

B1 (Official Form 1)(1/08)

United States Bankruptcy Court Western District of Virginia		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Shenandoah Investment Group LTD		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 54-1629706		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 410 Shawnee Lane Woodstock, VA <div style="text-align: right; font-size: small;">ZIP Code 22664</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div>
County of Residence or of the Principal Place of Business: Shenandoah		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 410 Shawnee Lane Woodstock, VA <div style="text-align: right; font-size: small;">ZIP Code 22664</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above): 1051 Shenandoah Square Woodstock, VA 22664		
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 checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input 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 <hr/> 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.		Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input 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		

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>		<p>Name of Debtor(s): Shenandoah Investment Group LTD</p>	
<p>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)</p>			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<p>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)</p>			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> <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> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>		
<p>Exhibit C</p> <p>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?</p> <p><input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.</p> <p><input checked="" type="checkbox"/> No.</p>			
<p>Exhibit D</p> <p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.</p> <p>If this is a joint petition:</p> <p><input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.</p>			
<p>Information Regarding the Debtor - Venue</p> <p>(Check any applicable box)</p> <p><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.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><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.</p>			
<p>Certification by a Debtor Who Resides as a Tenant of Residential Property</p> <p>(Check all applicable boxes)</p> <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="margin-left: 40px;">_____</p> <p style="margin-left: 40px;">(Name of landlord that obtained judgment)</p> <p style="margin-left: 40px;">_____</p> <p style="margin-left: 40px;">(Address of landlord)</p> <p><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</p> <p><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.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>			

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

Name of Debtor(s):
Shenandoah Investment Group LTD

Signatures

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

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

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

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

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

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Timothy J. McGary VSB
Signature of Attorney for Debtor(s)

Timothy J. McGary VSB 21208
Printed Name of Attorney for Debtor(s)

Timothy J. McGary
Firm Name

**10500 Sager Avenue, Suite G
Fairfax, VA 22030-2414**

Address

Email: tjm@mccgary.com

(703) 352-4985 Fax: (703) 352-5938

Telephone Number

September 29, 2009

Date

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

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

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

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Garlan Gochenour
Signature of Authorized Individual

Garlan Gochenour
Printed Name of Authorized Individual

President
Title of Authorized Individual

September 29, 2009

Date

Resolution of the Board of Directors
Of Shenandoah Investment Group, Ltd.

Garlan Gochenour, being the sole remaining director of Shenandoah Investment Group, Ltd., hereby resolves as follows:

- 1) The corporation shall make such arrangements, as the President deems necessary and proper for the corporation to file a petition;
- 2) The corporation shall retain the services of Timothy J. McGary, Attorney at Law to represent the corporation in connection with such proceedings.

September 29, 2009

/s/ Garlan Gochenour
Garlan Gochenour, Director

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Western District of Virginia

In re **Shenandoah Investment Group LTD**

Debtor(s)

Case No. _____

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Allied Waste PO Box 9001099 Louisville, KY 40290	Allied Waste PO Box 9001099 Louisville, KY 40290	Services		637.53
American General 1066 Hisey Avenue Woodstock, VA 22664	American General 1066 Hisey Avenue Woodstock, VA 22664	Purchase of hot water heater		1,411.34
Consolidated electric 812 N. Kent Street Winchester, VA 22601	Consolidated electric 812 N. Kent Street Winchester, VA 22601	Electrical services		4,365.88
Dominon Power PO Box 26543 Richmond, VA 23290	Dominon Power PO Box 26543 Richmond, VA 23290	Utility Services		5,170.66
Eddie Edwards Signs 560 Waterman Drive Harrisonburg, VA 22801	Eddie Edwards Signs 560 Waterman Drive Harrisonburg, VA 22801	Services/Goods		563.95
Evergreen 1865 N Mountain Road Mount Jackson, VA 22842	Evergreen 1865 N Mountain Road Mount Jackson, VA 22842	Lawn mowing services		1,180.00
Extinguisher Sales & Service 990 N. Liberty Street Harrisonburg, VA 22802	Extinguisher Sales & Service 990 N. Liberty Street Harrisonburg, VA 22802			140.79
Hobart 10 W Potomac Pkwy Williamsport, MD 21795	Hobart 10 W Potomac Pkwy Williamsport, MD 21795	Equipment service contract		1,818.13
Internal Revenue Service SPF Office, Room 2007 PO Box 10025 Richmond, VA 23240	Internal Revenue Service SPF Office, Room 2007 PO Box 10025 Richmond, VA 23240	940/941 Taxes		80,000.00
JP Exhaust 759 Gun Club Road Stephenson, VA 22656	JP Exhaust 759 Gun Club Road Stephenson, VA 22656			367.88
Metromedia Steak Houses Company LP t/a Ponderosa Steakhouse 3701 W. Plano Parkway, Suite 200 Plano, TX 75075	Metromedia Steak Houses Company LP t/a Ponderosa Steakhouse 3701 W. Plano Parkway, Suite 200 Plano, TX 75075	Franchise fees		50,000.00

