

BL (Official Form 1)(1/08)

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

**Voluntary Petition**

|  |   |
|--|---|
| Name of Debtor (if individual, enter Last, First, Middle):<br><b>Honey, LLC a California corporation</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):<br><b>DBA Carpeteria</b>          | 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)<br><b>56-2568440</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):<br><b>67800 E. Palm Canyon Dr.<br/>Cathedral City, CA</b>                | Street Address of Joint Debtor (No. and Street, City, and State):   |
| ZIP Code<br><b>92234</b>   | ZIP Code  |
| County of Residence or of the Principal Place of Business:<br><b>Riverside</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><br>(Form of Organization)<br>(Check one box) <ul style="list-style-type: none"> <li><input type="checkbox"/> Individual (includes Joint Debtors)<br/><i>See Exhibit D on page 2 of this form.</i></li> <li><input checked="" type="checkbox"/> Corporation (includes LLC and L.P.)</li> <li><input type="checkbox"/> Partnership</li> <li><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</li> </ul> | <b>Nature of Business</b><br>(Check one box) <ul style="list-style-type: none"> <li><input type="checkbox"/> Health Care Business</li> <li><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)</li> <li><input type="checkbox"/> Railroad</li> <li><input type="checkbox"/> Stockbroker</li> <li><input type="checkbox"/> Commodity Broker</li> <li><input type="checkbox"/> Clearing Bank</li> <li><input checked="" type="checkbox"/> Other</li> </ul> | <b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box) <ul style="list-style-type: none"> <li><input type="checkbox"/> Chapter 7</li> <li><input type="checkbox"/> Chapter 9</li> <li><input checked="" type="checkbox"/> Chapter 11</li> <li><input type="checkbox"/> Chapter 12</li> <li><input type="checkbox"/> Chapter 13</li> <li><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</li> <li><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</li> </ul> |
| <b>Tax-Exempt Entity</b><br>(Check box, if applicable) <ul style="list-style-type: none"> <li><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</li> </ul>  |  | <b>Nature of Debts</b><br>(Check one box) <ul style="list-style-type: none"> <li><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."</li> <li><input checked="" type="checkbox"/> Debts are primarily business debts.</li> </ul>  |

|   |   |
|---|---|
| <b>Filing Fee</b> (Check one box) <ul style="list-style-type: none"> <li><input checked="" type="checkbox"/> Full Filing Fee attached</li> <li><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.</li> <li><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.</li> </ul> | Check one box: <b>Chapter 11 Debtors</b> <ul style="list-style-type: none"> <li><input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</li> <li><input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</li> </ul> Check if: <ul style="list-style-type: none"> <li><input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.</li> </ul> Check all applicable boxes: <ul style="list-style-type: none"> <li><input type="checkbox"/> A plan is being filed with this petition.</li> <li><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).</li> </ul> |
|---|---|

**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.

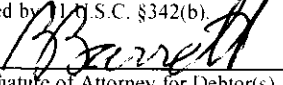
|  |  |  |   |   |   |  |   |   |  |
|--|--|--|---|---|---|--|---|---|--|
| <b>Estimated Number of Creditors</b>     |  |  |   |   |   |  |   |   |  |
| <input type="checkbox"/> 1-49            | <input checked="" type="checkbox"/> 50-99      | <input type="checkbox"/> 100-199                           | <input type="checkbox"/> 200-999                  | <input type="checkbox"/> 1,000-5,000                            | <input type="checkbox"/> 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          |
| <b>Estimated Assets</b>                  |  |  |   |   |   |  |   |   |  |
| <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 |
| <b>Estimated Liabilities</b>             |  |  |   |   |   |  |   |   |  |
| <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 |

