

UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
TAMPA DIVISION

In re:

	Chapter 11
Creative Loafing, Inc.	Case No. 8:08-bk-14939-CED [Proposed Lead Case]
CL Charlotte, Inc.	Case No. 8:08-bk-14950-CED
Weekly Planet of Sarasota, Inc.	Case No. 8:08-bk-14945-CED
Weekly Planet, Inc.	Case No. 8:08-bk-14943-CED
Creative Loafing Atlanta, Inc.	Case No. 8:08-bk-14947-CED
CL Chicago, Inc.	Case No. 8:08-bk-14953-CED
CL Washington, Inc.	Case No. 8:08-bk-14960-CED
Washington Free Weekly, Inc.	Case No. 8:08-bk-14961-CED
CL Birmingham, Inc.	Case No. 8:08-bk-14954-CED

Debtors.

(Joint Administration Requested)

**DEBTORS' EMERGENCY MOTION FOR *NUNC PRO TUNC*  
AUTHORIZATION TO: (1) MAINTAIN CERTAIN EXISTING BANK  
ACCOUNTS; (2) HONOR CERTAIN PRE-PETITION CHECKS; (3)  
MAINTAIN EXISTING CASH MANAGEMENT SYSTEM; AND  
(4) MAINTAIN THE USE OF EXISTING BUSINESS FORMS**

**A Hearing on this Motion has been set for October 1, 2008 at 2:30 p.m. before the Honorable Caryl E. Delano, Courtroom 10B, Sam M. Gibbons United States Courthouse, 801 North Florida Avenue, Tampa, Florida.**

Debtors, Creative Loafing, Inc. ("CLP"), CL Charlotte, Inc. ("CL Charlotte"), Weekly Planet of Sarasota, Inc. ("WP Sarasota"), Weekly Planet, Inc. ("WP"), Creative Loafing Atlanta, Inc. ("CLA"), CL Chicago, Inc. ("CL Chicago"), CL Washington, Inc. ("CL Washington"), Washington Free Weekly, Inc. ("WFW") and CL Birmingham, Inc. ("CL Birmingham") (collectively, the "Debtors"), by counsel, seek the entry of an order *nunc pro tunc* to September 29, 2008, pursuant to 11 U.S.C. §§ 105(a), 345, 363 and 364,

authorizing the Debtors to: (i) maintain certain existing bank, depository, and other accounts and to create certain new bank accounts; (ii) honor certain pre-petition checks; (iii) maintain its pre-petition Cash Management System; and (iv) maintain the use of its existing business forms. In support of the Motion, the Debtors respectfully represent as follows:

**I. PROCEDURAL HISTORY**

**A. The Chapter 11 Filings**

1. On September 29, 2008, the Debtors each filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code (the “Petition Date”) with the United States Bankruptcy Court for the Middle District of Florida, Tampa Division (the “Bankruptcy Court”).

2. The Debtors continue in possession of their properties and continue to operate and manage their businesses as debtors-in-possession pursuant to Sections 1107 and 1108 of the Bankruptcy Code.

3. The Debtors have filed motions requesting that their Chapter 11 cases be administered jointly under the caption of the above styled case.<sup>1</sup>

4. No trustee or examiner has been appointed in the Debtors’ Chapter 11 cases, and no committees have been appointed or designated.

5. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §1334. Venue is proper pursuant to 28 U.S.C. §§1408 and 1409. This is a core proceeding

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<sup>1</sup> The Debtors have each filed a motion seeking the joint administration of their affiliated chapter 11 cases with the case of *In re Creative Loafing, Inc.*, Case No. 8:08-bk-14939-CED designated as the lead case with the caption as set forth above. As an order of joint administration has not been entered, the Debtors have filed identical motions in each of their respective cases.

pursuant to 28 U.S.C. §157(b)(2). The statutory predicates for the relief sought herein are Sections 105(a) and 507 of the Bankruptcy Code.

## **II. FACTUAL BACKGROUND**

### **A. The Debtors**

6. Headquartered in Tampa, Florida, CLI and its subsidiaries comprise a multi-media enterprise that publishes six alternative newspapers and has various internet publications that target the 18-39 year-old demographic groups in the nation's largest cities. The primary markets served by the Debtors' print publications are Tampa, Atlanta, Chicago, Washington DC, Charlotte, and Sarasota. The Debtors' weekly newspaper circulation is in excess of 425,000 copies. Cumulatively, the Debtors' print publications have a weekly audience of more than 1,000,000 readers, and a customer base of over 1,000 advertisers. The Debtors also own or have rights in a number of internet based publications, including eight internet-based web communities, SelectAlternatives (an online personal ads company), and [www.straightdope.com](http://www.straightdope.com) (an online alternative publication). The Debtors' websites reach over 2,000,000 unique visitors monthly.

