / Dish Ware -</i>	\$4,428.63	
<i>Total Non Food -</i>	<i>\$4,428.63</i>	
<i>Grand Total Inventory -</i>	\$18,146.00	

In re **Benni-5462, LP**

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.

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 #: xxxxxx3092 Business Partners, L.L.C. 9301 Winnetka Avenue Chatsworth, CA 91311	X	DATE INCURRED: NATURE OF LIEN: Notice Only COLLATERAL: See Farmers Insurance Group Federal CU REMARKS: VALUE: \$0.00				Notice Only	Notice Only
ACCT #: Farmers Insurance Group Federal CU c/o Business Partners, LLC 9301 Winnetka Avenue Chatsworth, CA 91311		DATE INCURRED: NATURE OF LIEN: Note Holder COLLATERAL: Real Estate REMARKS: VALUE: \$1,400,000.00				\$2,496,247.37	\$1,113,163.06
ACCT #: xxx9492 Hays County Tax Assessor-Collector P.O. Box 2469 San Marcos, Texas 78667		DATE INCURRED: NATURE OF LIEN: Taxes COLLATERAL: 4025 S. IH 35, San Marcos, TX 78666 REMARKS: VALUE: \$1,400,000.00				\$16,915.69	
ACCT #: Meadowbrook Meat Company, Inc. 2641 Meadowbrook Road Rocky Mount, NC 27802		DATE INCURRED: NATURE OF LIEN: Personal Property COLLATERAL: Personal Property REMARKS: VALUE: \$0.00				\$0.00	
Subtotal (Total of this Page) >						\$2,513,163.06	\$1,113,163.06
Total (Use only on last page) >							

1 continuation sheets attached

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

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBETOR	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 #: xxxxxxx8523 Texas Comptroller of Public Accounts P.O. Box 149359 Austin, TX 78714-9359	X	DATE INCURRED: NATURE OF LIEN: Taxes COLLATERAL: 4025 S. IH35, San Marcos, TX 78666 REMARKS: VALUE: \$1,400,000.00	X	X		\$486,996.67	\$486,996.67
ACCT #: The Irish Group, LLC P.O. Box 3379 Texarkana, TX 75504	X	DATE INCURRED: NATURE OF LIEN: Lien Holder COLLATERAL: Real Estate REMARKS: VALUE: \$1,400,000.00				\$450,000.00	\$450,000.00

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

Subtotal (Total of this Page) >
Total (Use only on last page) >

\$936,996.67	\$936,996.67
\$3,450,159.73	\$2,050,159.73

(Report also on Summary of Schedules.)

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

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.

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY Wages, salaries, and commissions

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: xxx-xx-8801 Adam P Rivera 156 Baker Creek Loop San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$140.11	\$140.11	\$0.00
ACCT #: xxx-xx-5647 Anna Juarez 114 Goldeneye Cove San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$770.63	\$770.63	\$0.00
ACCT #: xxx-xx-9959 Anthony McDonald 215 Calixto Court San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$132.89	\$132.89	\$0.00
ACCT #: Ashley Malcom		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$89.40	\$89.40	\$0.00
ACCT #: xxx-xx-4347 Brittany Davis 1647 Post Road #2201 San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$167.21	\$167.21	\$0.00
ACCT #: Carlos Granados		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$378.30	\$378.30	\$0.00
Sheet no. <u>1</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims						\$1,678.54	\$1,678.54	\$0.00
Total > (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)								
Totals > (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Wages, salaries, and commissions
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CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: xxx-xx-8623 Charles Dike 1975 Aquarena Springs Rd Apt #1134D San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$81.98	\$81.98	\$0.00
ACCT #: xxx-xx-9423 Edith Hernandez PO Box 187 Martindale, TX 78655		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$766.81	\$766.81	\$0.00
ACCT #: xxx-xx-7960 Emperatriz Jaimes 9214 Brents Elm Dr Austin, TX 78744		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$2,258.08	\$2,258.08	\$0.00
ACCT #: xxx-xx-9550 Francisco Velazquez 709 Huland Rd San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$402.88	\$402.88	\$0.00
ACCT #: xxx-xx-3641 Haley Mosley 1975 Aquarena Springs Rd #1125 San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$157.61	\$157.61	\$0.00
ACCT #: xxx-xx-3151 John Rodriguez 1114 Barbara Dr San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$134.13	\$134.13	\$0.00

Sheet no. <u>2</u> of <u>7</u> continuation sheets	Subtotals (Totals of this page) >	\$3,801.49	\$3,801.49	\$0.00
attached to Schedule of Creditors Holding Priority Claims	Total >			
	(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)			
	Totals >			
	(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)			

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY Wages, salaries, and commissions

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY	
ACCT #: xxx-xx-7479 Joshua Hester 4210 Teal Killeen, TX 76542		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$195.83	\$195.83	\$0.00	
ACCT #: xxx-xx-4874 Julie Payne 509 Mill St San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$14.86	\$14.86	\$0.00	
ACCT #: xxx-xx-8826 Kristen Paonessa 16442 Willingham Way Houston, TX 77095		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$68.99	\$68.99	\$0.00	
ACCT #: Lacy Woodard		DATE INCURRED: 08/07/10 CONSIDERATION: Wages Owed REMARKS:				\$149.24	\$149.24	\$0.00	
ACCT #: xxx-xx-7102 Larry Resendez 302 Hermosa Dr Manchaca, TX 78652-4709		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$153.81	\$153.81	\$0.00	
ACCT #: xxx-xx-6152 Mattie Gallier 6915 Burlington Beaumont, TX 77706		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$111.47	\$111.47	\$0.00	
Sheet no. <u>3</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims						Subtotals (Totals of this page) >	\$694.20	\$694.20	\$0.00
						Total >			
						Totals >			

(Use only on last page of the completed Schedule E.
Report also on the Summary of Schedules.)

