Official Form 1 (10/06)						
	States Bankrupt ern District of Wis				Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): River Falls Ace Hardware, Inc.			of Joint Debtor (Spous	se) (Last, First, N	Middle):	
All Other Names used by the Debtor in the last 8 (include married, maiden, and trade names):	years		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./Complete EIN or otl 42-1543805	ner Tax ID No. (if more than or	ne, state all) Last f	our digits of Soc. Sec./O	Complete EIN o	r other Tax ID No. (if more than one, state all)	
Street Address of Debtor (No. and Street, City, a 1163 North Main Street River Falls, WI	ZIP	Code	Address of Joint Debto	or (No. and Stree	et, City, and State): ZIP Code	
County of Residence or of the Principal Place of St Croix	Business:		ty of Residence or of the	e Principal Plac	e of Business:	
Mailing Address of Debtor (if different from stre			ng Address of Joint Deb	otor (if different		
Location of Principal Assets of Business Debtor (if different from street address above):	ZIP	Code			ZIP Code	
Type of Debtor (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 Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Busi (Check one bo Health Care Business Single Asset Real Esta in 11 U.S.C. § 101 (51) Railroad Stockbroker Commodity Broker Clearing Bank Other Tax-Exempt E (Check box, if appl) Debtor is a tax-exemp under Title 26 of the U Code (the Internal Rev	ate as defined (1B) Contity dicable) to organization United States		Petition is File Cha of a Cha of a Cha of a Nature of (Check of consumer debts, § 101(8) as vidual primarily for	Debts are primarily business debts.	
Filing Fee (Check on Full Filing Fee attached Full Filing Fee to be paid in installments (applical attach signed application for the court's consi is unable to pay fee except in installments. R Filing Fee waiver requested (applicable to chattach signed application for the court's consi	ble to individuals only). Muderation certifying that the ule 1006(b). See Official Fornapter 7 individuals only).	ust checker a 3A. Check	Debtor is not a small leads: Debtor's aggregate not to insiders or affiliates all applicable boxes: A plan is being filed we Acceptances of the plan.	business debtor oncontingent liq s) are less than s with this petition an were solicite	lefined in 11 U.S.C. § 101(51D). as defined in 11 U.S.C. § 101(51D). uidated debts (excluding debts owed §2 million.	
Statistical/Administrative Information ** ■ Debtor estimates that funds will be available □ Debtor estimates that, after any exempt proper there will be no funds available for distribution Estimated Number of Creditors	erty is excluded and admini	ed creditors.	es paid,	THIS S	PACE IS FOR COURT USE ONLY	
1- 50- 100- 200- 49 99 199 999 □ ■ □ □	1000- 5001- 10,00 5,000 10,000 25,00	00 50,000	100,001- OVER 100,000 100,000			
Estimated Assets \$\begin{array}{ c c c c c c c c c c c c c c c c c c c	\$100,001 to \$1 million	\$1,000,001 to \$100 million	☐ More than \$100 million	_		
\$50,001 to \$50,001 to \$50,000	\$100,001 to	\$1,000,001 to \$100 million	More than			

Official Form 1 (10/06) FORM B1, Page 2 Name of Debtor(s): Voluntary Petition River Falls Ace Hardware, Inc. (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 forms 10K and 10Q) with the Securities and Exchange Commission 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 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. Statement by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) Landlord has a judgment aganist 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

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period

possession was entered, and

after the filing of the petition.

Official Form 1 (10/06) FORM B1, 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.

 \mathbf{X}

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney

X /s/ Mart W. Swenson

Signature of Attorney for Debtor(s)

Mart W. Swenson 1017007

Printed Name of Attorney for Debtor(s)

Mart W. Swenson, S.C.

