

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): All American Aviation Services, LLC	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) 20-1823217	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): 13105 Booker T. Washington Hwy Suite A-3 Hardy, VA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 24101	ZIP Code
County of Residence or of the Principal Place of Business: Franklin	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

Location of Principal Assets of Business Debtor (if different from street address above):
**Landmark Aviation
Roanoke Regional Airport
22 Waypoint Drive, NW
Roanoke, VA 24012**

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	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
Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input 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).
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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 Creditors

<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000

Estimated Assets

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

Estimated Liabilities

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): All American Aviation Services, LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	Exhibit B <small>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</small> I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)		
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			

(Name of landlord that obtained judgment)			

(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included 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)).			

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

Name of Debtor(s):
All American Aviation Services, LLC

Signatures

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

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

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

X _____
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/ George I. Vogel, III
Signature of Attorney for Debtor(s)

George I. Vogel, III
Printed Name of Attorney for Debtor(s)

Vogel & Cromwell, LLC
Firm Name

204 McClanahan Street
P.O. Box 18188
Roanoke, VA 24014

Address

Email: kbrown@vogelandcromwell.com

540-982-1220 Fax: 540-982-0422

Telephone Number

May 21, 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/ R. Thomas Alouf, Jr.
Signature of Authorized Individual

R. Thomas Alouf, Jr.
Printed Name of Authorized Individual

Member Manager
Title of Authorized Individual

May 21, 2009

Date

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Western District of Virginia

In re All American Aviation Services, LLC

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>
Action Aircraft 10570 Olympic Drive Dallas, TX 75220	Action Aircraft 10570 Olympic Drive Dallas, TX 75220	Aircraft Parts		9,724.68
American Express P.O. Box 650448 Dallas, TX 75265-0448	American Express P.O. Box 650448 Dallas, TX 75265-0448	Credit Card		400.33
Blue Ridge Public Television P.O. Box 13246 Roanoke, VA 24032	Blue Ridge Public Television P.O. Box 13246 Roanoke, VA 24032	Advertising		1,040.00
Bosserman Aviation Equipment 2327 State Road 568 Carey, OH 43316	Bosserman Aviation Equipment 2327 State Road 568 Carey, OH 43316	Fuel Tanker Trailer		17,450.00
Capital One Credit Card P.O. Box 6492 Carol Stream, IL 60197-6492	Capital One Credit Card P.O. Box 6492 Carol Stream, IL 60197-6492	Credit Card		16,144.57
Citgo P.O. Box 2224 Birmingham, AL 35246-0017	Citgo P.O. Box 2224 Birmingham, AL 35246-0017	Automotive Fuel		350.41
Gentry Locke Rakes & Moore, LP 10 Franklin Road, SE Suite 800 Roanoke, VA 24011	Gentry Locke Rakes & Moore, LP 10 Franklin Road, SE Suite 800 Roanoke, VA 24011	Attorney's Fees		2,640.20
Leisure Publishing 3424 Brambelton Avenue Roanoke, VA 24018	Leisure Publishing 3424 Brambelton Avenue Roanoke, VA 24018	Advertising		4,222.18
Lovelace, Norvelle, Mathews & Crews 2316 Atherholt Road Suite 201 Lynchburg, VA 24501	Lovelace, Norvelle, Mathews & Crews 2316 Atherholt Road Suite 201 Lynchburg, VA 24501	Accounting Services		567.00
Lowe's P.O. Box 530954 Atlanta, GA 30353-0954	Lowe's P.O. Box 530954 Atlanta, GA 30353-0954	Miscellaneous Parts		405.23

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

In re All American Aviation Services, LLC

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Parts Base 905 Clint Moore Road Boca Raton, FL 33487	Parts Base 905 Clint Moore Road Boca Raton, FL 33487	Advertising Services		999.00
Premium Assignment Corporation P.O. Box 3100 Tallahassee, FL 32315-3100	Premium Assignment Corporation P.O. Box 3100 Tallahassee, FL 32315-3100	Insurance on Helicopter		25,951.26
Roanoke Times P.O. Box 1951 Roanoke, VA 24008	Roanoke Times P.O. Box 1951 Roanoke, VA 24008	Advertising		1,775.00
Verizon Wireless P.O. Box 25505 Lehigh Valley, PA 18002-5505	Verizon Wireless P.O. Box 25505 Lehigh Valley, PA 18002-5505	Cell Phone Service		389.43
Vertiflite 153 Old Mt. Tabor Road Maryville, TN 37801	Vertiflite 153 Old Mt. Tabor Road Maryville, TN 37801	Aircraft Maintenance		4,500.00
Virginia Department of Taxation P.O. Box 1777 Richmond, VA 23218-1777	Virginia Department of Taxation P.O. Box 1777 Richmond, VA 23218-1777	Taxes		7,035.00
Wachovia Bank Commercial Loan Services P.O. Box 740502 Atlanta, GA 30374-0502	Wachovia Bank Commercial Loan Services P.O. Box 740502 Atlanta, GA 30374-0502	Loan to Purchase Helicopter		765,563.69
Wachovia Bank Commercial Loan Services P.O. Box 740502 Atlanta, GA 30374-0502	Wachovia Bank Commercial Loan Services P.O. Box 740502 Atlanta, GA 30374-0502	Loan to Purchase Helicopter		54,166.67
Watkins Law Firm 707 N. Franklin St. Suite 750 Tampa, FL 33602	Watkins Law Firm 707 N. Franklin St. Suite 750 Tampa, FL 33602	Attorney's Fees		575.07
Yellow Book 6300 C. Street Cedar Rapids, IA 52404-7470	Yellow Book 6300 C. Street Cedar Rapids, IA 52404-7470	Advertising		400.00

