

B1 (Official Form 1)(4/10)

United States Bankruptcy Court Eastern District of Virginia				Voluntary Petition	
Name of Debtor (if individual, enter Last, First, Middle): Opensided MRI of Oklahoma, LLC			Name of Joint Debtor (Spouse) (Last, First, Middle):		
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): DBA Opensided MRI; DBA Opensided MRI of Oklahoma; DBA Opensided MRI of Oklahoma City			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):		
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 54-1818956			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)		
Street Address of Debtor (No. and Street, City, and State): 3500 NW 56th Street, Suite 105 Oklahoma City, OK			Street Address of Joint Debtor (No. and Street, City, and State):		
ZIP Code 73112			ZIP Code		
County of Residence or of the Principal Place of Business: Oklahoma			County of Residence or of the Principal Place of Business:		
Mailing Address of Debtor (if different from street address): 301 Concourse Boulevard, #230 Glen Allen, VA			Mailing Address of Joint Debtor (if different from street address):		
ZIP Code 23059			ZIP Code		
Location of Principal Assets of Business Debtor (if different from street address above):					
Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).			
Statistical/Administrative Information *** Robert S. Westermann 43294 *** <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000					
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input checked="" type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

Opensided MRI of Oklahoma, LLC**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location

Where Filed: **- None -**

Case Number:

Date Filed:

Location

Where Filed:

Case Number:

Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor:

- None -

Case Number:

Date Filed:

District:

Relationship:

Judge:

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

X

Signature of Attorney for Debtor(s)

(Date)

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.

☒ No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition*(This page must be completed and filed in every case)*

Name of Debtor(s):

Opensided MRI of Oklahoma, LLC**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Attorney*

X /s/ Robert S. Westermann
Signature of Attorney for Debtor(s)

Robert S. Westermann 43294

Printed Name of Attorney for Debtor(s)

Hirschler Fleischer A Professional Corporation

Firm Name

The Edgeworth Building

P.O. Box 500

Richmond, VA 23218-0500

Address

Email: abowers@hf-law.com

804-771-9500 Fax: 804-644-0957

Telephone Number

April 14, 2010

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Neil R. Burgess
Signature of Authorized Individual

Neil R. Burgess

Printed Name of Authorized Individual

Chairman, President, and CEO

Title of Authorized Individual

April 14, 2010

Date

OPENSIDED MRI OF OKLAHOMA CITY, LLC

Consent Of Manager and Majority Member

The undersigned Manager ("Manager") of OpenSided MRI of Oklahoma City, LLC, a Virginia limited liability company ("Company"), pursuant to its authority provided for in the Company's Operating Agreement, hereby approves and adopts the following actions by written consent, all of which actions shall be deemed to have been approved and adopted by the undersigned both as Manager and as the holder of at least a majority of the membership interests of the Company:

WHEREAS, the Manager has determined based on the information presented to it that the Company is eligible to file a voluntary petition under Chapter 11 of the United States Bankruptcy Code (a "Petition"); and

WHEREAS, in the judgment of the Manager, it is desirable and in the best interests of the Company that the Company file a Petition;

NOW, THEREFORE, BE IT RESOLVED that Neil Burgess, the Chief Executive Officer of the Manager (the "Authorized Officer") is authorized and directed, after consultation with counsel, to prepare, execute, verify, and cause to be filed an appropriate petition under Chapter 11 of the United States Bankruptcy Code in the Richmond Division of the United States Bankruptcy Court for the Eastern District of Virginia, and that the Authorized Officer is designated as the Company's official representative for appearances in the Chapter 11 proceeding, and authorized to execute and cause to be filed such documents as are necessary to effectuate such designation; and it is

RESOLVED that the Authorized Officer is authorized to retain and employ the law firm of Hirschler Fleischer, P.C. of Richmond, Virginia, at its customary hourly rates and charges as they now exist and as they may hereafter change, to advise and represent the Company on all matters relating to or arising in the Chapter 11 proceeding, including, without limitation, the preparation and filing of the voluntary petition and all lists, schedules, pleadings, and other necessary documents; and it is

RESOLVED that the Authorized Officer is authorized to prepare, with the assistance of others where necessary, execute, and cause to be filed all schedules, lists, pleadings, and other papers, and to take any and all actions, which may be necessary or desirable in connection with the Chapter 11 proceeding; and it is

RESOLVED that in connection with the filing of the Petition, the Authorized Officer is authorized to negotiate and enter into a new or amended credit facility with Bank of America ("Bank") under which Bank will serve as a debtor in possession lender to the Company's affiliate, MMR Holdings Inc., to provide liquidity for the Company's continued operations (the "Credit Facility"), and to enter into such security and other arrangements and take any and all actions and execute and deliver on behalf of the Company any and all agreements which the Authorized Officer may deem appropriate in connection therewith; and it is

RESOLVED, that all prior actions taken by any officer or other authorized agent of the Company relating to the foregoing resolutions are ratified and approved.

No further action is taken or consented to.

EFFECTIVE DATE: April 12, 2010

MMR HOLDINGS INC., Manager

By: 

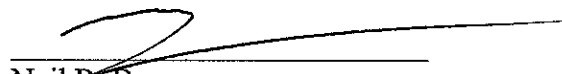
Neil Burgess, Chief Executive Officer

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**DECLARATION REGARDING THE LIST OF CREDITORS HOLDING
THE TWENTY LARGEST UNSECURED CLAIMS AGAINST THE DEBTOR**

I, Neil R. Burgess, of the debtor, MMR Holdings, Inc., and its related debtor affiliates in these Chapter 11 cases, declare under the penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my knowledge, information, and belief.

