

UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF FLORIDA GAINESVILLE DIVISION	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): North Central Florida YMCA, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
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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):
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Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 59-1195257	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
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Street Address of Debtor (No. and Street, City, and State): 5201 NW 34th St. Gainesville, FL	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP CODE 32605	ZIP CODE

County of Residence or of the Principal Place of Business: Alachua	County of Residence or of the Principal Place of Business:
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Mailing Address of Debtor (if different from street address): 5201 NW 34th St. Gainesville, FL	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE 32605	ZIP CODE

Location of Principal Assets of Business Debtor (if different from street address above):	ZIP CODE
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Type of Debtor (Form of Organization) (Check one box.) <ul style="list-style-type: none"> <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.) <ul style="list-style-type: none"> <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.) <ul style="list-style-type: none"> <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.) <ul style="list-style-type: none"> <input checked="" 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.) <ul style="list-style-type: none"> <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.) <ul style="list-style-type: none"> <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 <ul style="list-style-type: none"> <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: <ul style="list-style-type: none"> <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: <ul style="list-style-type: none"> <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 <ul style="list-style-type: none"> <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 <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input checked="" type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>	<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" 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	
<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" 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 <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<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	
<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 <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<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	
<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): North Central Florida YMCA, Inc.
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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:	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p 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 checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p 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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p align="right">X _____ Date</p>
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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.

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(l)).

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): North Central Florida YMCA, Inc.
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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/ Seldon J. Childers</u> Seldon J. Childers Bar No. 61112</p> <p>ChildersLaw, LLC Sixth Street Executive Center 1330 NW Sixth St., Suite C Gainesville, FL 32601 jchilders@smartbizlaw.com Phone No. (866) 996-6104 Fax No. (407) 209-3870</p> <p><u>11/4/2011</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. North Central Florida YMCA, Inc.</p> <p>X <u>/s/ Harold Cook</u> Signature of Authorized Individual</p> <p><u>Harold Cook</u> Printed Name of Authorized Individual</p> <p><u>Interim CEO</u> Title of Authorized Individual</p> <p><u>11/4/2011</u> Date</p>	<p>_____ Address</p> <p>X _____</p> <p>_____ 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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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE: **North Central Florida YMCA, Inc.**

CASE NO

CHAPTER 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. Debtor's employer identification number is <u>59-1195257</u> .		
2. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is _____.		
3. The following financial data is the latest available information and refers to the debtor's condition on _____.		
a. Total Assets		
b. Total Liabilities		
Secured debt	Amounts	Approximate number of holders
Fixed, liquidated secured debt		
Contingent secured debt		
Disputed secured debt		
Unliquidated secured debt		
Unsecured debt	Amounts	Approximate number of holders
Fixed, liquidated unsecured debt		
Contingent unsecured debt		
Disputed unsecured debt		
Unliquidated unsecured debt		
Stock	Amounts	Approximate number of holders
Number of shares of preferred stock		
Number of shares of common stock		
<i>Comments, if any</i>		
4. Brief description of debtor's business:		

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE: **North Central Florida YMCA, Inc.**

CASE NO

CHAPTER **11**

EXHIBIT "A" TO VOLUNTARY PETITION

Continuation Sheet No. 1

5. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 20% or more of the voting securities of the debtor:

6. List the name of all corporations 20% or more of the outstanding voting securities of which are directly or indirectly owned, controlled, or held, with power to vote, by debtor:

I, Harold Cook, the Interim CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing Exhibit "A" to Voluntary Petition, and that it is true and correct to the best of my information and belief.

Date: 11/4/2011

Signature: /s/ Harold Cook
Harold Cook
Interim CEO

B6A (Official Form 6A) (12/07)

In re **North Central Florida YMCA, Inc.**

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
452 N. Temple Ave, Starke, FL 32091	Fee Simple		\$240,244.31	\$240,244.31
5201 NW 34th St., Gainesville, FL 32605 Property value \$1,000,000. Deferred maintenance and required capital reinvestment \$500,000. Net value \$500,000.	Fee Simple		\$500,000.00	\$3,118,137.05
284 Union Ave., Crescent City, FL 32112	Fee Simple		\$373,876.82	\$373,876.82
284 Union Ave., Crescent City, FL 32112	Fee Simple		\$810,855.09	\$810,855.09
1303 NE 23rd Ave., Gainesville, FL 32609	Fee Simple		\$304,728.19	\$304,728.19
9315 SW Archer Rd., Gainesville, FL 32608	Fee Simple		\$1,780,000.00	\$2,618,137.05

Total: \$4,009,704.41

(Report also on Summary of Schedules)

In re **North Central Florida YMCA, Inc.**

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.		Petty cash on hand	\$50.00
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.		Cash in Bank	\$7,042.24
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.	X		
10. Annuities. Itemize and name each issuer.	X		

B6B (Official Form 6B) (12/07) -- Cont.

In re **North Central Florida YMCA, Inc.**

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.	X		
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		

B6B (Official Form 6B) (12/07) -- Cont.

In re **North Central Florida YMCA, Inc.**

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.	X		
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		
25. Automobiles, trucks, trailers, and other vehicles and accessories.		Buses: Northwood (\$2000.00) 1986 Blue Bird International - mileage{329191}; 1987 Blue Bird International - mileage(228409); 1988 International - mileage{179620}; 1989 Wayne - mileage{154087}; 1990	\$2,000.00

B6B (Official Form 6B) (12/07) -- Cont.

In re **North Central Florida YMCA, Inc.**

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
26. Boats, motors, and accessories.	X	Blue Bird International - mileage{230752}; 1992 Ford - mileage{175712}; 2004 Chevy Mini Van - mileage{47843}	
27. Aircraft and accessories.	X		
28. Office equipment, furnishings, and supplies.		Office furniture: Northwood (\$7400.00); Southwest [\$1,225.00] Computers, copiers, and electronic equipment: Northwood (\$7,010); Southwest [\$125.00] Office Supplies: Northwood (\$800.00);	\$18,570.00
29. Machinery, fixtures, equipment, and supplies used in business.		Workout equipment:Northwood (\$15,000.00); Bradford Sporting Goods:Northwood (\$990.00) Gymnastics Equipment: Northwood (\$18,070.00)	\$41,980.00
30. Inventory.	X		
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		

B6C (Official Form 6C) (4/10)

In re **North Central Florida YMCA, Inc.**

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.

B6D (Official Form 6D) (12/07)

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: IR2230 Canon Financial Services, Inc. C/O Capital and Credit Solutions P.O. Box 1226 Kennett Square, PA 19348		DATE INCURRED: 2009 NATURE OF LIEN: Copier COLLATERAL: REMARKS: VALUE: \$0.00				\$8,613.53	\$8,613.53
Representing: Canon Financial Services, Inc.		Fleischer, Fleischer & Suglia Plaza 1000 at Main Street Voorhees, NJ 08043				Notice Only	Notice Only
ACCT #: xxxxxx2951 Capital City Bank P.O. Box 900 Tallahassee, FL 32301		DATE INCURRED: 5/12/2008 NATURE OF LIEN: Fee Simple COLLATERAL: 284 Union Ave., Crescent City, FL 32112 REMARKS: VALUE: \$373,876.82				\$373,876.82	
ACCT #: xxxxxx2950 Capital City Bank P.O. Box 900 Tallahassee, FL 32301		DATE INCURRED: 12/14/2006 NATURE OF LIEN: Fee Simple COLLATERAL: 284 Union Ave., Crescent City, FL 32112 REMARKS: VALUE: \$810,855.09				\$810,855.09	
Subtotal (Total of this Page) >						\$1,193,345.44	\$8,613.53
Total (Use only on last page) >							

2 continuation sheets attached

(Report also on Summary of Schedules.)

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

B6D (Official Form 6D) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTR	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 #: xxxxxxx xxx1 001 RBC Bank P.O. Box 1220 Rocky Mount, NC 27802		DATE INCURRED: 06/27/2006 NATURE OF LIEN: Fee Simple COLLATERAL: 1303 NE 23rd Ave., Gainesville, FL 32609 REMARKS: VALUE: \$304,728.19				\$304,728.19	
ACCT #: x7824 Sunstate Federal Credit Union 405 SE 2nd Place Gainesville, FL 32602		DATE INCURRED: 10/15/2009 NATURE OF LIEN: Fee Simple COLLATERAL: 452 N. Temple Ave, Starke, FL 32091 REMARKS: VALUE: \$240,244.31				\$240,244.31	
Representing: Sunstate Federal Credit Union		Scruggs & Carmichael, P.A. 4041 N.W. 37th Place, Suite B Gainesville, FL 32606				Notice Only	Notice Only
ACCT #: xxxxxx2753 SunTrust Bank P.O. Box 7909 Baltimore, MD 21279		DATE INCURRED: 07/30/2008 NATURE OF LIEN: Fee Simple COLLATERAL: 452 N. Temple Ave, Starke, FL 32091 REMARKS: VALUE: \$410,812.92				\$410,812.92	
Sheet no. <u>1</u> of <u>2</u> continuation sheets attached to Schedule of Creditors Holding Secured Claims						\$955,785.42	\$0.00
Subtotal (Total of this Page) > Total (Use only on last page) >							

(Report also on Summary of Schedules.)

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

B6D (Official Form 6D) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

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 #: xxxxxx0730 Wells Business BKG Support Group MAC N9306 - 101 P.O. Box 202902 Dallas, TX 75320		DATE INCURRED: 06/30/2009 NATURE OF LIEN: Fee Simple COLLATERAL: 5201 NW 34th St., Gainesville, FL REMARKS: Obligation # 26 VALUE: \$2,280,000.00				\$2,965,090.17	\$838,137.05
Representing: Wells Business BKG Support Group		Chris Henderson, Esq. Smith, Hulsey and Busey 225 Water Street Suite 1800 Jacksonville, FL 32202				Notice Only	Notice Only
ACCT #: xxxxxx0730 Wells Business BKG Support Group MAC N9306-101 P.O. Box 202902 Dallas, TX 75320		DATE INCURRED: 2009 NATURE OF LIEN: Fee Simple COLLATERAL: 5201 NW 34th St., Gainesville, FL REMARKS: Obligation #18 VALUE: \$2,280,000.00				\$153,046.88	
Representing: Wells Business BKG Support Group		Chris Henderson, Esq. Smith, Hulsey and Busey 225 Water Street Suite 1800 Jacksonville, FL 32202				Notice Only	Notice Only
Sheet no. <u>2</u> of <u>2</u> continuation sheets attached to Schedule of Creditors Holding Secured Claims						Subtotal (Total of this Page) > \$3,118,137.05	\$838,137.05
						Total (Use only on last page) > \$5,267,267.91	\$846,750.58

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

B6E (Official Form 6E) (04/10)

In re **North Central Florida YMCA, Inc.**

Case No. _____

(If Known)

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.