Firm Name

118 E. Grand Avenue P.O. Box 185 Eau Claire, WI 54702-0185

Address

Email: martswenson@ameritech.net 715-835-7779 Fax: 715-835-2573

Telephone Number

November 7, 2006

Date

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/ Bernard J. McClellan

Signature of Authorized Individual

Bernard J. McClellan

Printed Name of Authorized Individual

President

Title of Authorized Individual

November 7, 2006

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):

- ☐ 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

River Falls Ace Hardware, Inc.

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 19B 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.)

Address

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.

Form 4 (10/05)

United States Bankruptcy CourtWestern District of Wisconsin

In re	River Falls Ace Hardware, Inc.		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, indicate that by stating "a minor child" and 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]
Ace Hardware Corporation 21582 Network Place Chicago, IL 60673-1215	Attn: Credit Manager Ace Hardware Corporation 21582 Network Place Chicago, IL 60673-1215	Purchases		50,105.47
Simplicity Mfg./ Ferris Industries P.O. Box 0728 Oneida, NY 13421	Attn: Credit Manager Simplicity Mfg./ Ferris Industries P.O. Box 0728 Oneida, NY 13421	Deficiency on repossessed equipment		16,635.03
Ferris Industries, Inc. P.O. Box 728 Oneida, NY 13421-0728	Attn: Credit Manager Ferris Industries, Inc. P.O. Box 728 Oneida, NY 13421-0728	Services		13,337.67
River Town Newspaper Group P.O. Box 15 Red Wing, MN 55066	Attn: Credit Manager River Town Newspaper Group P.O. Box 15 Red Wing, MN 55066	Purchases		7,235.58
Great Northern Equipment Distributing 20851 Commerce Blvd Rogers, MN 55374	Attn: Credit Manager Great Northern Equipment Distributing 20851 Commerce Blvd Rogers, MN 55374	Purchases		4,542.78
Western Finance & Lease P.O. Box 640 420 College Drive Devils Lake, ND 58301	Attn: Credit Manager Western Finance & Lease P.O. Box 640 420 College Drive Devils Lake, ND 58301	Services		3,779.45
Wise Heating & Air Conditioning W12090 846th Avenue River Falls, WI 54022	Attn: Credit Manager Wise Heating & Air Conditioning W12090 846th Avenue River Falls, WI 54022	Services		3,725.00
Morton International P.O. Box 93052 Chicago, IL 60673-3053	Attn: Credit Manager Morton International P.O. Box 93052 Chicago, IL 60673-3053	Purchases		3,589.74

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1.450	IN().

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]
Dean's Mobile Welding, Inc. 697 Baker Lane Hudson, WI 54016	Attn: Credit Manager Dean's Mobile Welding, Inc. 697 Baker Lane Hudson, WI 54016	Services		3,476.83
City of River Falls Julie Bergstrom, Treasurer 123 East Elm Street River Falls, WI 54022	Attn: Credit Manager City of River Falls Julie Bergstrom, Treasurer 123 East Elm Street River Falls, WI 54022	Personal Property Tax		2,950.24
Ferrellgas 597 Schommer Drive Hudson, WI 54016	Attn: Credit Manager Ferrellgas 597 Schommer Drive Hudson, WI 54016	Services		2,906.40
Thomas B. Olson & Assoc. PA Financial Plaza #200 7241 Ohms Lane Minneapolis, MN 55439	Attn: Credit Manager Thomas B. Olson & Assoc. PA Financial Plaza #200 7241 Ohms Lane Minneapolis, MN 55439	Services		2,349.50
John Deere Credit P.O. Box 4450 Carol Stream, IL 60197-4450	Attn: Credit Manager John Deere Credit P.O. Box 4450 Carol Stream, IL 60197-4450	Purchases		1,831.44
The Computer Guys P.O. Box 164 Prescott, WI 54021	Attn: Credit Manager The Computer Guys P.O. Box 164 Prescott, WI 54021	Services		1,734.42
Citicapital (Bankers Leasing) P.O. Box 7247-7878 Philadelphia, PA 19170-7878	Attn: Credit Manager Citicapital (Bankers Leasing) P.O. Box 7247-7878 Philadelphia, PA 19170-7878	Purchases		1,692.25
Service Master of St. Croix Valley P.O. Box 843 Hudson, WI 54016	Attn: Credit Manager Service Master of St. Croix Valley P.O. Box 843 Hudson, WI 54016	Services		1,429.53
Bil-Jax 1515 Reliable Parkway Chicago, IL 60686	Attn: Credit Manager Bil-Jax 1515 Reliable Parkway Chicago, IL 60686	Services		1,066.17
Aaron Fischer W9842 770th Avenue River Falls, WI 54022-4420	Aaron Fischer W9842 770th Avenue River Falls, WI 54022-4420	Services		892.82
AT&T Billing Payment Center Saginaw, MI 48663-0003	AT&T Billing Payment Center Saginaw, MI 48663-0003	Services		632.80
Twin State Security/Books Electric W12198A 570th Avenue Prescott, WI 54021	Twin State Security/Books Electric W12198A 570th Avenue Prescott, WI 54021	Purchases		586.02