(Use only on last page of the completed Schedule E.
If applicable, report also on the Statistical Summary
of Certain Liabilities and Related Data.)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY Wages, salaries, and commissions

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: xxx-xx-1294 Natalie Dwyer 1250 Sadler Dr San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$61.85	\$61.85	\$0.00
ACCT #: xxx-xx-2612 Oscar Rivera 1740 Ranch Rd 12 San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$112.53	\$112.53	\$0.00
ACCT #: xxx-xx-0584 Pedro Miranda 1400 Clanwood #9314 San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$799.16	\$799.16	\$0.00
ACCT #: xxx-xx-5645 Robert A Meek 1365 Wegner Rd New Braunfels, TX 78130		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$1,423.08	\$1,423.08	\$0.00
ACCT #: xxx-xx-8093 Robert Helms 1231 N LBJ Dr #5 San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$744.42	\$744.42	\$0.00
ACCT #: xxx-xx-4722 Roberto Hernandez 127 Buffalo Run San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$937.64	\$937.64	\$0.00
Sheet no. <u>4</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims						\$4,078.68	\$4,078.68	\$0.00
Total > (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)								
Totals > (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY Wages, salaries, and commissions

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: xxx-xx-9047 Roger Edmonds 1600 Amber Woods Loop Kyle, TX 78640		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$414.70	\$414.70	\$0.00
ACCT #: xxx-xx-3731 Sara Mahamajji 106 Church Street Prairie Lea, TX 78661		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$16.89	\$16.89	\$0.00
ACCT #: xxx-xx-7272 Sarah Clements 1740 Ranch Road 12 Apt 1 San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$117.65	\$117.65	\$0.00
ACCT #: xxx-xx-1285 Scott Doherty 11506 S IH-35 Apt 2521 Apt 12104 San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$43.64	\$43.64	\$0.00
ACCT #: xxx-xx-7719 Sean Hernandez-Spivey 813 Benning San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$209.32	\$209.32	\$0.00
ACCT #: xxx-xx-5160 Tiffany Andrade 2205 Tibiletti Dr Victoria, TX 77901		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$23.47	\$23.47	\$0.00
Sheet no. <u>5</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims						\$825.67	\$825.67	\$0.00
Total > (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)								
Totals > (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY Wages, salaries, and commissions

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: xxx-xx-5231 Victor Garcia 225 Long Branch San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$868.55	\$868.55	\$0.00
ACCT #: xxx-xx-7410 Zachary Blackwell 834 Sagewood San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Wages Owed REMARKS:				\$64.73	\$64.73	\$0.00
Sheet no. <u>6</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims						\$933.28	\$933.28	\$0.00
Total > (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)								
Totals > (Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY Taxes and Certain Other Debts Owed to Governmental Units

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCT #: Bruce Wilpon IRS General Counsel's Office 301 E. 6th St., Room 601 Austin, TX 78701		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only	Notice Only	Notice Only
ACCT #: Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114	X	DATE INCURRED: CONSIDERATION: 940/941 taxes REMARKS: Q4 2008 - Q2 2010		X	X	\$280,000.00	\$280,000.00	\$0.00
ACCT #: Ron Del Vento Texas Attorney of General PO Box 12548 Austin, TX 78711-2548		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only	Notice Only	Notice Only
ACCT #: xxxxxx8523 State Comptroller P.O. Box 149348 Austin, TX 78714-9348		DATE INCURRED: CONSIDERATION: Franchise Taxes REMARKS:				\$26,606.32	\$26,606.32	\$0.00
ACCT #: xxxxxxxxxx/xxxxxxx2253 Texas Comptroller of Public Accounts P.O. Box 149359 Austin, TX 78714-9359	X	DATE INCURRED: CONSIDERATION: Taxes REMARKS: Sales Taxes 8/2010				\$9,083.39	\$9,083.39	\$0.00
ACCT #: Texas Workforce Commission 101 E. 15th Street, RM 330 Austin, TX 78701-1442		DATE INCURRED: CONSIDERATION: Taxes REMARKS: Q4 2008 - Q2 2010				\$14,366.59	\$14,366.59	\$0.00
Sheet no. <u>7</u> of <u>7</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims						\$330,056.30	\$330,056.30	\$0.00
Subtotals (Totals of this page) >								
Total >						\$342,068.16		
(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)								
Totals >							\$342,068.16	\$0.00
(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)								

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 #: Allied Electric Services P.O. Box 2691 Georgetown, TX 78627		DATE INCURRED: CONSIDERATION: Utilities REMARKS:				\$2,546.80
ACCT #: xxxx2603 Austin American Statesman P.O. Box 670 Austin, TX 78768		DATE INCURRED: CONSIDERATION: Advertising REMARKS:				\$83.60
ACCT #: xxxxx1-214 Baker Distributing Company P.O. Box 848459 Dallas, TX 75284-0670		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$414.90
ACCT #: xxx 5849 Benni Operations Franchise P.O. Box 974113 Dallas, TX 75397-4113		DATE INCURRED: CONSIDERATION: Franchise Agreement REMARKS:			X	\$185,000.00
ACCT #: xxxxxx8823 Bluebonnet Electric Corp PO Box 240 Giddings, TX 78942-0240		DATE INCURRED: CONSIDERATION: Utilities-Electric REMARKS:				\$11,643.00
ACCT #: Broadcast Marketing & Entertainment 205 Wild Basin Rd. S. Austin, Texas 78746		DATE INCURRED: CONSIDERATION: Advertising REMARKS:				\$63.87
Subtotal >						\$199,752.17
Total >						