1 continuation sheets attached

B6E (Official Form 6E) (04/10) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(If Known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

TYPE OF PRIORITY	Taxes and Certain Other Debts Owed to Governmental Units
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CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCT #: 2000-2138-6144 Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601		DATE INCURRED: 2011 CONSIDERATION: Utilities REMARKS:			\$28,188.08	\$0.00	\$28,188.08
ACCT #: YMCA Harold Cook 4615 Chokecherry Trail #6 Fort Collins, CO 80526		DATE INCURRED: 2011 CONSIDERATION: Contracted CEO. Contract Salary: \$7,000 REMARKS:			\$23,430.29	\$0.00	\$23,430.29
ACCT #: xxxxx-x-x0100 Teila N. Pearson, CFC Tax Collector P.O. Box 969 Starke, FL 32091		DATE INCURRED: 2010 CONSIDERATION: Property Tax REMARKS:			\$3,357.01	\$0.00	\$3,357.01

Sheet no. <u>1</u> of <u>1</u> continuation sheets attached to Schedule of Creditors Holding Priority Claims	Subtotals (Totals of this page) >	\$54,975.38	\$0.00	\$54,975.38
	Total >	\$54,975.38		
	Totals >		\$0.00	\$54,975.38

(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.)

B6F (Official Form 6F) (12/07)

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: 4YU ADP, Inc. P.O. Box 9001006 Louisville, KY 40290		DATE INCURRED: 10/2008 CONSIDERATION: Payroll processing fee REMARKS:				\$538.90
ACCT #: YMCA Advanced Security & Communications P.O.Box 458 New Smyrna Beach, FL 32170		DATE INCURRED: 6/13/2011 CONSIDERATION: Alarm System repair REMARKS:				\$485.14
ACCT #: HW969 Aflac 1932 Wynnton Rd. Columbus, GA 31999		DATE INCURRED: 07/2011 CONSIDERATION: Supplemental Insurance REMARKS:				\$35.10
ACCT #: North Central Florida YMCA Alachua County Public Schools Kirby-Smith Administration Center 620 East University Ave. Gainesville, FL 32601		DATE INCURRED: 2007/2008 CONSIDERATION: Meals and Snacks for Childcare REMARKS:				\$10,798.95
ACCT #: North Central Florida YMCA Alachua Fire Extinguisher Co., Inc. 2939 SW Williston Rd. Gainesville, FL 32608		DATE INCURRED: 12/02/2008 CONSIDERATION: Annual service maintenance REMARKS:				\$190.05
ACCT #: YMCA All County Lock 2418 Crill Ave. Palatka, FL 32177		DATE INCURRED: 06/2011 CONSIDERATION: Building locks changed REMARKS:				\$110.00
Subtotal >						\$12,158.14
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.)

20 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: 541168 American Soccer Company, inc. 726 E. Anaheim St. Wilmington, CA 90744		DATE INCURRED: 08/31/2010 CONSIDERATION: Soccer uniforms REMARKS:				\$4,236.32
ACCT #: YMCA Aquatic Maintenance 3536 NW 10th Ave. Gainesville, FL 32605		DATE INCURRED: 06/2011 CONSIDERATION: Pool Chemicals REMARKS:				\$588.00
ACCT #: C35333 Aquatic Technology, Inc. 36 Maple St. Vassalboro, ME 04989		DATE INCURRED: 06/22/2010 CONSIDERATION: Rescue Tube cover REMARKS:				\$116.17
ACCT #: 3523389627197 AT&T P.O. Box 105262 Altanta, GA 30348		DATE INCURRED: 8/31/2009 CONSIDERATION: Phone line REMARKS:				\$1,562.77
Representing: AT&T		Accord Creditor Services P.O. Box 10001 Newnan, GA 30271				Notice Only
Representing: AT&T		Franklin Collection Services, Inc. P.O. Box 3910 Tupelo, MS 38803				Notice Only

Sheet no. 1 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$6,503.26**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: 922319260500000 AT&T Advertising Solutions P.O. Box 5001 Carol Stream, IL		DATE INCURRED: 2008 CONSIDERATION: Advertising REMARKS:				\$4,694.18
Representing: AT&T Advertising Solutions		Creditwatch P.O. Box 156269 Fort Worth, TX 76155				Notice Only
Representing: AT&T Advertising Solutions		CreditWatch 4690 Diplomacy Rd. Suite 100 Fort Worth, TX 76155				Notice Only
ACCT #: 412 Back to Basics Lawn Care 1808 SW 78th St. Gainesville, FL 32607		DATE INCURRED: 2011 CONSIDERATION: Landscaping REMARKS:				\$2,100.00
ACCT #: YMCA Baker's Sporting Goods 4626 Lenox Ave. Jacksonville, FL 32205		DATE INCURRED: 04/01/2007 CONSIDERATION: Sports Uniforms REMARKS:				\$2,634.31
ACCT #: xxxx-xxxx-xxxx-1668 Bank of America P.O. Box 15184 Wilmington, DE 19850		DATE INCURRED: CONSIDERATION: Credit Card REMARKS:				\$663.08

Sheet no. 2 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$10,091.57**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: YMCA Bertie Heating & Air Conditioning Inc. 1730 NE 23rd Ave. Gainesville, FL 32609		DATE INCURRED: 04/08/2011 CONSIDERATION: A/C repair REMARKS:				\$803.00
ACCT #: 307720 Birch Communications P.O. Box 122544 Dallas, TX 75312		DATE INCURRED: 08/26/2009 CONSIDERATION: Phone service REMARKS:				\$1,707.01
Representing: Birch Communications		National Account Recoveries P.O. Box 924047 Norcross, GA 30010-4047				Notice Only
ACCT #: NCF YMCA BMI 10 Music Square East Nashville, TN 37203		DATE INCURRED: 09/2010 CONSIDERATION: Music License REMARKS:			X	\$468.62
ACCT #: YMCA Bradford County School Board 501 W. Washington St. Starke, FL 32091		DATE INCURRED: 2010-2011 CONSIDERATION: Rent for school for Afterschool (childare) REMARKS:				\$511.99
ACCT #: 311291967 CenturyLink P.O. Box 1319 Charlotte, NC 28201		DATE INCURRED: 2011 CONSIDERATION: Phone and Internet REMARKS:				\$299.66

Sheet no. 3 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$3,790.28**

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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B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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
Representing: CenturyLink		I.C. Systems, Inc. 444 HWY 96 East St. Paul, MN 55164-0437				Notice Only
Representing: CenturyLink		I.C. Systems, Inc. P.O. Box 64437 St. Paul, MN 55164-0437				Notice Only
ACCT #: 148-03768 Cintas Corp Location #148 11600 NW 173rd St #150 Alachua, FL 32615		DATE INCURRED: 2007/2008 CONSIDERATION: Custodial supplies REMARKS:				\$176.00
Representing: Cintas Corp		Transworld Systems 3450 Lakeside Drive #304 Miramar, FL 33027				Notice Only
ACCT #: VC0000033310 City of Gainesville P.O. Box 490 Gainesville, FL 32602		DATE INCURRED: 09/15/2009 CONSIDERATION: Fire Inspection REMARKS:				\$50.00
ACCT #: 540640 Classroom Direct MB Unit 67-3106 Milwaukee, WI 53268		DATE INCURRED: 07/31/2009 CONSIDERATION: Summer camp supplies (construction paper, crayon) REMARKS:				\$523.73

Sheet no. 4 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > \$749.73

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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
Representing: Classroom Direct		CMI Credit Mediators, Inc. P.O. Box 456 Upper Darby, PA 19082-0456				Notice Only
ACCT #: 688248-4 Clay Electric 11530 NW 39th Ave. Gainesville, FL 32606		DATE INCURRED: 2011 CONSIDERATION: Utilities REMARKS:				\$107.03
ACCT #: LCF911UP Cleartel Communications P.O. Box 6432 Carol Stream, IL 60197		DATE INCURRED: 2009 CONSIDERATION: Phone lines REMARKS:				\$61.25
Representing: Cleartel Communications		Cleartel Communications P.O. Box 4669 Winter Park, FL 32793				Notice Only
ACCT #: NCF911UP Cleartel Communications P.O. Box 6432 Carol Stream, IL 60197		DATE INCURRED: 2009 CONSIDERATION: Phone lines REMARKS:				\$458.11
Representing: Cleartel Communications		Cleartel Communications P.O. Box 4669 Winter Park, FL 32793				Notice Only

Sheet no. 5 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$626.39**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: YMCA Columbia County School District School Food Service 372 West Duval St. Lake City, FL 32055		DATE INCURRED: 03/05/2008 CONSIDERATION: Snacks for childcare REMARKS:				\$2,417.40
ACCT #: NCF001 Comfort Systems USA 13040 West US Hwy 84 Newton, AL 36352		DATE INCURRED: 2009 CONSIDERATION: A/C repair REMARKS:				\$1,173.78
ACCT #: 275 Corporate Services Group 9501v Palm River Rd. Tampa, FL 33619		DATE INCURRED: 2011 CONSIDERATION: water cooler rental REMARKS:				\$29.00
ACCT #: 001 1033 006507202 Cox Communications, Inc. P.O. Box 9001077 Louisville, KY 40290		DATE INCURRED: 09/28/2011 CONSIDERATION: Phones & Internet REMARKS:				\$40.47
ACCT #: 001 1033 015958901 Cox Communications, Inc. P.O. Box 9001077 Louisville, KY 40290		DATE INCURRED: 9/29/2011 CONSIDERATION: Phones & Internet REMARKS:				\$414.97
ACCT #: 14702 Crime Prevention Security Systems, LLC P.O. Box 23406 Tampa, FL 33623		DATE INCURRED: 2009/2011 CONSIDERATION: Security alarm monitoring REMARKS:				\$1,039.49

