Official Form 1 (04/07)

United States Ban	kruptcy Court	., .,	<del></del>		<del> </del>		
<del>• • • • • • • • • • • • • • • • • • • </del>	T OF <u>Texas</u>				the second second	Voluntary Petiti	on
Name of Debtor (if individual, enter Last, First, Middle) The Bombay Company, Inc.	):		Name of Joint	Debtor (Spo	ouse) (Last, First	, Middle):	
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): Bombay, BombayKIDS, BombayBath, BombayBaby, I Bombay Company, various Internet URL's	Bombay Outlet, The				the Joint Debtor and trade names		S
Last four digits of Soc. Sec./Complete EIN or other Tax state all): 75-1475223	I.D. No. (if more tha	an one,	Last four digit one, state all):		c./Complete EIN	or other Tax I.I	D. No. (if more than
Street Address of Debtor (No. and Street, City, and State	e):		Street Address	s of Joint De	btor (No. and St	reet, City, and S	tate):
550 Bailey Avenue							
Fort Worth, TX	ZIP CODE 7	6107				l	ZIP CODE
County of Residence or of the Principal Place of Busine	ess:	0107	County of Res	sidence or of	the Principal Pl		
Mailing Address of Debtor (if different from street addr	Tarrant		Mailing Addr	ess of Joint I	Debtor (if differe	ent from street ac	ldress):
The state of the s	•			••••	- + 0, 101 (11 dillion		
						ų.	
Location of Principal Assets of Business Debtor (if diffe	ZIP CODE	ress above).	<u> </u>				ZIP CODE
Location of Frincipal Assets of Business Deolor (If diffe	erent from street addi	iess audvej.					ZIP CODE
Type of Debtor	1	re of Busines	SS		Chapter of Ban	kruptcy Code U is Filed (Check	
(Form of Organization) (Check <b>one</b> box.)	(Check one box.)				the rention	is riieu (Check	one box.)
☐ Individual (includes Joint Debtors)	☐ Health Care ☐ Single Asse		as defined in	Cha	apter 7 apter 9		Petition for on of a Foreign
See Exhibit D on page 2 of this form.	11 Ü.S.C. §		as defined in	☑ Cha	ipter 11	Main Proce	eeding
<ul> <li>✓ Corporation (includes LLC and LLP)</li> <li>☐ Partnership</li> <li>☐ Other (If debtor is not one of the above entities,</li> </ul>	Railroad Stockbroker Commodity				opter 12 opter 13		Petition for on of a Foreign
	Commodity	Broker				Nonmain F	
check this box and state type of entity below.)	☐ Clearing Ba ☑ Other	nk		<u> </u>	N	ature of Debts	
		Exempt Enti	fv		(C	Check one box.)	
		ox, if applica			are primarily co defined in 11 U		Debts are primarily pusiness debts.
	☐ Debtor is a t			§ 101(	(8) as "incurred l	by an	
	under Title : Code (the In				dual primarily fon nal, family, or ho		
Filing Fee (Check one box			1	hold p	ourpose." Chapter 11	Debtors	
	<i>)</i>		Check one bo				0.0.0.101(5175)
Full Filing Fee attached.			l <u> </u>				S.C. § 101(51D).
Filing Fee to be paid in installments (applicable to signed application for the court's consideration ce	rtifying that the debt	or is	Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).				
unable to pay fee except in installments. Rule 100	orm 3A.	Check if:  Debtor's aggregate noncontingent liquidated debts (excluding debts owed to				xcluding debts owed to	
Filing Fee waiver requested (applicable to chapter 7 individuals only). Must			insiders or affiliates) are less than \$2,190,000.				
attach signed application for the court's considera	tion. See Official Fo	orm 3B.	Check all app	olicable box	es:	A.A.A.A.A.	
					with this petitio		om one or more classes
		:			rdance with 11 U	J.S.C. § 1126(b)	<b>).</b>
Statistical/Administrative Information						THIS SPACE IS	FOR COURT USE ONLY
Debtor estimates that funds will be available Debtor estimates that, after any exempt proper							
Debtor estimates that, after any exempt proper expenses paid, there will be no funds availab							
Estimated Number of Creditors	00 5001	10.001	25.001	50.001	0		
1- 50- 100- 200- 1,00 49 99 199 999 5,0		10,001- 25,000	25,001- 50,000	50,001 100,000	Over 100,000		
	1 🗹						
Estimated Assets				. ,	vo '11'		
	3100,000 to [ 31 million	\$1 million \$100 mill		ore than \$10	W million		
Estimated Liabilities	<del></del>	<del>-,:,</del>					
	\$100,000 to \$1 million	\$1 million \$100 mill		ore than \$10	00 million		