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 #: xx9999 Cawoods Produce 2311 W. Rundberg Ln. #120 Austin, TX 78758		DATE INCURRED: CONSIDERATION: Food REMARKS:				\$38.50
ACCT #: xxxxx8129 CenturyTel P.O. Box 4300 Carol Stream, IL 60197-4300		DATE INCURRED: CONSIDERATION: Telephone Service REMARKS:				\$225.36
ACCT #: City of San Marcos 630 E. Hopkins San Marcos, Texas 78666		DATE INCURRED: CONSIDERATION: Utilities-Electric REMARKS:				\$500.00
ACCT #: x3340 Cozzini Bros., Inc. 350 Howard Lane Des Plaines, IL 60018		DATE INCURRED: CONSIDERATION: Goods REMARKS:				\$273.89
ACCT #: Dish Network 1 dept. 0063 Palantine, IL 60055		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$183.17
ACCT #: 8194 Franklin Machine Products, Inc. P.O.I. Box 9011 Stuart, FL 34995		DATE INCURRED: CONSIDERATION: Goods REMARKS:				\$224.82

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

Subtotal > **\$1,445.74**

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.)

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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 #: xxx84-01 G&K Services P.O. Box 830483 San Antonio, TX 78283-0483		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$790.70
ACCT #: Glazer P.O. Box 201705 Houston, TX 77216-1706		DATE INCURRED: CONSIDERATION: Food & Supplies REMARKS:				\$25,000.00
ACCT #: xxxx9790 HAX Complete IT Solutions P.O. Box 70025 Los Angeles, CA 78660		DATE INCURRED: CONSIDERATION: Technology Services REMARKS:				\$129.90
ACCT #: HVAC MASTERS 1201 N. Industrial Blvd., Suite 200 Round Rock, TX 78681		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$2,084.94
ACCT #: Industrial Steam Cleaning of Central TX P.O. Box 5449 Temple, TX 76505		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$487.13
ACCT #: Martin Linen Co. 2701 Gattis School Rd. Austin, TX 78664		DATE INCURRED: CONSIDERATION: Linens REMARKS:				\$778.69

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

Subtotal > **\$29,271.36**

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.)

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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 #: Morven Industries, Inc. 5700 Lake Worth Rd. Lake Worth, FL 33463		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$563.84
ACCT #: xxx xxN-270 NuC02 P.O. Box 473526 Charlotte, NC 28247		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$526.82
ACCT #: xx-xxx491-7 PepsCola Comp. 101 E. 15th Street Austin, Texas 78778		DATE INCURRED: CONSIDERATION: Goods and Services REMARKS:				\$164.06
ACCT #: Peter Silverman 1000 Jackson Street Toledo, OH 43604		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$5,000.00
ACCT #: xxxxxxxx #xx-xxx-x2777 Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010	X	DATE INCURRED: CONSIDERATION: Judgment REMARKS:			X	\$1,684,970.00
ACCT #: xxx9492 Robert Cotner Ele 102 North LBJ, Courthouse Annex San Marcos, TX 78666		DATE INCURRED: CONSIDERATION: Services REMARKS:				\$358.96

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

Subtotal > **\$1,691,583.68**

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.)

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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 or 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.
<p>Ecolab PO Box 6007 Grand Forks, ND 68206</p>	<p>Service Contract</p>
<p>Southwaste 525 South 6th Avenue Mansfield, TX 76063</p>	<p>Service Agreement</p>
<p>Texas Disposal Systems, Inc. P.O. Box 17126 Austin, Tx 78760</p>	<p>Service Agreement</p>

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
<p>Amer Hammoud Hammoud, Inc. 600 Round Rock West Dr. Suite 404 Round Rock, TX 78681</p>	<p>Business Partners, L.L.C. 9301 Winnetka Avenue Chatsworth, CA 91311</p>
<p>Amer Hammoud Hammoud, Inc. 600 Round Rock West Dr. Suite 404 Round Rock, TX 78681</p>	<p>Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010</p>
<p>Amer Hammoud Hammoud, Inc. 600 Round Rock West Dr. Suite 404 Round Rock, TX 78681</p>	<p>The Irish Group, LLC P.O. Box 3379 Texarkana, TX 75504</p>
<p>Amer Hammoud Hammoud, Inc. 600 Round Rock West Dr. Suite 404 Round Rock, TX 78681</p>	<p>Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114</p>
<p>Amer Hammoud Hammoud, Inc. 600 Round Rock West Dr. Suite 404 Round Rock, TX 78681</p>	<p>Texas Comptroller of Public Accounts P.O. Box 149359 Austin, TX 78714-9359</p>
<p>Amer Hammoud Hammoud, Inc. 600 Round Rock West Dr. Suite 404 Round Rock, TX 78681</p>	<p>Texas Comptroller of Public Accounts P.O. Box 149359 Austin, TX 78714-9359</p>
<p>Benni-5461, LP</p>	<p>Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010</p>

In re **Benni-5462, LP**

Case No. _____
(if known)

