

STATEMENT OF FINANCIAL AFFAIRS
UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re **Back Yard Burgers, Inc.**

Case No. **12-12882**

Debtor

(if known)

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, 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).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

Definitions

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within the six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more 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 full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

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
\$(10,536,729.40)	2010
\$(17,937,326.28)	2011
\$(8,862,749.00)	2012

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.)

AMOUNT	SOURCE
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3. Payment to creditors

None Complete a. or b., as appropriate, and c.

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 creditor 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.)

NAME AND ADDRESS OF CREDITORS	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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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.)

NAMES AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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See Exhibit SOFA 3b

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.)

NAMES AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATES OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
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See Exhibit SOFA 3c

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
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See Exhibit SOFA 4a

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None
[X] 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.

Table with 3 columns: NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED, DATE OF SEIZURE, DESCRIPTION AND VALUE OF PROPERTY

5. Repossessions, foreclosures and returns

None
[X] 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.

Table with 3 columns: NAME AND ADDRESS OF CREDITOR OR SELLER, DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OF RETURN, DESCRIPTION AND VALUE OF PROPERTY

6. Assignments and receiverships

None
[X] a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case.

Table with 3 columns: NAME AND ADDRESS OF ASSIGNEE, DATE OF ASSIGNMENT, TERMS OF ASSIGNMENT OR SETTLEMENT

None
[X] 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.

Table with 4 columns: NAME AND ADDRESS OF CUSTODIAN, NAME AND LOCATION OF COURT CASE TITLE & NUMBER, DATE OF ORDER, DESCRIPTION AND VALUE OF PROPERTY

7. Gifts

None
[X] 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.

Table with 4 columns: NAME AND ADDRESS OF PERSON OR ORGANIZATION, RELATIONSHIP TO DEBTOR, IF ANY, DATE OF GIFT, DESCRIPTION AND VALUE OF GIFT

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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.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCE AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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See Exhibit SOFA 8

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.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Greenberg Traurig 401 East Las Olas Blvd. Suite 2000 Ft. Lauderdale, FL 33301	08/31/2012 09/28/2012 10/15/2012 10/16/2012 10/16/2012	\$40,000.00 \$72,000.00 \$113,000.00 \$60,000.00 \$12,000.00
Great American Group, LLC 21860 Burbank Blvd. Suite 300 South Woodland Hills, CA, 91367	09/28/2012	\$25,000.00
Rust Consulting, Inc. 625 Marquette Avenue, Suite 880 Minneapolis, MN 55402	10/16/2012	\$10,000.00
Moore & Van Allen, PLLC 100 N. Tryon Street, Suite 4700 Charlotte, NC, 28202	10/16/2012	\$50,000.00
Sitrick and Company 1840 Century Park East, Suite 800 Los Angeles, CA, 90067	09/21/2012 10/15/2012	\$40,000.00 \$10,000.00

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 TRANSFERREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Rudd Seeley Wallis, LLC 1720 West End Ave Suite 530 Nashville, TN 37203	02/01/2012	516 Mary Esther Cutoff Ft. Walton, FL 32548 Net value received: \$586,166.69

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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.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial records

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
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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.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAME AND ADDRESSES OF THOSE WITH ACCESS TO THE BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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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
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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
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See Exhibit SOFA 14

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15. Prior address of debtor

None [] If 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.

ADDRESS NAME USED DATE OF OCCUPANCY

See Exhibit SOFA 15

16. Spouses and Former Spouses

None [X] 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.

NAME

17. Environmental Information

None [X] 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 [X] 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:

SITE NAME AND ADDRESS NAME AND ADDRESS OF GOVERNMENTAL UNIT DATE OF NOTICE ENVIRONMENTAL LAW

None [X] 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.

SITE NAME AND ADDRESS NAME AND ADDRESS OF GOVERNMENTAL UNIT DATE OF NOTICE ENVIRONMENTAL LAW

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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.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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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.

NAME AND ADDRESS	LAST FOUR DIGITS OF SOC. SEC. NO./COMPLETE EIN OR OTHER TAXPAYER I.D. NO.	NATURE OF BUSINESS	BEGINNING AND ENDING DATES OF OPERATION
BYB Properties, Inc.	52-2059046	IP Holding Company supporting Quick Service Restaurants	
Nashville BYB, LLC	27-3966507	Lease Holding Company and previously managed operations for two BYB restaurants closed pre-petition	
Little Rock Back Yard Burgers, Inc.	62-1509133	Lease Holding Company and previously managed operations for Little Rock market BYB restaurants	

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.

NAME	ADDRESS
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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	DATES SERVICES RENDERED
Glen Ford, Controller Backyard Burgers, Inc. 500 Church Street Suite 200 Nashville, TN 37219	05/28/2012 - Present
Cassandra Beckham - Controller PO Box 190268 Nashville, TN 37219	05/31/1994 - 05/11/2012
Paula Manley - CFO 6907 Island Ct. Coloma, MI 49038	03/05/2012 - 08/27/2012
Steven Neuroth - CFO 433 Buffalo Run Goodlettsville, TN 37072	11/07/2007 - 02/22/2012

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	ADDRESS	DATES SERVICES RENDERED
Grant Thornton LLP	500 US Bank Plaza North 200 South Sixth Street Minneapolis, MN 55402	Annually

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	ADDRESS
Glen Ford, Controller	Backyard Burgers, Inc. 500 Church Street Suite 200 Nashville, TN 37219
Grant Thornton LLP	500 US Bank Paza North 200 South Sixth Street Minneapolis, MN 55402

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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
On occasion we are requested by Landlords of our locations to provide them with a current Financial Statement.	
Harbert Mezzanine Partners 618 Church Street Suite 500 Nashville, TN 37219	Statements issued monthly.
Pharos Capital Partners, LP One Burton Hills Blvd. Suite 180 Nashville, TN 37215	Statements issued monthly.
Regions Bank Nashville TN Main Office 315 Deaderick Street Nashville, TN 37219	Statements issued monthly.

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.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (SPECIFY COST, MARKET OR OTHER BASIS)
10/16/2012	General Manager for each of the 34 locations	\$153,259.00
10/07/2012	General Manager for each of the 34 locations	\$146,382.25

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

DATE OF INVENTORY	NAME AND ADDRESS OF CUSTODIAN OF INVENTORY RECORDS
10/16/2012	Glen Ford, Controller Backyard Burgers, Inc. 500 Church Street Suite 200 Nashville, TN 37219
10/07/2012	Glen Ford, Controller Backyard Burgers, Inc. 500 Church Street Suite 200 Nashville, TN 37219

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.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
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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.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
James E Boyd, Jr. 500 Church Street Suite 200 Nashville, TN 37219	Chief Executive Officer, Secretary	
Monty Jump 130 Michael Lane Madisonville, TN 37354	Chief Marketing Officer	
Anna Kobalkova c/o Pharos Capital Partners, LP One Burton Hills Blvd. Suite 180 Nashville, TN 37215	Director	
Jim Phillips c/o Pharos Capital Partners, LP One Burton Hills Blvd. Suite 180 Nashville, TN 37215	Chairman of the Board	
Pharos Capital Partners II, L.P. One Burton Hills Blvd., Suite 180 Nashville, TN 37215		29.9649%
Pharos Capital Partners II-A, L.P. One Burton Hills Blvd., Suite 180 Nashville, TN 37215		48.7990%
Reid M. Zeising 3060 Peachtree Road NW, Suite 1410 Atlanta, GA 30305		5.9296%

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.

