B1 (Official F	Form 1)(4/1	10)											
United States Bankruptcy Cou Eastern District of Virginia									Vol	luntary	Petition		
Name of Debtor (if individual, enter Last, First, Middle): Opensided MRI of Louisville, LLC				Name	of Joint De	ebtor (Spouse	e) (Last, First	, Middle):					
All Other Na	ried, maide	n, and trade	e names):	•					used by the . maiden, and			3 years	
DBA Ope	ensided	MRI; DB	A Opensi	ded MRI	of Louis	sville							
Last four digitif more than one,	, state all)	Sec. or Indi	ividual-Taxp	ayer I.D. ((ITIN) No./0	Complete EI		our digits of than one, state		r Individual-	Гахрауег I.	D. (ITIN) No	o./Complete EIN
Street Addres 120 Wes Jefferso	t Court A	Avenue	Street, City,	and State)	:		Street	Address of	Joint Debtor	r (No. and St	reet, City, a	and State):	
					_	ZIP Code							ZIP Code
County of Re	esidence or	of the Princ	cinal Place o	of Busines		<u>47130</u>	Count	v of Reside	ence or of the	Principal Pla	ace of Busi	ness:	
Clark	osidence of	or the Time	cipui i iuce c	T Busines			Count	y 01 11051 a 0		- Time-pur T	acc of Busi		
Mailing Add	ress of Deb	tor (if diffe	erent from str	eet addres	ss):		Mailir	g Address	of Joint Debt	tor (if differe	nt from stre	eet address):	
301 Con					,			C		`		,	
Glen Alle	en, VA					ZIP Code							ZIP Code
						23059							ZII Code
Location of F (if different f				r									
		Debtor				of Business				r of Bankruj			h
		rganization) one box)		Пна	(Check one box) ☐ Health Care Business ☐ Single Asset Real Estate as def					Petition is Fi	iled (Check	one box)	
 			,	Sing			defined	☐ Chapt☐ Chapt☐		☐ C	hapter 15 P	etition for Re	ecognition
☐ Individua See Exhib	*	ge 2 of this		in 11 U.S.C. § 101 (51B) Railroad				Chapt	er 11		Ü	Main Procee	e
■ Corporati			*	☐ Stoo	ckbroker	_		☐ Chapt				etition for Re Nonmain Pro	
☐ Partnersh	ip				☐ Commodity Broker ☐ Clearing Bank ☐ Other Tax-Exempt Entity (Check box, if applicable) ☐ Debtor is a tax-exempt organiz			Спари	EI 13	01	a r oreign	r voimum 1 1	receding
Other (If o		one of the al									e of Debts		
	oon and star	e type or end	,					│ │ □ Debts a	are primarily co	,	k one box)	■ Debts	are primarily
							anization	Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as Debts are primarily business debts. □					
						of the United nal Revenue		1	ed by an indivi onal, family, or				
	Fil	ling Fee (C	heck one bo	 x)		Check of	one box:		Chap	oter 11 Debt	ors		
Full Filing		-		,			Debtor is a si		debtor as defin				
☐ Filing Fee						☐ D Check i		a small busin	ness debtor as	defined in 11 U	J.S.C. § 101((51D).	
			urt's considera n installments.			_{ial} 🗆 D	Debtor's agg						ers or affiliates)
Form 3A.								less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). applicable boxes:					
Filing Fee attach sign			able to chapter urt's considera			st 🔲 A	plan is bei	lan is being filed with this petition. septances of the plan were solicited prepetition from one or more classes of creditors,					
									vere solicited pr S.C. § 1126(b).		one or more	e classes of cre	editors,
Statistical/A				** Robe	rt S. Wes	stermann	43294 *	**		THIS	SPACE IS I	FOR COURT I	USE ONLY
l —	Debtor estimates that funds will be available for distribution to unsecured creditors.												
there will	Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.												
Estimated Nu													
1-	50-	100-	200-	1,000-	5,001-	10,001-	25,001-	50,001-	OVER				
49	99	199	999	5,000	10,000	25,000	50,000	100,000	100,000	_			
Estimated As													
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1	\$1,000,001 to \$10	\$10,000,001 to \$50	to \$100	\$100,000,001 to \$500	\$500,000,001 to \$1 billion					
Estimated Lia	abilities		million	million	million	million	million			-			
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion					

