

United States Bankruptcy Court Central District of California	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): Charlie's Foods Inc	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 Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 95-3172438	Last four digits of Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 201 S Mountain View Street Santa Ana, CA 92704	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 92704-0000	ZIP CODE
County of Residence or of the Principal Place of Business: Orange	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):		
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 <hr/> 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 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 checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000 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 <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 type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5001-10,000 <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 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	
Estimated Debts <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 checked="" 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	

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Charlie's Foods Inc</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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.</p> <p>[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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> _____ Signature of Debtor</p> <p><input checked="" type="checkbox"/> _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p><input checked="" type="checkbox"/> _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p><input checked="" type="checkbox"/> <u>/s/ Harlene Miller</u> Signature of Attorney for Debtor(s) Harlene Miller 146651 Printed Name of Attorney for Debtor(s) Pagter and Miller Firm Name 525 N. Cabrillo Park Drive Suite 104 Santa Ana, CA 92701 Address 714-541-6072 Fax:714-541-6897 Telephone Number March 19, 2009 Date</p> <p><small>*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.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p><input checked="" type="checkbox"/> _____ Date</p> <p>Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.</p> <p>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</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p><input checked="" type="checkbox"/> <u>/s/ Charlie Akoboff</u> Signature of Authorized Individual Charlie Akoboff Printed Name of Authorized Individual President Title of Authorized Individual March 19, 2009 Date</p>	

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Harlene Miller Pagter and Miller 525 N. Cabrillo Park Drive Suite 104 Santa Ana, CA 92701 714-541-6072 Fax: 714-541-6897 146651 <input checked="" type="checkbox"/> <i>Attorney for: Debtor</i>	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: Charlie's Foods Inc Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

**ELECTRONIC FILING DECLARATION
(CORPORATION/PARTNERSHIP)**

<input type="checkbox"/>	Petition, statement of affairs, schedules or lists	Date Filed: _____
<input type="checkbox"/>	Amendments to the petition, statement of affairs, schedules or lists	Date Filed: _____
<input checked="" type="checkbox"/>	Other: <u>Emergency/Skeletal Petition (Voluntary Petition, required forms and creditor list only)</u>	Date Filed: <u>3/19/2009</u>

PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR OR OTHER PARTY

I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.

Charlie Akoboff *March 19, 09*
 Signature of Authorized Signatory of Filing Party Date
Charlie Akoboff
 Printed Name of Authorized Signatory of Filing Party
President
 Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document available for review upon request of the Court or other parties.

Harlene Miller *3/19/09*
 Signature of Attorney for Filing Party Date
Harlene Miller 146651
 Printed Name of Attorney for Filing Party

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

**MINUTES OF SPECIAL MEETING
BOARD OF DIRECTORS
CHARLIE'S FOODS, INC.**

A Special Meeting of the Board of Directors of Charlie's Foods, Inc. was held on March 18, 2009. Due to the financial condition of the corporation, it was determined to be in the best interests of the corporation that a Chapter 11 bankruptcy be filed to reorganize the financial affairs of Charlie's Foods, Inc.

Charlie Akoboff, an Officer and a Director of the Corporation, was authorized to represent the corporation in its Chapter 11 case.

It was further authorized that the Corporation hire Pagter and Miller, a professional law corporation. The initial \$41,000 retainer is authorized to be paid to Pagter and Miller by Charlie's Foods, Inc. from funds of Charlie's Foods, Inc.

Resolved this 18th day of March 2009.


Charlie Akoboff
Officer and Director

**United States Bankruptcy Court
Central District of California**

In re Charlie's Foods 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>
Alvarez Bakery Attn Managing Agent 4125 City Terrace Dr Los Angeles, CA 90063	Alvarez Bakery Attn Managing Agent 4125 City Terrace Dr Los Angeles, CA 90063 323-265-4444			6,729.90
AMCOM Food Service Attn Managing Agent 14120 East Valley Blvd City of Industry, CA 91746-2802	AMCOM Food Service Attn Managing Agent 14120 East Valley Blvd City of Industry, CA 91746-2802 626-330-3479			63,907.82
Best Mexican Foods Attn Managing Agent 5401 S. Boyle Ave Vernon, CA 90058	Best Mexican Foods Attn Managing Agent 5401 S. Boyle Ave Vernon, CA 90058 323-584-6895			4,592.40
Bimbo Bakeries USA Inc Attn Managing Agent FILE 52176 Los Angeles, CA 90074	Bimbo Bakeries USA Inc Attn Managing Agent FILE 52176 Los Angeles, CA 90074 800-366-7921			26,096.41
Country Eggs Attn Managing Agent PO Box 33138 Los Angeles, CA 90033	Country Eggs Attn Managing Agent PO Box 33138 Los Angeles, CA 90033 213-268-8464			3,897.00
De Bilio Distributors Inc Attn Managing Agent PO Box 52315 Irvine, CA 92619-2315	De Bilio Distributors Inc Attn Managing Agent PO Box 52315 Irvine, CA 92619-2315 714-773-9323			4,323.60
Gaylords HRI Meats Inc Attn Managing Agent 1100 E Ash Ave Fullerton, CA 92831	Gaylords HRI Meats Inc Attn Managing Agent 1100 E Ash Ave Fullerton, CA 92831 714-526-2278			11,950.42