THIS SPACE IS FOR COURT USE ONLY

FILED

DEC 10 2009

CLERK U.S. BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA  
BY: *[Signature]*  
Deputy Clerk

|   |   |             |
|---|---|-------------|
| <b>Voluntary Petition</b><br><i>(This page must be completed and filed in every case)</i>   | Name of Debtor(s):<br><b>Honey, LLC a California corporation</b>  |             |
| <b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet)   |   |             |
| Location Where Filed: - <b>None</b> -   | Case Number:  | Date Filed: |
| Location Where Filed:   | Case Number:  | Date Filed: |
| <b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet)  |   |             |
| Name of Debtor:<br>- <b>None</b> -  | Case Number:  | Date Filed: |
| District:   | Relationship:   | Judge:      |
| <p style="text-align: center;"><b>Exhibit A</b></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;"><b>Exhibit B</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  <u>12/9/09</u><br/>Signature of Attorney for Debtor(s) (Date)</p> |             |
| <b>Exhibit C</b>  |   |             |
| 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?  |   |             |
| <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.   |   |             |
| <input checked="" type="checkbox"/> No.   |   |             |
| <b>Exhibit D</b>  |   |             |
| (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)  |   |             |
| <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.   |   |             |
| If this is a joint petition:  |   |             |
| <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.  |   |             |
| <b>Information Regarding the Debtor - Venue</b><br>(Check any applicable box)   |   |             |
| <input checked="" type="checkbox"/> 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.  |   |             |
| <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.  |   |             |
| <input type="checkbox"/> 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. |   |             |
| <b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b><br>(Check all applicable boxes)  |   |             |
| <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)   |   |             |
| <p style="text-align: center;">_____</p> <p style="text-align: center;">(Name of landlord that obtained judgment)</p> <p style="text-align: center;">_____</p> <p style="text-align: center;">(Address of landlord)</p>   |   |             |
| <input type="checkbox"/> 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   |   |             |
| <input type="checkbox"/> 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.   |   |             |
| <input type="checkbox"/> 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):

**Honey, LLC a California corporation**

**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)

**Barbara Barrett 107886**  
Printed Name of Attorney for Debtor(s)

**Law Offices of Barbara Barrett**  
Firm Name  
**555 S. Sunrise Way**  
**Suite 211**  
**Palm Springs, CA 92264**

\_\_\_\_\_  
Address

**(760) 323-2622 Fax: (760) 320-3633**  
Telephone Number

**12/9/09** **107886**  
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

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:

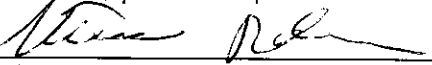
If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*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

**Steve Balian**  
Printed Name of Authorized Individual

**President**  
Title of Authorized Individual

**12-9-09**  
Date

LIMITED LIABILITY CORPORATION  
RESOLUTION AUTHORIZING FILING OF CHAPTER 11 BANKRUPTCY

Resolved, that in view of the present financial condition of the limited liability corporation, the corporation is filing a petition for relief under Chapter 11 of the U.S. bankruptcy code and is hiring attorney Barbara Barrett.

All of the owners and directors of Honey LLC, consent to filing a Chapter 11 on behalf of the limited liability corporation.

President, STEVE BALIAN, is authorized to sign all forms and agreements regarding the Chapter 11.

Dated: 12/10/09

  
\_\_\_\_\_  
STEVE BALIAN, SOLE OWNER AND DIRECTOR

B4 (Official Form 4) (12/07)