NAME	ADDRESS	DATE OF WITHDRAWAL
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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 AND ADDRESS	TITLE	DATE OF TERMINATION
Robert Abbajay 3813 Windress Drive Signal Mountain, TN, 37377	COO	06/19/2012
Bob Crants One Burton Hills Blvd. Suite 180 Nashville, TN 37215	Director	08/27/2012
Steve Lynn 530 Jackson Blvd. Nashville, TN 37205	Chairman of the Board	09/12/2012
Paula Manley 6907 Island Court Coloma Michigan, 49038	CFO	08/17/2012
Mike McCarthy 845 Malvern Hill Court Alpharetta, GA 30022	Director	08/24/2012
Steven Neuroth 433 Buffalo Run Goodlettsville, TN, 37072	CFO	02/10/2012

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.

NAME AND ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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See Exhibit SOFA 3c

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.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
Back Yard Burgers, Inc.	64-0737163

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)
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EXHIBIT 3b

PAYMENTS TO CREDITORS

Back Yard Burgers, Inc.
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SOFA 3b. Payments to creditors.

Check Number	Date	Vendor Number	Name	Check Amount	Still Owing
136264	9/7/2012	ADAPTIV	ADAPTIVE PLANNING, INC.	\$ 11,220.00	
ADAPTIVE PLANNING, INC. TOTAL:				\$ 11,220.00	
135914	8/10/2012	AETNA	AETNA	\$ 32,386.00	
136160	8/31/2012	AETNA	AETNA	\$ 34,865.00	
136505	9/28/2012	AETNA	AETNA	\$ 30,217.00	
AETNA TOTAL:				\$ 97,468.00	
001159	7/25/2012	RENT01	BATESVILLE BACK YARD PROPERTIE	\$ 8,400.00	
001194	8/20/2012	RENT01	BATESVILLE BACK YARD PROPERTIE	\$ 8,400.00	
001260	9/4/2012	RENT01	BATESVILLE BACK YARD PROPERTIE	\$ 8,400.00	
001343	10/3/2012	RENT01	BATESVILLE BACK YARD PROPERTIE	\$ 8,400.00	
BATESVILLE BACK YARD PROPERTIES TOTAL:				\$ 33,600.00	
001167	7/25/2012	RENT15	BENJAMIN D. & LAURIE H. RASNER	\$ 6,400.00	
001199	8/20/2012	RENT15	BENJAMIN D. & LAURIE H. RASNER	\$ 6,400.00	
BENJAMIN D. & LAURIE H. RASNER TOTAL:				\$ 12,800.00	
001162	7/25/2012	RENT60	C&L PROPERTIES INC	\$ 8,499.36	
001208	8/20/2012	RENT60	C&L PROPERTIES INC	\$ 8,499.36	
001267	9/4/2012	RENT60	C&L PROPERTIES INC	\$ 8,499.36	
001344	10/3/2012	RENT60	C&L PROPERTIES INC	\$ 8,499.36	
C&L PROPERTIES INC TOTAL:				\$ 33,997.44	
136516	9/28/2012	NEWRT21	CC TWO, LLC	\$ 7,600.00	
CC TWO, LLC TOTAL:				\$ 7,600.00	
001175	7/25/2012	CHAINRE	CHAIN RESTAURANT SOLUTIONS	\$ 7,876.00	
001255	8/27/2012	CHAINRE	CHAIN RESTAURANT SOLUTIONS	\$ 7,876.00	
001308	9/28/2012	CHAINRE	CHAIN RESTAURANT SOLUTIONS	\$ 7,876.00	
CHAIN RESTAURANT SOLUTIONS TOTAL:				\$ 23,628.00	\$ 7,876.00
136157	8/24/2012	CINTAS	CINTAS CORPORATION (CONSOL)	\$ 5,859.17	
136521	9/28/2012	CINTAS	CINTAS CORPORATION (CONSOL)	\$ 6,263.28	
CINTAS CORPORATION (CONSOL) TOTAL:				\$ 12,122.45	\$ 9,315.84
135707	7/27/2012	COMCASN	COMCAST	\$ 7,794.00	
COMCAST TOTAL:				\$ 7,794.00	\$ 347.50
135997	8/16/2012	CONTECH	CONCEPT TECHNOLOGY INC.	\$ 31,074.61	
136359	9/11/2012	CONTECH	CONCEPT TECHNOLOGY INC.	\$ 12,886.50	
CONCEPT TECHNOLOGY INC. TOTAL:				\$ 43,961.11	
135717	7/27/2012	RENT27A	DICKSON FLAKE PARTNERS, INC.	\$ 7,979.06	
DICKSON FLAKE PARTNERS, INC. TOTAL:				\$ 7,979.06	
135862	8/3/2012	DLA	DLA PIPER US LLP	\$ 17,865.10	
DLA PIPER US LLP TOTAL:				\$ 17,865.10	
135934	8/10/2012	ECOSURE	ECOSURE	\$ 7,930.00	
136182	8/31/2012	ECOSURE	ECOSURE	\$ 7,930.00	
136301	9/7/2012	ECOSURE	ECOSURE	\$ 10,530.00	
136378	9/14/2012	ECOSURE	ECOSURE	\$ 7,930.00	
ECOSURE TOTAL:				\$ 34,320.00	
001144	7/25/2012	FL REVE	FLORIDA DEPARTMENT OF REVENUE	\$ 18,696.63	
001228	8/20/2012	FL REVE	FLORIDA DEPARTMENT OF REVENUE	\$ 9,984.34	
001288	9/19/2012	FL REVE	FLORIDA DEPARTMENT OF REVENUE	\$ 8,337.69	
FLORIDA DEPARTMENT OF REVENUE TOTAL:				\$ 37,018.66	
135730	7/27/2012	RENT07	GILL PROPERTIES	\$ 7,525.78	
136187	8/31/2012	RENT07	GILL PROPERTIES	\$ 7,525.78	
136545	9/28/2012	RENT07	GILL PROPERTIES	\$ 7,525.78	
GILL PROPERTIES TOTAL:				\$ 22,577.34	
135731	7/27/2012	GORREE	GORDON & REES LLP	\$ 21,823.25	
136498	9/25/2012	GORREE	GORDON & REES LLP	\$ 15,491.50	
136499	9/26/2012	GORREE	GORDON & REES LLP	\$ 16,991.49	
001315	10/16/2012	GORREE	GORDON & REES LLP	\$ 8,614.30	
GORDON & REES LLP TOTAL:				\$ 62,920.54	
001177	8/20/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 131,792.86	
001178	8/13/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 159,509.13	
001179	8/22/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 149,460.13	
001248	8/28/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 154,113.35	
001254	8/31/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 145,447.11	
001256	9/7/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 137,453.99	
001257	9/14/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 128,984.03	
001258	9/21/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 134,291.36	
001300	9/28/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 127,454.87	
001329	10/9/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 110,656.62	
001330	10/15/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 114,380.87	