7. In connection with its business operations, the Debtors' lease several office locations in its major markets, employs roughly 270 people, and use the goods and services of a number of independent contractors and vendors.

8. The Debtors' consolidated annual revenues for its most recent fiscal year end (June 2008) were approximately \$35,000,000.00.

### **III. THE DEBTORS' PRE-PETITION CASH MANAGEMENT SYSTEM**

9. Prior to the Petition Date, the Debtors maintained a cash management system (the "Cash Management System") through which the Debtors maintained ten (10) "zero balance" and "lockbox" depository accounts at Wachovia Bank, N.A. ("Wachovia"), (and a single additional depository account with Fifth Third Bank in Chicago with respect to CL Chicago's cash deposits) that were used to deposit and collect cash, checks or credit card revenue derived from their respective operations (collectively, the "Deposit Accounts"), merchant accounts to process collect credit card receipts (the "Merchant Accounts"), and a Master Account also maintained at Wachovia ("Master Account"). Credit card collections are paid directly by various merchant card processors into the Deposit Accounts designated for the debtor entity that generated the credit card payment. Checks received from customers were deposited into the lockbox. The funds in the Deposit Accounts were then "swept" into the Debtors' Master Account. All disbursements for all the Debtors were then made from the Master Account.<sup>2</sup>

10. The Cash Management System was developed over a lengthy period of time and allows the Debtors to: (i) efficiently collect, transfer and disburse funds generated through the Debtors' operations; (ii) control credit receipts and disbursements; (iii) collect, transfer and disburse funds for operational purposes; (iv) facilitate multiple auto debits and payments to certain vendors, as well as direct payments to the Debtors' from customers; and (iv) accurately record collections, transfers and disbursements as they are made. The Cash Management System has also been administered as described

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<sup>2</sup> Payroll and related payroll taxes were funded from the payroll account which was, in turn, funded

as a requirement of the Debtors' financing agreements and obligations with Anacapa Funding, LLC, its successor agent and lender Atalaya Administrative, LLC ("Atalaya") and subordinate financing from BIA Digital Partners SBIC II LP, as Agent ("BIA").

11. In the ordinary course of business, the Debtors have historically held the funds collected from accounts, cash, checks, or cash equivalents only in the Master Account. The Debtors disburse funds from the Master Account as necessary to fund the Debtors' daily operating expense and its payroll.

12. In order to avoid disrupting the Debtors' ordinary business operations, cash flows and post-petition business, the Debtors must be permitted to continue to use the existing Cash Management System. To require the Debtors to dismantle that system or alter it significantly would interrupt the Debtors' operations and collections and limit the Debtors' ability to efficiently and effectively manage receipts, disbursements, accounting functions, and operations, and would create disruptions in the timely payment of post-petition obligations which would have a significant adverse effect on the Debtors' reorganization efforts.<sup>3</sup>

13. In addition, the Debtors seek authority to honor certain pre-petition checks written on the Debtors' pre-petition accounts. The Debtors issued checks in the ordinary course of business to vendors, suppliers, employees, and other parties in the week prior to

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upon presentment of items or electronic drafts with funds from the Master Account.

<sup>3</sup> Subject to any restriction on use of cash collateral, the Debtors CFO is investigating the ability to redirect the "sweep" of cash from the Deposit Accounts to a designated debtor-in-possession account maintained at Wachovia or some other U.S. Trustee approved institution in order to comply with the requirement of the U.S. Trustee (and any requirements of Section 345) that the Debtors establish a separate DIP account. While the Debtors believe the establishment of a new master account may be technically possible, the Debtors believe it would be virtually impossible to redirect the flow of cash into the Deposit Accounts without significant and costly disruption.

the Petition Date. All of these checks were written in the ordinary course of business. The Debtors have been unable to determine which of those checks were presented or placed in the collection process prior to the Petition Date.