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

In re Honey, LLC a California corporation

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> |
| <b>Advance Me<br/>2015 Vaughn Road<br/>Kennesaw, GA 30144</b>                                 | <b>Advance Me<br/>2015 Vaughn Road<br/>Kennesaw, GA 30144</b>  | <b>Trade debt</b>   |  | <b>24,140.00</b>  |
| <b>American Finance<br/>505 N. Euclid, Ste 580<br/>Anaheim, CA 92801</b>                      | <b>American Finance<br/>505 N. Euclid, Ste 580<br/>Anaheim, CA 92801</b>   | <b>Trade debt</b>   |  | <b>72,716.01</b>  |
| <b>American Finance<br/>505 Eclud Street, Suite 580<br/>Anaheim, CA 92801</b>                 | <b>American Finance<br/>505 Eclud Street, Suite 580<br/>Anaheim, CA 92801</b>  | <b>Trade debt</b>   |  | <b>55,888.00</b>  |
| <b>Aries Investments<br/>45025 Manitou Drive<br/>Indian Wells, CA 92210</b>                   | <b>Aries Investments<br/>45025 Manitou Drive<br/>Indian Wells, CA 92210</b>  | <b>Trade debt</b>   |  | <b>300,500.00</b>   |
| <b>Canyon National Banl<br/>1711 Palm Canyon Drive<br/>Palm Springs, CA 92262</b>             | <b>Canyon National Banl<br/>1711 Palm Canyon Drive<br/>Palm Springs, CA 92262</b>  | <b>Trade debt</b>   |  | <b>28,368.00</b>  |
| <b>Employment Development<br/>Department (CA)<br/>PO Box 431804<br/>Los Angeles, CA 90043</b> | <b>Employment Development<br/>Department (CA)<br/>PO Box 431804<br/>Los Angeles, CA 90043</b>  | <b>Other Taxes</b>  |  | <b>11,077.00</b>  |
| <b>Halcon Ceramics<br/>1700 North Dixie Highway,<br/>Suite 150<br/>Boca Raton, FL 33432</b>   | <b>Halcon Ceramics<br/>1700 North Dixie Highway, Suite 150<br/>Boca Raton, FL 33432</b>  | <b>Trade debt</b>   |  | <b>78,099.64</b>  |
| <b>Hamwi Family Trust<br/>1286 South East St<br/>San Bernardino, CA 92408</b>                 | <b>Hamwi Family Trust<br/>1286 South East St<br/>San Bernardino, CA 92408</b>  | <b>Trade debt</b>   |  | <b>66,860.00</b>  |
| <b>Internal Revenue Service<br/>Ogden, UT 84201</b>   | <b>Internal Revenue Service<br/>Ogden, UT 84201</b>  | <b>Other Taxes<br/>approx \$23,309 is<br/>under payment<br/>arrangement with<br/>IRS \$1800/mo from<br/>2007 payroll taxes<br/>balance is due<br/>from end of 2008<br/>and 2009 payroll</b> |  | <b>65,074.00</b>  |

B4 (Official Form 4) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

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> |
| IWT Tile Expres<br>C/O Thomas Willford<br>575 Elm Avenue Suite 18<br>Long Beach, CA 90802                                | IWT Tile Expres<br>C/O Thomas Willford<br>575 Elm Avenue Suite 18<br>Long Beach, CA 90802  | Trade debt  |  | 28,448.45   |
| Lund & Guttry<br>PO Box 250<br>Rancho Mirage, CA 92270   | Lund & Guttry<br>PO Box 250<br>Rancho Mirage, CA 92270   | Trade debt  |  | 20,214.00   |
| MARK GERSHENSON<br>400 S. FARRELL DR. B-203<br>Palm Springs, CA 92262  | MARK GERSHENSON<br>400 S. FARRELL DR. B-203<br>Palm Springs, CA 92262  | Trade debt  |  | 12,901.00   |
| Miod & Company<br>11600 Indian Hill Rd Suite 300<br>Mission Hills, CA 91345  | Miod & Company<br>11600 Indian Hill Rd Suite 300<br>Mission Hills, CA 91345  | Trade debt  |  | 15,492.63   |
| Palm Springs Law Group<br>121 S. Palm Canyon Drive,<br>Suite 225<br>Palm Springs,, CA 92262                              | Palm Springs Law Group<br>121 S. Palm Canyon Drive, Suite 225<br>Palm Springs,, CA 92262   | Trade debt  |  | 13,932.05   |
| Phenix<br>PO Box 1156<br>Chatsworth, GA 30705  | Phenix<br>PO Box 1156<br>Chatsworth, GA 30705  | Trade debt  |  | 35,097.57   |
| Powergres<br>259 Via Regina Pacis<br>41049 Sassuolo (MO) Italy   | Powergres<br>259 Via Regina Pacis<br>41049 Sassuolo (MO) Italy   | Trade debt  |  | 19,579.36   |
| User Friendly Phone<br>c/o Giulio Masssi<br>777 East Tahquitz Suite 121<br>Palm Springs, CA 92262                        | User Friendly Phone<br>c/o Giulio Masssi<br>777 East Tahquitz Suite 121<br>Palm Springs, CA 92262  | Trade debt  |  | 21,894.44   |
| Victor Gammill<br>17972 Sky Park Circle Suite B<br>Irvine, CA 92614  | Victor Gammill<br>17972 Sky Park Circle Suite B<br>Irvine, CA 92614  | Trade debt  |  | 14,918.96   |
| Yellow Book<br>c/o Liggett, Davis, Pagnini &<br>Melhouse<br>3914 Murphy Canyon Road<br>Suite A224<br>San Diego, CA 92123 | Yellow Book<br>c/o Liggett, Davis, Pagnini &<br>Melhouse<br>3914 Murphy Canyon Road Suite A224<br>San Diego, CA 92123  | Trade debt  |  | 24,883.22   |
| Yellow Book USA<br>PO Box 3162<br>Cedar Rapids, IA 52406   | Yellow Book USA<br>PO Box 3162<br>Cedar Rapids, IA 52406   | Trade debt  |  | 21,894.44   |

