B1 (Official Form 1)(4/										1	
		United S W		Bankı District						Volunt	ary Petition
Name of Debtor (if ind Phicof, LLC	lividual, ent	er Last, First,	Middle):			Name	of Joint De	ebtor (Spouse	e) (Last, First	, Middle):	
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):						used by the a		in the last 8 years	S		
Last four digits of Soc. (if more than one, state all) 71-0908474	Sec. or Indi	vidual-Taxpa	yer I.D. (	ITIN) No./C	Complete E	IN Last fo	our digits o		r Individual-	Taxpayer I.D. (IT	IN) No./Complete EIN
Street Address of Debto 1000A Sidney Ba Kerrville, TX	*		nd State)	:			Address of	Joint Debtor	r (No. and St	reet, City, and Sta	
				Г	ZIP Code <b>78028</b>	:					ZIP Code
County of Residence or <b>Kerr</b>	of the Prin	cipal Place of	Business		0020	Count	y of Reside	ence or of the	Principal Pl	ace of Business:	
Mailing Address of Del	otor (if diffe	erent from stre	eet addres	s):		Mailir	g Address	of Joint Debt	tor (if differe	nt from street add	lress):
				_	ZIP Code	:					ZIP Code
Location of Principal A	agets of Day	inasa Dahtan	K	err Coun	ty Toya						
(if different from street			IV.	err oourr	ty, Texa	3					
	f Debtor				f Business	1		•		otcy Code Under	
(Form of Organization) (Check one box)  ☐ Individual (includes Joint Debtors) See Exhibit D on page 2 of this form.  ☐ Corporation (includes LLC and LLP) ☐ Partnership.  (Check one box) ☐ Health Care Business ☐ Single Asset Real Estate in 11 U.S.C. § 101 (51B) ☐ Railroad ☐ Stockbroker ☐ Commodity Broker		siness al Estate as 01 (51B)	s defined	☐ Chapt ☐ Chapt ☐ Chapt ☐ Chapt ☐ Chapt ☐ Chapt	er 7 er 9 er 11 er 12	☐ C of ☐ C	a Foreign Main	n for Recognition Proceeding n for Recognition			
Other (If debtor is not			Othe	ring Bank er					Natur	e of Debts	
check this box and state type of entity below.)  Tax-Exe  (Check box  Debtor is a tax-  under Title 26 of			xempt Entity ox, if applicable) x-exempt organization of of the United States ernal Revenue Code).		incurred by an individual primarily for						
Fi	ling Fee (C	heck one box	)		Check	one box:		Chap	ter 11 Debt	ors	
■ Full Filing Fee attache □ Filing Fee to be paid in		(applicable to	individuals	s only). Must		Debtor is not		debtor as definess debtor as		C. § 101(51D). J.S.C. § 101(51D).	
attach signed application debtor is unable to pay Form 3A.						Debtor's aggrare less than	\$2,343,300 (				to insiders or affiliates) ery three years thereafter).
	☐ Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.  Check all applicable boxes:  ☐ A plan is being filed with this petition. ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).										
Statistical/Administrative Information  Debtor estimates that funds will be available for distribution to unsecured creditors.  Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.											
Estimated Number of C  1 50- 49 99	creditors  100- 199	200-	] 1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	OVER 100,000			
Estimated Assets	\$100,001 to \$500,000	to \$1	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion			
Estimated Liabilities	\$100,001 to \$500,000	to \$1	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion			

**B1** (Official Form 1)(4/10) Page 2 Name of Debtor(s): Voluntary Petition Phicof, LLC (This page must be completed and filed in every case) All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet) Location Case Number: Date Filed: Where Filed: - None -Location Case Number: Date Filed: Where Filed: Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet) Name of Debtor: Case Number: Date Filed: - None -District: Relationship: Judge: Exhibit B Exhibit A (To be completed if debtor is an individual whose debts are primarily consumer debts.) (To be completed if debtor is required to file periodic reports (e.g., 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, forms 10K and 10Q) with the Securities and Exchange Commission 12, or 13 of title 11, United States Code, and have explained the relief available pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 under each such chapter. I further certify that I delivered to the debtor the notice and is requesting relief under chapter 11.) required by 11 U.S.C. §342(b). ☐ Exhibit A is attached and made a part of this petition. Signature of Attorney for Debtor(s) (Date) Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? Yes, and Exhibit C is attached and made a part of this petition. No. Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) ☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: ☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition. Information Regarding the Debtor - Venue (Check any applicable box) Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. П Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) (Name of landlord that obtained judgment) (Address of landlord) Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).