Back Yard Burgers, Inc.
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Check Number	Date	Vendor Number	Name	Check Amount	Still Owing
008312	8/6/2012	GORDONF	GORDON FOOD SERVICE, INC.	\$ 136,099.51	
GORDON FOOD SERVICE, INC. TOTAL:				\$ 1,629,643.83	\$ 298,279.95
136698	10/10/2012	GRANT	GRANT THORNTON LLP	\$ 13,208.00	
136702	10/10/2012	GRANT	GRANT THORNTON LLP	\$ 11,695.00	
009559	8/3/2012	GRANTTH	GRANT THORNTON	\$ 8,280.00	
009610	10/9/2012	GRANTTH	GRANT THORNTON	\$ 4,160.00	
GRANT THORNTON TOTAL:				\$ 37,343.00	
001331	9/28/2012	GREATAM	GREAT AMERICAN GROUP, LLC	\$ 25,000.00	
GREAT AMERICAN GROUP, LLC TOTAL:				\$ 25,000.00	
001318	10/16/2012	GREENBE	GREENBERG TRAURIG	\$ 12,000.00	
001319	10/16/2012	GREENBE	GREENBERG TRAURIG	\$ 60,000.00	
001360	10/15/2012	GREENBE	GREENBERG TRAURIG	\$ 113,000.00	
GREENBERG TRAURIG TOTAL:				\$ 185,000.00	
001214	8/20/2012	GULFPOW	GULF POWER COMPANY	\$ 5,987.44	
GULF POWER COMPANY TOTAL:				\$ 5,987.44	
135736	7/27/2012	HERMITA	HERMITAGE LIGHTING GALLERY	\$ 14,674.76	
HERMITAGE LIGHTING GALLERY TOTAL:				\$ 14,674.76	
009569	8/13/2012	HINTZDA	DAVID HINTZ	\$ 6,250.00	
009571	8/16/2012	HINTZDA	DAVID HINTZ	\$ 398.63	
DAVID HINTZ TOTAL:				\$ 6,648.63	
001165	7/25/2012	RENT33	HOMETOWN DEVELOPMENT INC	\$ 8,000.00	
001205	8/20/2012	RENT33	HOMETOWN DEVELOPMENT INC	\$ 8,000.00	
HOMETOWN DEVELOPMENT INC TOTAL:				\$ 16,000.00	
009579	8/23/2012	HORTON	HORTON GROUP, INC	\$ 5,210.00	
009585	8/31/2012	HORTON	HORTON GROUP, INC	\$ 5,000.00	
HORTON GROUP, INC TOTAL:				\$ 10,210.00	
136105	8/23/2012	WONDER	IBC WONDER/HOSTESS	\$ 6,012.55	
136196	8/31/2012	WONDER	IBC WONDER/HOSTESS	\$ 6,002.42	
136388	9/14/2012	WONDER	IBC WONDER/HOSTESS	\$ 6,111.82	
136653	10/5/2012	WONDER	IBC WONDER/HOSTESS	\$ 9,937.43	
IBC WONDER/HOSTESS TOTAL:				\$ 28,064.22	
135951	8/10/2012	IMEC	IMEC	\$ 9,683.72	
IMEC TOTAL:				\$ 9,683.72	
135741	7/27/2012	AICCO	IPFS CORPORATION	\$ 33,442.89	
IPFS CORPORATION TOTAL:				\$ 33,442.89	
135742	7/27/2012	RENT09	J.C. MICHAEL TRUST	\$ 7,776.00	
136199	8/31/2012	RENT09	J.C. MICHAEL TRUST	\$ 7,776.00	
136555	9/28/2012	RENT09	J.C. MICHAEL TRUST	\$ 7,776.00	
J.C. MICHAEL TRUST TOTAL:				\$ 23,328.00	
135879	8/3/2012	JUDIV.	JACKSON ENERGY AUTHORITY	\$ 7,041.00	
136557	9/28/2012	JUDIV.	JACKSON ENERGY AUTHORITY	\$ 6,532.00	
JACKSON ENERGY AUTHORITY TOTAL:				\$ 13,573.00	
001163	7/25/2012	RENT13	JOHN H COCKE	\$ 7,854.70	
001213	8/20/2012	RENT13	JOHN H COCKE	\$ 7,854.70	
001261	9/4/2012	RENT13	JOHN H COCKE	\$ 7,854.70	
001345	10/3/2012	RENT13	JOHN H COCKE	\$ 7,854.70	
JOHN H COCKE TOTAL:				\$ 31,418.80	
001204	8/20/2012	RENT32	LESTER'S BYB JOINT VENTURE I	\$ 9,097.41	
001264	9/4/2012	RENT32	LESTER'S BYB JOINT VENTURE I	\$ 9,097.41	
001348	10/3/2012	RENT32	LESTER'S BYB JOINT VENTURE I	\$ 9,097.41	
RENT32	7/25/2012	RENT32	LESTER'S BYB JOINT VENTURE I	\$ 9,097.41	
LESTER'S BYB JOINT VENTURE I TOTAL:				\$ 36,389.64	
001168	7/25/2012	RENT31	LESTER'S BYB JOINT VENTURE II	\$ 7,958.91	
001203	8/20/2012	RENT31	LESTER'S BYB JOINT VENTURE II	\$ 7,958.91	
001270	9/4/2012	RENT31	LESTER'S BYB JOINT VENTURE II	\$ 7,958.91	
001347	10/3/2012	RENT31	LESTER'S BYB JOINT VENTURE II	\$ 7,958.91	
LESTER'S BYB JOINT VENTURE II TOTAL:				\$ 31,835.64	
001169	7/25/2012	RENT16	LESTERS BYB JOINT VENTURES	\$ 6,342.66	
001200	8/20/2012	RENT16	LESTERS BYB JOINT VENTURES	\$ 6,342.66	
001262	9/4/2012	RENT16	LESTERS BYB JOINT VENTURES	\$ 6,342.66	
001349	10/3/2012	RENT16	LESTERS BYB JOINT VENTURES	\$ 6,342.66	
LESTERS BYB JOINT VENTURES TOTAL:				\$ 25,370.64	
001170	7/25/2012	RENT34	LESTER'S JOINT VENTURE IV	\$ 8,922.07	
001206	8/20/2012	RENT34	LESTER'S JOINT VENTURE IV	\$ 8,922.07	
001265	9/4/2012	RENT34	LESTER'S JOINT VENTURE IV	\$ 8,922.07	
001350	10/3/2012	RENT34	LESTER'S JOINT VENTURE IV	\$ 8,922.07	