In re	River Falls Ace Hardware, Inc.		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 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	November 7, 2006	Signature	/s/ Bernard J. McClellan	
			Bernard J. McClellan	
			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.

U.S. Trustee 780 Regent Street, Suite 304 Madison, WI 53715

Attorney General 17 W. Main P.O. Box 7857 Madison, WI 53707-7857

U.S. Attorney P.O. Box 1585 Madison, WI 53703-2586

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

Wisconsin Dept. of Revenue Special Procedures Unit P.O. Box 8901 Madison, WI 53708-8901

Wisconsin Dept. of Revenue Special Procedures Unit P.O. Box 8902 Madison, WI 53708

Treasurer St. Croix County Courthouse 1101 Carmichael Road Hudson, WI 54016

Washington County Bank 990 Helena Avenue N. Oakdale, MN 55128

Aaron Fischer W9842 770th Avenue River Falls, WI 54022-4420

Ace Hardware Corporation 21582 Network Place Chicago, IL 60673-1215

American Rental Association 1900 19th Street Moline, IL 61265

Aspen Publishers 4829 Innovation Way Chicago, IL 60682-0048

Asphalt Associates 989 110th Street Roberts, WI 54023 AT&T P.O. Box 2969 Omaha, NE 68103-2969

AT&T Billing Payment Center Saginaw, MI 48663-0003

Aves Studio, LLC P.O. Box 344 River Falls, WI 54022

Bil-Jax 1515 Reliable Parkway Chicago, IL 60686

Citicapital (Bankers Leasing) P.O. Box 7247-7878 Philadelphia, PA 19170-7878

City of River Falls Julie Bergstrom, Treasurer 123 East Elm Street River Falls, WI 54022

Coca-Cola River Falls P.O. Box 418 Red Wing, MN 55066

Computer Support Services, Inc. 2620 South Maryland Parkway Las Vegas, NV 89101

Daniel C. Beck Winthrop Weinstine 220 South Sixth Street, #3500 Minneapolis, MN 55402-4629