B4 (Official Form 4) (12/07) - Cont.

In re Honey, LLC a California corporation  
Debtor(s)


Case No. \_\_\_\_\_

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

**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 12/9/09

Signature   
**Steve Balian**  
**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.

|   |  |                       |  |
|---|--|-----------------------|--|
| Party Name, Address and Telephone Number (CA State Bar No. if Applicable)   |  | FOR COURT USE ONLY    |  |
| <b>Barbara Barrett</b><br>555 S. Sunrise Way<br>Suite 211<br>Palm Springs, CA 92264<br>(760) 323-2622 Fax:(760) 320-3633<br>CA State Bar Number: 107886 |  |                       |  |
| <b>UNITED STATES BANKRUPTCY COURT</b><br><b>CENTRAL DISTRICT OF CALIFORNIA</b>  |  |                       |  |
| In re:  |  | CHAPTER 11            |  |
| <b>Honey, LLC a California corporation</b>  |  | CASE NUMBER           |  |
| 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\**

1. 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): 67800 E. Palm Canyon Drive, Palm Springs, CA 92234
2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return: 67800 E. Palm Canyon Drive, Palm Springs, CA 92234
3. Disclose the current business address(es) for all corporate officers: 67800 E. Palm Canyon Drive, Palm Springs, CA 92234
4. Disclose the current business address(es) where the Debtor's books and records are located: 67800 E. Palm Canyon Drive, Palm Springs, CA 92234
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:
6. Disclose any different address(es) to those listed above within six months prior to the filing of this petition and state the reasons for the change in address(es): N/A
7. State the name and address of the officer signing this Statement and the relationship of such person to the Debtor (specify): Steve Balian, 67800 E. Palm Canyon Drive, Palm Springs, CA 92234, President
8. Total number of attached pages of supporting documentation: \_\_\_\_



Venue Disclosure Form for Corporations Filing Chapter 11 - Page 2

**VEN-C**

|  |                           |
|--|---------------------------|
| In re<br><b>Honey, LLC a California corporation</b><br>Debtor. | CHAPTER 11<br>CASE NUMBER |
|--|---------------------------|

9. I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct.

Executed on 12-9-07 at \_\_\_\_\_, California.

**Steve Balian**

*Type Name of Officer*



*Signature of Declarant*

**President**

*Position or Title of Officer*

**STATEMENT OF RELATED CASES**  
**INFORMATION REQUIRED BY LOCAL BANKRUPTCY 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).)