B1 (Official Form 1)(4/10) Page 2

Voluntary	Petition	Name of Debtor(s):				
(This page mu	st be completed and filed in every case)	Opensided MRI of Louisville, LLC				
(1700 700 700	All Prior Bankruptcy Cases Filed Within Last	8 Years (If more than two, attach ad	ditional sheet)			
Location		Case Number:	Date Filed:			
Where Filed:	- None -					
Location Where Filed:		Case Number:	Date Filed:			
Per	nding Bankruptcy Case Filed by any Spouse, Partner, or	Affiliate of this Debtor (If more than	one, attach additional sheet)			
Name of Debto	or:	Case Number:	Date Filed:			
- None -		D-1-4:	Teden			
District:		Relationship:	Judge:			
	Exhibit A		hibit B whose debts are primarily consumer debts.)			
forms 10K and pursuant to S	leted if debtor is required to file periodic reports (e.g., ad 10Q) with the Securities and Exchange Commission ection 13 or 15(d) of the Securities Exchange Act of 1934 ting relief under chapter 11.)	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).				
☐ Exhibit A	A is attached and made a part of this petition.	X				
		Signature of Attorney for Debtor(s)	(Date)			
	Exh rown or have possession of any property that poses or is alleged to Exhibit C is attached and made a part of this petition.	ibit C pose a threat of imminent and identifiable	harm to public health or safety?			
	Exh	ibit D				
☐ Exhibit I	_	a part of this petition.	separate Exhibit D.)			
☐ Exhibit l	O also completed and signed by the joint debtor is attached a	and made a part of this petition.				
	Information Regardin	=				
•	(Check any ap Debtor has been domiciled or has had a residence, principal days immediately preceding the date of this petition or for	al place of business, or principal asset				
	There is a bankruptcy case concerning debtor's affiliate, ge	eneral partner, or partnership pending	in this District.			
	Debtor is a debtor in a foreign proceeding and has its princ this District, or has no principal place of business or assets proceeding [in a federal or state court] in this District, or the sought in this District.	in the United States but is a defendar	nt in an action or			
	Certification by a Debtor Who Reside (Check all app		ty			
	Landlord has a judgment against the debtor for possession		complete the following.)			
	(Name of landlord that obtained judgment)					
	(Address of landlord)					
	Debtor claims that under applicable nonbankruptcy law, the entire monetary default that gave rise to the judgment f					
п	Debtor certifies that he/she has served the Landlord with the	his certification (11 U.S.C. 8.362(1))				

B1 (Official Form 1)(4/10) Page 3

Voluntary Petition

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

Name of Debtor(s):

Opensided MRI of Louisville, LLC

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

 \mathbf{X}

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

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

Signatures

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 bankrutpcy 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.)

X

Date

Address

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.

OPENSIDED MRI OF LOUISVILLE, LLC

Consent Of Manager and Majority Member

The undersigned Manager ("Manager") of OpenSided MRI of Louisville, 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

#3066448 v1 030124.00007

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 **B4** (Official Form 4) (12/07)

United States Bankruptcy Court Eastern District of Virginia

In re	Opensided MRI of Louisville, LLC	Case No.		
		Debtor(s)	Chapter	11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
Adminaster Federal Inc./660061 MSP-MED B-KY Lockbox 660061 Indianapolis, IN 46266	Adminaster Federal Inc./660061 MSP-MED B-KY Lockbox 660061 Indianapolis, IN 46266	Patient Refund		534.73
ADP, Inc. P.O. Box 9001006 Louisville, KY 40290	ADP, Inc. P.O. Box 9001006 Louisville, KY 40290	Payroll Services		169.90
Anthem/73651 CCOA Lockbox P.O. Box 73651 Cleveland, OH 44193	Anthem/73651 CCOA Lockbox P.O. Box 73651 Cleveland, OH 44193	Patient Refund		78.75
Bracco Diagnostics P.O. Box 532411 Charlotte, NC 28290	Bracco Diagnostics P.O. Box 532411 Charlotte, NC 28290	Medical Supplies		370.60
Cintas P.O. Box 633842 Cincinnati, OH 45263	Cintas P.O. Box 633842 Cincinnati, OH 45263	Office Supplies		72.11
Clark County Treasurer 501 E. Court Avenue Jeffersonville, IN 47130	Clark County Treasurer 501 E. Court Avenue Jeffersonville, IN 47130	Accrued taxes for 2009.		612.00
Diagnostic Imaging Alliance - Louis Dept. 8054 Carol Stream, IL 60122	Diagnostic Imaging Alliance - Louis Dept. 8054 Carol Stream, IL 60122	Radiology Fees		9,390.00
Esurg Dept CH 14307 Palatine, IL 60055	Esurg Dept CH 14307 Palatine, IL 60055	Medical Supplies		194.56
Hitachi Capital 800 Connecticut Avenue Norwalk, CT 06854	Hitachi Capital 800 Connecticut Avenue Norwalk, CT 06854	Equipment Note		113,616.16
Hitachi Capital America 800 Norwalk Norwalk, CT 06854	Hitachi Capital America 800 Norwalk Norwalk, CT 06854	Equipment Loan		113,616.16 (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		3,167.00