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LESTER'S JOINT VENTURE IV TOTAL:				\$ 35,688.28	
136658	10/5/2012	MPALAZO	M PALAZOLA PRODUCE CO	\$ 6,181.50	
M PALAZOLA PRODUCE CO TOTAL:				\$ 6,181.50	\$ 5,185.50
001146	7/25/2012	MLGW	MEMPHIS LIGHT, GAS, AND WATER	\$ 50,214.20	
001242	9/4/2012	MLGW	MEMPHIS LIGHT, GAS, AND WATER	\$ 20,671.01	
001322	10/9/2012	MLGW	MEMPHIS LIGHT, GAS, AND WATER	\$ 9,671.97	
MEMPHIS LIGHT, GAS, AND WATER TOTAL:				\$ 80,557.18	\$ 45,650.33
136021	8/16/2012	0023434	MEMPHIS MECHANICAL	\$ 6,675.69	
MEMPHIS MECHANICAL TOTAL:				\$ 6,675.69	
135756	7/27/2012	MEMPHIS	MEMPHIS MECHANICAL SERVICES	\$ 22,640.44	
136115	8/23/2012	MEMPHIS	MEMPHIS MECHANICAL SERVICES	\$ 11,900.09	
136213	8/31/2012	MEMPHIS	MEMPHIS MECHANICAL SERVICES	\$ 19,067.43	
MEMPHIS MECHANICAL SERVICES TOTAL:				\$ 53,607.96	\$ 2,519.66
001317	10/16/2012	MOOREVA	MOORE & VAN ALLEN PLLC	\$ 50,000.00	
MOORE & VAN ALLEN PLLC TOTAL:				\$ 50,000.00	
001147	7/25/2012	MSTAX	MS. STATE TAX COMMISSION	\$ 23,106.00	
001227	8/22/2012	MSTAX	MS. STATE TAX COMMISSION	\$ 19,027.00	
001297	9/24/2012	MSTAX	MS. STATE TAX COMMISSION	\$ 18,961.00	
MS. STATE TAX COMMISSION TOTAL:				\$ 61,094.00	\$ 18,961.00
001148	7/25/2012	NES	NASHVILLE ELECTRIC SERVICE	\$ 13,160.17	
001239	8/20/2012	NES	NASHVILLE ELECTRIC SERVICE	\$ 6,527.51	
NASHVILLE ELECTRIC SERVICE TOTAL:				\$ 19,687.68	
009552	7/27/2012	NEWAGEN	NEW AGENCY CONCEPTS LLC	\$ 17,202.10	
009565	8/10/2012	NEWAGEN	NEW AGENCY CONCEPTS LLC	\$ 13,761.50	
009592	9/7/2012	NEWAGEN	NEW AGENCY CONCEPTS LLC	\$ 21,560.01	
NEW AGENCY CONCEPTS LLC TOTAL:				\$ 52,523.61	
136365	9/14/2012	OKLATAX	OKLAHOMA TAX COMMISSION	\$ 6,575.00	
OKLAHOMA TAX COMMISSION TOTAL:				\$ 6,575.00	
135774	7/27/2012	RENT18	PAT DE SANTIS	\$ 7,726.69	
136228	8/31/2012	RENT18	PAT DE SANTIS	\$ 7,726.69	
136584	9/28/2012	RENT18	PAT DE SANTIS	\$ 7,726.69	
PAT DE SANTIS TOTAL:				\$ 23,180.07	
136585	9/28/2012	PEIFER	PEIFER SAFE & LOCK CO.	\$ 6,982.03	
PEIFER SAFE & LOCK CO. TOTAL:				\$ 6,982.03	\$ 254.55
001149	7/25/2012	QSR	QSRONLINE.COM	\$ 6,089.06	
001238	8/2/2012	QSR	QSRONLINE.COM	\$ 6,089.06	
001295	9/20/2012	QSR	QSRONLINE.COM	\$ 6,495.00	
QSRONLINE.COM TOTAL:				\$ 18,673.12	
136133	8/23/2012	RADIANT	RADIANT SYSTEMS	\$ 12,951.94	
RADIANT SYSTEMS TOTAL:				\$ 12,951.94	\$ 37,323.26
009581	8/23/2012	PHASE3	PHASE 3 MEDIA LLC	\$ 37,129.64	
PHASE 3 MEDIA LLC TOTAL:				\$ 37,129.64	
135814	7/27/2012	RENT35	RALPH LYNN JR.	\$ 8,756.91	
136234	8/31/2012	RENT35	RALPH LYNN JR.	\$ 8,888.27	
136590	9/28/2012	RENT35	RALPH LYNN JR.	\$ 8,888.27	
RALPH LYNN JR. TOTAL:				\$ 26,533.45	
136261	9/5/2012	REALTY	REALTY INCOME	\$ 41,165.44	
136591	9/28/2012	REALTY	REALTY INCOME	\$ 41,165.44	
001247	8/20/2012	REALTY	REALTY INCOME	\$ 51,386.13	
001174	7/25/2012	REALTY	REALTY INCOME -REGIONS	\$ 51,386.13	
REALTY INCOME TOTAL:				\$ 185,103.14	
001155	7/25/2012	REGPOS	REGIONS EQUIPMENT FINANCE CORP	\$ 15,802.51	
001240	8/16/2012	REGPOS	REGIONS EQUIPMENT FINANCE CORP	\$ 19,493.76	
REGIONS EQUIPMENT FINANCE CORP TOTAL:				\$ 35,296.27	
136135	8/23/2012	RENT17	RETAIL MANAGEMENT SERVICES	\$ 6,703.92	
RETAIL MANAGEMENT SERVICES TOTAL:				\$ 6,703.92	
136060	8/17/2012	RIGHTPL	RIGHT PLACE MEDIA, LLC	\$ 8,603.60	
136237	8/31/2012	RIGHTPL	RIGHT PLACE MEDIA, LLC	\$ 5,058.15	
136239	8/31/2012	RIGHTPL	RIGHT PLACE MEDIA, LLC	\$ 11,812.43	
136408	9/14/2012	RIGHTPL	RIGHT PLACE MEDIA, LLC	\$ 60,773.61	
136481	9/21/2012	RIGHTPL	RIGHT PLACE MEDIA, LLC	\$ 62,318.67	
136594	9/28/2012	RIGHTPL	RIGHT PLACE MEDIA, LLC	\$ 13,978.28	
136674	10/5/2012	RIGHTPL	RIGHT PLACE MEDIA, LLC	\$ 15,517.98	
RIGHT PLACE MEDIA, LLC TOTAL:				\$ 178,062.72	\$ 35,300.70
135818	7/27/2012	RENT21	ROBERT F. FOGELMAN	\$ 7,600.00	
136240	8/31/2012	RENT21	ROBERT F. FOGELMAN	\$ 7,600.00	

Back Yard Burgers, Inc.
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Check Number	Date	Vendor Number	Name	Check Amount	Still Owing
ROBERT F. FOGELMAN TOTAL:				\$ 15,200.00	
135819	7/27/2012	RENT19A	ROOZIMAN SHAH	\$ 5,980.92	
136137	8/23/2012	RENT19A	ROOZIMAN SHAH	\$ 15,664.61	
136241	8/31/2012	RENT19A	ROOZIMAN SHAH	\$ 5,980.92	
136595	9/28/2012	RENT19A	ROOZIMAN SHAH	\$ 5,980.92	
ROOZIMAN SHAH TOTAL:				\$ 33,607.37	
001316	10/16/2012	RUSTCON	RUST CONSULTING	\$ 10,000.00	
RUST CONSULTING TOTAL:				\$ 10,000.00	
136243	8/31/2012	SELLSDE	SELLS DEVELOPMENT, INC.	\$ 6,666.00	
SELLS DEVELOPMENT, INC. TOTAL:				\$ 6,666.00	
136484	9/21/2012	SITRICK	SITRICK AND COMPANY	\$ 40,000.00	
SITRICK AND COMPANY TOTAL:				\$ 40,000.00	
135823	7/27/2012	SMLAWRE	SM LAWRENCE CO., INC	\$ 5,883.29	
SM LAWRENCE CO., INC TOTAL:				\$ 5,883.29	
136762	10/12/2012	SPRINGF	SPRINGFIELD GROCER COMPANY	\$ 6,050.13	
SPRINGFIELD GROCER COMPANY TOTAL:				\$ 6,050.13	\$ 5,215.68
135830	7/27/2012	STCLOUD	ST. CLOUD PARTNERS, GP	\$ 12,703.43	
136247	8/31/2012	STCLOUD	ST. CLOUD PARTNERS, GP	\$ 12,703.43	
136605	9/28/2012	STCLOUD	ST. CLOUD PARTNERS, GP	\$ 12,703.43	
ST. CLOUD PARTNERS, GP TOTAL:				\$ 38,110.29	
009561	8/3/2012	STRATEG	STRATEGIC PURCHASING SERVICES	\$ 10,500.00	
009601	9/14/2012	STRATEG	STRATEGIC PURCHASING SERVICES	\$ 4,500.00	
STRATEGIC PURCHASING SERVICES TOTAL:				\$ 15,000.00	
136147	8/23/2012	0021437	STATE SYSTEMS, INC	\$ 6,600.00	
136346	9/7/2012	0021437	STATE SYSTEMS, INC	\$ 8,693.50	
STATE SYSTEMS, INC TOTAL:				\$ 15,293.50	
136051	8/16/2012	TEKK3	tEkk3	\$ 6,000.00	
136251	8/31/2012	TEKK3	tEkk3	\$ 6,000.00	
tEkk3 TOTAL:				\$ 12,000.00	
001153	7/25/2012	TN REVE	TENNESSEE DEPT OF REVENUE	\$ 162,054.00	
001210	8/20/2012	TN REVE	TENNESSEE DEPT OF REVENUE	\$ 122,426.00	
001271	9/21/2012	TN REVE	TENNESSEE DEPT OF REVENUE	\$ 47,494.00	
001299	9/24/2012	TN REVE	TENNESSEE DEPT OF REVENUE	\$ 82,526.00	
001310	9/24/2012	TN REVE	TENNESSEE DEPT OF REVENUE	\$ 82,529.00	
001358	10/3/2012	TN REVE	TENNESSEE DEPT OF REVENUE	\$ 150,601.00	
TENNESSEE DEPT OF REVENUE TOTAL:				\$ 647,630.00	
136610	9/28/2012	THOMAS	THOMAS AND THORNGREN, INC	\$ 6,249.61	
THOMAS AND THORNGREN, INC TOTAL:				\$ 6,249.61	\$ 12,499.21
001172	7/25/2012	RENT28	TOM AND PAT LIVINGSTON	\$ 11,091.67	
001202	8/20/2012	RENT28	TOM AND PAT LIVINGSTON	\$ 11,091.67	
001263	9/4/2012	RENT28	TOM AND PAT LIVINGSTON	\$ 11,091.67	
001352	10/3/2012	RENT28	TOM AND PAT LIVINGSTON	\$ 11,091.67	
TOM AND PAT LIVINGSTON TOTAL:				\$ 44,366.68	\$ 11,091.67
136151	8/23/2012	CITYMEM	TREASURER, CITY OF MEMPHIS	\$ 65,206.15	
TREASURER, CITY OF MEMPHIS TOTAL:				\$ 65,206.15	
135908	8/3/2012	TRUEBRI	TRUEBRIDGE RESOURCES, INC	\$ 12,380.25	
136153	8/23/2012	TRUEBRI	TRUEBRIDGE RESOURCES, INC	\$ 5,880.00	
136353	9/7/2012	TRUEBRI	TRUEBRIDGE RESOURCES, INC	\$ 6,467.50	
136614	9/28/2012	TRUEBRI	TRUEBRIDGE RESOURCES, INC	\$ 5,880.00	
TRUEBRIDGE RESOURCES, INC TOTAL:				\$ 30,607.75	
009608	9/28/2012	UMI	UMI, INC.	\$ 7,500.00	
009611	10/11/2012	UMI	UMI, INC.	\$ 16,767.52	
009615	10/12/2012	UMI	UMI, INC.	\$ 857.98	
UMI, INC. TOTAL:				\$ 25,125.50	
001154	7/25/2012	UPSFUSI	UPS- FUSION PARTNERS	\$ 9,783.67	
001236	8/17/2012	UPSFUSI	UPS- FUSION PARTNERS	\$ 5,628.90	
001291	9/13/2012	UPSFUSI	UPS- FUSION PARTNERS	\$ 6,581.41	
UPS- FUSION PARTNERS TOTAL:				\$ 21,993.98	\$ 6,984.98
009556	7/27/2012	VECTOR	VECTOR PRINTING, LLC	\$ 17,257.35	
009583	8/23/2012	VECTOR	VECTOR PRINTING, LLC	\$ 425.85	
VECTOR PRINTING, LLC TOTAL:				\$ 17,683.20	
Total:				\$ 4,590,336.56	\$ 496,805.83