Official Form 1 (04/07)		Form B1, Page 2			
Voluntary Petition (This page must be completed and filed in every case.)	Name of Debtor(s): The Bombay Company, Inc.	Jerganiajanga jerga a panga ya ja			
All Prior Bankruptcy Cases Filed Within Last 8 \( \)		······································			
Location	Case Number:	Date Filed:			
Where Filed: Location	Case Number:	Date Filed:			
Where Filed:					
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affi					
Name of Debtor: See attached list	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.)	(To be completed if debtor whose debts are primarily c  I, the attorney for the petitioner named in the have informed the petitioner that [he or she] 12, or 13 of title 11, United States Code available under each such chapter. I further debtor the notice required by 11 U.S.C. § 342	consumer debts.)  the foregoing petition, declare that I may proceed under chapter 7, 11, to, and have explained the relief certify that I have delivered to the			
Exhibit A is attached and made a part of this petition.	X Signature of Attorney for Debtor(s) (	(Date)			
	Signature of Attorney for Debtor(s)	Date			
Exhibit	$\mathbf{c}$				
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 pu	ıblic health or safety?			
Yes, and Exhibit C is attached and made a part of this petition.					
☑ No.					
Exhibi	t D				
(To be completed by every individual debtor. If a joint petition is file	d, each spouse must complete and attac	ch 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:					
in this is a joint poution.					
☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.					
	- January and American State of the State of				
Information Regarding (Check any appl					
(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.					
Statement has a Dakton Who Davidson or	Toward of Decidential December				
Statement by a Debtor Who Resides as (Check all applic					
Landlord has a judgment against the debtor for possession of deb	tor's residence. (If box checked, complete the fo	ollowing.)			
	(Name of landlord that obtained judgment)	<del>yang da da ayang ayang a gan</del>			
	(Address of landlord)				
☐ Debtor claims that under applicable nonbankruptcy law, there are	,	e permitted to cure the			
entire monetary default that gave rise to the judgment for possess					
Debtor has included with 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.					

Official Form 1 (04/07)	Form D1, 1 age 3
Voluntary Petition	Name of Debtor(s):
(This page must be completed and filed in every case.)	The Bombay Company, Inc.
Signa	itures
Signature(s) of Debtor(s) (Individual/Joint)	Signature of a Foreign Representative
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,	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
specified in this petition.	order granting recognition of the foreign main proceeding is attached.
	tian graning recognition of the territoria
X Signature of Debtor	X (Signature of Foreign Representative)
Signature of Joint Debtor	(Printed Name of Foreign Representative)
Telephone Number (if not represented by attorney)	Date
Date //	Signature of Non-Attorney Bankruptcy Petition Preparer
X Signature of Attorney for Debtor(S) Robert D. Albergotti Printed Name of Attorney for Debtor(s) Haynes and Boone, LLP Firm Name 901 Main Street, Suite 3100 Address Dallas, TX 75202  214-651-5000 Fax: 214-651-5940 Telephone Number 09/20/07 Date	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 19B 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
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 the relief in accordance with the chapter of title 11, United States Code, specified in this petition.  X  Signature of Authorized Individual Elaine D. Crowley Printed Name of Authorized Individual Sr Vice President, Chief Financial Office, Treasurer	partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)  Address  Date  Signature of bankruptcy petition preparer or officer, principal, responsible person, or
Title of Authorized Individual 09/20/07 Date	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.

#### Annex A

# Bankruptcy Cases Concurrently Filed By Any Affiliate of the Debtor

Contemporaneously herewith, the Debtor and each of the affiliated entities listed below filed in this Court a voluntary petition for relief under chapter 11 of title 11 of the United States Code:

The Bombay Company, Inc.

The Bombay Furniture Company, Inc.

BBA Holdings, LLC

Bombay International, Inc.

**Bailey Street Trading Company** 

BMAJ, Inc.

### **Exhibit "A" to Voluntary Petition**

EC f	ile number is	··			
•	The following	financial data is the	ne latest available inform	nation and refers to t	he debtor's condition on
	Total assets			\$	
. Total debts (including debts liste		d in 2.c., below)	\$		
					Approximate number of holders
<u>.</u>	Debt securitie	s held by more tha	n 500 holders.		
	secured / /	unsecured / /	subordinated / / \$_		
	secured / /	unsecured / /	subordinated / / \$		
	secured / /	unsecured / /	subordinated / / \$_		
	secured / /	unsecured / /	subordinated / / \$		
	secured / /	unsecured / /	subordinated / / \$		
	Number of sha	ares of preferred st	ock		
	Number of sha	ares common stock			
	Comments, if	any:			

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

## CERTIFIED RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE BOMBAY COMPANY, INC.

RESOLVED, that in the judgment of the Board of Directors of The Bombay Company, Inc., (the "Corporation"), it is desirable and in the best interest of the Corporation to authorize officers of the Corporation, to cause to be filed petitions by the Corporation and it wholly-owned subsidiaries The Bombay Furniture Company, Inc., BBA Holdings, LLC, Bombay International, Inc., Bailey Street Trading Company, and BMAJ, Inc. (collectively, the "Subsidiaries") seeking relief under the provisions of chapter 11 of title 11, United States Code (the "Bankruptcy Code") on or after September 15, 2007.