14. Closing or freezing the Debtors' accounts without honoring pre-petition checks would be extremely disruptive to the Debtors' business, could cause additional and unnecessary defaults and the attendant administrative burdens and would be unfair to those vendors and suppliers caught on the wrong side of the collection cycle. Accordingly, the Debtors request authority to allow their banks to honor pre-petition checks written on the Debtors' pre-petition bank accounts to the extent such checks have not already cleared.

#### **IV. RELIEF REQUESTED**

15. The Office of the United States Trustee has established certain operating guidelines that are imposed on debtors-in-possession to ensure the proper administration of Chapter 11 cases and to allow them to properly supervise case administration (the "Guidelines").

16. The Guidelines require Chapter 11 debtors to, among other things: (i) close all existing bank accounts and open new debtor-in-possession bank accounts; and (ii) obtain checks for all debtor-in possession accounts which bear the designation "debtor-in-possession," the bankruptcy case number, and the type of accounts.

17. Notwithstanding the Guidelines, it is in the best interests of the Debtors' estates and creditors for the Debtors to maintain the existing bank accounts, to honor

certain pre-petition checks written on those accounts with the same Cash Management System.

18. To a great extent, these accounts are electronically connected to permit the daily flow of funds into the Debtors' Master Operating Account. This cash flow is essential to the ordinary operation of the Debtors' business. The Debtors submit that the cost and expense of changing its bank accounts and creating new cash management systems to conform to the Guidelines would force it to incur significant and unnecessary costs and expenses. Forcing the Debtors to switch its bank accounts and to employ a new cash management system, would cause administrative confusion, diminish the prospects for a successful reorganization, disrupt its payment systems, and place a strain on the Debtors' relationships with customers and vendors. The dishonor of pre-petition checks would further harm the Debtors' business and vendor relationships. These relationships must be maintained for the Debtors to achieve a successful reorganization.

19. The Debtors' centralized cash management procedures have been employed in their current or similar form for many years. These procedures are used by the Debtors in the ordinary course of business and are similar to those utilized by other corporate enterprises. These systems allow the Debtors to: (i) provide for the availability of funds when necessary; (ii) utilize and transfer funds within the system; and (iii) develop more timely and accurate account balance information.

20. For the reasons set forth above, the Debtors seek to keep the basic structure of its Cash Management System. The Debtors believe the existing Cash Management System will provide sufficient information and safeguards to facilitate the

purposes of the Guidelines and will comply with any additional reporting or cash monitoring requirements that the Court may deem appropriate.<sup>4</sup>

21. The Debtors also request permission to use its existing business forms and stationery without alteration or change. The Debtors have or will provide the substantial majority of its vendors and customers with notice of their bankruptcy filings through press releases, written letters, phone calls, and in person visits. CLI's filing was almost immediately reported on the on-line version of the *St. Petersburg Times*. There is virtually no possibility of the Debtors' vendors and customers being unaware of the commencement of these cases, even absent the designation of "DIP" on the Debtors' checks and forms. Substantial time and expense would be required if the Debtors were required to print new business forms and stationery merely to comply with the Guidelines.

22. Bankruptcy courts have routinely granted chapter 11 debtors the authority to maintain pre-existing bank accounts, honor pre-petition checks, and to continue their existing cash management systems without interruption. *See e.g., In re The Colad Group, Inc.*, 324 B.R. 208, 216 (Bankr. W.D. N.Y. 2005), and *In re Service Merchandise Company, Inc., et al*, 240 B.R. 894 (Bankr. M.D. Tenn. 1999). The Debtors submit that just cause exists under the totality of the circumstances which justifies a deviation from the Guidelines and any requirements of 11 U.S.C. §345(b) on these matters.

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<sup>4</sup> For example, the Debtors would agree to the inclusion of reasonable provisions in any order granting this Motion providing the U.S. Trustee with direct access to the Debtors' account information without need for a subpoena.

WHEREFORE, the Debtors respectfully request the entry of an order of this court authorizing it to: (i) maintain the pre-petition bank accounts, *nunc pro tunc* to the Petition Date as described herein; (ii) honor the pre-petition checks; continue to utilize the Cash Management System; (iii) continue to use existing business forms; and (iv) granting such other and further relief as is just and proper.

DATED this 30th day of September, 2008.

