

**United States Bankruptcy Court  
District of Arizona**

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>Lumea Staffing, Inc.</b>	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):	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) <b>26-4339314</b>	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): <b>15010 N. 78th Way, Suite 204 Scottsdale, AZ</b>	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code <b>85260</b>	ZIP Code
County of Residence or of the Principal Place of Business: <b>Maricopa</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

Location of Principal Assets of Business Debtor (if different from street address above):

<b>Type of Debtor</b> (Form of Organization) (Check one box)	<b>Nature of Business</b> (Check one box)	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (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.)	<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	<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
<b>Tax-Exempt Entity</b> (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).		<b>Nature of Debts</b> (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.

<b>Filing Fee (Check one box)</b> <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.	Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" 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 (amount subject to adjustment on 4/01/13 and every three years thereafter). 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).
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**Statistical/Administrative Information**

Debtor estimates that funds will be available for distribution to unsecured creditors.  
 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 Number of Creditors**

<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" 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
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**Estimated Assets**

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input checked="" 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
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**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 type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" 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
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THIS SPACE IS FOR COURT USE ONLY

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

Name of Debtor(s):  
**Lumea Staffing, Inc.**

**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:  
**Lumea Staffing of CA, Inc.**

Case Number:

Date Filed:  
**8/17/11**

District:  
**District of Arizona**

Relationship:  
**Owned by same parent company**

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):  
**Lumea Staffing, Inc.**

### 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 Attorney\*

X  \_\_\_\_\_  
Signature of Attorney for Debtor(s)

**Dean M. Dinner 010216**  
Printed Name of Attorney for Debtor(s)

**Nussbaum Gillis & Dinner, P.C.**  
Firm Name

**14500 N. Northsight Blvd.  
Suite 116  
Scottsdale, 85260**

\_\_\_\_\_  
Address

**(480) 609-0011 Fax: (480) 609-0016**  
Telephone Number

\_\_\_\_\_  
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 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

\_\_\_\_\_  
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 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  \_\_\_\_\_  
Signature of Authorized Individual

**James C. Marshall**  
Printed Name of Authorized Individual

**CFO**  
Title of Authorized Individual

**8/17/11**  
Date

**United States Bankruptcy Court  
District of Arizona**

In re Lumea Staffing, Inc.

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)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Arizona Dept. of Economic Security P.O. Box 6028 Phoenix, AZ 85005-6028	Arizona Dept. of Economic Security P.O. Box 6028 Phoenix, AZ 85005-6028	Arizona SUTA Taxes	Contingent Unliquidated Disputed	139,584.90
Arizona Dept. of Revenue Collection Division - Bankruptcy 1600 W. Monroe St., Room 112 Phoenix, AZ 85007	Arizona Dept. of Revenue Collection Division - Bankruptcy 1600 W. Monroe St., Room 112 Phoenix, AZ 85007	Withholding Taxes	Contingent Unliquidated Disputed	188,446.15
Colorado Dept. of Labor & Employment PO Box 956 Denver, CO 80201-0956	Colorado Dept. of Labor & Employment PO Box 956 Denver, CO 80201-0956	SUTA Taxes	Contingent Unliquidated Disputed	49,799.56
Department of Labor and Industries P.O. Box 44171 Olympia, WA 98504-4171	Department of Labor and Industries P.O. Box 44171 Olympia, WA 98504-4171	Washington State Company and Employee Workers' Compensation Coverage	Contingent Unliquidated Disputed	321,182.08
Easy Staffing Services, Inc. c/o Brendan Mahoney - Campbell & Mahoney 3101 North Central Avenue Suite 900 Phoenix, AZ 85012	Easy Staffing Services, Inc. c/o Brendan Mahoney - Campbell & Mahoney 3101 North Central Avenue Suite 900 Phoenix, AZ 85012	Note A - subject of pending litigation in Maricopa County Superior Court CV2010-020938	Contingent Unliquidated Disputed	4,647,970.00
Easy Staffing Services, Inc. c/o Brendan Mahoney - Campbell & Mahoney 3101 North Central Avenue Suite 900 Phoenix, AZ 85012	Easy Staffing Services, Inc. c/o Brendan Mahoney - Campbell & Mahoney 3101 North Central Avenue Suite 900 Phoenix, AZ 85012	Note B - subject of pending litigation in Maricopa County Superior Court CV2010-020938	Contingent Unliquidated Disputed	1,043,232.00
Florida U.C. Fund Florida Department of Revenue 5050 W Tennessee Street Tallahassee, FL 32399-0180	Florida U.C. Fund Florida Department of Revenue 5050 W Tennessee Street Tallahassee, FL 32399-0180	Unemployment Taxes	Contingent Unliquidated Disputed	71,523.26