SCHEDULE H - CODEBTORS

Continuation Sheet No. 1

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Benni-5848, LP	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010
Benni-5849, LP	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010
Den-6768, LP	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010
Den-7300, LP	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010
Den-7356, LP	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010
Den-7758, LP	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010
Den-7758, LP	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010

In re **Benni-5462, LP**

Case No. _____
(if known)

SCHEDULE H - CODEBTORS

Continuation Sheet No. 2

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Hammoud, Inc.	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010
Kathryn Burnstein	Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re **Benni-5462, LP**

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	1	\$1,400,000.00			
B - Personal Property	Yes	7	\$54,887.97			
C - Property Claimed as Exempt	No					
D - Creditors Holding Secured Claims	Yes	2			\$3,450,159.73	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	8			\$342,068.16	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	5			\$1,927,440.80	
G - Executory Contracts and Unexpired Leases	Yes	1				
H - Codebtors	Yes	3				
I - Current Income of Individual Debtor(s)	No					N/A
J - Current Expenditures of Individual Debtor(s)	No					N/A
TOTAL		27	\$1,454,887.97	\$5,719,668.69		

DECLARATION CONCERNING DEBTOR'S SCHEDULES

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

I, the **President of Gen. Partner** of the **Partnership**
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
 29 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 **09/06/2010**

Signature **/s/ Amer Hammoud**
Amer Hammoud
President of Gen. Partner

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

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Benni-5462, LP**

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
14,399.27 YTD	2010 Income Statement
25,815.11 YTD	2009 Income Statement
(6,253.69)	2008 Income Statement

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
See attached.			

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.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Franchise Specialist, Inc.	See attached	\$30,705.85	

Benni-5462, L.P.

Check Register

For the Period From Jun 1, 2010 to Aug 30, 2010

Filter Criteria includes: 1) Accounts Payable only. Report order is by Date.

Date	Payee	Amount
6/1/10	Texas Disposal System	251.54
6/1/10	Wright Distributing C	162.00
6/2/10	Martin Linen Supply	237.82
6/3/10	SYSCO Food Service	2,913.53
6/3/10	SYSCO Food Service	2,913.53
6/4/10	Wright Distributing C	93.00
6/4/10	Brown Distributing Co	177.90
6/6/10	SYSCO Food Service	983.87
6/6/10	Twin Liquors #34	177.71
6/6/10	Capitol Beverage Co	12.45
6/6/10	Halo Distributing Co	81.00
6/7/10	SYSCO Food Service	983.87
6/10/10	NuCO2	244.12
6/10/10	Ecolab Pest Eliminati	215.43
6/10/10	Tanger Properties LT	2,367.12
6/10/10	City of San Marcos	1,273.62
6/11/10	SYSCO Food Service	2,031.99
6/13/10	Twin Liquors #34	402.48
6/14/10	SYSCO Food Service	2,333.34
6/14/10	Wright Distributing C	192.15
6/15/10	SYSCO Food Service	63.00
6/15/10	Capitol Beverage Co	132.14
6/15/10	Halo Distributing Co	314.00
6/18/10	Peachtree by Sage	174.40
6/18/10	SYSCO Food Service	2,329.58
6/19/10	Twin Liquors #34	308.51
6/19/10	SYSCO Food Service	97.93
6/19/10	Brown Distributing Co	285.30
6/20/10	Brown Distributing Co	343.70
6/20/10	Wright Distributing C	18.25
6/21/10	SYSCO Food Service	15.99
6/21/10	SYSCO Food Service	2,552.43
6/21/10	Wright Distributing C	290.15

Last 90 Days of
Creditors/Vendors

Paid for Benni-5462, L.P.
as of 08/30/10

Benni-5462, L.P.**Check Register****For the Period From Jun 1, 2010 to Aug 30, 2010**

Filter Criteria includes: 1) Accounts Payable only. Report order is by Date.

Date	Payee	Amount
6/21/10	Republic National Dis	103.50
6/22/10	Capitol Beverage Co	481.04
6/25/10	Wright Distributing C	93.00
6/26/10	Twin Liquors #34	309.28
6/26/10	SYSCO Food Service	2,767.29
6/26/10	Brown Distributing Co	114.00
6/27/10	SYSCO Food Service	55.75
6/27/10	Brown Distributing Co	177.40
6/28/10	Bluebonnet Electric C	4,204.09
6/28/10	SYSCO Food Service	2,554.07
6/28/10	Wright Distributing C	150.30
7/2/10	SYSCO Food Service	3,174.41
7/2/10	SYSCO Food Service	253.38
7/3/10	Twin Liquors #34	332.00
7/3/10	SYSCO Food Service	3,189.40
7/4/10	Brown Distributing Co	234.30
7/4/10	Brown Distributing Co	18.15
7/4/10	Ecolab Pest Eliminati	215.43
7/5/10	City of San Marcos	635.00
7/5/10	Texas Disposal Syste	249.31
7/5/10	Dish Network	178.17
7/6/10	Wright Distributing C	457.45
7/6/10	Capitol Beverage Co	55.57
7/6/10	Halo Distributing Co	212.75
7/10/10	SYSCO Food Service	2,268.58
7/11/10	SYSCO Food Service	35.19
7/11/10	Brown Distributing Co	345.85
7/11/10	Twin Liquors #34	153.71
7/12/10	SYSCO Food Service	133.94
7/12/10	Republic National Dis	34.50
7/12/10	City of San Marcos	1,824.30
7/13/10	SYSCO Food Service	2,852.65

**Benni-5462, L.P.
Check Register**

For the Period From Jun 1, 2010 to Aug 30, 2010

Filter Criteria includes: 1) Accounts Payable only. Report order is by Date.