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

In re All American Aviation Services, LLC
Debtor(s)

Case No. _____

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

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

I, the Member 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 May 21, 2009

Signature /s/ R. Thomas Alouf, Jr.
R. Thomas Alouf, Jr.
Member 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.

All American Aviation Services, LLC -

ACTION AIRCRAFT
10570 OLYMPIC DRIVE
DALLAS, TX 75220

ALOUF CONSTRUCTION COMPANY, INC.
759 BOXWOOD GREEN DRIVE
WIRTZ, VA 24184

AMERICAN EXPRESS
P.O. BOX 650448
DALLAS, TX 75265-0448

BLUE RIDGE PUBLIC TELEVISION
P.O. BOX 13246
ROANOKE, VA 24032

BOSSERMAN AVIATION EQUIPMENT
2327 STATE ROAD 568
CAREY, OH 43316

CAPITAL ONE CREDIT CARD
P.O. BOX 6492
CAROL STREAM, IL 60197-6492

CITGO
P.O. BOX 2224
BIRMINGHAM, AL 35246-0017

DELL FINANCIAL SERVICES
P.O. BOX 5292
CAROL STREAM, IL 60197-5292

FEDERAL EXPRESS
P.O. BOX 371461
PITTSBURGH, PA 15250

FLORIDA DRUG SCREEN
2191 JULIAN AVE.
SUITE 2
PALM BAY, FL 32905

GAIL O. ALOUF
759 BOXWOOD GREEN DRIVE
WIRTZ, VA 24184

All American Aviation Services, LLC -

GENTRY LOCKE RAKES & MOORE, LP
10 FRANKLIN ROAD, SE
SUITE 800
ROANOKE, VA 24011

HIGHPEAK SPORTSWEAR
2323 MEMORIAL AVENUE
SUITE 17
LYNCHBURG, VA 24501

LANDMARK AVIATION
P.O. BOX 752048
CHARLOTTE, NC 28275-2048

LAURIE ALOUF
763 BOXWOOD GREEN DRIVE
WIRTZ, VA 24184

LEASE FINANCE GROUP
233 N. MICHIGAN STREET
SUITE 800
CHICAGO, IL 60601-5802

LEISURE PUBLISHING
3424 BRAMBELTON AVENUE
ROANOKE, VA 24018

LOVELACE, NORVELLE, MATHEWS & CREWS
2316 ATHERHOLT ROAD
SUITE 201
LYNCHBURG, VA 24501

LOWES
P.O. BOX 530954
ATLANTA, GA 30353-0954

PARTS BASE
905 CLINT MOORE ROAD
BOCA RATON, FL 33487

PREMIUM ASSIGNMENT CORPORATION
P.O. BOX 3100
TALLAHASSEE, FL 32315-3100

All American Aviation Services, LLC -

R. THOMAS ALOUF, JR.
763 BOXWOOD GREEN DRIVE
WIRTZ, VA 24184

RAYMOND T. ALOUF, SR.
759 BOXWOOD GREEN DRIVE
WIRTZ, VA 24184

RHODES FERGUSON & STONE
305 S. MAIN STREET
ROCKY MOUNT, VA 24151

ROANOKE TIMES
P.O. BOX 1951
ROANOKE, VA 24008

TOYOTA FINANCIAL SERVICES
P.O. BOX 17187
BALTIMORE, MD 21297-0511

VERIZON WIRELESS
P.O. BOX 25505
LEHIGH VALLEY, PA 18002-5505

VERTIFLITE
153 OLD MT. TABOR ROAD
MARYVILLE, TN 37801

VIRGINIA DEPARTMENT OF TAXATION
P.O. BOX 1777
RICHMOND, VA 23218-1777

WACHOVIA BANK
COMMERCIAL LOAN SERVICES
P.O. BOX 740502
ATLANTA, GA 30374-0502

WATKINS LAW FIRM
707 N. FRANKLIN ST.
SUITE 750
TAMPA, FL 33602

YELLOW BOOK
6300 C. STREET
CEDAR RAPIDS, IA 52404-7470