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>
Golden West Trading Attn Managing Agent PO Box 58168 Vernon, CA 90058	Golden West Trading Attn Managing Agent PO Box 58168 Vernon, CA 90058 323-581-3663			3,224.00
Home Depot Credit Services Attn Managing Agent PO Box 6029 Dept 32 2001427594 The Lakes, NV 88901	Home Depot Credit Services Attn Managing Agent PO Box 6029 The Lakes, NV 88901			12,361.74
Interstate Brands Corp Attn Managing Agent PO Box 60000 San Francisco, CA 94160-3620	Interstate Brands Corp Attn Managing Agent PO Box 60000 San Francisco, CA 94160-3620 916-929-9121			6,634.21
Evelyn T Kelly 17928 Calle Los Arboles Rowland Heights, CA 91748	Evelyn T Kelly 17928 Calle Los Arboles Rowland Heights, CA 91748			17,860.75
La Reina Inc Attn Managing Agent PO Box 63340 Los Angeles, CA 90063	La Reina Inc Attn Managing Agent PO Box 63340 Los Angeles, CA 90063 213-268-2791			6,002.10
Maria Magana c/o Mathew Matern Esq Rastegar & Matern 1010 Crenshaw Blvd Suite 100 Torrance, CA 90501	Maria Magana c/o Mathew Matern Esq Rastegar & Matern Torrance, CA 90501	Judgment creditor, Magana vs. Charlie's Foods, Jorge Puelma; appeals pending by Charlie's Foods on judgment and by Magana on attorneys fee award; Pue	Contingent Disputed	1,070,000.00
Penjoyan Produce Attn Managing Agent 2016 Newport Blvd Costa Mesa, CA 92627	Penjoyan Produce Attn Managing Agent 2016 Newport Blvd Costa Mesa, CA 92627 714-642-6025			8,984.10
Richards Foods Dist Attn Managing Agent 7630 Industry Ave Pico Rivera, CA 90660	Richards Foods Dist Attn Managing Agent 7630 Industry Ave Pico Rivera, CA 90660 562-949-7595			11,372.33
Rockview Dairies Attn Managing Agent PO Box 668 Downey, CA 90241	Rockview Dairies Attn Managing Agent PO Box 668 Downey, CA 90241 562-927-5511			22,983.36

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>
Romeros Foods Products Inc Attn Managing Agent 15155 Valley View Ave Santa Fe Springs, CA 90670	Romeros Foods Products Inc Attn Managing Agent 15155 Valley View Ave Santa Fe Springs, CA 90670			8,294.32
Edward L Smilow Esq 333 City Blvd West 17th Floor Orange, CA 92868	Edward L Smilow Esq 333 City Blvd West 17th Floor Orange, CA 92868	Legal services		9,500.00
Sun Country Industries Inc Attn Managing Agent PO Box 11181 Whittier, CA 90603	Sun Country Industries Inc Attn Managing Agent PO Box 11181 Whittier, CA 90603 562-902-8177			11,114.86
TLD Acquisition Co LLC Attn Managing Agent 505 South Seventh Ave City of Industry, CA 91746	TLD Acquisition Co LLC Attn Managing Agent 505 South Seventh Ave City of Industry, CA 91746 310-324-5111			4,647.50

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

I, the President 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 March 19, 2009Signature /s/ Charlie Akoboff

Charlie Akoboff
President

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.

**United States Bankruptcy Court
Central District of California**

In re Charlie's Foods Inc
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Charlie Akoboff 201 S Moutain View Street Santa Ana, CA 92704			50%
Lucik Akoboff 201 S Moutain View Street Santa Ana, CA 92704			50%

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date March 19, 2009

Signature /s/ Charlie Akoboff
Charlie Akoboff
President

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.

MASTER MAILING LIST
Verification Pursuant to Local Bankruptcy Rule 1007-2(d)

Name Harlene Miller 146651

Address 525 N. Cabrillo Park Drive Suite 104 Santa Ana, CA 92701

Telephone 714-541-6072 Fax: 714-541-6897

- Attorney for Debtor(s)
- Debtor in Pro Per

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
List all names including trade names used by Debtor(s) within last 8 years: Charlie's Foods Inc	Case No.: <hr/> Chapter: 11

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 9 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: March 19, 2009

/s/ Charlie Akoboff
 Charlie Akoboff/President
 Signer/Title

Date: March 19, 2009

/s/ Harlene Miller
 Signature of Attorney
 Harlene Miller 146651
 Pagter and Miller
 525 N. Cabrillo Park Drive
 Suite 104
 Santa Ana, CA 92701
 714-541-6072 Fax: 714-541-6897

Charlie's Foods Inc
201 S Mountain View Street
Santa Ana, CA 92704

Harlene Miller
Pagter and Miller
525 N. Cabrillo Park Drive
Suite 104
Santa Ana, CA 92701