Date	Payee	Amount
7/13/10	Capitol Beverage Co	205.00
7/13/10	Halo Distributing Co	115.00
7/14/10	AT&T	64.16
7/14/10	AT&T	81.57
7/14/10	AT&T	70.21
7/14/10	AT&T	80.38
7/16/10	SYSCO Food Service	231.37
7/16/10	Ecolab Pest Eliminati	215.43
7/16/10	Twin Liquors #34	349.52
7/16/10	SYSCO Food Service	2,875.65
7/17/10	Brown Distributing Co	108.00
7/18/10	Republic National Dis	34.50
7/18/10	Wright Distributing C	177.65
7/20/10	City of San Marcos	605.75
7/20/10	SYSCO Food Service	2,594.66
7/20/10	Capitol Beverage Co	176.52
7/20/10	Halo Distributing Co	41.75
7/20/10	SYSCO Food Service	15.99
7/20/10	SYSCO Food Service	86.59
7/23/10	Lone Star Overnight	149.63
7/23/10	SYSCO Food Service	688.35
7/23/10	SYSCO Food Service	3,047.10
7/24/10	Twin Liquors #34	266.68
7/25/10	Brown Distributing Co	309.30
7/25/10	SYSCO Food Service	49.71
7/25/10	SYSCO Food Service	49.78
7/26/10	Tanger Properties LT	-2,367.12
7/26/10	Wright Distributing C	289.80
7/26/10	Republic National Dis	34.50
7/26/10	SYSCO Food Service	3,497.27
7/27/10	Bluebonnet Electric C	5,344.37
7/27/10	Broadcast Marketing	63.87
7/27/10	Broadcast Marketing	63.87

**Benni-5462, L.P.
Check Register**

For the Period From Jun 1, 2010 to Aug 30, 2010

Filter Criteria includes: 1) Accounts Payable only. Report order is by Date.

Date	Payee	Amount
7/27/10	Capitol Beverage Co	21.19
7/27/10	Halo Distributing Co	195.00
7/29/10	SYSCO Food Service	498.64
7/30/10	SYSCO Food Service	3,057.63
8/1/10	Twin Liquors #34	153.69
8/1/10	Brown Distributing Co	213.70
8/2/10	SYSCO Food Service	3,250.36
8/2/10	Twin Liquors #34	4.76
8/2/10	Wright Distributing C	423.30
8/4/10	Twin Liquors #34	129.33
8/4/10	Twin Liquors #34	11.71
8/4/10	Texas Disposal Syste	247.08
8/5/10	SYSCO Food Service	394.99
8/5/10	Dish Network	183.17
8/6/10	HVAC MASTERS	768.58
8/6/10	SYSCO Food Service	3,213.92
8/6/10	Twin Liquors #34	333.75
8/7/10	Brown Distributing Co	454.20
8/7/10	SYSCO Food Service	75.46
8/8/10	Capitol Beverage Co	135.00
8/8/10	Halo Distributing Co	102.75
8/8/10	Republic National Dis	34.50
8/8/10	Wright Distributing C	314.82
8/9/10	Capitol Beverage Co	205.09
8/9/10	Halo Distributing Co	71.75
8/9/10	SYSCO Food Service	3,761.52
8/12/10	SYSCO Food Service	579.85
8/13/10	NuCO2	307.23
8/13/10	SYSCO Food Service	2,983.93
8/14/10	Brown Distributing Co	414.85
8/14/10	Twin Liquors #34	410.04
8/15/10	Republic National Dis	34.50

Benni-5462, L.P.**Check Register****For the Period From Jun 1, 2010 to Aug 30, 2010**

Filter Criteria includes: 1) Accounts Payable only. Report order is by Date.

Date	Payee	Amount
8/15/10	Wright Distributing C	279.45
8/16/10	Capitol Beverage Co	400.52
8/16/10	SYSCO Food Service	3,755.76
8/17/10	CenturyTel	115.32
8/17/10	Halo Distributing Co	195.00
8/17/10	Brown Distributing Co	114.00
8/18/10	Broadcast Marketing	63.87
8/19/10	AT&T	64.48
8/20/10	Twin Liquors #34	484.91
8/21/10	SYSCO Food Service	
8/21/10	SYSCO Food Service	306.18
8/21/10	Brown Distributing Co	493.32
8/21/10	SYSCO Food Service	3,639.37
8/22/10	Wright Distributing C	81.15
8/23/10	City of San Marcos	1,792.02
8/23/10	Republic National Dis	34.50
8/23/10	Capitol Beverage Co	448.23
8/23/10	Halo Distributing Co	72.75
8/24/10	SYSCO Food Service	4,035.82
8/26/10	City of San Marcos	500.00
8/26/10	Hays County Tax Ass	750.00
8/26/10	Occupational Health	370.14
8/26/10	Bluebonnet Electric C	5,571.01
8/26/10	Martin Linen Supply	229.87
		<u>119,238.3</u>