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
 (Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Highpoint Risk Services, LLC 5501 LBJ Freeway #1200 Dallas, TX 75240	Highpoint Risk Services, LLC 5501 LBJ Freeway #1200 Dallas, TX 75240	Worker's Compensation Insurance Premium		76,888.64
Highpoint Risk Services, LLC 5501 LBJ Freeway #1200 Dallas, TX 75240	Highpoint Risk Services, LLC 5501 LBJ Freeway #1200 Dallas, TX 75240	Worker's Compensation Insurance Reserve		180,000.00
Illinois Department of Economic Security P.O. Box 19300 Springfield, IL 62794-9300	Illinois Department of Economic Security P.O. Box 19300 Springfield, IL 62794-9300	Illinois SUTA Taxes	Contingent Unliquidated Disputed	1,051,325.85
Illinois Dept. of Revenue P.O. Box 19447 Springfield, IL 62726-0001	Illinois Dept. of Revenue P.O. Box 19447 Springfield, IL 62726-0001	Withholding Taxes	Contingent Unliquidated Disputed	374,374.26
Internal Revenue Service Centralized Insolvency Operations P.O. Box 21126 Philadelphia, PA 19114	Internal Revenue Service Centralized Insolvency Operations P.O. Box 21126 Philadelphia, PA 19114	Payroll (FICA/Medicare) Withholding Taxes	Contingent Unliquidated Disputed	10,373,030.25
Internal Revenue Service Centralized Insolvency Operations P.O. Box 21126 Philadelphia, PA 19114	Internal Revenue Service Centralized Insolvency Operations P.O. Box 21126 Philadelphia, PA 19114	FUTA Taxes	Contingent Unliquidated Disputed	266,993.55
Phoenix Law Group 8765 E. Bell Rd. #110 Scottsdale, AZ 85260	Phoenix Law Group 8765 E. Bell Rd. #110 Scottsdale, AZ 85260	Legal Services		42,917.13
Rothchild Development, LLC c/o Mark & Lily Bartholomew PO Box 508 Pipersville, PA 18947	Rothchild Development, LLC c/o Mark & Lily Bartholomew PO Box 508 Pipersville, PA 18947	Early termination of commercial lease for office space at 33747 N Scottsdale Rd #130, Scottsdale, AZ; Debtor closed this office on 5/20/2011; lease ex		50,000.00
State of Colorado Dept. of Revenue 1375 Sherman Street Denver, CO 80261-0004	State of Colorado Dept. of Revenue 1375 Sherman Street Denver, CO 80261-0004	Withholding and Unemployment Taxes	Contingent Unliquidated Disputed	48,775.98
State of WA Employment Security Dept UI Tax Administration P.O. Box 9046 Olympia, WA 98507-9046	State of WA Employment Security Dept UI Tax Administration P.O. Box 9046 Olympia, WA 98507-9046	Washington SUTA Taxes	Contingent Unliquidated Disputed	81,732.79

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Telekenex, Inc. Dept. LA 23442 Pasadena, CA 91185-3442	Telekenex, Inc. Dept. LA 23442 Pasadena, CA 91185-3442	Early termination fee		39,907.52
Utah State Tax Commission 210 North 1950 West Salt Lake City, UT 84134-0300	Utah State Tax Commission 210 North 1950 West Salt Lake City, UT 84134-0300	Utah State Withholding Taxes	Contingent Unliquidated Disputed	60,234.28
Wentworth Douglass Hospital 789 Central Ave. Dover, NH 03820	Wentworth Douglass Hospital 789 Central Ave. Dover, NH 03820	Worker's Compensation/Medical Services (Davis)	Contingent Disputed	93,712.26

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

I, the CFO 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 8/17/11

Signature   
James C. Marshall  
CFO

*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.