Sheet no. 6 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$5,115.11**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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
Representing: Crime Prevention Security Systems, LLC		Crime Prevention Security Systems, LLC P.O. Box 23406 Tampa, FL 33623				Notice Only
ACCT #: 250333 Davis Supply P.O. Box 60095 Ft. Myers, FL 33906		DATE INCURRED: 2011 CONSIDERATION: Pool chemicals REMARKS:				\$1,504.31
ACCT #: 1000566 Daxko 2204 Lakeshore Dr. Suite 206 Birmingham, AL 35209		DATE INCURRED: 10/1/2011 CONSIDERATION: Membership software monthly service fee REMARKS:				\$2,250.92
ACCT #: 300357021 Dex One P.O. Box 660834 Dallas, TX 75266		DATE INCURRED: 04/07/2010 CONSIDERATION: Phone book advertising REMARKS:				\$261.99
Representing: Dex One		Joseph, Mann & Creed P.O. Box 22253 Beachwood, OH 44122				Notice Only
Representing: Dex One		Joseph, Mann & Creed 20600 Chagrin Blvd., STE 550 Shaker HTS., OH 44122				Notice Only

Sheet no. 7 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$4,017.22**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: 48911 Doctors Laboratory of Gainesville 3601 SW 2nd Ave. Suite B Gainesville, FL 32607		DATE INCURRED: 03/2009 CONSIDERATION: Drug Testing REMARKS:				\$1,740.00
Representing: Doctors Laboratory of Gainesville		Credit Bureau Associates 120 N. Patterson St. Valdosta, GA 31601				Notice Only
ACCT #: YMCA Norht Central Florida Fitness Services of America, Inc. 12457 NW 44th St. Coral Springs, FL 33065		DATE INCURRED: 02/13/2009 CONSIDERATION: Labor and repair materials for wellness equipment REMARKS:				\$3,519.22
ACCT #: 347422 Florida Department of Revenue 5050 W. Tessessee St. Tallahassee, FL 32399		DATE INCURRED: 2009/2011 CONSIDERATION: Unemployment taxes REMARKS:				\$15,896.71
ACCT #: YMCA Florida Green Keepers, Inc. 1401 NW 53rd Ave. Gainesville, FL 32609		DATE INCURRED: 12/07/2007 CONSIDERATION: Landscaping REMARKS:				\$28,153.30
ACCT #: The North Central FLorida YMCA Frankel Media Group, LLC The Village Journal 4300 NW 23rd Ave. Suite 185 Gainesville, FL 32606		DATE INCURRED: 7/29/2008 CONSIDERATION: Advertisement REMARKS:				\$2,731.25

Sheet no. 8 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$52,040.48**

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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B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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
Representing: Frankel Media Group, LLC		MJ Altman Companies, Inc. 112 Southeast Fort King St. Ocala, FL 34471				Notice Only
ACCT #: 2913 Gainesville Area Chamber of Commerce P.O. Box 1187 Gainesville, FL 32602		DATE INCURRED: 2008/2009 CONSIDERATION: Membership dues REMARKS:				\$850.00
ACCT #: 2000-2138-0484 Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601		DATE INCURRED: 2011 CONSIDERATION: Utilities REMARKS:				\$872.61
ACCT #: 2000-2137-9171 Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601		DATE INCURRED: 2011 CONSIDERATION: Utilities REMARKS:				\$60.80
ACCT #: 2000-2138-3518 Gainesville Regional Utilities 301 SE4 Ave. Gainesville, FL 32601		DATE INCURRED: 2011 CONSIDERATION: Utilities REMARKS:				\$812.16
ACCT #: 2000-2138-4831 Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601		DATE INCURRED: 2011 CONSIDERATION: Utilities REMARKS:				\$185.21

Sheet no. 9 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$2,780.78**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: 87690 Gator Fire Exingushier Company 1032 South Main St. Gainesville, FL 32601		DATE INCURRED: 09/16/2010 CONSIDERATION: Annual Inspection REMARKS:				\$115.00
ACCT #: 90133827453 GE Capital P.O. Box 802585 Chicago, IL 60680		DATE INCURRED: 2009 CONSIDERATION: Copier REMARKS:				\$9,093.17
Representing: GE Capital		Kenneth Schivone, Esq United Portfolio Management, Inc 1360 Energy Park Drive St. Pauls, MN 55108				Notice Only
ACCT #: North Central Florida YMCA Howard Accounting & Business Consultin 622 SW 23rd Place Gainesville, FL 32601		DATE INCURRED: 11/30/2008 CONSIDERATION: Data entry & Accounting service REMARKS:				\$4,220.14
ACCT #: 15-004-102784-5 Imperial Credit Corporation P.O. Box 9045 New York, NY 10087-9045		DATE INCURRED: 2011 CONSIDERATION: General Liability Insurance REMARKS:				\$7,444.73
ACCT #: NORCEN Inaria International, Inc. 1539 S. Mason Rd. Suite 77 Katy, TX 77450		DATE INCURRED: 02/12/2010 CONSIDERATION: Soccer Jerseys REMARKS:				\$4,706.40

Sheet no. 10 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$25,579.44**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: 504372 1 James Moore & Co., P.L. 5931 NW 1st Place Gainesville, FL 32607		DATE INCURRED: 2007 CONSIDERATION: Audit REMARKS:				\$1,225.00
ACCT #: North Central Florida YMCA Kattel and Company 808-B NW 16th Ave. Gainesville, FL 32601		DATE INCURRED: 2011 CONSIDERATION: Contracted CFO REMARKS:				\$2,000.00
ACCT #: xx-xx-xx-xxxx-xxxx-0180 Ken Mahaffey, CFC Tax Collector P.O. Box 1339 Palatka, FL 32178		DATE INCURRED: 2008/2010 CONSIDERATION: Assessments REMARKS:				\$493.04
ACCT #: 6938 Lakeshore Bicycles & Fitness 2108 Blanding Blvd. Jacksonville, FL 32210		DATE INCURRED: 08/27/2010 CONSIDERATION: Materials for Wellness equipment repair REMARKS:				\$105.90
ACCT #: YMCA Lightfoot Fire Extinguisher, Inc. 506 Madison St. Palatka, FL 32177		DATE INCURRED: 10/12/2010 CONSIDERATION: Annual maintenance inspection REMARKS:				\$57.00
ACCT #: NorthCentral Florida YMCA Magnum Fitness Systems 2201 12th Ave. South Milwaukee, WI 53172		DATE INCURRED: 90/25/2008 CONSIDERATION: Materials to repair Wellness equipment REMARKS:				\$175.85

Sheet no. 11 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$4,056.79**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: YMCA Mark Johnson 4913 NW 21st St. Gainesville, FL 32605		DATE INCURRED: 2008 & 2010 CONSIDERATION: No prior authorization and no backup documentat REMARKS:			X	\$1,004.24
ACCT #: M1980-17114A Mears Motor Leasing P.O. Box 5855500 Orlando, FL 32858		DATE INCURRED: 2011 CONSIDERATION: Little White Bus lease payment REMARKS:				\$773.00
ACCT #: 4691143983 Mercantile Bank P.O. Box 100201 Columbia, DC 29202	X	DATE INCURRED: 03/30/2011 CONSIDERATION: Deficiency on sale of 2007 Jeep Commander REMARKS:				\$2,827.94
Representing: Mercantile Bank		TD Bank N.A. Attn: Recovery Department P.O. Box 9547 Portland, ME 04112				Notice Only
Representing: Mercantile Bank		TD Bank N.A. P.O. Box 3002 Phoenixville, PA 19460				Notice Only
ACCT #: NCF YMCA Metro Trophy 1035 North Thornton Ave. Orlando, FL 32803		DATE INCURRED: 04/20/2011 CONSIDERATION: Final judgement/Jersey purchases REMARKS:				\$4,221.97

Sheet no. 12 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$8,827.15**

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.)

Total >	
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B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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
Representing: Metro Trophy		Daniel Brown 1035 N. Thornton Ave. Orlando, FL 32803				Notice Only
ACCT #: 707-597-00 Nasco 901 Janesville Ave. Fort Atkinson, WI 53538		DATE INCURRED: 07/10/2008 CONSIDERATION: Summer Camp supplies REMARKS:				\$171.77
Representing: Nasco		Margraf Collection Agency, Inc. P.O. Box 306 Fort Atkinson, WI 53538				Notice Only
ACCT #: North Central Florida YMCA Newman's Heating & Air Conditioning, Inc P.O. Box 5425 Gainesville, FL 32627		DATE INCURRED: 06/07/2010 CONSIDERATION: A/C repair REMARKS:				\$5,620.17
Representing: Newman's Heating & Air Conditioning, Inc		John F. Hayter P.A. 704 NW 1st St. Gainesville, FL 32601				Notice Only
ACCT #: NCF YMCA NFL Flag 1116 East Market Street Indianapolis, IN 46202		DATE INCURRED: 10/4/2011 CONSIDERATION: NFL Flag Jerseys REMARKS:				\$4,000.00

Sheet no. 13 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > \$9,791.94

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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B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: N. Ctr. FL YMCA Olaf Jordan Enterprises, Inc. P.O. Box 141056 Gainesville, FL 32614		DATE INCURRED: 2010 CONSIDERATION: Pool supplies REMARKS:				\$1,681.27
ACCT #: 0303653 Orkin 2943 SW Williston Rd. Gainesville, FL 32608		DATE INCURRED: 2011 CONSIDERATION: Pest Control REMARKS:				\$1,300.00
ACCT #: YMCANC1001 Phil Balducci & Associates, Inc. 918 River Basin Ct., #202 Bradenton, FL 34212		DATE INCURRED: 08/03/2010 CONSIDERATION: SW Feasibility Research REMARKS:				\$11,529.00
ACCT #: 590457 Philadelphia Insurance P.O. Box 70251 Philadelphia, PA 19176		DATE INCURRED: 7/2011 CONSIDERATION: D & O Insurance REMARKS:				\$550.35
ACCT #: YMCA Gainesville Play It Again Sports #10714 3425 W University Ave Gainesville, FL 32607		DATE INCURRED: 2011 CONSIDERATION: Soccer uniforms REMARKS:				\$2,275.50
ACCT #: 9981 Preston - Link Electric, Inc. 4000 SW 35th Terrace Gainesville, FL 32608		DATE INCURRED: 01/2010 CONSIDERATION: Gym Lamps REMARKS:				\$660.00