River City Bar & Grill
San Marcus, Texas

2009

Week #	Date Range		Total Net Sales	Management Fee 3%
36	09/01/09	09/07/09	\$23,828.43	\$714.85
37	09/08/09	09/14/09	\$14,128.03	\$423.84
38	09/15/09	09/21/09	\$18,045.66	\$541.37
39	09/22/09	09/28/09	\$16,893.65	\$506.81
40	09/29/09	10/05/09	\$16,439.63	\$493.19
41	10/06/09	10/12/09	\$18,569.36	\$557.08
42	10/13/09	10/19/09	\$17,221.74	\$516.65
43	10/20/09	10/26/09	\$17,408.79	\$522.26
44	10/27/09	11/02/09	\$15,855.65	\$475.67
45	11/03/09	11/09/09	\$18,227.98	\$546.84
46	11/10/09	11/16/09	\$21,328.59	\$639.86
47	11/17/09	11/23/09	\$18,789.50	\$563.69
48	11/24/09	11/30/09	\$21,744.20	\$652.33
49	12/01/09	12/07/09	\$16,449.54	\$493.49
50	12/08/09	12/14/09	\$20,963.98	\$628.92
51	12/15/09	12/21/09	\$21,727.80	\$651.83
52	12/22/09	12/28/09	\$23,663.40	\$709.90
2010				
1	12/29/09	01/04/10	\$19,801.04	\$594.03
2	01/05/10	01/11/10	\$10,650.08	\$319.50
3	01/12/10	01/18/10	\$13,781.98	\$413.46
4	01/19/10	01/25/10	\$12,813.58	\$384.41
5	01/26/10	02/01/10	\$14,258.87	\$427.77
6	02/02/10	02/08/10	\$14,123.09	\$423.69
7	02/09/10	02/15/10	\$19,566.64	\$587.00
8	02/16/10	02/22/10	\$17,180.72	\$515.42
9	02/23/10	03/01/10	\$16,394.25	\$491.83
10	03/02/10	03/08/10	\$15,982.03	\$479.46
11	03/09/10	03/15/10	\$21,065.36	\$631.96
12	03/16/10	03/22/10	\$28,676.40	\$860.29
13	03/23/10	03/29/10	\$19,815.00	\$594.45
14	03/30/10	04/05/10	\$19,555.19	\$586.66
15	04/06/10	04/12/10	\$17,512.23	\$525.37
16	04/13/10	04/19/10	\$17,446.04	\$523.38
17	04/20/10	04/26/10	\$16,788.01	\$503.64
18	04/27/10	05/03/10	\$17,605.49	\$528.16
19	05/04/10	05/10/10	\$19,423.65	\$582.71
20	05/11/10	05/17/10	\$17,965.66	\$538.97
21	05/18/10	05/24/10	\$18,417.78	\$552.53

22	05/25/10	05/31/10	\$22,835.30	\$685.06
23	06/01/10	06/07/10	\$18,528.60	\$555.86
24	06/08/10	06/14/10	\$21,109.36	\$633.28
25	06/15/10	06/21/10	\$21,247.69	\$637.43
26	06/22/10	06/28/10	\$22,105.23	\$663.16
27	06/29/10	07/05/10	\$22,241.37	\$667.24
28	07/06/10	07/12/10	\$22,349.63	\$670.49
29	07/13/10	07/19/10	\$24,780.33	\$743.41
30	07/20/10	07/26/10	\$24,433.35	\$733.00
31	07/27/10	08/02/10	\$25,657.07	\$769.71
32	08/03/10	08/09/10	\$27,137.62	\$814.13
33	08/10/10	08/16/10	\$26,063.48	\$781.90
34	08/17/10	08/23/10	\$22,439.08	\$673.17
35	08/24/10	08/30/10	\$15,091.45	\$452.74

			<u>Net Sales</u>	<u>Mgmt 3% Fee</u>
	<i>Grand Totals</i>		\$1,006,128.58	\$30,183.86

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Benni-5462, LP**

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
Republic Bank v. Hammoud, Inc., Den-6768, LP, Den-7300, LP, Den-7758, LP, Benni-5848, LP, Benni-5489, LP, Benni-5461, LP, Benni-5462, LP, Amer Hammoud and Kathryn Burnstein	Domestic foreign judgment	277th District Court of Williamson County	Judgment

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.)

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.)

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

In re: **Benni-5462, LP**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 2

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.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Barron & Newburger, P.C. 1212 Guadalupe, Suite 104 Austin, Texas 78701	3/2/10--Franchise Specialist, Inc.	\$5,000.00
Barron & Newburger, P.C. 1212 Guadalupe, Ste. 104 Austin, Texas 78701	9/6/10--Franchise Specialist, Inc.	\$1,035.00

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.)

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.

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.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
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In re: **Benni-5462, LP**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 3

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:

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.

**UNITED STATES BANKRUPTCY COURT
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(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 4

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
Laura Torres 600 Round Rock West Dr. #404 Round Rock, Texas 78681	September 2009 - current
Mary Tiller 600 Round Rock West Dr. #404 Round Rock, Texas 78681	January 15, 2010 - current
Eric Klusman 600 Round Rock West Dr. #404 Round Rock, Texas 78681	May, 2007 - May, 2009
Joseph Monyer 600 Round Rock West Dr. #404 Round Rock, Texas 78681	August 10, 2009 - January 31, 2010

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.

NAME AND ADDRESS	DATES SERVICES RENDERED
Carpenter & Langford, P.C. 4407 Bee Cave Rd. Building 6, Suite 621 Austin, Texas 78746	June 26, 2007 - December 31, 2009

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.