/s/ David S. Jennis

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David S. Jennis  
Florida Bar No. 775940  
Chad S. Bowen  
Florida Bar No. 0138290  
**Jennis & Bowen, P.L.**  
400 N. Ashley Dr., Ste. 2540  
Tampa, FL 33602  
Telephone: (813) 229-1700  
Facsimile: (813) 229-1707  
[djennis@jennisbowen.com](mailto:djennis@jennisbowen.com)

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that a true and correct copy of the foregoing has been furnished, by electronic service and/or U.S. Mail, postage prepaid to **Atalaya Administrative LLC**, 623 Fifth Avenue, Suite 200, New York, NY 10022, and its counsel, **Tyler P. Brown, Esq.**, Hunton & Williams LLP, Riverfront Plaza, East Tower, 951 Byrd Street, Richmond, VA 23219-4074, Fax (804) 788-8218; **BIA Digital Partners SBIC II LP**, Attn: Gregg Johnson and Damien Dovi, 15120 Enterprise Court, Suite 200, Chantilly, VA 20151, Fax (703) 227-9645, and its counsel, **T. Richard Giovannelli, Esq.**, Kennedy Covington Lobdell & Hickman, L.L.P., 214 North Tryon Street, 47<sup>th</sup> Floor, Charlotte, NC 28202, Fax (704) 353-3184; **Mark J. Wolfson, Esq.**, Foley & Lardner, LLP, 100 North Tampa Street, Suite 2700, Tampa, FL 33602, Fax (813) 221-4210; **Wachovia Bank, National Association**, Mail Code FL 4954, 100 South Ashley Drive, Suite 1000, Tampa, FL 33602, Attn: Kenneth C. Misemer, Fax (813) 276-6454; **Terry Boatner**, United States Trustee, 501 E. Polk St., Ste. 1200, Tampa, FL 33602, Fax (813) 228-2303; to those parties listed on the Court's L.B.R. 1007-2 Parties in Interest List for each Debtor (attached to the original of this Motion only); and to those parties who receive electronic notices via CM/ECF in the ordinary course of business, on this the 30th day of September, 2008.

*/s/ David S. Jennis*

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David S. Jennis

Label Matrix for local noticing  
113A-8  
Case 8:08-bk-14939-CED  
Middle District of Florida  
Tampa  
Mon Sep 29 15:45:08 EDT 2008

Creative Loafing, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

United States Bankruptcy Court  
Sam M. Gibbons United States Courthouse  
801 North Florida Avenue, Suite 555  
Tampa, FL 33602-3849

AOL  
770 Broadway  
New York, NY 10003-9522

AT&T  
PO Box 538695  
Atlanta, GA 30353-8695

Benjamin A. Eason  
576 W. Davis Blvd.  
Tampa, FL 33606-4038

CL Birmingham, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

CL Charlotte, Inc.  
810 N Howard Avenue  
Tampa, FL 33606-1027

CL Chicago, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

CL Washington, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Creative Loafing Atlanta Inc  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Department of Labor and Security  
Hartman Building Suite 307  
2012 Capital Circle Southeast  
Tallahassee FL 32399-6583

Department of Revenue  
PO Box 6668  
Tallahassee FL 32314-6668

Desertnet  
PO Box 849  
Fayetteville, NC 28302-0849

Florida Dept. of Revenue  
Office of General Counsel  
Bankruptcy Section  
P.O. Box 6668  
Tallahassee, FL 32314-6668

Hillsborough County Tax Coll  
601 E. Kennedy Blvd.  
County Center, 14th Floor  
Tampa, FL 33602-4156

(p)INTERNAL REVENUE SERVICE  
CENTRALIZED INSOLVENCY OPERATIONS  
PO BOX 21126  
PHILADELPHIA PA 19114-0326

Mander Capital Group, LLC  
Attn: Gurpreet Mander  
4420 Turtle Bay  
Springfield, IL 62711-7888

Media Management Group  
114 West Nelson Avenue  
Alexandria, VA 22301-2048

Office of US Attorney  
Attn Civil Process Clerk  
400 North Tampa St Suite 3200  
Tampa FL 33602-4774

Pinpoint Consulting Group  
6348 N. Ponderosa Way  
Parker, CO 80134-5616

Premiere Global Services  
PO Box 404351  
Atlanta, GA 30384-4351

Scott Walsey  
4825 Rivercliff Drive  
Marietta, GA 30067-4663

Technomile  
14215 Beddingfield Way  
Centreville, VA 20121-5320

United States Trustee - TPA  
Timberlake Annex, Suite 1200  
501 E Polk Street  
Tampa, FL 33602-3949