**President, Steve Balian Chapter 7 filed on 4/26/01, cs # 6:01-bk-17253-RN, Central District California, Judge David Naugle, Discharged 8/07/09**

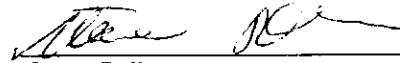
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy 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 Palm Springs, California.

Dated 12-9-09

  
\_\_\_\_\_  
**Steve Balian**  
Debtor

\_\_\_\_\_  
Joint Debtor

B6 Summary (Official Form 6 - Summary) (12/07)

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

In re Honey, LLC a California corporation  
Debtor

Case No. \_\_\_\_\_

Chapter 11

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

| NAME OF SCHEDULE  | ATTACHED (YES/NO) | NO. OF SHEETS | ASSETS            | LIABILITIES         | OTHER      |
|---|-------------------|---------------|-------------------|---------------------|------------|
| A - Real Property   | <b>Yes</b>        | <b>1</b>      | <b>0.00</b>       |                     |            |
| B - Personal Property   | <b>Yes</b>        | <b>4</b>      | <b>175,733.04</b> |                     |            |
| C - Property Claimed as Exempt  | <b>No</b>         | <b>0</b>      |                   |                     |            |
| D - Creditors Holding Secured Claims  | <b>Yes</b>        | <b>1</b>      |                   | <b>0.00</b>         |            |
| E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E) | <b>Yes</b>        | <b>2</b>      |                   | <b>88,118.00</b>    |            |
| F - Creditors Holding Unsecured Nonpriority Claims                              | <b>Yes</b>        | <b>15</b>     |                   | <b>1,006,853.73</b> |            |
| G - Executory Contracts and Unexpired Leases                                    | <b>Yes</b>        | <b>1</b>      |                   |                     |            |
| H - Codebtors   | <b>Yes</b>        | <b>1</b>      |                   |                     |            |
| I - Current Income of Individual Debtor(s)                                      | <b>No</b>         | <b>0</b>      |                   |                     | <b>N/A</b> |
| J - Current Expenditures of Individual Debtor(s)                                | <b>No</b>         | <b>0</b>      |                   |                     | <b>N/A</b> |
| Total Number of Sheets of ALL Schedules   |                   | <b>25</b>     |                   |                     |            |
|   |                   |               | <b>175,733.04</b> |                     |            |
|   |                   |               |                   | <b>1,094,971.73</b> |            |

Form 6 - Statistical Summary (12/07)

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

In re Honey, LLC a California corporation  
Debtor

Case No. \_\_\_\_\_

Chapter 11

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

| Type of Liability   | Amount |
|---|--------|
| Domestic Support Obligations (from Schedule E)  |        |
| Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)  |        |
| Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed) |        |
| Student Loan Obligations (from Schedule F)  |        |
| Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E                   |        |
| Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)                           |        |
| TOTAL   |        |

**State the following:**

|  |  |
|--|--|
| Average Income (from Schedule I, Line 16)  |  |
| Average Expenses (from Schedule J, Line 18)  |  |
| Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20) |  |

**State the following:**

|  |  |  |
|--|--|--|
| 1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column               |  |  |
| 2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column             |  |  |
| 3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column |  |  |
| 4. Total from Schedule F   |  |  |
| 5. Total of non-priority unsecured debt (sum of 1, 3, and 4)               |  |  |

B6A (Official Form 6A) (12/07)

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

| Description and Location of Property | Nature of Debtor's Interest in Property | Husband, Wife, Joint, or Community | Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption | Amount of Secured Claim |
|--------------------------------------|---|------------------------------------|--|-------------------------|
|--------------------------------------|---|------------------------------------|--|-------------------------|

None

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

B6B (Official Form 6B) (12/07)

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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 and Fed. R. Bankr. P. 1007(m).