Dean's Mobile Welding, Inc. 697 Baker Lane Hudson, WI 54016

Ferrellgas 597 Schommer Drive Hudson, WI 54016

Ferris Industries, Inc. P.O. Box 728
Oneida, NY 13421-0728

First Call Communications 501 East Highway 13, #112 Burnsville, MN 55337

Gerlach Services, Inc. 11827 Pt. Douglas Drive Hastings, MN 55033

Great Northern Equipment Distributing 20851 Commerce Blvd Rogers, MN 55374

Harrington's Greenhouse P.O. Box 228 Ellsworth, WI 54011

Herman's Clover Valley Farm 806 Oak Knoll River Falls, WI 54022

Hilti P.O. Box 21148 Tulsa, OK 74121-1148

Hudson Physicians 403 Stageline Road Hudson, WI 54016

Huebsch 2941 Center Court Saint Paul, MN 55121

JB Distributing 8586 Art Thompson Road Harshaw, WI 54529

John Deere Credit P.O. Box 4450 Carol Stream, IL 60197-4450

Kawasaki Motors Corp, USA P.O. Box 25302 Santa Ana, CA 92799-5302

Louie's Finer Meats, Inc. Hwy 63 N Cumberland, WI 54829

M&I Marshall & Ilsley Bank P.O. Box 3114 Milwaukee, WI 53201-3114

Michael D. Gordon (for The Berquist Co) Briggs & Morgan, PA 2200 IDS Center 80 South Eighth Street Minneapolis, MN 55402 Midwest Products 1001 Dexter Street Prescott, WI 54021

Morton International P.O. Box 93052 Chicago, IL 60673-3053

Morton Salt 123 N. Wacker Drive Chicago, IL 60606-1743

National Map Marketing 9905 13th Avenue N Minneapolis, MN 55441

Onyx Waste System P.O. Box 1460 Eau Claire, WI 54702

Park Supply P.O. Box 6629 Minneapolis, MN 55406-0629

Partnership Marketing P.O. Box 1299 Midlothian, VA 23113

Pitney Bowes
P.O. Box 856390
Louisville, KY 40285-6390

Prescott Rent-all 1001 Dexter Street Prescott, WI 54021

Press Enter 421 North Second Street P.O. Box 409 River Falls, WI 54022

Preston Company P.O. Box 204 Stillwater, MN 55082

River Falls Ace Hardware, Inc. 1163 North Main River Falls, WI 54022

River Falls Area Chamber of Commerce 214 Main Street River Falls, WI 54022 River Falls Area Hospital NW8670R P.O. Box 9345 Minneapolis, MN 55485-8670

River Falls Heating 701 St. Croix Street River Falls, WI 54022

River Falls Tire Company 410 North Main Street River Falls, WI 54022

River Town Newspaper Group P.O. Box 15 Red Wing, MN 55066

Service Master of St. Croix Valley P.O. Box 843 Hudson, WI 54016

Signal Systems, Inc. 2210 Fourth Avenue South Minneapolis, MN 55404-3697

Simplicity Mfg./ Ferris Industries P.O. Box 0728 Oneida, NY 13421

Solutions by Computer, Inc. 191 Chestnut Street Springfield, MA 01103

St. Croix Sport 139 Hwy. 35 River Falls, WI 54022

Swede's Service 428 South Main Street River Falls, WI 54022

The Berquist Company 18930 W. 78th Street Chanhassen, MN 55317

The Computer Guys P.O. Box 164 Prescott, WI 54021

Thomas B. Olson & Assoc. PA Financial Plaza #200 7241 Ohms Lane Minneapolis, MN 55439 Twin State Security/Books Electric W12198A 570th Avenue Prescott, WI 54021

UMA 600 S. 7th Street Louisville, KY 40201

Universal Adcom 2921 Avenue E Arlington, TX 76011

Universal Directories P.O. Box 8830 Chapel Hill, NC 27514

US Directory Billing, LLC P.O. Box 1815 Boca Raton, FL 33429-1815

USA Northland Directories 2901 Highway 10E Moorhead, MN 56560-2572

UW-River Falls Attn: Betty Bibeau 111 Karges Center 410 South 3rd Street River Falls, WI 54022

Verizon Wireless P.O. Box 25506 Lehigh Valley, PA 18002

Western Finance & Lease P.O. Box 640 420 College Drive Devils Lake, ND 58301

WEVR-AM/FM 178 Radio Road River Falls, WI 54022

Wise Heating & Air Conditioning W12090 846th Avenue River Falls, WI 54022

Zee Medical Service P.O. Box 911 Burnsville, MN 55337