Washington Free Weekly Inc  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Weekly Planet of Sarasota In  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Weekly Planet, Inc.  
810 N Howard Ave  
Tampa, FL 33606-1027

David S. Jennis  
Jennis & Bowen, P.L.  
400 N Ashley Drive, Suite 2540  
Tampa, FL 33602-4317

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

Internal Revenue Service  
Centralized Insolvency Oper.  
PO Box 21126  
Philadelphia, PA 19114

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

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(d)Weekly Planet, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

End of Label Matrix	
Mailable recipients	28
Bypassed recipients	1
Total	29

Label Matrix for local noticing  
 113A-8  
 Case 8:08-bk-14943-CED  
 Middle District of Florida  
 Tampa  
 Mon Sep 29 16:23:31 EDT 2008

Aqua Chill  
 PO Box 60548  
 Saint Petersburg, FL 33784-0548

Boring Business Systems  
 PO Box 743  
 Lakeland, FL 33802-0743

CL Birmingham, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Charlotte, Inc.  
 810 N Howard Avenue  
 Tampa, FL 33606-1027

CL Chicago, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Washington, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Creative Loafing Atlanta Inc  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Creative Loafing, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Devon Security Services  
 PO Box 538675  
 Atlanta, GA 30353-8675

Fayetteville Publishing Co.  
 P.O. Box 849  
 Fayetteville, NC 28302-0849

First Communications LLC  
 PO Box 89463  
 Cleveland, OH 44101-6463

Florida Dept. of Revenue  
 Office of General Counsel  
 Bankruptcy Section  
 P.O. Box 6668  
 Tallahassee, FL 32314-6668

GE Capital  
 PO Box 740423  
 Atlanta, GA 30374-0423

(p) INTERNAL REVENUE SERVICE  
 CENTRALIZED INSOLVENCY OPERATIONS  
 PO BOX 21126  
 PHILADELPHIA PA 19114-0326

Jan-Pro of Tampa Bay  
 6302 E MLK Blvd  
 Suite 490  
 Tampa, FL 33619-1174

Neopost  
 PO Box 45800  
 San Francisco, CA 94145-0800

Paetec  
 PO Box 1317  
 Buffalo, NY 14240-1317

Premiere Global Services  
 PO Box 404351  
 Atlanta, GA 30384-4351

St. Petersburg Times  
 PO Box 112  
 Saint Petersburg, FL 33731-0112

Tampa Electric Company  
 PO Box 31318  
 Tampa, FL 33631-3318

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

Internal Revenue Service  
 Centralized Insolvency Oper.  
 PO Box 21126  
 Philadelphia, PA 19114

End of Label Matrix  
 Mailable recipients 20  
 Bypassed recipients 0  
 Total 20

Label Matrix for local noticing  
 113A-8  
 Case 8:08-bk-14954-CED  
 Middle District of Florida  
 Tampa  
 Mon Sep 29 16:34:59 EDT 2008

Chad S. Bowen  
 Jennis & Bowen, P.L.  
 400 N Ashley Drive, Suite 2540  
 Tampa, FL 33602-4317

CL Birmingham, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Charlotte, Inc.  
 810 N Howard Avenue  
 Tampa, FL 33606-1027

CL Chicago, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Washington, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Creative Loafing Atlanta Inc  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Creative Loafing, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Caryl E. Delano  
 Tampa

Georgia Dept of Revenue  
 Att: Carolyn Wilkinson  
 Revenue Sect. Supervisor 3  
 1800 Century Blvd., Rm 8100  
 Atlanta, GA 30345-3206

(p) INTERNAL REVENUE SERVICE  
 CENTRALIZED INSOLVENCY OPERATIONS  
 PO BOX 21126  
 PHILADELPHIA PA 19114-0326

David S. Jennis  
 Jennis & Bowen, P.L.  
 400 N Ashley Drive, Suite 2540  
 Tampa, FL 33602-4317

United States Trustee - TPA  
 Timberlake Annex, Suite 1200  
 501 E Polk Street  
 Tampa, FL 33602-3949

Washington Free Weekly Inc  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Weekly Planet of Sarasota In  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Weekly Planet, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

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Internal Revenue Service	End of Label Matrix	
Centralized Insolvency Oper.	Mailable recipients	15
PO Box 21126	Bypassed recipients	0
Philadelphia, PA 19114	Total	15

Label Matrix for local noticing  
 113A-8  
 Case 8:08-bk-14950-CED  
 Middle District of Florida  
 Tampa  
 Mon Sep 29 16:38:25 EDT 2008