| Type of Property   | N<br>O<br>N<br>E | Description and Location of Property  | Husband,<br>Wife,<br>Joint, or<br>Community | Current Value of<br>Debtor's Interest in Property,<br>without Deducting any<br>Secured Claim or Exemption |
|--|------------------|---|---|---|
| 1. Cash on hand  |                  | <b>Cash: Cash on Hand</b><br><b>Location: Business</b><br><b>67800 E. Palm Canyon Drive</b><br><b>Cathedral City, CA 92234</b>  | -   | <b>4,200.00</b>   |
| 2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives. |                  | <b>Bank Account: 6156 - Checking Account</b><br><b>Location: Canyon National Bank</b><br><b>1711 E. Palm Canyon Drive</b><br><b>Palm Springs, California 92262</b>              | -   | <b>10,417.00</b>  |
|  |                  | <b>Bank Account: 6172 - Payroll Account</b><br><b>Location: Canyon National Bank</b><br><b>1711 E. Palm Canyon Drive</b><br><b>Palm Springs, California 92262</b>               | -   | <b>24.67</b>  |
|  |                  | <b>Bank Account: 2002 - Account</b><br><b>Location: Canyon National Bank</b><br><b>1711 E. Palm Canyon Drive</b><br><b>Palm Springs, California 92262</b>                       | -   | <b>54.00</b>  |
|  |                  | <b>Bank Account: 8553 - CD Account - Secured Loan</b><br><b>Location: Canyon National Bank</b><br><b>1711 E. Palm Canyon Drive</b><br><b>Palm Springs, CA 92262</b>             | -   | <b>15,008.00</b>  |
| 3. Security deposits with public utilities, telephone companies, landlords, and others.  |                  | <b>Security Deposit: Utility Deposit</b><br><b>Location: Southern California Edison</b><br><b>PO Box 600</b><br><b>Rosemead, CA 91771-0001</b>                                  | -   | <b>3,450.00</b>   |
|  |                  | <b>Security Deposit: Aries Security Deposit</b><br><b>Location: Aries Investments</b><br><b>73301 Fred Waring Drive</b><br><b>Suite 200</b><br><b>Palm Desert, CA 92211</b>     | -   | <b>14,712.80</b>  |
|  |                  | <b>Security Deposit: Utility Deposit</b><br><b>Location: Imperial Irrigation District</b><br><b>PO Box 937</b><br><b>333 E. Barioni Blvd.</b><br><b>Imperial, CA 92251-0937</b> | -   | <b>1,500.00</b>   |
|  |                  |   | Sub-Total >                                 | <b>49,366.47</b>  |
|  |                  |   |   | (Total of this page)  |

B6B (Official Form 6B) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

| Type of Property  | N<br>O<br>N<br>E | Description and Location of Property  | Husband,<br>Wife,<br>Joint, or<br>Community | Current Value of<br>Debtor's Interest in Property,<br>without Deducting any<br>Secured Claim or Exemption |
|---|------------------|---|---|---|
| 4. Household goods and furnishings, including audio, video, and computer equipment.   |                  | <b>Office: Computer Equipment 3312.00 Purchased in 2006</b><br><b>Location: Carpeteria</b><br><b>67800 E. Palm Canyon Drive</b><br><b>Cathedral City, CA 92234</b>        | -   | <b>3,312.00</b>   |
|   |                  | <b>Office: Computer Software Purchased in 2006 and 2007</b><br><b>Location: Carpeteria</b><br><b>67800 E. Palm Canyon Drive</b><br><b>Cathedral City, CA 92234</b>        | -   | <b>2,775.00</b>   |
|   |                  | <b>Furniture: Purchased from previous owner of building. Needs</b><br><b>Location: Carpeteria</b><br><b>67800 E. Palm Canyon Drive</b><br><b>Cathedral City, CA 92234</b> | -   | <b>14,871.00</b>  |
| 5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.   | X                |   |   |   |
| 6. Wearing apparel.   | X                |   |   |   |
| 7. Furs and jewelry.  | X                |   |   |   |
| 8. Firearms and sports, photographic, and other hobby equipment.  |                  | <b>Trade Tools: Cathedral City Purchased in 2006</b><br><b>Location: Carpeteria</b><br><b>67800 E. Palm Canyon Drive</b><br><b>Cathedral City, CA 92234</b>               | -   | <b>18,000.00</b>  |
| 9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.  | X                |   |   |   |
| 10. Annuities. Itemize and name each issuer.  | X                |   |   |   |
| 11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).) | X                |   |   |   |

