

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>IN RE:</b>	§	
	§	
<b>ST STEPHEN THE GREAT LLC</b>	§	<b>CASE NO. 08-33689-H1-7</b>
	§	<b>Chapter 7</b>
	§	
<b>DEBTOR(S)</b>	§	

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**CHAPTER 7 TRUSTEE’S MOTION TO DISMISS**

**THIS MOTION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THIS MOTION, YOU SHOULD IMMEDIATELY CONTACT THE MOVING PARTY TO RESOLVE THE DISPUTE. IF YOU AND THE MOVING PARTY CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY OF THE MOVING PARTY. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 20 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE MOTION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE MOTION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE MOTION AT THE HEARING.**

**REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY.**

Randy W. Williams, chapter 7 trustee for the above referenced and numbered estate files this Motion to Dismiss, and would respectfully show the Court as follows:

1. On June 4, 2008, the above referenced Debtor filed voluntary chapter 11 bankruptcy. On June 25, 2008, the case was converted to chapter 7. The §341 First Meeting of Creditors is scheduled for July 28, 2008.
2. There are a number of inconsistencies in the filing and a number of practical factors that favor dismissal of this case. The inconsistencies are that the Debtor’s legal name is not St Stephens the Great LLC.

**Inconsistencies**

3. There is no St Stephens the Great LLC or a dba for anyone to operate under that name. The legal name of the entity alleged to be the Debtor in this case is St Stephens the Great, which is the same name as a registered charity in the United Kingdom. And while there do appear to be two separate St Stephens the Great entities, the information provide to the Trustee is that the taxpayer identification number given for the Debtor is the same number for the registered charity.

4. The petition states that the Debtor is not for profit entity under the Internal Revenue Code, but the Debtor has no Internal Revenue Service Employee Identification Number.

5. While the Debtor operated numerous book shops in England and Wales, it lists not one asset on its schedule A or B, but lists on the petition that the estimated value of assets is in excess of \$100,000. Mark Brewer says that he agreed to accept a retainer of \$75,000 to act as counsel, even though he is an interested party and insider, but his disclosure of compensation provides that he has been paid nothing. The Statement of Financial Affairs reference millions of dollars of business in the last few years and even hundreds of thousands in the months leading up to the filing, but again, no assets are listed. An no bank accounts are listed as having been recently closed.

6. The Debtor also allegedly operated numerous book stores but there is only one lease identified on Schedule G, and it is not clear that it is for a book store.

7. The Debtor or its sister charity has a web site, there is no disclosure related to the web site on the Debtor's schedules. And at least in the case of the

Statement of Financial Affairs, the proper party did not execute the document, it is executed by counsel allegedly with permission.

### **Practical considerations**

8. There are hundreds of creditors, many who are former employees and almost all the creditors are in the United Kingdom. The Debtor's business, the book stores, was all located in the United Kingdom. The Debtor was created and operated under the laws of the United Kingdom. Numerous creditors need documents and other information, and it is a burden for them to have to deal with a bankruptcy case in the United States. If there are tangible assets that have not been identified, they are most likely in the United Kingdom. The Debtor lists thousands of dollars in payments within 90 days, but almost all of these are to entities located in the United Kingdom and for amounts that would not warrant attempts to pursue because of the distance and expense involved in litigating with a foreign defendant.

### **Argument**

9. On its face this is a no asset corporate chapter 7 case. On its face there is nothing to liquidate and nothing available to fund an investigation in the United Kingdom of the Debtor's business. The creditors are not located in or around the venue selected by Mr. Brewer, and from those who have contacted the Trustee and the Court, they would prefer to have no case or a case where they are located, the United Kingdom.

10. Under 11 U.S.C. § 707, the Court may dismiss a case for cause after notice and hearing. In this case, cause is demonstrated by the fact that the inconsistencies and practical considerations set forth above. As the Legislative History to § 707 states,

the causes enumerated in the statute are illustrative and not exhaustive and clearly “best interests of the creditors” should be regarded as cause. Given the ongoing proceedings involving the Debtor in the United Kingdom and the fact that all tangible business took place there, the United States is not the proper forum for a liquidation. This argument is without prejudice to the fact that the filing of this case under an alias may itself make the filing null and void, since there is no legal entity with the LLC designation and no entity that has filed for authority to use that name and also without prejudice to any argument the United States Trustee might have regarding the fact that the documents required to be filed and/or provided under §707 (a) (3) have not been properly and/or timely filed.

11. Finally, Mr. Brewer, Debtor’s counsel, has provided information to the Trustee suggesting that the schedules as they relate to assets are false. The Trustee has forwarded this information to the United States Trustee for referral to the proper authorities.

12. This Motion has not been served on the Debtor’s creditors because the list is too extensive and the cost of air mailing the notice would outweigh any benefit to be gained by such mailing. The Trustee will provide courtesy copies to anyone who has contacted him.

WHEREFORE, PREMISES CONSIDERED, the Trustee prays that the case be dismissed and for such other and further relief to which the Trustee may be entitled.

Respectfully submitted,

/s/ Randy W. Williams  
Randy W. Williams, Trustee  
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