AT&T  
 P.O. Box 105262  
 Atlanta, GA 30348-5262

CL Birmingham, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Charlotte, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Chicago, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Washington, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Creative Loafing Atlanta Inc  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Creative Loafing, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Caryl E. Delano  
 Tampa

Diamond Springs  
 P.O. Box 667887  
 Charlotte, NC 28266-7887

Duke Energy  
 P.O. Box 70516  
 Charlotte, NC 28272-0516

Earthlink  
 P.O. Box 6452  
 Carol Stream, IL 60197-6452

Fayetteville Publishing Co.  
 P.O. Box 849  
 Fayetteville, NC 28302-0849

Fiber Mills, LLC  
 Attn: Noah Lazes  
 19401 Old Jetton Rd.  
 Suite 101  
 Cornelius, NC 28031-6575

First Communications LLC  
 PO Box 89463  
 Cleveland, OH 44101-6463

(p) INTERNAL REVENUE SERVICE  
 CENTRALIZED INSOLVENCY OPERATIONS  
 PO BOX 21126  
 PHILADELPHIA PA 19114-0326

David S. Jennis  
 Jennis & Bowen, P.L.  
 400 N Ashley Drive, Suite 2540  
 Tampa, FL 33602-4317

Mitel Leasing  
 P.O. Box 972448  
 Dallas, TX 75397-2448

NC Dept of Revenue  
 P.O. Box 25000  
 Raleigh, NC 27640-0100

NC Employment Sec Commission  
 PO Box 25903  
 Raleigh, NC 27611-5903

Paetec  
 PO Box 1317  
 Buffalo, NY 14240-1317

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

Sharp Business Systems  
 Dept. AT 40322  
 Atlanta, GA 31192-0322

Sonitrol  
 815 Wood Ridge Center Dr.  
 Charlotte, NC 28217-1908

System 4 of the Carolinas  
 13950 Ballantyne Corp Pl.  
 Ste 100  
 Charlotte, NC 28277-3163

United States Trustee - TPA  
 Timberlake Annex, Suite 1200  
 501 E Polk Street  
 Tampa, FL 33602-3949

Washington Free Weekly Inc  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Weekly Planet of Sarasota In  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Weekly Planet, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

Internal Revenue Service	End of Label Matrix	
Centralized Insolvency Oper.	Mailable recipients	28
PO Box 21126	Bypassed recipients	0
Philadelphia, PA 19114	Total	28

Label Matrix for local noticing  
113A-8  
Case 8:08-bk-14961-CED  
Middle District of Florida  
Tampa  
Mon Sep 29 16:30:53 EDT 2008

Atlantech Online, Inc.  
1010 Wayne Ave. Ste 630  
Silver Spring, MD 20910-5620

Chad S. Bowen  
Jennis & Bowen, P.L.  
400 N Ashley Drive, Suite 2540  
Tampa, FL 33602-4317

CL Birmingham, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

CL Charlotte, Inc.  
810 N Howard Avenue  
Tampa, FL 33606-1027

CL Chicago, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

CL Washington, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Centurion National Corp.  
P.O. Box 5133  
Capitol Heights, MD 20791-5133

Cognet Communications  
P.O. Box 791087  
Washington, DC 20007

Comptroller of Maryland  
Annapolis, MD 21411-0002

Creative Loafing Atlanta Inc  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Creative Loafing, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

DC Ofc of Tax & Revenue  
941 N. Capitol Steet NE  
1st Floor  
Washington, DC 20002-4259

DC Unemployment Tax  
609 H Street NE  
Room 367A  
Washington, DC 20002-4347

Caryl E. Delano  
Tampa

Fayetteville Publishing Co.  
P.O. Box 849  
Fayetteville, NC 28302-0849

Glancer Properties, LLC  
c/o Stout & Teague  
P.O. Box 791211  
Baltimore, MD 21279-1211

IDS  
9901 Business Parkway  
Suite J  
Lanham, MD 20706-1894

Ikon Office Solutions  
P.O. Box 827468  
Philadelphia, PA 19182-7468

(p)INTERNAL REVENUE SERVICE  
CENTRALIZED INSOLVENCY OPERATIONS  
PO BOX 21126  
PHILADELPHIA PA 19114-0326

David S. Jennis  
Jennis & Bowen, P.L.  
400 N Ashley Drive, Suite 2540  
Tampa, FL 33602-4317