Sheet no. 14 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$17,996.12**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: North Central Florida YMCA Protime Sports Inc. 17600 W. Valley Hwy Seattle, WA 98188		DATE INCURRED: 3/8/2011 CONSIDERATION: Soccer uniforms REMARKS:				\$4,420.82
ACCT #: North Central FLorida YMCA Quality Plumbing 6318 NW 18th Drive Gainesville, FL 32653		DATE INCURRED: 06/16/2009 CONSIDERATION: repair to drinking fountain REMARKS:				\$129.31
ACCT #: YMCA Ray Cone Automotive, Inc. 3035 N.E. 19th Drive Gainesville, FL 32609		DATE INCURRED: 2010-2011 CONSIDERATION: Bus repair REMARKS:				\$690.98
ACCT #: 0517209 Resource One P.O. Box 1990 Largo, FL 33779		DATE INCURRED: 10/22/2007 CONSIDERATION: Custodial Supplies REMARKS:				\$1,102.38
ACCT #: 5329411 Rotary Club of Gainesville P.O. Box 357755 Gainesville, FL 32635		DATE INCURRED: 2008/2009 CONSIDERATION: Membership dues REMARKS:				\$938.00
ACCT #: YMCA Shawn Patch 10005 NW 136 Dr. Alachua, FL 32615		DATE INCURRED: 2009/2011 CONSIDERATION: Reimbursement for cell phone & Vehicle maintainan REMARKS:			X	\$32,347.64

Sheet no. 15 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$39,629.13**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: YMCA Gainesville SimplexGrinnell 10255 Fortune Pkwy Jacksonville, FL 32256		DATE INCURRED: 4/18/2011 CONSIDERATION: Service call for fire alarm panel REMARKS:				\$401.00
Representing: SimplexGrinnell		SimplexGrinnell Dept. CH 10320 Palatine, IL 60055				Notice Only
ACCT #: YMCA Northwood Sound Advice Marketing 7170 S. Braden Ave. Ste. 210 Tulsa, OK 74136		DATE INCURRED: 08/01/2010 CONSIDERATION: On Hold Service REMARKS:				\$468.00
ACCT #: 115173 Sportsmith 5925 118th East Ave. Tulsa, OK 74146		DATE INCURRED: 07/2011 CONSIDERATION: Parts for spin bikes REMARKS:				\$440.14
ACCT #: 2997 Star Trac P.O. Box 8323 Pasadena, CA 91109		DATE INCURRED: 10/23/2010 CONSIDERATION: Material to repair wellness equipment REMARKS:				\$437.80
ACCT #: xxxx-xxxx-xxxx-4118 SunTrust P.O. Box 4997 Orlando, FL 32802		DATE INCURRED: CONSIDERATION: Credit Card REMARKS:				\$4,314.89

Sheet no. 16 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$6,061.83**

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.)

Total >	
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B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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
Representing: SunTrust		SunTrust P.O. Box 791250 Baltimore, MD 21279				Notice Only
ACCT #: YMCA Terry's Gas Service, Inc. 8909 SW 102 Ave. Gainesville, FL 32608		DATE INCURRED: 11/16/2010 CONSIDERATION: Pool Heater repair REMARKS:				\$1,049.32
Representing: Terry's Gas Service, Inc.		Hunter Warfield P.O. Box 41309 Nashville, FL 37204				Notice Only
ACCT #: North Central Florida YMCA Triangle 2 725 W. Gilbert Rd. Palatine, IL 60067		DATE INCURRED: 2008 CONSIDERATION: Capital Consulting REMARKS:				\$4,875.77
ACCT #: 4076899322 U.S. Bank CM-9690 St. Pauls, MN 55170		DATE INCURRED: 6/2009 CONSIDERATION: Adminstration fees for Bond REMARKS:				\$2,500.00
ACCT #: 877 United Way of North Central Florida 6031 NW 1st Place Gainesville, FL 32607		DATE INCURRED: 2008 CONSIDERATION: Employee Contribution REMARKS:				\$1,450.00

Sheet no. 17 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$9,875.09**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: xxxxx-xx8-000 Von Fraser, CFC Tax Collector P.O. Box 142530 Gainesville, FL 32614		DATE INCURRED: 2010 CONSIDERATION: Assessments REMARKS:				\$374.95
ACCT #: xxxxx-xx0-000 Von Fraser, CFC Tax Collector P.O. Boc 142530 Gainesville, FL 32614		DATE INCURRED: 2010 CONSIDERATION: Assessments REMARKS:				\$226.53
ACCT #: xxxxx-xx2-000 Von Fraser, CFC Tax Collector P.O. Boc 142530 Gainesville, FL 32614		DATE INCURRED: 2010 CONSIDERATION: Assessments REMARKS:				\$37.54
ACCT #: xxxxx-xx5-000 Von Fraser, CFC Tax Collector P.O. Boc 142530 Gainesville, FL 32614		DATE INCURRED: 2010 CONSIDERATION: Assessments REMARKS:				\$1,633.76
ACCT #: YMCA Wally's Heating and Air Conditioning P.O. Box 634 Orange Park, FL 32073		DATE INCURRED: 01/22/2009 CONSIDERATION: Pool heater repair REMARKS:				\$1,755.08
ACCT #: YMCA Watson Sitework, LLC dba Watson Construction Co., Inc. 940 NW 247th Drive Newberry, FL 32669		DATE INCURRED: 07/2010 CONSIDERATION: Grading fields REMARKS:				\$495.00

Sheet no. 18 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$4,522.86**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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 #: 026-048934 WCA of Central Florida 5002 SW 41st Blvd. Gainesville, FL 32608		DATE INCURRED: 2011 CONSIDERATION: Trash REMARKS:				\$283.96
ACCT #: 026-049113 WCA of Central Florida 5002 SW 41st Blvd. Gainesville, FL 32608		DATE INCURRED: 2011 CONSIDERATION: Trash REMARKS:				\$177.64
ACCT #: 026-049111 WCA of Central Florida 5002 SW 41st Blvd. Gainesville, FL 32608		DATE INCURRED: 2011 CONSIDERATION: Trash REMARKS:				\$1,719.38
ACCT #: 060418352 Windstream P.O. Box 9001908 Louisville, KY 40290		DATE INCURRED: 9/15/2011 CONSIDERATION: Phone line REMARKS:				\$154.63
ACCT #: 0410-00-724672-1 Wright Express Fleet Services P.O. Box 6293 Carol Stream, IL 60197		DATE INCURRED: 2011 CONSIDERATION: Fuel for Buses REMARKS:				\$1,270.38
ACCT #: 8188R-0031708686 YBA Shirts 312 south 700 West Pleasant Grove, UT 84062		DATE INCURRED: 11/11/2009 CONSIDERATION: Jerseys REMARKS:				\$3,975.29

Sheet no. 19 of 20 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > **\$7,581.28**

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.)

B6F (Official Form 6F) (12/07) - Cont.

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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
Representing: YBA Shirts		Transworld Systems P.O. Box 1864 Santa Rosa, CA 95402				Notice Only
Representing: YBA Shirts		Transworld Systems 3450 Lakeside Drive #304 Miramar, FL 33027				Notice Only
ACCT #: 1209 YMCA of the USA 101 Wacker Drive Chicago, IL 60606		DATE INCURRED: 2010-2011 CONSIDERATION: Fair share/ Licensing Fees REMARKS:				\$64,904.36
Sheet no. 20 of 20 continuation sheets attached to						Subtotal >
Schedule of Creditors Holding Unsecured Nonpriority Claims						\$64,904.36
						Total >
						\$296,698.95

(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.)

B6G (Official Form 6G) (12/07)

In re **North Central Florida YMCA, Inc.**Case No. _____
(if known)**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 of 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>Back to Basics Lawn Care 110 SW 145th Dr. #3 Newberry, FL 32669</p>	<p>Landscaping Contract to be ASSUMED</p>
<p>Bradford County School Board 501 West Washington St. Starke, FL 32091</p>	<p>Building rental for Afterschool Childcare</p>
<p>Daxko, LLC 600 University Park Place, Suite 500 Birmingham, AL 35209</p>	<p>Membership Software - Monthly Service fee Contract to be ASSUMED</p>
<p>Harold Cook 4615 Chokecherry Trail # 6 Fort Collins, CO 80526</p>	<p>Contract CEO Contract to be ASSUMED</p>
<p>Kattell and Company, P.L. 808-B NW 16th Ave. Gainesville, FL 32601</p>	<p>Contract CFO Contract to be ASSUMED</p>

B6G (Official Form 6G) (12/07)

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Continuation Sheet No. 1

<p>NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.</p>	<p>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>
<p>Mears Motor Leasing 3905 El Rey Rd. Orlando, FL 32808</p>	<p>2004 Chevrolet Chassis/Mid bus body 14 Passenger Bus - Lease Contract to be ASSUMED</p>
<p>Orkin 2943 SW Williston Rd. Gainesville, FL 32608</p>	<p>Pest Control Contract to be ASSUMED</p>
<p>Shawn Patch 10005 NW 136 DR. Alachua, FL 32615</p>	<p>Severance Agreement Contract to be REJECTED</p>

B6H (Official Form 6H) (12/07)

In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

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>Shawn Patch 10005 NW 136 Dr. Alachua, FL 32615</p>	<p>Mercantile Bank P.O. Box 100201 Columbia, DC 29202</p>

B6 Summary (Official Form 6 - Summary) (12/07)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re **North Central Florida YMCA, Inc.**

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	\$4,009,704.41			
B - Personal Property	Yes	4	\$69,642.24			
C - Property Claimed as Exempt	No					
D - Creditors Holding Secured Claims	Yes	3			\$5,267,267.91	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2			\$54,975.38	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	21			\$296,698.95	
G - Executory Contracts and Unexpired Leases	Yes	2				
H - Codebtors	Yes	1				
I - Current Income of Individual Debtor(s)	No					N/A
J - Current Expenditures of Individual Debtor(s)	No					N/A
	TOTAL	34	\$4,079,346.65	\$5,618,942.24		

B6 Declaration (Official Form 6 - Declaration) (12/07)
In re **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

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

I, the Interim CEO of the Corporation
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
36 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 11/4/2011

Signature /s/ Harold Cook
Harold Cook
Interim CEO

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

B7 (Official Form 7) (04/10)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**

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
\$4,886,894.00	2009 & 2010 990

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.

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.)

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
01-2011-CA-638	Suntrust	Eight Judicial Circuit Court	Pending
2011 SC 2000	Metro Trophy	Ninth Judicial Circuit Court	

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 1

11-SC-3178

**Newmans Heating &
Air conditioning**

**Eighth Judicial Circuit
Court**

Final 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.)