B1 (Official Form 1)(4/10) Page 3

# **Voluntary Petition**

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

#### Signatures

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

I declare under penalty of perjury that the information provided in this petition is true and correct.

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

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

#### Signature of Attorney\*

# X /s/ Shelby A. Jordan

Signature of Attorney for Debtor(s)

#### Shelby A. Jordan State Bar No. 11016700

Printed Name of Attorney for Debtor(s)

## Jordan, Hyden, Womble, Culbreth & Holzer, PC

Firm Name

500 North Shoreline Boulevard Suite 900

Corpus Christi, TX 78401

Address

### 361.884.5678 Fax: 361.888.5555

Telephone Number

# July 21, 2011

Date

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

## Signature of Debtor (Corporation/Partnership)

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

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

# X /s/ Andrew B. Phillips, Sr.

Signature of Authorized Individual

#### Andrew B. Phillips, Sr.

Printed Name of Authorized Individual

# Manager

Title of Authorized Individual

#### July 21, 2011

Date

#### Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

Name of Debtor(s):

Phicof, LLC

- ☐ I request relief in accordance with chapter 15 of title 11. United States Code.

  Certified copies of the documents required by 11 U.S.C. §1515 are attached.
- ☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

#### Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankrutpcy 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.)

	~	٦

Date

Address

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

**B4** (Official Form 4) (12/07)

# United States Bankruptcy Court Western District of Texas

In re	Phicof, LLC		Case No.	
		Debtor(s)	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]
Bank of the Hills 1075 Junction Hwy Kerrville, TX 78028	Bank of the Hills 1075 Junction Hwy Kerrville, TX 78028	Keystone Estates-unliquidate d deficiency	Unliquidated	200,000.00
Capital Farm Credit 1001 Sidney Baker Kerrville, TX 78028	Capital Farm Credit 1001 Sidney Baker Kerrville, TX 78028	Deficiency-foreclos ed Uvalde Gin (143 acres raw land)		100,000.00
Donald A. Berg 3838 Oak Lawn Ave., #1720 Dallas, TX 75219	Donald A. Berg 8333 Douglas Ave., #704 Dallas, TX 75225	Keystone Village-Developme nt loan		60,000.00
H. Ritman ("Rit") Jons Jons Law Firm P.O. Box 129 Comfort, TX 78013-0129	H. Ritman ("Rit") Jons Jons Law Firm P.O. Box 129 Comfort, TX 78013-0129 830-896-8383	Legal fees		103,000.00
Richard Ellison Richard Ellison, PC 327 Earl Garrett St., Ste. 106 Kerrville, TX 78028	Richard Ellison Richard Ellison, PC 327 Earl Garrett St., Ste. 106 Kerrville, TX 78028 830-792-5601	Legal fees		5,000.00
Robert L. Kelly Kelly & Nevins, LLP 222 Sidney Baker St., S. Suite 410 Kerrville, TX 78028	Robert L. Kelly Kelly & Nevins, LLP 222 Sidney Baker St., S., Suite 410 Kerrville, TX 78028 830-792-6161	Legal fees		1.00
T5 & T6 Collateral Partners, Ltd. 3890 West Northwest Highway Suite 100 Dallas, TX 75220	Maurice E. "Pete" Moore III Hunte Equities 3890 West Northwest Hwy. Suite 100 Dallas, TX 75220 214-550-1200	Cash flow loan		154,000.00
TEXANS/CULS 777 E. Campbell Rd. Suite 650 Richardson, TX 75081	Maurice E. "Pete" Moore III Hunter Equities 3890 West Northwest Highway Suite 100 Dallas, TX 75220 214-550-1200	ESTIMATED deficiency-Heights of Kerrville		500,000.00

B4 (Offi	cial Form 4	) (12/0'	7) - Cont
In re	Phicof.	LLC	

Debtor(s)

# LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(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]
TEXANS/CULS 777 E. Campbell Rd. Suite 650 Richardson, TX 75081	Maurice E. "Pete" Moore III Hunter Equities 3890 West Northwest Highway Suite 100 Dallas, TX 75220 214-550-1200	ESTIMATED deficiency-Hartman tract		100,000.00
Thomas R. McDade Beck Redden & Secrest, LLP 1221 McKinney, 45th Floor Houston, TX 77010-2010	Thomas R. McDade Beck Redden & Secrest, LLP 1221 McKinney, 45th Floor Houston, TX 77010-2010 713-951-6229	Legal fees		250,000.00
William Arnold & Associates 9400 North Central Expressway, Suite 605 Dallas, TX 75231	William Arnold William Arnold & Associates 9400 North Central Expressway, Suite 605 Dallas, TX 75231 214-393-3840	Legal fees		32,465.45

B4 (Offic	cial Form 4) (12/07) - Cont.		
In re	Phicof, LLC	Case No.	
	Debtor(s)		

# LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

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

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date	July 21, 2011	Signature	/s/ Andrew B. Phillips, Sr.
			Andrew B. Phillips, Sr.
			Manager

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

# United States Bankruptcy Court Western District of Texas

In re	Phicof, LLC		Case No.	
		Debtor(s)	Chapter	11
	VERIFICA	TION OF CREDITOR	MATRIX	
	VERIFICA	TION OF CREDITOR	WIATKIA	
I, the M	Ianager of the corporation named as the deb	tor in this case, hereby verify that th	e attached list of	creditors is true and correct to
	-			
the best	t of my knowledge.			
	1 1 04 0044	// A . L. B. BUIII O.		
Date:	July 21, 2011	/s/ Andrew B. Phillips, Sr.		
		Andrew B. Phillips, Sr./Manage Signer/Title	ei	
		Digital/Title		

Bank of the Hills 1075 Junction Hwy Kerrville, TX 78028

Capital Farm Credit 1001 Sidney Baker Kerrville, TX 78028

COM-4, LLC 6900 Highway 39 Hunt, TX 78024

Comanchero Properties, Ltd. 6900 Highway 39 Hunt, TX 78024

Donald A. Berg 3838 Oak Lawn Ave., #1720 Dallas, TX 75219

H. Ritman (''Rit'') Jons
Jons Law Firm
P.O. Box 129
Comfort, TX 78013-0129

Herbert C. Williamson, III c/o Rick Harrison Fritz Byrne Head & Harrison 90 San Jacinto Blvd., Suite 2000 Austin, TX 78701

Internal Revenue Service Centralized Insolvency Operations P.O. Box 7346 Philadelphia, PA 19101-7346

Kerr County Clerk 700 Main Street-Courthouse Kerrville, TX 78028 Kerr County Tax Assessor Kerr County Courthouse 700 Main Street, Suite 124 Kerrville, TX 78028

Keystone Estates, Ltd. 6900 Highway 39 Hunt, TX 78024

Office of the United States Trustee 615 E. Houston Street, Suite 533 San Antonio, TX 78205

Richard C. Mosty C. Dixon Mosty The Mosty Law Firm 222 Sidney Baker St., Suite 400 Kerrville, TX 78028

Richard Ellison Richard Ellison, PC 327 Earl Garrett St., Ste. 106 Kerrville, TX 78028

Rick Harrison Kevin Brown Fritz Byrne Head & Harrison, PLLC 90 San Jacinto Blvd., Suite 2000 Austin, TX 78701

Robert L. Kelly Kelly & Nevins, LLP 222 Sidney Baker St., S. Suite 410 Kerrville, TX 78028

Steve McConnico Scott Douglas & McConnico, LLP 600 Congress Avenue, Suite 1500 Austin, TX 78701 T5 & T6 Collateral Partners, Ltd. 3890 West Northwest Highway Suite 100 Dallas, TX 75220

TEXANS/CULS 777 E. Campbell Rd. Suite 650 Richardson, TX 75081

Texas Workforce Commission Bankruptcy Unit, Room 556 101 E. 15th Street Austin, TX 78778-0001

Thomas R. McDade Beck Redden & Secrest, LLP 1221 McKinney, 45th Floor Houston, TX 77010-2010

William Arnold & Associates 9400 North Central Expressway, Suite 605 Dallas, TX 75231