STATEMENT OF FINANCIAL AFFAIRS

EXHIBIT 3c

PAYMENTS TO INSIDERS

Back Yard Burgers, Inc.
Case No. 12-12882
SOFA 3c. Payment to creditors.

NAME	ADDRESS	DATE OF WITHDRAWAL	PURPOSE OF WITHDRAWAL	AMOUNT
Stephen Lynn (Chairman)	500 Church Street Suite 200 Nashville, TN 37219	10/26/2011	Salary	\$ 538.47
Stephen Lynn (Chairman)		11/9/2011	Salary	\$ 538.47
Stephen Lynn (Chairman)		11/23/2011	Salary	\$ 538.47
Stephen Lynn (Chairman)		12/7/2011	Salary	\$ 538.47
Stephen Lynn (Chairman)		12/21/2011	Salary	\$ 538.47
Stephen Lynn (Chairman)		1/4/2011	Salary	\$ 538.47
Stephen Lynn (Chairman)		1/18/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		2/1/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		2/15/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		2/29/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		3/14/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		3/28/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		4/11/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		4/25/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		5/9/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		5/23/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		6/6/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		6/20/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		7/3/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		7/18/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		8/1/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		8/15/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		8/29/2012	Salary	\$ 538.47
Stephen Lynn (Chairman)		9/12/2012	Salary	\$ 538.47
Total for Stephen Lynn:				\$ 12,923.28
James E. Boyd, Jr. (CEO)	500 Church Street Suite 200 Nashville, TN 37219	10/26/2011	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		11/9/2011	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		11/23/2011	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		12/7/2011	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		12/21/2011	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		1/4/2011	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		1/18/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		2/1/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		2/15/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		2/29/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		3/14/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		3/28/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		4/11/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		4/25/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		5/9/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		5/23/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		6/6/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		6/20/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		7/3/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		7/18/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		8/1/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		8/15/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		8/29/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		9/12/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		9/26/2012	Salary	\$ 7,692.31
James E. Boyd, Jr. (CEO)		10/10/2012	Salary	\$ 7,692.31
Total for James Boyd:				\$ 200,000.06
Steve Neuroth (Former CFO)	500 Church Street Suite 200 Nashville, TN 37219	10/26/2011	Salary	\$ 4,807.70
Steve Neuroth (Former CFO)		11/9/2011	Salary	\$ 4,807.70
Steve Neuroth (Former CFO)		11/23/2011	Salary	\$ 4,807.70
Steve Neuroth (Former CFO)		12/7/2011	Salary	\$ 4,807.70
Steve Neuroth (Former CFO)		12/21/2011	Salary	\$ 4,807.70

Back Yard Burgers, Inc.
Case No. 12-12882
SOFA 3c. Payment to creditors.

NAME	ADDRESS	DATE OF WITHDRAWAL	PURPOSE OF WITHDRAWAL	AMOUNT
Steve Neuroth (Former CFO)		1/4/2011	Salary	\$ 4,807.70
Steve Neuroth (Former CFO)		1/18/2012	Salary	\$ 4,807.70
Steve Neuroth (Former CFO)		2/1/2012	Salary	\$ 4,807.70
Steve Neuroth (Former CFO)		2/15/2012	Salary	\$ 4,807.70
Steve Neuroth (Former CFO)		2/29/2012	Salary	\$ 2,403.85
Total for Steve Neuroth:				\$ 45,673.15
Robert Abbajay (COO)	500 Church Street Suite 200 Nashville, TN 37219	10/26/2011	Salary	\$ 6,730.77
Robert Abbajay (COO)		11/9/2011	Salary	\$ 6,730.77
Robert Abbajay (COO)		11/23/2011	Salary	\$ 6,730.77
Robert Abbajay (COO)		12/7/2011	Salary	\$ 6,730.77
Robert Abbajay (COO)		12/21/2011	Salary	\$ 6,730.77
Robert Abbajay (COO)		1/4/2011	Salary	\$ 6,730.77
Robert Abbajay (COO)		1/18/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		2/1/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		2/15/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		2/29/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		3/14/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		3/28/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		4/11/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		4/25/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		5/9/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		5/23/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		6/6/2012	Salary	\$ 6,730.77
Robert Abbajay (COO)		6/20/2012	Salary	\$ 1,346.14
Robert Abbajay (COO)		7/3/2012	Salary	\$ 13,461.40
Total for Robert Abbajay:				\$ 129,230.63
Paula Manley (former CFO)	500 Church Street Suite 200 Nashville, TN 37219	3/28/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		4/11/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		4/25/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		5/9/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		5/23/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		6/6/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		6/20/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		7/3/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		7/18/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		8/1/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		8/15/2012	Salary	\$ 5,384.62
Paula Manley (former CFO)		8/29/2012	Salary	\$ 5,384.62
Total for Paule Manley:				\$ 64,615.44
Monte Jump (CMO)	500 Church Street Suite 200 Nashville, TN 37219	8/29/2012	Salary	\$ 4,423.08
Monte Jump (CMO)		9/12/2012	Salary	\$ 4,615.39
Monte Jump (CMO)		9/26/2012	Salary	\$ 4,615.39
Monte Jump (CMO)		10/10/2012	Salary	\$ 4,615.39
Total for Monte Jump:				\$ 18,269.25
Total:				\$ 470,711.81

STATEMENT OF FINANCIAL AFFAIRS

EXHIBIT 4a

SUITS AND ADMINISTRATIVE PROCEEDINGS

Back Yard Burgers, Inc.