Sub-Total > **38,958.00**  
(Total of this page)

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

| Type of Property   | N<br>O<br>N<br>E | Description and Location of Property                  | Husband,<br>Wife,<br>Joint, or<br>Community | Current Value of<br>Debtor's Interest in Property,<br>without Deducting any<br>Secured Claim or Exemption |
|--|------------------|---|---|---|
| 12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.  | X                |   |   |   |
| 13. Stock and interests in incorporated and unincorporated businesses. Itemize.  | X                |   |   |   |
| 14. Interests in partnerships or joint ventures. Itemize.  | X                |   |   |   |
| 15. Government and corporate bonds and other negotiable and nonnegotiable instruments.   | X                |   |   |   |
| 16. Accounts receivable.   |                  | <b>Open Invoices</b>                                  | -   | <b>7,970.57</b>   |
| 17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.   | X                |   |   |   |
| 18. Other liquidated debts owed to debtor including tax refunds. Give particulars.   |                  | <b>Donna Rankson<br/>Coachella Valley Collections</b> | -   | <b>1,500.00</b>   |
| 19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.       | X                |   |   |   |
| 20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.   | X                |   |   |   |
| 21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each. | X                |   |   |   |
| 22. Patents, copyrights, and other intellectual property. Give particulars.  | X                |   |   |   |
| 23. Licenses, franchises, and other general intangibles. Give particulars.   |                  | <b>Carpeteria Name Liscensed Agreement</b>            | -   | <b>0.00</b>   |
|  |                  |   | Sub-Total >                                 | <b>9,470.57</b>   |
|  |                  |   | (Total of this page)                        |   |

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property



B6B (Official Form 6B) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**  
(Continuation Sheet)

| Type of Property  | N<br>O<br>N<br>E | Description and Location of Property  | Husband,<br>Wife,<br>Joint, or<br>Community | Current Value of<br>Debtor's Interest in Property,<br>without Deducting any<br>Secured Claim or Exemption |
|---|------------------|---|---|---|
| 24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes. | X                |   |   |   |
| 25. Automobiles, trucks, trailers, and other vehicles and accessories.  | X                |   |   |   |
| 26. Boats, motors, and accessories.   | X                |   |   |   |
| 27. Aircraft and accessories.   | X                |   |   |   |
| 28. Office equipment, furnishings, and supplies.  | X                |   |   |   |
| 29. Machinery, fixtures, equipment, and supplies used in business.  |                  | <b>Other: Other Equipment - Cutting Machine, (2) Fork-lifts, Refrigerator, microwave, coffee machine, filing cabinets.<br/>Location: Carpeteria<br/>67800 E. Palm Canyon Drive<br/>Cathedral City, CA 92234</b> | -   | <b>53,068.00</b>  |
| 30. Inventory.  | X                |   |   |   |
| 31. Animals.  | X                |   |   |   |
| 32. Crops - growing or harvested. Give particulars.   | X                |   |   |   |
| 33. Farming equipment and implements.   | X                |   |   |   |
| 34. Farm supplies, chemicals, and feed.   | X                |   |   |   |
| 35. Other personal property of any kind not already listed. Itemize.  |                  | <b>Other: Leasehold improvements - These were repairs done to the building - that we rent<br/>Location: Carpeteria<br/>67800 E. Palm Canyon Drive<br/>Cathedral City, CA 92234</b>                              | -   | <b>24,870.00</b>  |

Sub-Total > **77,938.00**  
(Total of this page)  
Total > **175,733.04**

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

B6D (Official Form 6D) (12/07)