Paetec  
PO Box 1317  
Buffalo, NY 14240-1317

Pepco  
P.O. Box 4863  
Trenton, NJ 08650-4863

Sage Enterprises  
1250 4th St. SW  
Suite W315  
Washington, DC 20024-2317

United States Trustee - TPA  
Timberlake Annex, Suite 1200  
501 E Polk Street  
Tampa, FL 33602-3949

Vector Security  
P.O. Box 89462  
Cleveland, OH 44101-6462

Verizon  
Bankruptcy Administration  
404 Brock Drive  
Bloomington, IL 61701-2654

Verizon  
P.O. Box 660720  
Dallas, TX 75266-0720

(p)VIRGINIA DEPARTMENT OF TAXATION  
P O BOX 2156  
RICHMOND VA 23218-2156

Washington Free Weekly, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Weekly Planet of Sarasota In  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Weekly Planet, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

Internal Revenue Service  
Centralized Insolvency Oper.  
PO Box 21126  
Philadelphia, PA 19114

Virginia Dept. of Taxation  
PO Box 1115  
Richmond, VA 23218-1115

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(d)CL Charlotte, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

End of Label Matrix	
Mailable recipients	31
Bypassed recipients	1
Total	32

Label Matrix for local noticing	AT&T	Alliance Data
113A-8	PO Box 105262	PO Box 628329
Case 8:08-bk-14947-CED	Atlanta, GA 30348-5262	Orlando, FL 32862-8329
Middle District of Florida		
Tampa		
Mon Sep 29 16:26:08 EDT 2008		
Birch Telecom	CL Birmingham, Inc.	CL Charlotte, Inc.
PO Box 5149	810 N. Howard Avenue	810 N Howard Avenue
Sioux Falls, SD 57117-5149	Tampa, FL 33606-1027	Tampa, FL 33606-1027

CL Chicago, Inc.	CL Washington, Inc.	Creative Loafing, Inc.
810 N. Howard Avenue	810 N. Howard Avenue	810 N. Howard Avenue
Tampa, FL 33606-1027	Tampa, FL 33606-1027	Tampa, FL 33606-1027

Fayetteville Publishing Co.	First Communications LLC	Fontis Water, Inc.
P.O. Box 849	PO Box 89463	PO Box 4005
Fayetteville, NC 28302-0849	Cleveland, OH 44101-6463	Marietta, GA 30061-4005

Georgia Dept of Labor	Georgia Dept of Revenue	Georgia Power
P.O. Box 740234	P.O. Box 105678	96 Annex
Atlanta, GA 30374-0234	Atlanta, GA 30348-5678	Atlanta, GA 30396-0001

(p) INTERNAL REVENUE SERVICE	Jan Solutions Commercial	MX Energy
CENTRALIZED INSOLVENCY OPERATIONS	211 Breezeview Court	PO Box 659583
PO BOX 21126	Stone Mountain, GA 30087-6342	San Antonio, TX 78265-9583
PHILADELPHIA PA 19114-0326		

Mitel Leasing	Paetec	Service Technologies
P.O. Box 972448	PO Box 1317	8675 Steeplechase Drive
Dallas, TX 75397-2448	Buffalo, NY 14240-1317	Roswell, GA 30076-3589

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Internal Revenue Service	End of Label Matrix	
Centralized Insolvency Oper.	Mailable recipients	20
PO Box 21126	Bypassed recipients	0
Philadelphia, PA 19114	Total	20

Label Matrix for local noticing  
 113A-8  
 Case 8:08-bk-14945-CED  
 Middle District of Florida  
 Tampa  
 Mon Sep 29 16:24:23 EDT 2008

CL Birmingham, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Charlotte, Inc.  
 810 N Howard Avenue  
 Tampa, FL 33606-1027

CL Chicago, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

CL Washington, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Cleanatron  
 PO Box 2338  
 Sarasota, FL 34230-2338

Creative Loafing Atlanta Inc  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Creative Loafing, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Fayetteville Publishing Co.  
 P.O. Box 849  
 Fayetteville, NC 28302-0849

First Communications LLC  
 PO Box 89463  
 Cleveland, OH 44101-6463

Florida Dept. of Revenue  
 Office of General Counsel  
 Bankruptcy Section  
 P.O. Box 6668  
 Tallahassee, FL 32314-6668