NOW, THEREFORE, BE IT

#### Filing and Prosecution of Bankruptcy Case

RESOLVED, that it is desirable and in the best interest of the Corporation to authorize the Chief Executive Officer, the Chief Financial Officer and Treasurer, the Secretary and General Counsel, or any of them, to cause to be filed petitions in the name of the Corporation and the Subsidiaries (the "Chapter 11 Petitions") seeking relief under the provisions of Chapter 11 of the Bankruptcy Code; and it is further

RESOLVED, that the Chief Executive Officer, the Chief Financial Officer and Treasurer, the Secretary and General Counsel (each, an "Authorized Officer") be, and each hereby is, authorized and directed to execute and verify the Chapter 11 Petitions and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Texas, Fort Worth Division (the "Bankruptcy Court"), in such form and at such time as such officer(s) shall determine; and it is further

RESOLVED, that the Authorized Officers be, and each hereby is, authorized to execute and file (or direct others to do so on behalf of the Corporation as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants or other professionals and to take any and all action which they deem necessary and proper in connection with the chapter 11 cases; and is further

RESOLVED, that the Authorized Officers be, and each hereby is, authorized to take all actions and execute all documents necessary to obtain Debtor-in-Possession financing under such terms as the Authorized Officers deem acceptable and appropriate.

## **Employment of Professionals**

RESOLVED, that the law firm of Haynes and Boone, LLP be, and hereby is, employed under general retainer as bankruptcy counsel for the Corporation and the Subsidiaries in the chapter 11 cases, and the Authorized Officers of the Corporation are hereby authorized and directed to execute appropriate retention agreements substantially in the form previously submitted to the Board of Directors, pay appropriate retainers in substantially the amounts previously discussed by the Board of Directors prior to and immediately upon the filing of a Chapter 11 cases and cause to be filed appropriate applications for authority to retain the services of Haynes and Boone, LLP; and it is further

RESOLVED, that the financial advisory firm of FTI Consulting, Inc. ("FTI") be, and hereby is, employed as financial advisor for the Corporation and the Subsidiaries in the chapter 11 cases, and the Authorized Officers of the Corporation are hereby authorized and directed to execute appropriate retention agreements substantially in the form previously submitted to the Board of Directors, pay appropriate retainers in substantially the amounts previously discussed

by the Board of Directors prior to and immediately upon the filing of a Chapter 11 cases and cause to be filed appropriate applications for authority to retain the services of FTI; and it is further

RESOLVED, that the asset disposition consulting firm of Asset Disposition Advisors, LLC ("ADA") be, and hereby is, employed as asset disposition advisors for the Corporation and the Subsidiaries in the chapter 11 case, and the Authorized Officers of the Corporation are hereby authorized and directed to execute appropriate retention agreements substantially in the form previously submitted to the Board of Directors, pay appropriate retainers in substantially the amounts previously discussed by the Board of Directors prior to and immediately upon the filing of a Chapter 11 cases and cause to be filed appropriate applications for authority to retain the services of ADA; and it is further

RESOLVED, that the financial consulting firm of AlixPartners, LLP ("AlixPartners") be, and hereby is, employed as claims, noticing and balloting agent for the Corporation and the Subsidiaries in the chapter 11 cases, and the Authorized Officers of the Corporation are hereby authorized and directed to execute appropriate retention agreements substantially in the form previously submitted to the Board of Directors, pay appropriate retainers in substantially the amounts previously discussed by the Board of Directors prior to and immediately upon the filing of a Chapter 11 cases and cause to be filed appropriate applications for authority to retain the services of AlixPartners; and it is further

RESOLVED, that the Authorized Officers of the Corporation be, and they hereby are, authorized and directed to employ any other firm as professionals or consultants to the Corporation and the Subsidiaries as are deemed necessary to represent and assist the Corporation and the Subsidiaries in carrying out their duties under the Bankruptcy Code and, in connection

therewith, the Authorized Officers of the Corporation are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and after the filing of a Chapter 11 case and cause to be filed appropriate applications for authority to retain the services of such firm; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Officer to seek relief under chapter 11 of the Bankruptcy Code or in connection with the chapter 11 cases, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation; and it is further

