United States Bankruptcy Court Central District of California				,	Voluntary I	Petition
Name of Debtor (if individual, enter Last, First, Middle): GET FLIPPED, 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):			s used by the Join I, maiden, and trac		last 8 years	
Last four digits of Soc. Sec. or Indvidual-Taxpayer I.D. (IT) more than one, state all): 71-0999159	IN) No./Complete EIN(if	Last four digits of more than one, s		lvidual-Taxpa	yer I.D. (ITIN) No./	Complete EIN(if
Street Address of Debtor (No. & Street, City, and State): 806 E. Almond Avenue Orange, CA		Street Address of	of Joint Debtor (N	o. & Street, C	ity, and State):	
ZIP	CODE 92866				ZIP COI	DE .
County of Residence or of the Principal Place of Business: Orange		County of Resid	ence or of the Pri	ncipal Place o	f Business:	
Mailing Address of Debtor (if different from street address)):	Mailing Address	s of Joint Debtor (if different fro	om street address):	
ZIP	CODE	ĺ			ZIP COI	DE .
Location of Principal Assets of Business Debtor (if different 806 E. Almond Ave., Orange, CA	from street address above):				ZIP COI	DE 92866
Type of Debtor	Nature of Bus	siness	Ch	apter of Ban	kruptcy Code Un	/ 2 000
(Form of Organization) (Check one box.) ☐ Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. ☐ Corporation (includes LLC and LLP) ☐ Partnership ☐ Other (If debtor is not one of the above entities,	(Check one box) Health Care Business Single Asset Real Estate a 11 U.S.C. § 101(51B) Railrod Stockbroker		Chapter 7	Chapte	er 12 Recogni Main Pr er 13 Chapter Recogni	ne box) 15 Petition for tion of a Foreign occeding 15 Petition for tion of a Foreign on Proceeding
check this box and state type of entity below.)	☐ Clearing Bank ☑ Other		Nature of Debts			
	Tax-Exempt E (Check box, if app Debtor is a tax-exempt under Title 26 of the U Code (the Internal Rev	olicable) organization United States	debts, def § 101(8) a individua	primarily confined in 11 U.S as "incurred by I primarily for family, or houose."	S.C. b y an a se-	Debts are primarily usiness debts.
Filing Fee (Check one box)		Check one	box:	Chapter 1	11 Debtors	
 ✓ Full Filing Fee attached ☐ Filing Fee to be paid in installments (applicable to indisigned application for the court's consideration certifying unable to pay fee except in installments. Rule 1006(b) ☐ Filing Fee waiver requested (applicable to chapter 7 in attach signed application for the court's consideration. 	Debtor Check if: Debtor insider Check all a	's aggregate nonce s or affiliates) are 	ontingent liqui less than \$2,1	fined in 11 U.S.C. § s defined in 11 U.S. dated debts (exclud 90,000.	C. § 101(51D).	
of creditors, in accordance with 11 U.S.C. § 1126(b).						
Statistical/Administrative Information ☐ Debtor estimates that funds will be available for distrible Debtor estimates that, after any exempt property is exert for distribution to unsecured creditors. Estimated Number of Creditors 1- 50- 100- 200- 1,000- 49 99 199 999 5,000 ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐		001- 50,001-	Over	ailable		THIS SPACE IS FOR COURT USE ONLY
Estimated Assets \$0 to \$50,001 to \$100,001 to \$500,001 to \$1,000 \$50,000 \$100,000 \$500,000 \$1 million \$10 mi Estimated Liabilities \$0 to \$50,001 to \$100,001 to \$500,001 to \$1,000	0,001 to \$10,000,001 to \$50, illion \$50 million \$100	,000,001 to \$1 0 million to \$1 ,000,001 to \$1	00,000,001 \$. \$500 million to 00,000,001 to \$.		More \$1 billion More than \$1	
\$50,000 \$100,000 \$500,000 \$1 million \$10 mi	illion \$50 million \$100	0 million \$5		\$1 billion	billion	

Voluntary Petition	Name of Debtor(s): FORM B1, Pag				
(This page must be completed and filed in every case)	GET FLIPPED, INC.				
	t 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 add	litional sheet)			
Name of Debtor:	Case Number:	Date Filed: 6/4/09			
Raleigh William Souther District:	Pending Relationship:	Judge:			
Central	Shareholder/Officer	Pending			
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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X Not Applicable				
	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.	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:				
▼ No	Exhibit D also completed and signed by the part of this petition.	joint debtor is attached and made a			
	ding the Debtor - Venue applicable box)				
Debtor has been domiciled or has had a residence, principal place preceding the date of this petition or for a longer part of such 180 c	of business, or principal assets in this District for 180 da	ys immediately			
There is a bankruptcy case concerning debtor's affiliate. general pa	artner, 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)					
Debtor claims that under applicable nonbankruptcy law, there are of	[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(1)).					