Case No. 12-12882

SOFA 4a. Suits and administrative proceedings, executions, garnishments and attachments

CREDITOR NAME	CONTACT PERSON	STREET ADDRESS1	STREET ADDRESS2	STREET ADDRESS3	FAX	PHONE	AMOUNT	JURISDICTION	DESCRIPTION
Andy Abbajay	Jonathan Street	The Higgins Firm	116 Third Ave South	Nashville , TN 37201	(615) 353-0963	(615) 353-0930	Unknown and disputed (insured)	Circuit Court for Davidson County, Tennessee	Complaint filed, Motion to extend time for filing response for Defendant James Boyd filed, Case stayed pending Bankruptcy Confirmation for Defendant BYBI; Case no. 12-C3508
Ben E. Keith, Co.	J.R. Buzbee	300 Spring Bldg	Suite 1004	Little Rock, AR 72201	501-376-3410	501-376-3418	47637.8 - disputed	Ulaski County Circuit Court, Arkansas	Complaint filed; Case stayed pending Bankruptcy Confirmation (Claim for same damages filed in Bankruptcy Court as unsecured creditor); Case no. 60CV124745
Brady Keith and Unnamed Class	Joshua Dickinson	Spencer Fane Britt & Browne, LLP	9420 Underwood Ave, Ste. 200	Omaha, NE 68114	402-965-8601	402-965-8600	Unknown and disputed (insured)	U.S. District Court for the District of Nebraska	Plaintiff filed Motion to Voluntarily Dismiss (without prejudice) BYBI from case November 2012; Case no. 8: 11- CV-00135
Carl Diaz	Andrew Weiner	The Weiner Law Firm LLC	3725 Piedmont Rd., 7 Piedmont Center, 3rd Floor	Atlanta, GA 30305	404-254-0842	404-254-0842	Unknown and disputed (insured0)	U.S. District Court for the Middle District of Tennessee	complaint and Answer filed - Case Stayed pending Bankruptcy Confirmation
Effie Walton	David McClaughlin	40 S. Main Street	Suite 2600	Memphis, TN 38103	901-217-7000	901-333-1897	Unknown and disputed (insured)	U.S. District Court for the Western District of Tennessee	Personal Injury Slip and Fall; Complaint filed; Case no. 2:11 - CV - 02190 case stayed by Bankruptcy
Falleys, Inc. D/B/A Food 4 Less #08	Zachary A. King	Butler & Associates, P.A.	3706 S. Topeka Blvd., Suite 300	Topeka, KS 66609	785-267-7341	785-267-6444	\$ 1,500.00		Default Judgment for failure to garnish wages
Hermitage Commons II, LLC	Mark Morrison	323 Union St.	Suite 400	Nashville, TN 37201		615-345-7006	\$ 5,314.30	Davidson County General Sessions Court of Tennessee	Complaint filed - Stayed Pending Bankruptcy Confirmation; Claim for same damages filed in Bankruptcy as unsecured creditor
James Autwell	Shannon Elsea	Gatti, Keltner, Bienvenu & Montesi	219 Adams Ave	Memphis, TN 38103		901-526-2126	Unknown and disputed (insured)	TN Circuit Court - 30th District of Memphis	Workers compensation - case stayed by Bankruptcy
Nathan Steppach	Michael Hollis	US EEOC	1407 Union Ave, Suite 901	Memphis, TN 38104			Unknown and disputed	EEOC - Memphis, TN	EEOC investigation closed November 2012; right to sue letter issued

STATEMENT OF FINANCIAL AFFAIRS

EXHIBIT 8

LOSSES

Back Yard Burgers, Inc.
Case No. 12-12882
SOFA 8. Losses.

Location Description	Injury Date	Claim Number	Accident Description	Status	Incurred Total	Paid Total	Policy Year
5004 MARYLAND WAY BRENTWOOD TN	10/18/2012	550-A39518	EMP WAS PLACING COBBLER IN WARMER WHEN HE DROPPED IT AND THE JUICES HIT HIS ARM CAUSING A BURN.	O	\$ 2,000.00	\$ 0.00	2011
208 N ANDERSON LANE HENDERSONVILLE TN	10/6/2012	550-A38932	EMP WAS TILTING ICE CREAM FREEZER WHEN LID FELL AND STRUCK EMP ON BOTH HANDS	F	\$ 0.00	\$ 0.00	2011
6466 POPLAR AVENUE MEMPHIS TN	9/22/2012	550-A38540	EMPLOYEE CLEANING FRONT OF COOLER AND IT FELL OVER ON HER LEFT FOOT CAUSING BRUISING AND SWELLING MAINLY IN THE TOES.	O	\$ 6,301.00	\$ 51.81	2011
	8/31/2012	550-A37322	EMP WAS LIFTING A GRILL TO TAKE IT BACK TO CLEAN IT AND HIS HANDS AND FINGERS BURNED THROUGH THE GLOVES BY THE HOT GRIL	F	\$ 210.68	\$ 210.68	2011
208 N ANDERSON LANE HENDERSONVILLE TN	8/13/2012	550-A36898	EMP WAS WALKING BY THE GRILL WHEN HE SLIPPED AND FELL ON HIS R WRIST	F	\$ 23.90	\$ 23.90	2011
	8/3/2012	197-A37680	EMP OPENED OVEN DOOR WITH BARE HAND CAUSING BURN TO PALM AREA OF LEFT HAND	F	\$ 0.00	\$ 0.00	2011
2744 ELM HILL PIKE NASHVILLE TN	7/26/2012	550-A37838	EMPLOYEE SLIPPED AND FELL ON ICE IN FREEZER, TWISTING HER RIGHT KNEE	F	\$ 649.62	\$ 649.62	2011
	7/1/2012	550-A34010	EMP WAS LIFTING BOXES OF SODA WHEN ONE FELL ONTO HER STOMACHCAUSING PAIN.	F	\$ 8,244.45	\$ 8,244.45	2011
3288 AUSTIN PEAY HWY MEMPHIS TN	6/25/2012	550-A33667	EMP WAS PREPARING A GRILLED CHICKEN SALAD WITH A KNIFE , EMP CUT LT HAND CAUSING LACERATION.	F	\$ 0.00	\$ 0.00	2011
1711 GALLERIA BLVD FRANKLIN TN	6/20/2012	550-A33679	EMP WENT TO GRAB A HOT OBJECT THAT WAS FALLING CAUSING BURN TO UNKNOWN HAND.	F	\$ 0.00	\$ 0.00	2011
	5/29/2012	550-A32247	EMP CLEANING TABLE WHEN EDGE OF TABLE LACERATED FINGER	F	\$ 343.37	\$ 343.37	2011
	5/28/2012	550-A32410	EMP WAS CLEANING THE GRILL, WHEN TURNING THE GRILL OVER, IT SLIPPED AND FELL ON THE EMP RIGHT HAND	F	\$ 319.17	\$ 319.17	2011
	5/21/2012	550-A31898	EMP WAS CLOSING A DUMPSTER DOOR WHEN A WASP STUNG HER ON HER L HAND RING FINGER	F	\$ 0.00	\$ 0.00	2011
2744 ELM HILL PIKE NASHVILLE TN	5/12/2012	550-A32141	EMPLOYEE CARRYING TWO TABLES AT ONE TIME AND TABLE STRUCK HER UNK KNEE CAUSING UNK INJ, POSSIBLE FRACTURE,LIGAMENT ISSUE	O	\$ 21,615.60	\$ 10,985.96	2011
2744 ELM HILL PIKE NASHVILLE TN	5/11/2012	550-A32142	EMPLOYEE WORKING GRILL, FLAME AND SMOKE FLEW UP HITTING LEFT EYE CAUSING UNK EXACT INJ, NEEDS TO SEE SPECIALIST	F	\$ 1,132.63	\$ 1,132.63	2011
208 N ANDERSON LANE HENDERSONVILLE TN	5/1/2012	550-A31308	EMP WAS PICKING UP SLICER TO TAKE TO SINK AND IT FELL OUT OF HANDS&SHE TRIED TO CATCH IT AND HER FINGER STRUCK BLADE	F	\$ 505.01	\$ 505.01	2011
	3/4/2012	550-A27771	EMPLOYEE WAS CARRYING ORDER OF FRIES TO THE STATION, COOK MOVED BUN CARRIER IN EMPLOYEES PATH CAUSING HIM TO FALL	F	\$ 0.00	\$ 0.00	2011
165 GOODMAN ROAD W SOUTHAVEN MS	2/19/2012	197-A28650	EMPLOYEE WAS CLEANING OUT SANDWHICH STATION WHEN HE SLIPPED AND FELL	F	\$ 0.00	\$ 0.00	2011