NAME AND ADDRESS OF PERSON FOR WHOSE**BENEFIT PROPERTY WAS SEIZED****DATE OF SEIZURE****DESCRIPTION AND VALUE****OF PROPERTY**

Florida UC/DOR

02/23/2011

Cash \$21,896.83

CCOC Building 3 Floor 2

Attn; Lavonia Watson Cube 555

2450 Shumard Oak Blvd.

Tallahassee, FL 32399

850-617-8726

Metro Trophy

11/2/2011

CASH \$6,000.00

1035 N. Thornton Ave.

Orlando, FL 32803

Basketball Jersey

SunState Federal Credit Union

10/27/2011

real property described in Warranty

405 SE 2nd Place

PO Box 1162

Gainesville, Florida 32602-1162

Deed recorded on 12/18/2006 as Instrument #2006202516 in Official Records Book 1190 at Page 537 in Bradford County, Florida; real property described in Warranty Deed recorded on 12/18/2006 as Instrument #2006202518 in Official Records Book 1190 at Page 540 in Bradford County, Florida
\$0.00

RBC Bank

N/A

420 S. Orange Avenue, Suite 300

Orlando, Florida 32801

1303 NE 23rd. Ave.

Gainesville, FL 32609

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.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
Mercantile Bank 4620 NW 39th Ave., Suite A Magnolia Park Branch Gainesville, FL 32606 352-373-3310	02/2011	2007 Jeep Commander \$9,850.00

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.)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 2

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.)

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.

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.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
SunTrust Bank 7455 Chancellor Drive Orlando, Florida 32809 Lendor/Leinholder	July 27, 2011	Bradford County YMCA 452 N. Temple Ave. Starke, FL 32091 (real property described in Warranty Deed recorded on 12/18/2006 as Instrument #2006202516 in Official Records Book 1190 at Page 537 in Bradford County, Florida; real property described in Warranty Deed recorded on 12/18/2006 as Instrument #2006202518 in Official Records Book 1190 at Page 540 in Bradford County, Florida) \$0.00
Putnam Family Fitness Center, Inc. 284 Union Avenue Crescent City, Florida 32112 Previous Affiliate Branch	October 1, 2011	Putnam Facilities located at 284 Union Avenue in Crescent City, Florida 32112 including personal property and equipment contained therein and associated with operation of Putnam Facility. \$1.00

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 3

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.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
SunState Federal Credit Union 2516 NW 43rd St. Gainesville, FL 32606	Checking - 7824 - \$2.13	05/18/2011
	Savings - 7824 - \$25.00	
	Savings - 2760 - \$25.00	
	Checking - 2760 - \$.78	
	Checking - 2760-80 - \$40.00	
	Checking -2760 -83 - \$9.14	
	Savings - 8262 - \$30.00	

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.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
Staunton- Augusta Family YMCA 708 N. Coalter St. Staunton, VA 24401 540-885-8089	02/28/2011	\$1,250.00

14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
Gymnastics Booster 5201 NW 34th St. Gainesville, FL 32605	Cash - \$5,832.09	5201 NW 34th St. Gainesville, FL 32605
BoyScouts of America Troop #617 5201 NW 34th St. Gainesville, FL 32605	Cash - \$1,000.00	5201 NW 34th St. Gainesville, FL 32605

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 4

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.

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 5

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

Kattell and Comapny, P.L.
8088 NW 16th Ave.
Gainesville, FL 32601

DATES SERVICES RENDERED

Kattell and Company - 2008 - current
John Bunting - 2008-2010

John Bunting
(Currently @ Infinite Energy)
7001 SW 24th Ave.
Gainesville, FL 32607

Cynthia Riddling - 2008 - current

Cynthia Riddling
5201 NW 34th St.
Gainesville, FL 32605

- 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

Kattell and Company, P.L.
8088 NW 16th Ave.
Gainesville, FL 32601

DATES SERVICES RENDERED

2008 - current

- 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

Kattell and Company, P.L.

Cynthia Riddling

ADDRESS

Kattell and Company, P.L.
8088 NW 16th Ave.
Gainesville, FL 32601

Cynthia Riddling
5201 NW 34th St.
Gainesville, FL 32605

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 6

- 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**

Capital City Bank
350 Temple Ave.
Starke, FL 32091

11-23-2010

RBC Bank
4340 W. Newberry Rd. Ste 101
Gainesville, FL 32607

Wachovia Bank
3838 NW 13th St.
Gainesville, FL 32609

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.

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

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.

- 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.

- 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.

NAME, ADDRESS AND TITLE**DATE OF TERMINATION**

Shawn Patch
10005 NW 136 Dr.
Alachua, FL 32615
CEO

02/09/2011

Mark Johnson
4913 NW 21 St.
Gainesville, FL 32605
COO

01/31/2010

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 7

John Bunting
133 SW 130th Way #201
Jonesville, FL 32669
CFO

11/24/2010

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.

NAME OF PENSION FUND

TAXPAYER-IDENTIFICATION NUMBER (EIN)

YMCA Retirement

13-5562401

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**

Case No. _____
(if known)

STATEMENT OF FINANCIAL AFFAIRS
Continuation Sheet No. 8

[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 11/4/2011

Signature /s/ Harold Cook
Harold Cook
Interim CEO

[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
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE: **North Central Florida YMCA, Inc.**

CASE NO

CHAPTER 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept:	<u> </u> \$0.00
Prior to the filing of this statement I have received:	<u> </u> \$0.00
Balance Due:	<u> </u> \$0.00

2. The source of the compensation paid to me was:

Debtor Other (specify)
The Debtor's attorney has agreed to represent the debtor without compensation. The debtor paid \$1,500.00 toward fees 11-2-2011

3. The source of compensation to be paid to me is:

Debtor Other (specify)

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;

b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;

c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION		
I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.		
<u> </u> Date	<u> </u> /s/ Seldon J. Childers <i>Seldon J. Childers</i> ChildersLaw, LLC Sixth Street Executive Center 1330 NW Sixth St., Suite C Gainesville, FL 32601 jchilders@smartbizlaw.com Phone: (866) 996-6104 / Fax: (407) 209-3870	<u> </u> Bar No. 61112

/s/ Harold Cook
Harold Cook
Interim CEO

B4 (Official Form 4) (12/07)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE: **North Central Florida YMCA, Inc.**

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]
Wells Business BKG Support Group MAC N9306 - 101 P.O. Box 202902 Dallas, TX 75320		Fee Simple		\$2,965,090.17 Value: \$2,126,953.12
YMCA of the USA 101 Wacker Drive Chicago, IL 60606		Fair share/ Licensing Fees		\$64,904.36
Shawn Patch 10005 NW 136 Dr. Alachua, FL 32615		Reimbursement for cell phone & Vehicle maintenance	<i>Disputed</i>	\$32,347.64
Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601		Utilities		\$28,188.08
Florida Green Keepers, Inc. 1401 NW 53rd Ave. Gainesville, FL 32609		Landscaping		\$28,153.30
Harold Cook 4615 Chokeycherry Trail #6 Fort Collins, CO 80526		Contracted CEO. Contract Salary: \$7,000/mo. x 3 m		\$23,430.29

B4 (Official Form 4) (12/07)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE: **North Central Florida YMCA, Inc.**

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]
Florida Department of Revenue 5050 W. Tennesseesee St. Tallahassee, FL 32399		Unemployment taxes		\$15,896.71
Phil Balducci & Associates, Inc. 918 River Basin Ct., #202 Bradenton, FL 34212		SW Feasibility Research		\$11,529.00
Alachua County Public Schools Kirby-Smith Administration Center 620 East University Ave. Gainesville, FL 32601		Meals and Snacks for Childcare		\$10,798.95
GE Capital P.O. Box 802585 Chicago, IL 60680		Copier		\$9,093.17
Canon Financial Services, Inc. C/O Capital and Credit Solutions P.O. Box 1226 Kennett Square, PA 19348		Copier		\$8,613.53 Value: \$0.00
Imperial Credit Corporation P.O. Box 9045 New York, NY 10087-9045		General Liability Insurance		\$7,444.73
Newman's Heating & Air Conditioning, Inc P.O. Box 5425 Gainesville, FL 32627		A/C repair		\$5,620.17

B4 (Official Form 4) (12/07)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE: **North Central Florida YMCA, Inc.**

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]
Triangle 2 725 W. Gilbert Rd. Palatine, IL 60067		Capital Consulting		\$4,875.77
Inaria International, Inc. 1539 S. Mason Rd. Suite 77 Katy, TX 77450		Soccer Jerseys		\$4,706.40
AT&T Advertising Solutions P.O. Box 5001 Carol Stream, IL		Advertising		\$4,694.18
Protime Sports Inc. 17600 W. Valley Hwy Seattle, WA 98188		Soccer uniforms		\$4,420.82
SunTrust P.O. Box 4997 Orlando, FL 32802		Credit Card		\$4,314.89
American Soccer Company, inc. 726 E. Anaheim St. Wilmington, CA 90744		Soccer uniforms		\$4,236.32
Metro Trophy 1035 North Thornton Ave. Orlando, FL 32803		Final judgement/Jersey purchases		\$4,221.97

B4 (Official Form 4) (12/07)

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE: **North Central Florida YMCA, Inc.**

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Continuation Sheet No. 3

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

I, the Interim CEO 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: 11/4/2011

Signature: /s/ Harold Cook
Harold Cook
Interim CEO

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE: **North Central Florida YMCA, Inc.**

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 11/4/2011

Signature /s/ Harold Cook
Harold Cook
Interim CEO

Date _____

Signature _____

/s/ Seldon J. Childers
Seldon J. Childers
61112
ChildersLaw, LLC
Sixth Street Executive Center
1330 NW Sixth St., Suite C
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jchilders@smartbizlaw.com
(866) 996-6104

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Atlanta, GA 30348

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Coral Springs, FL 33065

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Valdosta, GA 31601

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Ocala, FL 34471

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St. Pauls, MN 55170

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Wright Express Fleet Services
P.O. Box 6293
Carol Stream, IL 60197

YBA Shirts
312 south 700 West
Pleasant Grove, UT 84062

YMCA of the USA
101 Wacker Drive
Chicago, IL 60606

Debtor(s): North Central Florida YMCA, Inc.

Case No:

Chapter: 11

NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION

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Debtor(s): North Central Florida YMCA, Inc.

Case No:

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Daxko
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Debtor(s): North Central Florida YMCA, Inc.

Case No:

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YMCA of the USA
101 Wacker Drive
Chicago, IL 60606

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

IN RE:
North Central Florida YMCA, Inc.