#### **Execution of Loan Documents**

WHEREAS, in connection with the Corporation's chapter 11 cases described herein, the Corporation deems it to be advisable and in the Corporation's best interest to enter into one or more credit agreements (collectively, the "Credit Agreements"), including but not limited to that certain Senior Secured Super-Priority Debtor-in-Possession Credit Agreement (the "DIP Agreement"), dated as of September \_\_\_, 2007, among the Corporation, the Borrowers (as such term is defined in the DIP Agreement), the Lenders (as such term is defined in the DIP Agreement), the L/C Issuer (as such term is defined in the DIP Agreement), and General Electric Capital Corporation ("GE Capital"), as administrative agent;

WHEREAS, in connection with the Credit Agreements, the Corporation also proposes to guarantee the obligations under the Credit Agreements pursuant to one or more guaranty agreements and to enter into one or more security agreements or mortgages in order to grant a security interest in and lien upon substantially all of its existing and after-acquired assets (collectively, the "Loan Documents");

WHEREAS, the directors of the Corporation have determined that the execution of the Loan Documents is incidental to and in furtherance of the business of the Corporation, will benefit directly or indirectly the Corporation, and is in the best interest of the Corporation;

NOW, THEREFORE, BE IT RESOLVED, that the Authorized Officers, or any of them, be, and they hereby are, authorized for and on behalf of the Corporation to execute and deliver for and on behalf of the Corporation the Loan Documents and any such agreements, documents, instruments or certificates, in each case in the form and substance deemed acceptable or agreeable to said officers, in order to consummate the transactions contemplated by these resolutions or in connection with such Loan Documents, and containing such terms and conditions as may be acceptable or agreeable to said officers (provided such terms and conditions are consistent with the foregoing Loan Documents and are authorized by the interim and final debtor-in possession financing orders to be entered by the Bankruptcy Court), such determination, acceptance and agreement to be conclusively evidenced by such officer's execution and delivery thereof;

FURTHER RESOLVED, that the Authorized Officers be, and each hereby is, authorized and empowered to do or cause to be done all such acts or things and to sign and deliver or cause to be signed and delivered any agreements, documents, instruments and certificates necessary, advisable or appropriate to effectuate or carry out the purposes and intent of the foregoing resolutions in connection with the Loan Documents;

FURTHER RESOLVED, that the Authorized Officers may, and each hereby may, execute, make and deliver any guaranty, pledge agreement, security agreement, mortgage, stock power, financing statement, agreement, document, consent or instrument in connection with the foregoing Loan Documents;

FURTHER RESOLVED, that the execution by the Authorized Officers, or any of them, of any document authorized by the foregoing resolutions or any document executed in the accomplishment of any action or actions so authorized, is (or shall become upon delivery) the enforceable and binding act and obligation of the Corporation, without the necessity of the signature, or attestation of any other officer of this Corporation or the affixing of the corporate seal;

FURTHER RESOLVED, that all acts and deeds of the Authorized Officers of the Corporation to date, be, and the same hereby are, in all respects ratified, approved and adopted as the acts and deeds of the Corporation.

### **General Authorizing Resolutions**

RESOLVED, that the Authorized Officers be, and each of them, with full authority to act without the others, hereby is authorized and directed, in the name of and on behalf of the Corporation and the Subsidiaries, under the Corporation's or Subsidiaries' corporate seal or otherwise, to make, enter into, execute, deliver and file any and all other or further agreements, documents, certificates, materials and instruments, to disburse funds of the Corporation and Subsidiaries, to take or cause to be taken any and all other actions, and to incur all such fees and expenses as any such officer deems to be necessary, appropriate or advisable to carry out the purposes of the foregoing resolutions and the transactions contemplated thereunder and/or to successfully complete chapter 11 cases, the taking of any such action to constitute conclusive evidence of the exercise of such discretionary authority; and it is further

RESOLVED, that all authorized acts, transactions, or agreements undertaken prior to the adoption of these resolutions by any officer of the Corporation on behalf of the Corporation or

the Subsidiaries in connection with the foregoing matters are hereby authorized, approved, ratified, confirmed and adopted as the acts of the Corporation; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized, empowered and directed to certify and attest any documents or materials which they deem necessary, desirable or appropriate to consummate the transactions contemplated by the foregoing resolutions, without the necessity of the signature or attestation of any other officer or the affixing of any seal of the Corporation or the Subsidiaries.

This Consent may be executed in one or more counterparts, each of which shall be deemed an original and all of which, together, shall constitute one consent. All of the foregoing resolutions shall be deemed adopted simultaneously.

I, Michael J. Veitenheimer, secretary of the Corporation, certify that the above resolutions were adopted by the Board of Directors of The Bombay Company, Inc. at the meeting held on September 19, 2007.

Michael J. Weiterheimer, Secretary