Back Yard Burgers, Inc.
Case No. 12-12882
SOFA 8. Losses.

Location Description	Injury Date	Claim Number	Accident Description	Status	Incurred Total	Paid Total	Policy Year
2744 ELM HILL PIKE NASHVILLE TN	1/17/2012	550-A31649	EMPLOYEE WAS IN THE KITCHEN, STEPPED INTO A DRAIN HOLE WITHOUT A COVER TOP, TWISTED HER LEFT FOOT AND ANKLE	F	\$ 282.49	\$ 282.49	2011
1015 CENTER POINT PLACE FRANKLIN TN	12/27/2011	550-A24409	EMPLOYEE WAS WALKING TO CENTER OF AISLE WHEN SHE SLIPPED AND FELL FORWARD ONTO FLOOR.	F	\$ 0.00	\$ 0.00	2011
5091 PARK AVENUE MEMPHIS TN	12/20/2011	550-A24073	EMP WAS OPENING A BAG OF PICKLES AND CUT HIS FINGER	F	\$ 0.00	\$ 0.00	2011
2744 ELM HILL PIKE NASHVILLE TN	12/12/2011	550-A23810	EMP PUTTING GROCERIES AWAY AND SLIPPED ON ICE AND FELL CAUSING INJURY	F	\$ 358.83	\$ 358.83	2011
3662 S. HOUSTON LEVEE RD COLLIERSVILLE TN	12/4/2011	550-A23230	EMP WAS CLEANING THE WALL BEHIND THE CHARBROIL, TRIPPED OVERGAS LINE, FELL TO THE GROUND	F	\$ 627.83	\$ 627.83	2011
12 STONEBRIDGE BLVD JACKSON TN	11/30/2011	550-A23029	EMP BURNED 1ST 3 FINGERS ON LEFT HAND WHEN TOUCHING A PIECE OF THE UTENSIL USED TO CLEAN THE HOT OIL IN THE FRYER.	F	\$ 356.40	\$ 356.40	2011
5004 MARYLAND WAY BRENTWOOD TN	11/14/2011	550-A22468	EMPLOYEE WAS WALKING AND KNEE BUCKLED AND HE TWISTED HIS LEFT ANKLE	F	\$ 373.77	\$ 373.77	2011
185 HOUSE CARLSON DR BATESVILLE MS	11/8/2011	197-A23221	EMPLOYEE WAS SLICING A TURKEY BURGER, MISSED TURKEY BURGER AND SLICED HIS LT THUMB.	F	\$ 974.64	\$ 974.64	2011
2931 KIRBY WHITTEN RD BARTLETT TN	10/20/2011	550-A20922	EMP WAS THROWING WATER ON FLOOR AND SLIPPED ON WET FLOOR CAUSING PAIN TO LOWER BACK AND TWISTING LEFT KNEE.	O	\$ 38,086.85	\$ 21,656.97	2010
2744 ELM HILL PIKE NASHVILLE TN	9/19/2011	550-A26043	EMP WAS DRIVING TRIED TO AVOID A DOG, RAN OFF SIDE OF HWY, CAR ROLLED OVER,	O	\$ 9,437.07	\$ 3,137.07	2010
3288 AUSTIN PEAY HWY MEMPHIS TN	8/24/2011	550-A17659	GASKET IN WALK-IN COOLER DOOR IS MISSING, EMP GRABBED DOOR CUTTING HIMSELF WITH SHARP EDGE.	F	\$ 425.46	\$ 425.46	2010
7780 HWY 64 E BARTLETT TN	8/2/2011	550-A16319	EMP WAS DRIVING TO OFFICE FROM A STORE, WAS REAR ENDED BY ANOTHER CAR, CAUSING INJURY TO NECK AND LOWER BACK	F	\$ 6,834.81	\$ 6,834.81	2010
821 N. PARKWAY JACKSON TN	7/6/2011	550-A14598	EMP WAS CLEANING GRILL ,WHEEL FELL OFF THE GRILL AND FELL ONEMPLOYEE'S FOOT	F	\$ 0.00	\$ 0.00	2010
5004 MARYLAND WAY BRENTWOOD TN	6/24/2011	550-A17868	EMP WAS ON LADDER CLEANING GREASE OFF ROOF WHEN HE SLIPPED AND GRABBED GUTTER CUTTING HIS FINGER.	F	\$ 323.13	\$ 323.13	2010
5004 MARYLAND WAY BRENTWOOD TN	4/29/2011	550-A10259	EMPLOYEE PUT HER HANDS IN THE DOOR HINGES AND SOMEONE CAME ALONG AND SLAMMED THE DOOR SHUT.	F	\$ 27.51	\$ 27.51	2010
2744 ELM HILL PIKE NASHVILLE TN	4/4/2011	550-A08559	EMP TOOK A GRILL FROM BACK OF TRUCK THEN PULLED IT TO LOCATION AND STRAINED BACK, UNK SHOULDER, AND UNK KNEE.	F	\$ 0.00	\$ 0.00	2010
208 N ANDERSON LANE HENDERSONVILLE TN	2/9/2011	550-A05207	EMPLOYEE WAS WALKING OUT THE BACK DOOR TO CHANGE MENU BOARD SLIPPED ON ICE FALLING HITTING THE CONCRETE.	F	\$ 0.00	\$ 0.00	2010
208 N ANDERSON LANE HENDERSONVILLE TN	2/1/2011	550-A04747	EMPLOYEE WALKED BY THE GRILL GRATE WHEN IT SLIPPED STRIKING HER ON THE RIGHT LOWER LEG	F	\$ 0.00	\$ 0.00	2010

STATEMENT OF FINANCIAL AFFAIRS

EXHIBIT 14

PROPERTY HELD FOR ANOTHER PERSON

Back Yard Burgers, Inc.

Case No. 12-12882

SOFA 14. Property held for another person.