CHAPTER 11

DEBTOR(S)

CASE NO

LIST OF EQUITY SECURITY HOLDERS

Registered Name of Holder of Security Last Known Address or Place of Business	Class of Security	Number Registered	Kind of Interest Registered
--	-------------------	-------------------	--------------------------------

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

I, the Interim CEO 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: 11/4/2011

Signature: /s/ Harold Cook
Harold Cook
Interim CEO

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P.O. Box 10001
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CMI Credit Mediators, Inc.
P.O. Box 456
Upper Darby, PA 19082-0456

Columbia County School District
School Food Service
372 West Duval St.
Lake City, FL 32055

Daxko
2204 Lakeshore Dr.
Suite 206
Birmingham, AL 35209

Gainesville Regional Utilities
301 SE 4 Ave.
Gainesville, FL 32601

Comfort Systems USA
13040 West US Hwy 84
Newton, AL 36352

Dex One
P.O. Box 660834
Dallas, TX 75266

Gainesville Regional Utilities
301 SE4 Ave.
Gainesville, FL 32601

Corporate Services Group
9501v Palm River Rd.
Tampa, FL 33619

Doctors Laboratory of Gainesville
3601 SW 2nd Ave. Suite B
Gainesville, FL 32607

Gator Fire Exingushier Company
1032 South Main St.
Gainesville, FL 32601

Cox Communications, Inc.
P.O. Box 9001077
Louisville, KY 40290

Fitness Services of America, Inc.
12457 NW 44th St.
Coral Springs, FL 33065

GE Capital
P.O. Box 802585
Chicago, IL 60680

Credit Bureau Associates
120 N. Patterson St.
Valdosta, GA 31601

Fleischer, Fleischer & Suglia
Plaza 1000 at Main Street
Voorhees, NJ 08043

Harold Cook
4615 Chokecherry Trail #6
Fort Collins, CO 80526

Creditwatch
P.O. Box 156269
Fort Worth, TX 76155

Florida Department of Revenue
5050 W. Tessessee St.
Tallahassee, FL 32399

Howard Accounting & Business
Consultin
622 SW 23rd Place
Gainesville, FL 32601

CreditWatch
4690 Diplomacy Rd.
Suite 100
Fort Worth, TX 76155

Florida Green Keepers, Inc.
1401 NW 53rd Ave.
Gainesville, FL 32609

Hunter Warfield
P.O. Box 41309
Nashville, FL 37204

Crime Prevention Security Systems,
LLC
P.O. Box 23406
Tampa, FL 33623

Frankel Media Group, LLC
The Village Journal
4300 NW 23rd Ave.
Suite 185
Gainesville, FL 32606

I.C. Systems, Inc.
444 HWY 96 East
St. Paul, MN 55164-0437

Daniel Brown
1035 N. Thornton Ave.
Orlando, FL 32803

Franklin Collection Services, Inc.
P.O. Box 3910
Tupelo, MS 38803

I.C. Systems, Inc.
P.O. Box 64437
St. Paul, MN 55164-0437

Davis Supply
P.O. Box 60095
Ft. Myers, FL 33906

Gainesville Area Chamber of
Commerce
P.O. Box 1187
Gainesville, FL 32602

Imperial Credit Corporation
P.O. Box 9045
New York, NY 10087-9045

Inaria International, Inc.
1539 S. Mason Rd. Suite 77
Katy, TX 77450

Magnum Fitness Systems
2201 12th Ave.
South Milwaukee, WI 53172

NFL Flag
1116 East Market Street
Indianapolis, IN 46202

James Moore & Co., P.L.
5931 NW 1st Place
Gainesville, FL 32607

Margraf Collection Agency, Inc.
P.O. Box 306
Fort Atkinson, WI 53538

Olaf Jordan Enterprises, Inc.
P.O. Box 141056
Gainesville, FL 32614

John F. Hayter P.A.
704 NW 1st St.
Gainesville, FL 32601

Mark Johnson
4913 NW 21st St.
Gainesville, FL 32605

Orkin
2943 SW Williston Rd.
Gainesville, FL 32608

Joseph, Mann & Creed
P.O. Box 22253
Beachwood, OH 44122

Mears Motor Leasing
P.O. Box 5855500
Orlando, FL 32858

Phil Balducci & Associates, Inc.
918 River Basin Ct., #202
Bradenton, FL 34212

Joseph, Mann & Creed
20600 Chagrin Blvd., STE 550
Shaker HTS., OH 44122

Mercantile Bank
P.O. Box 100201
Columbia, DC 29202

Philadelphia Insurance
P.O. Box 70251
Philadelphia, PA 19176

Kattell and Company
808-B NW 16th Ave.
Gainesville, FL 32601

Metro Trophy
1035 North Thornton Ave.
Orlando, FL 32803

Play It Again Sports #10714
3425 W University Ave
Gainesville, FL 32607

Ken Mahaffey, CFC
Tax Collector
P.O. Box 1339
Palatka, FL 32178

MJ Altman Companies, Inc.
112 Southeast Fort King St.
Ocala, FL 34471

Preston - Link Electric, Inc.
4000 SW 35th Terrace
Gainesville, FL 32608

Kenneth Schivone, Esq
United Portfolio Management, Inc
1360 Energy Park Drive
St. Pauls, MN 55108

Nasco
901 Janesville Ave.
Fort Atkinson, WI 53538

Prottime Sports Inc.
17600 W. Valley Hwy
Seattle, WA 98188

Lakeshore Bicycles & Fitness
2108 Blanding Blvd.
Jacksonville, FL 32210

National Account Recoveries
P.O. Box 924047
Norcross, GA 30010-4047

Quality Plumbing
6318 NW 18th Drive
Gainesville, FL 32653

Lightfoot Fire Extinguisher, Inc.
506 Madison St.
Palatka, FL 32177

Newman's Heating & Air
Conditioning, Inc
P.O. Box 5425
Gainesville, FL 32627

Ray Cone Automotive, Inc.
3035 N.E. 19th Drive
Gainesville, FL 32609

RBC Bank
P.O. Box 1220
Rocky Mount, NC 27802

Sunstate Federal Credit Union
405 SE 2nd Place
Gainesville, FL 32602

Triangle 2
725 W. Gilbert Rd.
Palatine, IL 60067

Resource One
P.O. Box 1990
Largo, FL 33779

SunTrust
P.O. Box 4997
Orlando, FL 32802

U.S. Bank
CM-9690
St. Pauls, MN 55170

Rotary Club of Gainesville
P.O. Box 357755
Gainesville, FL 32635

SunTrust
P.O. Box 791250
Baltimore, MD 21279

United Way of North Central
Florida
6031 NW 1st Place
Gainesville, FL 32607

Scruggs & Carmichael, P.A.
4041 N.W. 37th Place, Suite B
Gainesville, FL 32606

SunTrust Bank
P.O. Box 7909
Baltimore, MD 21279

Von Fraser, CFC
Tax Collector
P.O. Box 142530
Gainesville, FL 32614

Shawn Patch
10005 NW 136 Dr.
Alachua, FL 32615

TD Bank N.A.
Attn: Recovery Department
P.O. Box 9547
Portland, ME 04112

Von Fraser, CFC
Tax Collector
P.O. Boc 142530
Gainesville, FL 32614

SimplexGrinnell
10255 Fortune Pkwy
Jacksonville, FL 32256

TD Bank N.A.
P.O. Box 3002
Phoenixville, PA 19460

Wally's Heating and Air
Conditioning
P.O. Box 634
Orange Park, FL 32073

SimplexGrinnell
Dept. CH 10320
Palatine, IL 60055

Teila N. Pearson, CFC
Tax Collector
P.O. Box 969
Starke, FL 32091

Watson Sitework, LLC
dba Watson Construction Co., Inc.
940 NW 247th Drive
Newberry, FL 32669

Sound Advice Marketing
7170 S. Braden Ave. Ste. 210
Tulsa, OK 74136

Terry's Gas Service, Inc.
8909 SW 102 Ave.
Gainesville, FL 32608

WCA of Central Florida
5002 SW 41st Blvd.
Gainesville, FL 32608

Sportsmith
5925 118th East Ave.
Tulsa, OK 74146

Transworld Systems
P.O. Box 1864
Santa Rosa, CA 95402

Wells Business BKG Support Group
MAC N9306 - 101
P.O. Box 202902
Dallas, TX 75320

Star Trac
P.O. Box 8323
Pasadena, CA 91109

Transworld Systems
3450 Lakeside Drive #304
Miramar, FL 33027

Wells Business BKG Support Group
MAC N9306-101
P.O. Box 202902
Dallas, TX 75320

Windstream
P.O. Box 9001908
Louisville, KY 40290

Wright Express Fleet Services
P.O. Box 6293
Carol Stream, IL 60197

YBA Shirts
312 south 700 West
Pleasant Grove, UT 84062

YMCA of the USA
101 Wacker Drive
Chicago, IL 60606

Seldon J. Childers, Bar No. 61112
ChildersLaw, LLC
Sixth Street Executive Center
1330 NW Sixth St., Suite C
Gainesville, FL 32601
jchilders@smartbizlaw.com
(866) 996-6104
Attorney for the Petitioner

UNITED STATES BANKRUPTCY COURT FOR THE

NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION

In re: North Central Florida YMCA, Inc. Case No.: _____
 SSN: 59-1195257
 SSN: _____

Debtor(s) **Numbered Listing of Creditors**

Address: **5201 NW 34th St.** Chapter: **11**
Gainesville, FL 32605

	Creditor name and mailing address	Category of claim	Amount of claim
1.	Accord Creditor Services P.O. Box 10001 Newnan, GA 30271	Unsecured Claim	\$0.00
2.	ADP, Inc. P.O. Box 9001006 Louisville, KY 40290 4YU	Unsecured Claim	\$538.90
3.	Advanced Security & Communications P.O.Box 458 New Smyrna Beach, FL 32170 YMCA	Unsecured Claim	\$485.14
4.	Aflac 1932 Wynnton Rd. Columbus, GA 31999 HW969	Unsecured Claim	\$35.10
5.	Alachua County Public Schools Kirby-Smith Administration Center 620 East University Ave. Gainesville, FL 32601 North Central Florida YMCA	Unsecured Claim	\$10,798.95
6.	Alachua Fire Extinguisher Co., Inc. 2939 SW Williston Rd. Gainesville, FL 32608 North Central Florida YMCA	Unsecured Claim	\$190.05