Form B1 (Official Form 1) - (Rev. 1/08) 2008 USBC, Central District of California Voluntary Petition Name of Debtor(s): FORM B1, Page 3 (This page must be completed and filed in every case) GET FLIPPED, INC. **Signatures** 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 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, [If petitioner is an individual whose debts are primarily consumer debts and has and that I am authorized to file this petition. chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 (Check only one box.) or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with chapter 15 of Title 11, United States Code. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I Certified Copies of the documents required by § 1515 of title 11 are attached. have obtained and read the notice required by 11 U.S.C. § 342(b). Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the I request relief in accordance with the chapter of title 11, United States Code, specified Chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached. in this petition. X Not Applicable X Not Applicable Signature of Debtor (Signature of Foreign Representative) X Not Applicable (Printed Name of Foreign Representative) Signature of Joint Debtor Telephone Number (If not represented by attorney) Date Signature of Attorney Signature of Non-Attorney Petition Preparer x /s/ Carlos F. Negrete I declare under penalty of periury that: (1) I am a bankruptcy petition preparer as defined Signature of Attorney for Debtor(s) 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 Carlos F. Negrete 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 Printed Name of Attorney for Debtor(s) 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 LAW OFFICES OF CARLOS F. NEGRETE fee from the debtor, as required in that section. Official Form 19 is attached. 27422 Calle Arroyo San Juan Capistrano, CA 92675-2747 Not Applicable Address Printed Name and title, if any, of Bankruptcy Petition Preparer (949) 493-8170 (949) 493-8115 Social Security number (If the bankruptcy petition preparer is not an individual, state Telephone Number the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.) 6/4/2009 134658 Bar Number Date Address *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. X Not Applicable Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true Date and correct, and that I have been authorized to file this petition on behalf of the debtor Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

X s/ Raleigh W. Souther

Signature of Authorized Individual

Raleigh W. Souther

Printed Name of Authorized Individual

President

Title of Authorized Individual

6/4/2009

Date

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 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.

	UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA				
In re:	GET FLIPPED, INC.	- 0	CHAPTER: CASE NO.:	11	
		Debtor(s).	OAGE NO		

Form 4.

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(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]

Declaration Under Penalty of Perjury on Behalf of a Corporation or Partnership

I, Raleigh W. Souther 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: 6/4/2009		
	s/ Raleigh W. Souther	
	Raleigh W. Souther ,President	
	Debtor	

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.

STATEMENT OF RELATED CASES INFORMATION REQUIRED BY LOCAL RULE 1015-2 UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or

limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)
None
2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)
None
3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).) None
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).) None
I declare, under penalty of perjury, that the foregoing is true and correct.
Executed at San Juan Capistrano , California s/ Raleigh W. Souther
Debtor Dated: 6/4/2009
Dated: 0/2/2003

CASE NUMBER		
806 E. Almond Avenue Orange, CA 92866 Phone: (714) 771-1281 Fax: (714) 771-2188 Attorney for Raleigh W. Souther UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA Te: GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER	Party Name, Address, Telephone (CA State Bar No. if applicable)	FOR COURT USE ONLY
Orange, CA 92866 Phone: (714) 771-1281 Fax: (714) 771-2188 Attorney for Raleigh W. Souther UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA Orange, CA 92866 Phone: (714) 771-1281 CHAPTER: 11 CASE NUMBER		
Phone: (714) 771-1281 Fax: (714) 771-2188 Attorney for Raleigh W. Souther UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA Original Tree: GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER	*** = : :	
Fax: (714) 771-2188 Attorney for Raleigh W. Souther UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA On re: GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER		
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA O TO: GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER		
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA THE GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER	(, 2.00	
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA THE GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER		
CENTRAL DISTRICT OF CALIFORNIA OF THE GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER	Attorney for Raleigh W. Souther	
CENTRAL DISTRICT OF CALIFORNIA OF THE GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER	LINITED STATES BANKRUPTCY COURT	
n re: GET FLIPPED, INC. CHAPTER: 11 CASE NUMBER		
CASE NUMBER	OLIVINAL DISTRICT OF GALIFORNIA	
CASE NUMBER	n re: GET ELIPPED INC	CHAPTER: 11
	GETTENTED, ING.	
Debter (No Hearing Required)		CASE NUMBER
Debter (No Hearing Required)		
Dobtor (No Hearing Poquired)		
Debiol. (No Fleating Required)	Debtor.	(No Hearing Required)

VENUE DISCLOSURE FORM FOR CORPORATIONS FILING CHAPTER 11

(Required by General Order 97-02)

Attach additional sheets as necessary and indicate so in each section

 Specify the address of the principal office of the Debtor currently on file with the California Secretary of State (from Form S0100, S0200, or S0300):