NAME	ADDRESS
Laura Torres	600 Round Rock West Dr. #404 Round Rock, Texas 78681
Mary Tiller	600 Round Rock West Dr. #404 Round Rock, Texas 78681

**UNITED STATES BANKRUPTCY COURT
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In re: **Benni-5462, LP**

Case No. _____

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 5

- 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.

NAME AND ADDRESS	DATE ISSUED
Carpenter & Langford, P.C.	2007
4407 Bee Cave Rd.	2008
Building 6, Suite 621	2009
Austin, Texas 78746	

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.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
08/17/2010	Bea Jaimes	16,720.00
08/24/2010	Bea Jaimes	18,146.00

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

DATE OF INVENTORY	NAME AND ADDRESS OF CUSTODIAN OF INVENTORY RECORDS
07/20/2010	Bea Jaimes 4025 South IH35 San Marcos, Texas 78666
07/24/2010	Bea Jaimes 4025 South IH35 San Marcos, TX 78666

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
Amer Hammoud 600 Round Rock West Dr. #404 Round Rock, TX 78681	Limited Partner	99%
Hammoud, Inc. 600 Round Rock West Dr. #404 Round Rock, TX 78681	General Partner	1%

- 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.

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.

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In re: **Benni-5462, LP**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 6

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.

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.

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.

**UNITED STATES BANKRUPTCY COURT
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Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 7

[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 09/06/2010

Signature /s/ Amer Hammoud
Amer Hammoud
President of Gen. Partner

[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
WESTERN DISTRICT OF TEXAS
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IN RE: **Benni-5462, LP**

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)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
Republic Bank 1560 South Renaissance Town Dr. #260 Bountiful, UT 84010		Judgment	<i>Disputed</i>	\$1,684,970.00
Farmers Insurance Group Federal CU c/o Business Partners, LLC 9301 Winnetka Avenue Chatsworth, CA 91311		Note Holder		\$2,496,247.37 Value: \$1,383,084.31
Texas Comptroller of Public Accounts P.O. Box 149359 Austin, TX 78714-9359		Taxes	<i>Unliquidated</i> <i>Disputed</i>	\$486,996.67 Value: \$0.00
The Irish Group, LLC P.O. Box 3379 Texarkana, TX 75504		Lien Holder		\$450,000.00 Value: \$0.00
Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114		940/941 taxes	<i>Unliquidated</i> <i>Disputed</i>	\$280,000.00
Benni Operations Franchise P.O. Box 974113 Dallas, TX 75397-4113		Franchise Agreement	<i>Disputed</i>	\$185,000.00

**UNITED STATES BANKRUPTCY COURT
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IN RE: **Benni-5462, LP**

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 1

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
State Comptroller P.O. Box 149348 Austin, TX 78714-9348		Franchise Taxes		\$26,606.32
Glazer P.O. Box 201705 Houston, TX 77216-1706		Food & Supplies		\$25,000.00
Texas Workforce Commission 101 E. 15th Street, RM 330 Austin, TX 78701-1442		Taxes		\$14,366.59
Bluebonnet Electric Corp PO Box 240 Giddings, TX 78942-0240		Utilities-Electric		\$11,643.00
Texas Comptroller of Public Accounts P.O. Box 149359 Austin, TX 78714-9359		Taxes		\$9,083.39
Peter Silverman 1000 Jackson Street Toledo, OH 43604		Services		\$5,000.00
Tanger Properties 3200 Northline Ave., Suite 360 Greensboro, NC 27408		Services		\$4,852.60

**UNITED STATES BANKRUPTCY COURT
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IN RE: **Benni-5462, LP**

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 2

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured also state value of security]
Allied Electric Services P.O. Box 2691 Georgetown, TX 78627		Utilities		\$2,546.80
Emperatriz Jaimes 9214 Brents Elm Dr Austin, TX 78744		Wages Owed		\$2,258.08
HVAC MASTERS 1201 N. Industrial Blvd., Suite 200 Round Rock, TX 78681		Services		\$2,084.94
Robert A Meek 1365 Wegner Rd New Braunfels, TX 78130		Wages Owed		\$1,423.08
Roberto Hernandez 127 Buffalo Run San Marcos, TX 78666		Wages Owed		\$937.64
Victor Garcia 225 Long Branch San Marcos, TX 78666		Wages Owed		\$868.55
Pedro Miranda 1400 Clanwood #9314 San Marcos, TX 78666		Wages Owed		\$799.16

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
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IN RE: **Benni-5462, LP**

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 09/06/2010

Signature */s/ Amer Hammoud*
Amer Hammoud
President of Gen. Partner

Date _____

Signature _____

Adam P Rivera
156 Baker Creek Loop
San Marcos, TX 78666

Allied Electric Services
P.O. Box 2691
Georgetown, TX 78627

Amer Hammoud
Hammoud, Inc.
600 Round Rock West Dr.
Suite 404
Round Rock, TX 78681

Amer Hammoud
Hammoud, Inc.
600 Round Rock West Dr.
Suite 404
Round Rock, TX 78681

Anna Juarez
114 Goldeneye Cove
San Marcos, TX 78666

Anthony McDonald
215 Calixto Court
San Marcos, TX 78666

Ashley Malcom

Austin American Statesman
P.O. Box 670
Austin, TX 78768

Baker Distributing Company
P.O. Box 848459
Dallas, TX 75284-0670

Benni Operations Franchise
P.O. Box 974113
Dallas, TX 75397-4113

Benni-5461, LP

Benni-5848, LP

Benni-5849, LP

Bluebonnet Electric Corp
PO Box 240
Giddings, TX 78942-0240

Brittany Davis
1647 Post Road #2201
San Marcos, TX 78666

Broadcast Marketing & Entertainment
205 Wild Basin Rd. S.
Austin, Texas 78746

Bruce Wilpon
IRS General Counsel's Office
301 E. 6th St., Room 601
Austin, TX 78701