STORE	VENDOR	STORE ADDRESS 1	STORE ADDRESS 2	PAYEE	ADDRESS1	ADDRESS2	ADDRESS3	CONTACT
1	RENT01	185 House Carlson Dr	Batesville, MS 38606	BATESVILLE BACK YARD PROPERTIES LLC				
4	RENT04B	8251 Hwy 51 North	Millington, TN 38053	COMMERCIAL ALLIANCE	PO Box 11407	Dept 5526	Birmingham, AL 35246	
5	RENT05	3288 Austin Peay Hwy	Memphis, TN 38128	BROADMOOR INVESTMENT - STORE #5	3184 Overbrook		Memphis, TN 38128	William Scarbrough
6	RENT06	3659 Hickory Hill Road	Memphis, TN 38115	WILLIAM J WEBB : STORE #6	2219 Riverview Rd		Murfreesboro, TN 37130	William Webb
7	RENT07	2931 Kirby Whitten Rd	Bartlett, TN 38134	GILL PROPERTIES : STORE #7	8130 Macon Station	Ste 114	Memphis, TN 38018	Janet Ferrell
8	RENT08	8079 Trinity Road	Cordova, TN 38018	PALMER BROS. : STORE #8	841 S Cooper		Memphis, TN 38104	
9	RENT09	5091 Park Avenue	Memphis, TN 38117	J.C. MICHAEL TRUSTEES : STORE #9	12400 Fox Lair Dr		Collierville, TN 38017	Dan Michael
15	RENT15	4471 Summer Avenue	Memphis, TN 38122	LAURIE RASNER - STORE #15	7953 Trieste Place		Delray Beach, FL 33446	Laurie Rasner
16	RENT16	9000 Highway 64	Lakeland, TN 38002	LESTERS JOINT VENTURE #3 - STORE #16	The Bank of Nashville	401 Church St	Nashville, TN 37219	Pattie Lester
17	RENT17	7073 Winchester Rd	Memphis, TN 38125	RETAIL MANAGEMENT	5100 Poplar Ave	Ste 2607	Memphis, TN 38137	Michael Lightman
18	RENT18	1685 N Germantown Pkwy	Cordova (Dexter Lake), TN 38016	DPI GROUP, LLC	PO Box 3307		Fresno, CA 93650	Pat DeSantis
19	RENT19A	1709 Whitten Road (C Whitten)	Bartlett, TN 38134	WHITTEN RD OF MPHS	514 Stone Oaks Cv		Collierville, TN 38017	Rooziman Shah
20	NG POPL	3183 Poplar Avenue	Memphis, TN 38111	NIGHTINGALE PROPERTIES	1430 Broadway	Ste 1605	New York, NY 10018	615-373-9511
21	FOGELMAN	6466 Poplar Avenue	Memphis, TN 38119	ROBERT F. FOGELMAN	744 S White Station Rd		Memphis, TN 38117	Cheryl Pentadosi
27	RENT27A	2700 Alexander Dr	Jonesboro, AR 72401	DICKSON FLAKE PARTNERS	PO Box 3546		Little Rock, AR 72203	
28	RENT28	12 Stonebridge Blvd	Jackson, TN 38305	LIVINGSTON	161 Palisade Dr		Austin, TX 78737	Tom Livingston
29	RENT29A	3799 E. Shelby Drive (Get Well)	Memphis, TN 38118	SHELBY DR FOOD & FUEL - Send notice to: MPMP, LLC c/o Tony Fletcher	c/o First Capital Bank R.Whaley JRI; CC notice to: 564 Trinity Creek Cir., Cordova, TN 38018	7575 Poplar	Germantown, TN 38138	Richard Whaley
30	RENT30	1015 Center Point Place	Franklin, TN 37064	CENTRO HERITAGE PROPERTY INVESTMENT	420 Lexington Ave		New York, NY 10108	Lovell Corbett
31	RENT31	1711 Galleria Blvd	Franklin, TN 37067	LESTERS JOINT VENTURE #2 - STORE #31	The Bank of Nashville	401 Church St	Nashville, TN 37219	Pattie Lester
32	RENT32	5004 Maryland Way	Brentwood, TN 37027	LESTERS JOINT VENTURE #1 - LOAN1 - STORE #32	The Bank of Nashville	401 Church St	Nashville, TN 37219	Pattie Lester
33	RENT33	2240 Madison Street	Clarksville, TN 37043	HOMETOWN DEVELOPMENTINC	PO Box 1546		Madisonville, KY 42431	Harris Terry
34	RENT34	2744 Elm Hill Pike	Nashville, TN 37214	LESTERS JOINT VENTURE #4 - STORE #34	The Bank of Nashville	401 Church St	Nashville, TN 37219	Pattie Lester
35	RENT35	208 N Anderson Lane	Hendersonville, TN 37075	RALPH LYNN JR.	PO Box 351		Hendersonville, KY 37077	
37	RENT37	1432 Memorial Blvd	Murfreesboro, TN 37129	JULY REALTY COMPANY	5137 Boxcroft Place		Nashville, TN 37205	Lynn Greer
40	RENT40C	4935 New Airline Road	Arlington, TN 38002	CBASCOM FAMILY, LLC	PO Box 160		Arlington, TN 38002	
60	RENT60	4600 Opa Locka Lane	Destin, FL 32541	C&L PROPERTIES	2231 Tillman Ave		Winter Garden , FL 34787	Larry Wilson
61	RENT61	10260 Front Beach Road	Panama City Beach, FL 32407	DELORES HOLMAN	1211 E. Front Street		Berwick, PA 18603	delores Holman
90	STCLOUD	500 Church St, Ste. 200	Nashville, TN 37219	ST.CLOUD DEVELOPMENT	The Matthews Company	300 B Broadway	Nashville, TN 37201	Jo Anne Corbitt
92	RENT11A			CYPRESS REALTY HOLDING	PO Box 1086	Dept F	Paris, TN 38242	
	REALTY			Realty Income(12,13,14,22,23,25,26,42,101,102)	600 La Terraza Blvd		Escondido, CA 92025	Melissa deponte

STATEMENT OF FINANCIAL AFFAIRS

EXHIBIT 15

PRIOR ADDRESS OF DEBTOR

Back Yard Burgers, Inc.
Case No. 12-12882
SOFA 15. Prior address of debtor

Store #	Address1	Address2	Date of Occupancy
3	7800 Fisher Steel Rd	Cordova, TN 38018	03/2008 - 09/2009
4	8251 Hwy 51 North	Millington, TN 38053	03/1992 - 10/2012
5	3288 Austin Peay Hwy	Memphis, TN 38128	05/1990 - 10/2012
6	3659 Hickory Hill Road	Memphis, TN 38115	06/1989 - 10/2012
15	4471 Summer Avenue	Memphis, TN 38122	01/1995 - 10/2012
20	3183 Poplar Avenue Marne	Memphis, TN 38111	12/2002 - 10/2012
25	821 N. Parkway	Jackson, TN 38305	10/1994 - 10/2012
26	2229 So. Caraway Road	Jonesboro, AR 72401	12/1992 - 10/2012
27	2700 Alexander Dr	Jonesboro, AR 72401	06/2001 - 10/2012
29	3799 E. Shelby Drive	Memphis, TN 38118	03/2002 - 10/2012
33	2240 Madison Street	Clarksville, TN 37043	10/2005 - 09/2012
37	1432 Memorial Blvd	Murfreesboro, TN 37129	08/2009 - 09/2012
63	516 Mary Esther Cutoff NW	Ft. Walton Beach 32548	07/2005 - 01/2012
80	2000 Prentiss Place	Memphis, TN 38112	03/1999 - 01/2010

In re Back Yard Burgers, Inc.

Case No. 12-12882

Debtor

DECLARATION CONCERNING DEBTOR'S STATEMENT OF FINANCIAL AFFAIRS

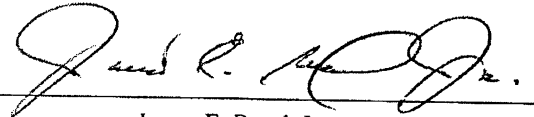
DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

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:

12/3/12

Signature



James E. Boyd, Jr.
Chief Executive Officer

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continuation sheets attached