Office of the U.S. Trustee
411 West Fourth Street
Suite 9041
Santa Ana, CA 92701

A Ashleys Cookies Co
Attn Managing Agent
12734 Branford St Unit 3
Pacoima, CA 91331

A&R Provisions
Attn Managing Agent
PO Box 58307
Vernon, CA 90058

Alvarez Bakery
Attn Managing Agent
4125 City Terrace Dr
Los Angeles, CA 90063

AMCOM Food Service
Attn Managing Agent
14120 East Valley Blvd
City of Industry, CA 91746-2802

Avo King International
Attn Managing Agent
2140 West Chapman Ave
Suite 240
Orange, CA 92868

Best Mexican Foods
Attn Managing Agent
5401 S. Boyle Ave
Vernon, CA 90058

Bimbo Bakeries USA Inc
Attn Managing Agent
FILE 52176
Los Angeles, CA 90074

Briannas Ice Cream & Salads
Attn Managing Agent
2105 E. Ball Rd
Anaheim, CA 92806

Cacique Dist USA
Attn Managing Agent
PO Box 51932
Los Angeles, CA 90051-6232

Calivan Distributing
Attn Managing Agent
136 W. Walnut
Fullerton, CA 92832

CFI Distributors
Attn Managing Agent
296 N Cypress St
Orange, CA 92866

Chulada
Attn Managing Agent
640 S. Flower Street
Burbank, CA 91502

Country Eggs
Attn Managing Agent
PO Box 33138
Los Angeles, CA 90033

De Bilio Distributors Inc
Attn Managing Agent
PO Box 52315
Irvine, CA 92619-2315

Delta Cafe LLC
Attn Managing Agent
18124 Mt Washington St
Fountain Valley, CA 92708

El Globo Bakery
Attn Managing Agent
1150 N Harbor Blvd 112
Anaheim, CA 92801

Franciscos Meat Co
Attn Managing Agent
511 S Raymond Ave
Fullerton, CA 92831

Fun Quenchers Inc
Attn Managing Agent
27071 Cabot Rd
Laguna Hills, CA 92653

Gaylords HRI Meats Inc
Attn Managing Agent
1100 E Ash Ave
Fullerton, CA 92831

Golden West Trading
Attn Managing Agent
PO Box 58168
Vernon, CA 90058

Haralambos Beverage Co
Attn Managing Agent
PO Box 6005
El Monte, CA 91734-2005

Home Depot Credit Services
Attn Managing Agent
PO Box 6029
Dept 32 2001427594
The Lakes, NV 88901

Individual Paper Products Co
Attn Managing Agent
5496 Linderbergh Lane
Bell, CA 90201

Interstate Batteries
Attn Managing Agent
10891 Forbes Ave
Garden Grove, CA 92843

Interstate Brands Corp
Attn Managing Agent
PO Box 60000
San Francisco, CA 94160-3620

JCS Grease Buyers
Attn Managing Agent
PO Box 3399
Riverside, CA 92519

JK Distributors
Attn Managing Agent
7491 Anaconda Ave
Garden Grove, CA 92841

JR Distributors
Attn Managing Agent
12452 Volkswood St
Garden Grove, CA 92840

K&H Arslanian
Attn Managing Agent
10231 Aqueduct Dr
Cypress, CA 90630

Evelyn T Kelly
17928 Calle Los Arboles
Rowland Heights, CA 91748

La Moneda
Attn Managing Agent
11218 1/2 Van Owen St
North Hollywood, CA 91605

La Placita
Attn Managing Agent
10846 Central Ave
South El Monte, CA 91733

La Reina Inc
Attn Managing Agent
PO Box 63340
Los Angeles, CA 90063

Lakeview Farms
Attn Managing Agent
MS 631011
PO Box 84741
Seattle, WA 98124

Lou Misterly Food Sales Inc
Attn Managing Agent
210 Ranger
Brea, CA 92821

Maria Magana
c/o Mathew Matern Esq
Rastegar & Matern
1010 Crenshaw Blvd Suite 100
Torrance, CA 90501

Maria Magana
c/o Alejandro Blanco Esq
27200 Agoura Rd Suite 101
Agoura Hills, CA 91301

Miravalle
Attn Managing Agent
2621 Seaman Ave
South El Monte, CA 91733

Norwood Foods Inc
Attn Managing Agent
5830 Triangle Drive
Los Angeles, CA 90040

Penjoyan Produce
Attn Managing Agent
2016 Newport Blvd
Costa Mesa, CA 92627

Power Chemical Inc
Attn Managing Agent
11815 Burke St
Santa Fe Springs, CA 90670-2505

Prestige Sales Inc
Attn Managing Agent
1010 N Grove St
Anaheim, CA 92806

Pueblo Trading Co Inc
Attn Managing Agent
PO Box 3045
Newport Beach, CA 92659

Jorge Puelma
c/o Michael Grobaty Esq
Grobaty & Pitet LLP
100 Bayview Circle Suite 210
Newport Beach, CA 92660

Reiss Distributors
Attn Managing Agent
16980 Encino Hills Dr
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