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
7. All County Lock 2418 Crill Ave. Palatka, FL 32177 YMCA	Unsecured Claim	\$110.00	
8. American Soccer Company, inc. 726 E. Anaheim St. Wilmington, CA 90744 541168	Unsecured Claim	\$4,236.32	
9. Aquatic Maintenance 3536 NW 10th Ave. Gainesville, FL 32605 YMCA	Unsecured Claim	\$588.00	
10. Aquatic Technology, Inc. 36 Maple St. Vassalboro, ME 04989 C35333	Unsecured Claim	\$116.17	
11. AT&T P.O. Box 105262 Atlanta, GA 30348 3523389627197	Unsecured Claim	\$1,562.77	
12. AT&T Advertising Solutions P.O. Box 5001 Carol Stream, IL 922319260500000	Unsecured Claim	\$4,694.18	
13. Back to Basics Lawn Care 1808 SW 78th St. Gainesville, FL 32607 412	Unsecured Claim	\$2,100.00	
14. Baker's Sporting Goods 4626 Lenox Ave. Jacksonville, FL 32205 YMCA	Unsecured Claim	\$2,634.31	

in re: **North Central Florida YMCA, Inc.**

Debtor		Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim
15. Bank of America P.O. Box 15184 Wilmington, DE 19850 xxxx-xxxx-xxxx-1668	Unsecured Claim	\$663.08
16. Bertie Heating & Air Conditioning Inc. 1730 NE 23rd Ave. Gainesville, FL 32609 YMCA	Unsecured Claim	\$803.00
17. Birch Communications P.O. Box 122544 Dallas, TX 75312 307720	Unsecured Claim	\$1,707.01
18. BMI 10 Music Square East Nashville, TN 37203 NCF YMCA	Unsecured Claim	\$468.62
19. Bradford County School Board 501 W. Washington St. Starke, FL 32091 YMCA	Unsecured Claim	\$511.99
20. Canon Financial Services, Inc. C/O Capital and Credit Solutions P.O. Box 1226 Kennett Square, PA 19348 IR2230	Secured Claim	\$8,613.53
21. Capital City Bank P.O. Box 900 Tallahassee, FL 32301 xxxxxx2951	Secured Claim	\$373,876.82
22. Capital City Bank P.O. Box 900 Tallahassee, FL 32301 xxxxxx2950	Secured Claim	\$810,855.09

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
23. CenturyLink P.O. Box 1319 Charlotte, NC 28201 311291967	Unsecured Claim	\$299.66	
24. Chris Henderson, Esq. Smith, Hulseley and Busey 225 Water Street Suite 1800 Jacksonville, FL 32202	Unsecured Claim	\$0.00	
25. Cintas Corp Location #148 11600 NW 173rd St #150 Alachua, FL 32615 148-03768	Unsecured Claim	\$176.00	
26. City of Gainesville P.O. Box 490 Gainesville, FL 32602 VC0000033310	Unsecured Claim	\$50.00	
27. Classroom Direct MB Unit 67-3106 Milwaukee, WI 53268 540640	Unsecured Claim	\$523.73	
28. Clay Electric 11530 NW 39th Ave. Gainesville, FL 32606 688248-4	Unsecured Claim	\$107.03	
29. Cleartel Communications P.O. Box 6432 Carol Stream, IL 60197 LCF911UP	Unsecured Claim	\$61.25	
30. Cleartel Communications P.O. Box 4669 Winter Park, FL 32793	Unsecured Claim	\$0.00	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
31. Cleartel Communications P.O. Box 6432 Carol Stream, IL 60197 NCF911UP	Unsecured Claim	\$458.11	
32. CMI Credit Mediators, Inc. P.O. Box 456 Upper Darby, PA 19082-0456	Unsecured Claim	\$0.00	
33. Columbia County School District School Food Service 372 West Duval St. Lake City, FL 32055 YMCA	Unsecured Claim	\$2,417.40	
34. Comfort Systems USA 13040 West US Hwy 84 Newton, AL 36352 NCF001	Unsecured Claim	\$1,173.78	
35. Corporate Services Group 9501v Palm River Rd. Tampa, FL 33619 275	Unsecured Claim	\$29.00	
36. Cox Communications, Inc. P.O. Box 9001077 Louisville, KY 40290 001 1033 006507202	Unsecured Claim	\$40.47	
37. Cox Communications, Inc. P.O. Box 9001077 Louisville, KY 40290 001 1033 015958901	Unsecured Claim	\$414.97	
38. Credit Bureau Associates 120 N. Patterson St. Valdosta, GA 31601	Unsecured Claim	\$0.00	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
39. Creditwatch P.O. Box 156269 Fort Worth, TX 76155	Unsecured Claim	\$0.00	
40. CreditWatch 4690 Diplomacy Rd. Suite 100 Fort Worth, TX 76155	Unsecured Claim	\$0.00	
41. Crime Prevention Security Systems, LLC P.O. Box 23406 Tampa, FL 33623 14702	Unsecured Claim	\$1,039.49	
42. Crime Prevention Security Systems, LLC P.O. Box 23406 Tampa, FL 33623	Unsecured Claim	\$0.00	
43. Daniel Brown 1035 N. Thornton Ave. Orlando, FL 32803	Unsecured Claim	\$0.00	
44. Davis Supply P.O. Box 60095 Ft. Myers, FL 33906 250333	Unsecured Claim	\$1,504.31	
45. Daxko 2204 Lakeshore Dr. Suite 206 Birmingham, AL 35209 1000566	Unsecured Claim	\$2,250.92	
46. Dex One P.O. Box 660834 Dallas, TX 75266 300357021	Unsecured Claim	\$261.99	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
47. Doctors Laboratory of Gainesville 3601 SW 2nd Ave. Suite B Gainesville, FL 32607 48911	Unsecured Claim	\$1,740.00	
48. Fitness Services of America, Inc. 12457 NW 44th St. Coral Springs, FL 33065 YMCA North Central Florida	Unsecured Claim	\$3,519.22	
49. Fleischer, Fleischer & Suglia Plaza 1000 at Main Street Voorhees, NJ 08043	Unsecured Claim	\$0.00	
50. Florida Department of Revenue 5050 W. Tennessee St. Tallahassee, FL 32399 347422	Unsecured Claim	\$15,896.71	
51. Florida Green Keepers, Inc. 1401 NW 53rd Ave. Gainesville, FL 32609 YMCA	Unsecured Claim	\$28,153.30	
52. Frankel Media Group, LLC The Village Journal 4300 NW 23rd Ave. Suite 185 Gainesville, FL 32606 The North Central Florida YMCA	Unsecured Claim	\$2,731.25	
53. Franklin Collection Services, Inc. P.O. Box 3910 Tupelo, MS 38803	Unsecured Claim	\$0.00	
54. Gainesville Area Chamber of Commerce P.O. Box 1187 Gainesville, FL 32602 2913	Unsecured Claim	\$850.00	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
55. Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601 2000-2138-0484	Unsecured Claim	\$872.61	
56. Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601 2000-2137-9171	Unsecured Claim	\$60.80	
57. Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601 2000-2138-6144	Priority Claim	\$28,188.08	
58. Gainesville Regional Utilities 301 SE4 Ave. Gainesville, FL 32601 2000-2138-3518	Unsecured Claim	\$812.16	
59. Gainesville Regional Utilities 301 SE 4 Ave. Gainesville, FL 32601 2000-2138-4831	Unsecured Claim	\$185.21	
60. Gator Fire Exingushier Company 1032 South Main St. Gainesville, FL 32601 87690	Unsecured Claim	\$115.00	
61. GE Capital P.O. Box 802585 Chicago, IL 60680 90133827453	Unsecured Claim	\$9,093.17	
62. Harold Cook 4615 Chokecherry Trail #6 Fort Collins, CO 80526 YMCA	Priority Claim	\$23,430.29	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
	Creditor name and mailing address	Category of claim	Amount of claim
63.	Howard Accounting & Business Consultin 622 SW 23rd Place Gainesville, FL 32601 North Central Florida YMCA	Unsecured Claim	\$4,220.14
64.	Hunter Warfield P.O. Box 41309 Nashville, FL 37204	Unsecured Claim	\$0.00
65.	I.C. Systems, Inc. 444 HWY 96 East St. Paul, MN 55164-0437	Unsecured Claim	\$0.00
66.	I.C. Systems, Inc. P.O. Box 64437 St. Paul, MN 55164-0437	Unsecured Claim	\$0.00
67.	Imperial Credit Corporation P.O. Box 9045 New York, NY 10087-9045 15-004-102784-5	Unsecured Claim	\$7,444.73
68.	Inaria International, Inc. 1539 S. Mason Rd. Suite 77 Katy, TX 77450 NORCEN	Unsecured Claim	\$4,706.40
69.	James Moore & Co., P.L. 5931 NW 1st Place Gainesville, FL 32607 504372 1	Unsecured Claim	\$1,225.00
70.	John F. Hayter P.A. 704 NW 1st St. Gainesville, FL 32601	Unsecured Claim	\$0.00

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
71. Joseph, Mann & Creed P.O. Box 22253 Beachwood, OH 44122	Unsecured Claim	\$0.00	
72. Joseph, Mann & Creed 20600 Chagrin Blvd., STE 550 Shaker HTS., OH 44122	Unsecured Claim	\$0.00	
73. Kattell and Company 808-B NW 16th Ave. Gainesville, FL 32601 North Central Florida YMCA	Unsecured Claim	\$2,000.00	
74. Ken Mahaffey, CFC Tax Collector P.O. Box 1339 Palatka, FL 32178 xx-xx-xx-xxxx-xxxx-0180	Unsecured Claim	\$493.04	
75. Kenneth Schivone, Esq United Portfolio Management, Inc 1360 Energy Park Drive St. Pauls, MN 55108	Unsecured Claim	\$0.00	
76. Lakeshore Bicycles & Fitness 2108 Blanding Blvd. Jacksonville, FL 32210 6938	Unsecured Claim	\$105.90	
77. Lightfoot Fire Extinguisher, Inc. 506 Madison St. Palatka, FL 32177 YMCA	Unsecured Claim	\$57.00	
78. Magnum Fitness Systems 2201 12th Ave. South Milwaukee, WI 53172 NorthCentral Florida YMCA	Unsecured Claim	\$175.85	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
79. Margraf Collection Agency, Inc. P.O. Box 306 Fort Atkinson, WI 53538	Unsecured Claim	\$0.00	
80. Mark Johnson 4913 NW 21st St. Gainesville, FL 32605 YMCA	Unsecured Claim	\$1,004.24	
81. Mears Motor Leasing P.O. Box 5855500 Orlando, FL 32858 M1980-17114A	Unsecured Claim	\$773.00	
82. Mercantile Bank P.O. Box 100201 Columbia, DC 29202 4691143983	Unsecured Claim	\$2,827.94	
83. Metro Trophy 1035 North Thornton Ave. Orlando, FL 32803 NCF YMCA	Unsecured Claim	\$4,221.97	
84. MJ Altman Companies, Inc. 112 Southeast Fort King St. Ocala, FL 34471	Unsecured Claim	\$0.00	
85. Nasco 901 Janesville Ave. Fort Atkinson, WI 53538 707-597-00	Unsecured Claim	\$171.77	
86. National Account Recoveries P.O. Box 924047 Norcross, GA 30010-4047	Unsecured Claim	\$0.00	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
	Creditor name and mailing address	Category of claim	Amount of claim
87.	Newman's Heating & Air Conditioning, Inc P.O. Box 5425 Gainesville, FL 32627 North Central Florida YMCA	Unsecured Claim	\$5,620.17
88.	NFL Flag 1116 East Market Street Indianapolis, IN 46202 NCF YMCA	Unsecured Claim	\$4,000.00
89.	Olaf Jordan Enterprises, Inc. P.O. Box 141056 Gainesville, FL 32614 N. Ctr. FL YMCA	Unsecured Claim	\$1,681.27
90.	Orkin 2943 SW Williston Rd. Gainesville, FL 32608 0303653	Unsecured Claim	\$1,300.00
91.	Phil Balducci & Associates, Inc. 918 River Basin Ct., #202 Bradenton, FL 34212 YMCANC1001	Unsecured Claim	\$11,529.00
92.	Philadelphia Insurance P.O. Box 70251 Philadelphia, PA 19176 590457	Unsecured Claim	\$550.35
93.	Play It Again Sports #10714 3425 W University Ave Gainesville, FL 32607 YMCA Gainesville	Unsecured Claim	\$2,275.50
94.	Preston - Link Electric, Inc. 4000 SW 35th Terrace Gainesville, FL 32608 9981	Unsecured Claim	\$660.00