Business Partners, L.L.C.
9301 Winnetka Avenue
Chatsworth, CA 91311

Carlos Granados

Cawoods Produce
2311 W. Rundberg Ln. #120
Austin, TX 78758

CenturyTel
P.O. Box 4300
Carol Stream, IL 60197-4300

Charles Dike
1975 Aquarena Springs Rd
Apt #1134D
San Marcos, TX 78666

City of San Marcos
630 E. Hopkins
San Marcos, Texas 78666

Cozzini Bros., Inc.
350 Howard Lane
Des Plaines, IL 60018

Den-6768, LP

Den-7300, LP

Den-7356, LP

Den-7758, LP

Dish Network 1
dept. 0063
Palantine, IL 60055

Ecolab
PO Box 6007
Grand Forks, ND 68206

Edith Hernandez
PO Box 187
Martindale, TX 78655

Emperatriz Jaimes
9214 Brents Elm Dr
Austin, TX 78744

Farmers Insurance Group Federal CU
c/o Business Partners, LLC
9301 Winnetka Avenue
Chatsworth, CA 91311

Francisco Velazquez
709 Huland Rd
San Marcos, TX 78666

Franklin Machine Products, Inc.
P.O. Box 9011
Stuart, FL 34995

G&K Services
P.O. Box 830483
San Antonio, TX 78283-0483

Glazer
P.O. Box 201705
Houston, TX 77216-1706

Haley Mosley
1975 Aquarena Springs Rd
#1125
San Marcos, TX 78666

Hammoud, Inc.

HAX Complete IT Solutions
P.O. Box 70025
Los Angeles, CA 78660

Hays County Tax Assessor-Collector
P.O. Box 2469
San Marcos, Texas 78667

HVAC MASTERS
1201 N. Industrial Blvd., Suite 200
Round Rock, TX 78681

Industrial Steam Cleaning of Central TX
P.O. Box 5449
Temple, TX 76505

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

John Rodriguez
1114 Barbara Dr
San Marcos, TX 78666

Joshua Hester
4210 Teal
Killeen, TX 76542

Julie Payne
509 Mill St
San Marcos, TX 78666

Kathryn Burnstein

Kristen Paonessa
16442 Willingham Way
Houston, TX 77095

Lacy Woodard

Larry Resendez
302 Hermosa Dr
Manchaca, TX 78652-4709

Martin Linen Co.
2701 Gattis School Rd.
Austin, TX 78664

Mattie Gallier
6915 Burlington
Beaumont, TX 77706

Meadowbrook Meat Company, Inc.
2641 Meadowbrook Road
Rocky Mount, NC 27802

Morven Industries, Inc.
5700 Lake Worth Rd.
Lake Worth, FL 33463

Natalie Dwyer
1250 Sadler Dr
San Marcos, TX 78666

NuCO2
P.O. Box 473526
Charlotte, NC 28247

Oscar Rivera
1740 Ranch Rd 12
San Marcos, TX 78666

Pedro Miranda
1400 Clanwood #9314
San Marcos, TX 78666

PepsCola Comp.
101 E. 15th Street
Austin, Texas 78778

Peter Silverman
1000 Jackson Street
Toledo, OH 43604

Republic Bank
1560 South Renaissance Town Dr. #260
Bountiful, UT 84010

Robert A Meek
1365 Wegner Rd
New Braunfels, TX 78130

Robert Cotner Ele
102 North LBJ, Courthouse Annex
San Marcos, TX 78666

Robert Helms
1231 N LBJ Dr #5
San Marcos, TX 78666

Roberto Hernandez
127 Buffalo Run
San Marcos, TX 78666

Roger Edmonds
1600 Amber Woods Loop
Kyle, TX 78640

Ron Del Vento
Texas Attorney of General
PO Box 12548
Austin, TX 78711-2548

San Marcos Daily Record
P.O. Box 1109
San Marcos, TX 78667

Sara Mahamalji
106 Church Street
Prairie Lea, TX 78661

Sarah Clements
1740 Ranch Road 12 Apt 1
San Marcos, TX 78666

Scott Doherty
11506 S IH-35 Apt 2521
Apt 12104
San Marcos, TX 78666

Sean Hernandez-Spivey
813 Benning
San Marcos, TX 78666

Southwaste
525 South 6th Avenue
Mansfield, TX 76063

State Comptroller
P.O. Box 149348
Austin, TX 78714-9348

Tanger Properties
3200 Northline Ave., Suite 360
Greensboro, NC 27408

Texas Comptroller of Public Accounts
P.O. Box 149359
Austin, TX 78714-9359

Texas Disposal Systems, Inc.
P.O. Box 17126
Austin, Tx 78760

Texas Workforce Commission
101 E. 15th Street, RM 330
Austin, TX 78701-1442

The Irish Group, LLC
P.O. Box 3379
Texarkana, TX 75504

Tiffany Andrade
2205 Tibiletti Dr
Victoria, TX 77901

Victor Garcia
225 Long Branch
San Marcos, TX 78666

Wimberly Water Technology
P.O. Box 2309
13620 Ranch Road 1
Wimberly, TX 78676

Zachary Blackwell
834 Sagewood
San Marcos, TX 78666