Florida Power & Light  
 General Mail Facility  
 Miami, FL 33188-0001

(p) INTERNAL REVENUE SERVICE  
 CENTRALIZED INSOLVENCY OPERATIONS  
 PO BOX 21126  
 PHILADELPHIA PA 19114-0326

Paetec  
 PO Box 1317  
 Buffalo, NY 14240-1317

Telecove  
 PO Box 931843  
 Atlanta, GA 31193-1843

Washington Free Weekly Inc  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Waste Management of Sarasota  
 PO Box 9001054  
 Louisville, KY 40290-1054

Weekly Planet, Inc.  
 810 N. Howard Avenue  
 Tampa, FL 33606-1027

Zephyrhills Natural Sprin  
 PO Box 856680  
 Louisville, KY 40285-6680

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Internal Revenue Service  
 Centralized Insolvency Oper.  
 PO Box 21126  
 Philadelphia, PA 19114

End of Label Matrix  
 Mailable recipients 18  
 Bypassed recipients 0  
 Total 18

Label Matrix for local noticing  
113A-8  
Case 8:08-bk-14960-CED  
Middle District of Florida  
Tampa  
Mon Sep 29 17:47:02 EDT 2008

CL Washington, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

United States Bankruptcy Court  
Sam M. Gibbons United States Courthouse  
801 North Florida Avenue, Suite 555  
Tampa, FL 33602-3849

Atlantech Online, Inc.  
1010 Wayne Ave. Ste 630  
Silver Spring, MD 20910-5620

CL Birmingham, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

CL Charlotte, Inc.  
810 N Howard Avenue  
Tampa, FL 33606-1027

CL Chicago, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Centurion National Corp.  
P.O. Box 5133  
Capitol Heights, MD 20791-5133

Cognet Communications  
P.O. Box 791087  
Washington, DC 20007

Comptroller of Maryland  
Annapolis, MD 21411-0002

Creative Loafing Atlanta Inc  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Creative Loafing, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

DC Ofc of Tax & Revenue  
941 N. Capitol Steet NE  
1st Floor  
Washington, DC 20002-4259

DC Unemployment Tax  
609 H Street NE  
Room 367A  
Washington, DC 20002-4347

Fayetteville Publishing Co.  
P.O. Box 849  
Fayetteville, NC 28302-0849

Glancer Properties, LLC  
c/o Stout & Teague  
P.O. Box 791211  
Baltimore, MD 21279-1211

IDS  
9901 Business Parkway  
Suite J  
Lanham, MD 20706-1894

Ikon Office Solutions  
P.O. Box 827468  
Philadelphia, PA 19182-7468

(p) INTERNAL REVENUE SERVICE  
CENTRALIZED INSOLVENCY OPERATIONS  
PO BOX 21126  
PHILADELPHIA PA 19114-0326

Paetec  
PO Box 1317  
Buffalo, NY 14240-1317

Pepco  
P.O. Box 4863  
Trenton, NJ 08650-4863

Premiere Gobal Services  
PO Box 404351  
Atlanta, GA 30384-4351

Sage Enterprises  
1250 4th St. SW  
Suite W315  
Washington, DC 20024-2317

United States Trustee - TPA  
Timberlake Annex, Suite 1200  
501 E Polk Street  
Tampa, FL 33602-3949

Vector Security  
P.O. Box 89462  
Cleveland, OH 44101-6462

Verizon  
Bankruptcy Administration  
404 Brock Drive  
Bloomington, IL 61701-2654

Verizon  
P.O. Box 660720  
Dallas, TX 75266-0720

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P O BOX 2156  
RICHMOND VA 23218-2156

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810 N. Howard Avenue  
Tampa, FL 33606-1027

Weekly Planet of Sarasota In  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Weekly Planet, Inc.  
810 N. Howard Avenue  
Tampa, FL 33606-1027

Chad S. Bowen  
Jennis & Bowen, P.L.  
400 N Ashley Drive, Suite 2540  
Tampa, FL 33602-4317

David S. Jennis  
Jennis & Bowen, P.L.  
400 N Ashley Drive, Suite 2540  
Tampa, FL 33602-4317

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Internal Revenue Service  
Centralized Insolvency Oper.  
PO Box 21126  
Philadelphia, PA 19114

Virginia Dept. of Taxation  
PO Box 1115  
Richmond, VA 23218-1115

End of Label Matrix	
Mailable recipients	32
Bypassed recipients	0
Total	32