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
95. Protime Sports Inc. 17600 W. Valley Hwy Seattle, WA 98188 North Central Florida YMCA	Unsecured Claim	\$4,420.82	
96. Quality Plumbing 6318 NW 18th Drive Gainesville, FL 32653 North Central FLorida YMCA	Unsecured Claim	\$129.31	
97. Ray Cone Automotive, Inc. 3035 N.E. 19th Drive Gainesville, FL 32609 YMCA	Unsecured Claim	\$690.98	
98. RBC Bank P.O. Box 1220 Rocky Mount, NC 27802 xxxxxxx xxxx1 001	Secured Claim	\$304,728.19	
99. Resource One P.O. Box 1990 Largo, FL 33779 0517209	Unsecured Claim	\$1,102.38	
100. Rotary Club of Gainesville P.O. Box 357755 Gainesville, FL 32635 5329411	Unsecured Claim	\$938.00	
101. Scruggs & Carmichael, P.A. 4041 N.W. 37th Place, Suite B Gainesville, FL 32606	Unsecured Claim	\$0.00	
102. Shawn Patch 10005 NW 136 Dr. Alachua, FL 32615 YMCA	Unsecured Claim	\$32,347.64	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
103. SimplexGrinnell 10255 Fortune Pkwy Jacksonville, FL 32256 YMCA Gainesville	Unsecured Claim	\$401.00	
104. SimplexGrinnell Dept. CH 10320 Palatine, IL 60055	Unsecured Claim	\$0.00	
105. Sound Advice Marketing 7170 S. Braden Ave. Ste. 210 Tulsa, OK 74136 YMCA Northwood	Unsecured Claim	\$468.00	
106. Sportsmith 5925 118th East Ave. Tulsa, OK 74146 115173	Unsecured Claim	\$440.14	
107. Star Trac P.O. Box 8323 Pasadena, CA 91109 2997	Unsecured Claim	\$437.80	
108. Sunstate Federal Credit Union 405 SE 2nd Place Gainesville, FL 32602 x7824	Secured Claim	\$240,244.31	
109. SunTrust P.O. Box 4997 Orlando, FL 32802 xxxx-xxxx-xxxx-4118	Unsecured Claim	\$4,314.89	
110. SunTrust P.O. Box 791250 Baltimore, MD 21279	Unsecured Claim	\$0.00	

in re: **North Central Florida YMCA, Inc.**

Debtor		Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim
111. SunTrust Bank P.O. Box 7909 Baltimore, MD 21279 xxxxxx2753	Secured Claim	\$410,812.92
112. TD Bank N.A. Attn: Recovery Department P.O. Box 9547 Portland, ME 04112	Unsecured Claim	\$0.00
113. TD Bank N.A. P.O. Box 3002 Phoenixville, PA 19460	Unsecured Claim	\$0.00
114. Teila N. Pearson, CFC Tax Collector P.O. Box 969 Starke, FL 32091 xxxxx-x-x0100	Priority Claim	\$3,357.01
115. Terry's Gas Service, Inc. 8909 SW 102 Ave. Gainesville, FL 32608 YMCA	Unsecured Claim	\$1,049.32
116. Transworld Systems P.O. Box 1864 Santa Rosa, CA 95402	Unsecured Claim	\$0.00
117. Transworld Systems 3450 Lakeside Drive #304 Miramar, FL 33027	Unsecured Claim	\$0.00
118. Triangle 2 725 W. Gilbert Rd. Palatine, IL 60067 North Central Florida YMCA	Unsecured Claim	\$4,875.77

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
119. U.S. Bank CM-9690 St. Pauls, MN 55170 4076899322	Unsecured Claim	\$2,500.00	
120. United Way of North Central Florida 6031 NW 1st Place Gainesville, FL 32607 877	Unsecured Claim	\$1,450.00	
121. Von Fraser, CFC Tax Collector P.O. Box 142530 Gainesville, FL 32614 xxxxx-xx8-000	Unsecured Claim	\$374.95	
122. Von Fraser, CFC Tax Collector P.O. Boc 142530 Gainesville, FL 32614 xxxxx-xx0-000	Unsecured Claim	\$226.53	
123. Von Fraser, CFC Tax Collector P.O. Boc 142530 Gainesville, FL 32614 xxxxx-xx2-000	Unsecured Claim	\$37.54	
124. Von Fraser, CFC Tax Collector P.O. Boc 142530 Gainesville, FL 32614 xxxxx-xx5-000	Unsecured Claim	\$1,633.76	
125. Wally's Heating and Air Conditioning P.O. Box 634 Orange Park, FL 32073 YMCA	Unsecured Claim	\$1,755.08	
126. Watson Sitework, LLC dba Watson Construction Co., Inc. 940 NW 247th Drive Newberry, FL 32669 YMCA	Unsecured Claim	\$495.00	

in re: **North Central Florida YMCA, Inc.**

		Debtor	Case No. (if known)
Creditor name and mailing address	Category of claim	Amount of claim	
127. WCA of Central Florida 5002 SW 41st Blvd. Gainesville, FL 32608 026-048934	Unsecured Claim	\$283.96	
128. WCA of Central Florida 5002 SW 41st Blvd. Gainesville, FL 32608 026-049113	Unsecured Claim	\$177.64	
129. WCA of Central Florida 5002 SW 41st Blvd. Gainesville, FL 32608 026-049111	Unsecured Claim	\$1,719.38	
130. Wells Business BKG Support Group MAC N9306 - 101 P.O. Box 202902 Dallas, TX 75320 xxxxxx0730	Secured Claim	\$2,965,090.17	
131. Wells Business BKG Support Group MAC N9306-101 P.O. Box 202902 Dallas, TX 75320 xxxxxx0730	Secured Claim	\$153,046.88	
132. Windstream P.O. Box 9001908 Louisville, KY 40290 060418352	Unsecured Claim	\$154.63	
133. Wright Express Fleet Services P.O. Box 6293 Carol Stream, IL 60197 0410-00-724672-1	Unsecured Claim	\$1,270.38	
134. YBA Shirts 312 south 700 West Pleasant Grove, UT 84062 8188R-0031708686	Unsecured Claim	\$3,975.29	

in re: North Central Florida YMCA, Inc.

Debtor

Case No. (if known)

135. YMCA of the USA
101 Wacker Drive
Chicago, IL 60606
1209

Unsecured Claim

\$64,904.36

(The penalty for making a false statement or concealing property is a fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 U.S.C. secs. 152 and 3571.)

DECLARATION

I, North Central Florida YMCA, Inc.

named as debtor in this case, declare under penalty of perjury that I have read the foregoing *Numbered Listing of Creditors*, consisting of 18 sheets (including this declaration), and that it is true and correct to the best of my information and belief.

Debtor: /s/ Harold Cook

Date: 11/4/2011

Harold Cook
Interim CEO

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
GAINESVILLE DIVISION**

In re: **North Central Florida YMCA, Inc.**

CASE NO

CHAPTER 11

BUSINESS INCOME AND EXPENSES

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:

1. Gross Income for 12 Months Prior to Filing:	\$2,212,999.19
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PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:

2. Gross Monthly Income:	\$130,000.00
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PART C - ESTIMATED AVERAGE FUTURE MONTHLY EXPENSES:

3. Net Employee Payroll (Other Than Debtor):	\$60,831.05
4. Payroll Taxes:	\$3,625.00
5. Unemployment Taxes:	\$1,700.00
6. Worker's Compensation:	\$1,200.00
7. Other Taxes:	\$180.00
8. Inventory Purchases (including raw materials):	\$0.00
9. Purchase of Feed/Fertilizer/Seed/Spray:	\$0.00
10. Rent (other than debtor's principal residence):	\$0.00
11. Utilities:	\$11,500.00
12. Office Expenses and Supplies:	\$4,244.18
13. Repairs and Maintenance:	\$5,087.50
14. Vehicle Expenses:	\$850.00
15. Travel and Entertainment:	\$100.00
16. Equipment Rental and Leases:	\$386.50
17. Legal/Accounting/Other Professional Fees:	\$9,000.00
18. Insurance:	\$10,000.00
19. Employee Benefits (e.g., pension, medical, etc.):	\$2,159.51
20. Payments to be Made Directly by Debtor to Secured Creditors for Pre-Petition Business Debts (Specify):	
Secured Loan Payment - Northwest	\$4,500.00
Secured Loan Payment - Southwest	\$1,500.00
21. Other (Specify):	
Advertising	\$625.00
Licenses & Permit	\$25.00
Training	\$500.00
Fuel	\$560.00
Chlorine	\$860.00
Website Maintenance	\$42.00
Landscaping	\$1,025.00
YMCA Fair Share	\$2,275.00
Payroll Service Fee	\$1,700.00
Membership Software	\$2,300.00

22. Total Monthly Expenses (Add items 3 - 21)	\$126,775.74
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PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:

23. AVERAGE NET MONTHLY INCOME (Subtract item 22 from item 2):	\$3,224.26
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