806 E. Almond Avenue Orange, CA 92866

2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return:

806 E. Almond Avenue Orange, CA 92866

3. Disclose the current business address(es) for all corporate officers:

806 E. Almond Avenue Orange, CA 92866

4. Disclose the current business address(es) where the Debtor's books and records are located:

806 E. Almond Avenue Orange, CA 92866

ln r	e GET FLIPPED, INC.	CHAPTER: 11				
	Debtor	CASE NO.:				
5.	5. List the address(es) where the majority of the Debtor's assets are located based on a book value determination as set forth on the Debtor 's most recent balance sheet:					
	806 E. Almond Avenue Orange, CA 92866					
6.	Disclose any different address(es) to those listed above within six months prior to in address(es):	the filing of this petition and state the reasons for the change				
7.	 State the name and address of the individual signing this Statement and the relationship of such person to the Debtor (specify): Raleigh W. Souther, President 806 E. Almond Avenue Orange, CA 92866 					
8.	Total number of attached pages of supporting documentation:					
9.	I declare under penalty of perjury under the laws of the United States of America,	hat the foregoing is true and correct.				
Exe	Executed on the <u>4th</u> day of <u>June</u> ,20 <u>09</u> ,at <u>San Juan Capistrano</u> , California					
Raleigh W. Souther s/ Raleigh W. Souther						
Type Name of Officer		e of Declarant				
Pre	esident					
Pos	Position or Title of Officer					

United States Bankruptcy Court

Central District of California

In re:		Case No	
		Chapter	11
GET FLIPPED, INC.			
STATEMENT REGARDING AUTHO	ORITY TO	SIGN AND FILE	PETITION
I, Raleigh W. Souther, declare under penalty of perjury that I a that on 06/04/2009 the following resolution was duly adopted by the			a California Corporation and
"Whereas, it is in the best interest of this Corporation to file a Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United			
Be It Therefore Resolved, that Raleigh W. Souther, President of all documents necessary to perfect the filing of a Chapter 11 voluments.			
Be It Further Resolved, that Raleigh W. Souther, President of the bankruptcy proceedings on behalf of the Corporation, and to othe all necessary documents on behalf of the Corporation in connection	rwise do and	d perform all acts and deeds	
Be It Further Resolved, that Raleigh W. Souther, President of Negrete, attorney and the law firm of LAW OFFICES OF CARLOS F.			
Executed on: 6/4/2009	Signed:	o/ Doloigh W. Souther	
LACCULCU OII. U.4/2003		s/ Raleigh W. Souther Raleigh W. Souther	

Carlos F. Negrete

Name

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

Address		LAW OFFICES OF CARLOS F. NEGRETE		
		27422 Calle Arroyo		
		San Juan Capistrano, CA 92675-2747		
Tel	ephor	ne (949) 493-8115		
		ney for Debtor(s)		
	Debt	or In Pro Per		
		UNITED STATE	S BANKRUPT	CY COURT
		CENTRAL DIS	STRICT OF CA	LIFORNIA
		Il names including trade names, used by Debto	otor(s) within last	Case No.:
3	8 yea	rs:		Chapter: 11
	GET F	FLIPPED, INC.		5 Sp. 1
		VERIFICATION O	F CREDITOR N	MAILING LIST
The	e abo	ve named debtor(s), or debtor's attorney if app	licable, do hereb	ov certify under penalty of periury that the
		Master Mailing List of creditors, consisting of	,	sheet(s) is complete, correct, and consistent
witl	h the	debtor's schedules pursuant to Local Rule 100	7-2(d) and I/we a	assume all responsibility for errors and omissions.
Da	te:		s/ Raleigh W. So	
			Raleigh W. Sou	ther ,President
1-1	OI-	a E. Manusta		
		s F. Negrete . Negrete, Attorney (if applicable)		
Ju	. 100 1	. Hogisto, Attorney (ii applicable)		

GET FLIPPED, INC. 806 E. Almond Avenue Orange, CA 92866

Carlos F. Negrete LAW OFFICES OF CARLOS F. NEGRETE 27422 Calle Arroyo San Juan Capistrano, CA 92675-2747 Estate of Richard Charles Corrales c/o SANDS & ASSOCIATES 9606 Santa Monica Blvd., 3rd Floor Beverly Hills, CA 90210-4420

Katten Muchin Rosenman LLP 2029 Century Park East Suite 2600 Los Angeles, CA 90067-3012

Sands & Associates Leonard S. Sands, Esq. 9606 Santa Monica Blvd. 3rd Floor Beverly Hills, CA 90210-4420

Timothy B. Sottile LAW OFFICES OF TIMOTHY B. SOTTILE 31365 Oak Crest Dr. Suite 220 Westlake Village, CA 91361