

**United States Bankruptcy Court
Central District of California - Los Angeles Division**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Toy Rocket 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 Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 95-4885970	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): 515 N. Virginia Avenue Azusa, CA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 91702	ZIP Code
County of Residence or of the Principal Place of Business: Los Angeles	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.
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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 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.	
Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input checked="" 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	THIS SPACE IS FOR COURT USE ONLY
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 Liabilities <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	

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Toy Rocket Inc.
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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: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(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.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>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).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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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)).

United States Bankruptcy Court
Central District of California - Los Angeles Division

In re Toy Rocket 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>
Advantage Bank Corporation P.O. Box 30715 Salt Lake City, UT 84130-0715	Advantage Bank Corporation P.O. Box 30715 Salt Lake City, UT 84130-0715	Business debt	Unliquidated	39,357.59
American Express P.O. Box 981535 El Paso, TX 79998-1535	American Express P.O. Box 981535 El Paso, TX 79998-1535	Business debt	Unliquidated	38,967.05
American Express P.O. Box 981535 El Paso, TX 79998-1535	American Express P.O. Box 981535 El Paso, TX 79998-1535	Business debt	Unliquidated	23,939.44
Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Business debt	Unliquidated	16,060.60
Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Business debt	Unliquidated	11,515.52
Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Business debt	Unliquidated	5,627.81
Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Bank of America P.O. Box 15184 Wilmington, DE 19850-5184	Business debt	Unliquidated	3,735.39
Capital One P.O. Box 30285 Salt Lake City, UT 84130-0285	Capital One P.O. Box 30285 Salt Lake City, UT 84130-0285	Business debt	Unliquidated	10,685.54
Diamond Comic Distributors Inc. 1966 Greenspring Drive Suite 300 Timonium, MD 21093	Diamond Comic Distributors Inc. 1966 Greenspring Drive Suite 300 Timonium, MD 21093	Business debt	Unliquidated	158,598.19
Federal Express Bankruptcy Department 3965 Airways Boulevard Module 6, 3rd Floor Memphis, TN 38116-5017	Federal Express Bankruptcy Department 3965 Airways Boulevard Memphis, TN 38116-5017	Business debt	Disputed	40,976.00
First Equity Card Corporation P.O. Box 84075 Columbus, GA 31901-4075	First Equity Card Corporation P.O. Box 84075 Columbus, GA 31901-4075	Business debt	Unliquidated	13,641.77

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Gencon 120 Lakeside Avenue Suite 100 Seattle, WA 98122	Gencon 120 Lakeside Avenue Suite 100 Seattle, WA 98122	Business debt	Unliquidated	29,000.00
Judy Goldman 1315 E. Mendocino Drive Altadena, CA 91702	Judy Goldman 1315 E. Mendocino Drive Altadena, CA 91702	Business debt	Unliquidated	40,000.00
Ken Goldman 77075 Desi Drive Indian Wells, CA 92210	Ken Goldman 77075 Desi Drive Indian Wells, CA 92210	Business debt	Unliquidated	11,000.00
Kent H. Landsberg Co. Department 6106 Los Angeles, CA 90084-6106	Kent H. Landsberg Co. Department 6106 Los Angeles, CA 90084-6106	Business debt	Unliquidated	5,935.00
Proficiency SGV, LLC c/o Lieb & Adelman LLP Attention: Jeffrey S. Adelman 15303 Ventura Blvs., Ste. 1400 Sherman Oaks, CA 91403	Proficiency SGV, LLC c/o Lieb & Adelman LLP Attention: Jeffrey S. Adelman Sherman Oaks, CA 91403	Judgment	Unliquidated	90,337.61
Underground Toys 12544 Kirkham Court No. 8 Poway, CA 92064	Underground Toys 12544 Kirkham Court No. 8 Poway, CA 92064	Business debt	Unliquidated	6,421.00
Washington Mutual P.O. Box 34990 San Antonio, TX 78258-4990	Washington Mutual P.O. Box 34990 San Antonio, TX 78258-4990	Business debt	Unliquidated	4,889.00
Washington Mutual Small Business Lending 20855 Stone Oak Parkway San Antonio, TX 78258	Washington Mutual Small Business Lending 20855 Stone Oak Parkway San Antonio, TX 78258	Business debt	Unliquidated	3,546.69
Washington Mutual P.O. Box 34990 San Antonio, TX 78258-4900	Washington Mutual P.O. Box 34990 San Antonio, TX 78258-4900	Business debt	Unliquidated	89,853.00

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

I, the Vice 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 July 26, 2009Signature /s/ Lauren Bullock**Lauren Bullock****Vice 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 **Ian S. Landsberg**

Address **16030 Ventura Blvd., Suite 470 Encino, CA 91436**

Telephone **(818) 705-2777 Fax: (818) 705-3777**

- Attorney for Debtor(s)
 Debtor in Pro Per

<p>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION</p>	
<p>List all names including trade names used by Debtor(s) within last 8 years: Toy Rocket Inc.</p>	<p>Case No.:</p> <hr/> <p>Chapter: 11</p> <hr/>

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 **195** 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: **July 26, 2009**

 /s/ Lauren Bullock
Lauren Bullock/Vice President
 Signer/Title

Date: **July 26, 2009**

 /s/ Ian S. Landsberg
 Signature of Attorney
Ian S. Landsberg
Landsberg Margulies LLP
16030 Ventura Blvd., Suite 470
Encino, CA 91436
(818) 705-2777 Fax: (818) 705-3777