n re	Opensided	MRI of	Louisville,	LLC

Case No.		

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
Humana Inc./931655 P.O. Box 931655 Atlanta, GA 31193	Humana Inc./931655 P.O. Box 931655 Atlanta, GA 31193	Patient Refund		441.29
IHCP - EDS-Refunds P.O. Box 2303 Dept. 130 Indianapolis, IN 46206	IHCP - EDS-Refunds P.O. Box 2303 Dept. 130 Indianapolis, IN 46206	Patient Refund		691.54
Indiana Department of Revenue P.O. Box 7224 Indianapolis, IN 46207-7224	Indiana Department of Revenue P.O. Box 7224 Indianapolis, IN 46207-7224	Accrued taxes for 2009		2,242.00
Larry E. Thompson, Realtor 4811 South Third Street Louisville, KY 40214	Larry E. Thompson, Realtor 4811 South Third Street Louisville, KY 40214	Office Rent		3,500.00
Marie Senn 8011 Chapel Hill Road Borden, IN 47106	Marie Senn 8011 Chapel Hill Road Borden, IN 47106	Patient Refund		17.63
Otis Spunkmeyer, Inc. 7030 Collection Center Drive Chicago, IL 60693	Otis Spunkmeyer, Inc. 7030 Collection Center Drive Chicago, IL 60693	Advertising Supplies		60.82
PHSI Pure Water Finance P.O. Box 404582 Atlanta, GA 30384	PHSI Pure Water Finance P.O. Box 404582 Atlanta, GA 30384	Water Supplier		50.29
Universal Linen Service 1803 Commerce Road Louisville, KY 40208	Universal Linen Service 1803 Commerce Road Louisville, KY 40208	Laundry Service		37.45
Vectren Energy Delivery P.O. Box 6248 Indianapolis, IN 46206	Vectren Energy Delivery P.O. Box 6248 Indianapolis, IN 46206	Electric Bill		174.82

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.

Adminaster Federal Inc./660061 MSP-MED B-KY Lockbox 660061 Indianapolis, IN 46266

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

Anthem/73651 CCOA Lockbox P.O. Box 73651 Cleveland, OH 44193

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

Bracco Diagnostics P.O. Box 532411 Charlotte, NC 28290

Cintas P.O. Box 633842 Cincinnati, OH 45263

Clark County Treasurer 501 E. Court Avenue Jeffersonville, IN 47130

Data Technologies 3941 Deep Rock Road Henrico, VA 23233

Diagnostic Imaging Alliance - Louis Dept. 8054 Carol Stream, IL 60122

Esurg
Dept CH 14307
Palatine, IL 60055

GE Capital Corporation 1961 Hirst Drive Moberly, MO 65270 Hitachi Capital 800 Connecticut Avenue 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

Humana Inc./931655 P.O. Box 931655 Atlanta, GA 31193

IHCP - EDS-Refunds
P.O. Box 2303
Dept. 130
Indianapolis, IN 46206

Indiana Department of Revenue P.O. Box 7224 Indianapolis, IN 46207-7224

Larry E. Thompson c/o Commercial Logistics Corporatio P.O. Box 766 Jeffersonville, IN 47130

Larry E. Thompson, Realtor 4811 South Third Street Louisville, KY 40214

Marie Senn 8011 Chapel Hill Road Borden, IN 47106

Otis Spunkmeyer, Inc. 7030 Collection Center Drive Chicago, IL 60693 PHSI Pure Water Finance P.O. Box 404582 Atlanta, GA 30384

Universal Linen Service 1803 Commerce Road Louisville, KY 40208

Vectren Energy Delivery P.O. Box 6248 Indianapolis, IN 46206

Worldwide Express P.O. Box 1932 Brookfield, WI 53008-1932