Dated: 4/12/10



Neil R. Burgess
Chairman, President, and
Chief Executive Officer

United States Bankruptcy Court
Eastern District of Virginia

In re **Opensided MRI of Oklahoma, LLC**

Debtor(s)

Case No.

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
ADP Inc. P.O. Box 9001006 Louisville, KY 40290-1006	ADP Inc. P.O. Box 9001006 Louisville, KY 40290-1006	Payroll Services		162.15
Advanced Imaging Consultants P.C. 3500 NW 56th Street, Suite 105 Oklahoma City, OK 73112	Advanced Imaging Consultants P.C. 3500 NW 56th Street, Suite 105 Oklahoma City, OK 73112	Radiology Fees		36,485.00
AT&T Long Distance P.O. Box 5017 Carol Stream, IL 60197	AT&T Long Distance P.O. Box 5017 Carol Stream, IL 60197	Long Distance Services		19.82
Digital Transcription Services Inc. 4100 Perimeter Center Dr. Suite 250 Oklahoma City, OK 73112	Digital Transcription Services Inc. 4100 Perimeter Center Dr. Suite 250 Oklahoma City, OK 73112	Transcription Services		221.31
Drawco 1, L.L.C. 3600 NW 138th, Suite 102 Oklahoma City, OK 73134	Drawco 1, L.L.C. 3600 NW 138th, Suite 102 Oklahoma City, OK 73134	Office Rent		6,248.40
Hitachi Capital 800 Norwalk Norwalk, CT 06854	Hitachi Capital 800 Norwalk Norwalk, CT 06854	Equipment Loan		106,419.31
Hitachi Capital America 800 Norwalk Norwalk, CT 06854	Hitachi Capital America 800 Norwalk Norwalk, CT 06854	Equipment Loan		106,419.31 (0.00 secured)
Hitachi Medical Systems 1959 Summit Commerce Park Twinsburg, OH 44087	Hitachi Medical Systems 1959 Summit Commerce Park Twinsburg, OH 44087	Maintenance for MRI Equipment		3,167.00
Mercy Health Palms P.O. Box 4568 Springfield, MO 65808	Mercy Health Palms P.O. Box 4568 Springfield, MO 65808	Patient Refund		1,540.72
MXR 1130 North Citrus Avenue Orange, CA 92867	MXR 1130 North Citrus Avenue Orange, CA 92867	Medical Supplies		708.06

B4 (Official Form 4) (12/07) - Cont.

In re **Opensided MRI of Oklahoma, LLC**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Northwest Medical Billing Inc. 3545 NW 58th Street, Suite 220 Oklahoma City, OK 73112	Northwest Medical Billing Inc. 3545 NW 58th Street, Suite 220 Oklahoma City, OK 73112	Billing Services		4,036.10
Superior Linen Services P.O. Box 580787 Tulsa, OK 74158	Superior Linen Services P.O. Box 580787 Tulsa, OK 74158	Laundry Services		339.41
The Meadows 1000 Sout Kelly Edmond, OK 73003	The Meadows 1000 Sout Kelly Edmond, OK 73003	Office Services		42.00
Timeline Logistics P.O. Box 131483 Houston, TX 77219	Timeline Logistics P.O. Box 131483 Houston, TX 77219	Courier Services		12.16

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

I, the Chairman, President, and CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **April 14, 2010**

Signature **/s/ Neil R. Burgess**
Neil R. Burgess
Chairman, President, and CEO

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
 18 U.S.C. §§ 152 and 3571.

ADP Inc.
P.O. Box 9001006
Louisville, KY 40290-1006

Advanced Imaging Consultants P.C.
3500 NW 56th Street, Suite 105
Oklahoma City, OK 73112

AT&T Long Distance
P.O. Box 5017
Carol Stream, IL 60197

Bank of America
201 N. Tryon Street
Charlotte, NC 28202

Data Technologies
3941 Deep Rock Road
Henrico, VA 23233

Digital Transcription Services Inc.
4100 Perimeter Center Dr. Suite 250
Oklahoma City, OK 73112

Drawco 1, L.L.C.
3600 NW 138th, Suite 102
Oklahoma City, OK 73134

GE Capital Corporation
1961 Hirst Drive
Moberly, MO 65270

Hitachi Capital
800 Norwalk
Norwalk, CT 06854

Hitachi Capital America
800 Norwalk
Norwalk, CT 06854

Hitachi Medical Systems
1959 Summit Commerce Park
Twinsburg, OH 44087

Hitachi Medical Systems
P.O. Box 714228
Columbus, OH 43271

Mercy Health Palms
P.O. Box 4568
Springfield, MO 65808

MXR
1130 North Citrus Avenue
Orange, CA 92867

Northwest Medical Billing Inc.
3545 NW 58th Street, Suite 220
Oklahoma City, OK 73112

Steven Trobiani, M.D.
c/o Nancy McCauley
16801 90th Court North
Osseo, MN 55311

Superior Linen Services
P.O. Box 580787
Tulsa, OK 74158

The Meadows
1000 Sout Kelly
Edmond, OK 73003

Timeline Logistics
P.O. Box 131483
Houston, TX 77219