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

In re Shenandoah Investment Group LTD
Debtor(s)

Case No. _____

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

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Narrow Passage Press PO Box 777 Edinburg, VA 22824	Narrow Passage Press PO Box 777 Edinburg, VA 22824			402.58
Northern Virginia Daily 152 N Holiday Street Strasburg, VA 22657	Northern Virginia Daily 152 N Holiday Street Strasburg, VA 22657			300.00
Shenandoah County 600 N. Main Street Woodstock, VA 22664	Shenandoah County 600 N. Main Street Woodstock, VA 22664	Real estate taxes - Amount of claim disputed.	Disputed	117,000.00
Shentel PO Box 488 Edinburg, VA 22824	Shentel PO Box 488 Edinburg, VA 22824	Telephone services		1,169.14
Town of Woodstock 135 N. Main Street Woodstock, VA 22664	Town of Woodstock 135 N. Main Street Woodstock, VA 22664	Real property taxes 2005-2009		15,000.00
Valley Proteins 151 Valpro Drive Winchester, VA 22601	Valley Proteins 151 Valpro Drive Winchester, VA 22601			164.70
Virginia Department Taxation PO Box 1777 Richmond, VA 23218	Virginia Department Taxation PO Box 1777 Richmond, VA 23218	Sales taxes past due and owing		47,000.00
Washington Gas PO 37747 Philadelphia, PA 19101	Washington Gas PO 37747 Philadelphia, PA 19101	Utility Services		833.95
WAZT - TV PO Box 508 Woodstock, VA 22664	WAZT - TV PO Box 508 Woodstock, VA 22664	Advertising		640.00

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

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

Date September 29, 2009

Signature /s/ Garlan Gochenour
Garlan Gochenour
President

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.

Shenandoah Investment Group LTD -

ALLIED WASTE
PO BOX 9001099
LOUISVILLE, KY 40290

AMERICAN GENERAL
1066 HISEY AVENUE
WOODSTOCK, VA 22664

BROWN EXTERMINATING
PO BOX 1257
STANARDSVILLE, VA 22973

CARLAN L. GOCHENOUR
410 SHAWNEE LANE
WOODSTOCK, VA 22664

CONSOLIDATED ELECTRIC
812 N. KENT STREET
WINCHESTER, VA 22601

DOMINON POWER
PO BOX 26543
RICHMOND, VA 23290

DONALD LITTON, ESQ.
LITTON & SIPE
410 NEFF AVENUE
HARRISONBURG, VA 22801

EDDIE EDWARDS SIGNS
560 WATERMAN DRIVE
HARRISONBURG, VA 22801

EVERGREEN
1865 N MOUNTAIN ROAD
MOUNT JACKSON, VA 22842

EXTINGUISHER SALES & SERVICE
990 N. LIBERTY STREET
HARRISONBURG, VA 22802

FOXLOX
PO BOX 794
MOUNT JACKSON, VA 22842

Shenandoah Investment Group LTD -

HOBART
10 W POTOMAC PKWY
WILLIAMSPORT, MD 21795

INTERNAL REVENUE SERVICE
SPF OFFICE, ROOM 2007
PO BOX 10025
RICHMOND, VA 23240

JP EXHAUST
759 GUN CLUB ROAD
STEPHENSON, VA 22656

MARK B. CALLAHAN, ESQ.
CLARK & BRADSHAW
92 N. LIBERTY STREET
HARRISONBURG, VA 22802

METROMEDIA STEAK HOUSES COMPANY LP
T/A PONDEROSA STEAKHOUSE
3701 W. PLANO PARKWAY, SUITE 200
PLANO, TX 75075

NARROW PASSAGE PRESS
PO BOX 777
EDINBURG, VA 22824

NORTHERN VIRGINIA DAILY
152 N HOLIDAY STREET
STRASBURG, VA 22657

SHENANDOAH COUNTY
600 N. MAIN STREET
WOODSTOCK, VA 22664

SHENTEL
PO BOX 488
EDINBURG, VA 22824

TOWN OF WOODSTOCK
135 N. MAIN STREET
WOODSTOCK, VA 22664

Shenandoah Investment Group LTD -

UNITED BANK
1014 S. MAIN STREET
WOODSTOCK, VA 22664

VALLEY PROTEINS
151 VALPRO DRIVE
WINCHESTER, VA 22601

VIRGINIA DEPARTMENT TAXATION
PO BOX 1777
RICHMOND, VA 23218

WASHINGTON GAS
PO 37747
PHILADELPHIA, PA 19101

WAZT - TV
PO BOX 508
`WOODSTOCK, VA 22664