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, 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 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor". Include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

| CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R<br>H<br>W<br>J<br>C | Husband, Wife, Joint, or Community   |          | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL | UNSECURED PORTION, IF ANY |
|--|-------------------------------------|--|----------|---------------------|-------------------------|-----------------|---|---------------------------|
|  |                                     | DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN |          |                     |                         |                 |   |                           |
| Account No.  |                                     |  |          |                     |                         |                 |   |                           |
|  |                                     |  |          |                     |                         |                 |   |                           |
|  |                                     |  | Value \$ |                     |                         |                 |   |                           |
| Account No.  |                                     |  |          |                     |                         |                 |   |                           |
|  |                                     |  |          |                     |                         |                 |   |                           |
|  |                                     |  | Value \$ |                     |                         |                 |   |                           |
| Account No.  |                                     |  |          |                     |                         |                 |   |                           |
|  |                                     |  |          |                     |                         |                 |   |                           |
|  |                                     |  | Value \$ |                     |                         |                 |   |                           |
| Account No.  |                                     |  |          |                     |                         |                 |   |                           |
|  |                                     |  |          |                     |                         |                 |   |                           |
|  |                                     |  | Value \$ |                     |                         |                 |   |                           |
| Subtotal<br>(Total of this page)   |                                     |  |          |                     |                         |                 |   |                           |
| Total<br>(Report on Summary of Schedules)  |                                     |  |          |                     |                         |                 | 0.00  | 0.00                      |

0 continuation sheets attached

B6E (Official Form 6E) (12/07)

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

### SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

#### TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

**Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

**Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

**Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

**Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

**Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

**Deposits by individuals**

Claims of individuals up to \$2,425\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

**Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

**Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

**Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**  
(Continuation Sheet)

**Taxes and Certain Other Debts  
Owed to Governmental Units**

TYPE OF PRIORITY

| CREDITOR'S NAME,<br>AND MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions.)                        | C<br>O<br>D<br>E<br>B<br>O<br>R | H<br>W<br>J<br>C<br><br>Husband, Wife, Joint, or Community | D<br>A<br>T<br>E<br>C<br>L<br>A<br>I<br>M<br>W<br>A<br>S<br>I<br>N<br>C<br>U<br>R<br>R<br>E<br>D<br>A<br>N<br>D<br>C<br>O<br>N<br>S<br>I<br>D<br>E<br>R<br>A<br>T<br>I<br>O<br>N<br>F<br>O<br>R<br>C<br>L<br>A<br>I<br>M | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | A<br>M<br>O<br>U<br>N<br>T<br>O<br>F<br>C<br>L<br>A<br>I<br>M | AMOUNT NOT<br>ENTITLED TO<br>PRIORITY, IF ANY |
|--|---------------------------------|--|--|--|--|--------------------------------------|---|---|
|  |                                 |  |  |  |  |                                      |   | AMOUNT<br>ENTITLED TO<br>PRIORITY             |
| Account No. <b>xxx-xx7423</b><br><br><b>California Board of Equalization<br/>PO Box 942879<br/>Sacramento, CA 94279</b>            |                                 |  | <b>2008-2009</b><br><br><b>Sales Tax</b>   |  |  |                                      |   | 0.00  |
|  |                                 |  |  |  |  |                                      | 10,771.00   | 10,771.00                                     |
| Account No. <b>INDxx9391</b><br><br><b>California State Disbursement Unit<br/>PO Box 989067<br/>West Sacramento, CA 95798</b>      |                                 |  | <b>2009</b><br><br><b>Government Agency withholding<br/>order/garnishment from payroll</b>   |  |  |                                      |   | 0.00  |
|  |                                 |  |  |  |  |                                      | 381.00  | 381.00  |
| Account No. <b>xxx-x348-5</b><br><br><b>Employment Development Department<br/>(CA)<br/>PO Box 431804<br/>Los Angeles, CA 90043</b> |                                 |  | <b>2008-2009</b><br><br><b>Other Taxes</b>   |  |  |                                      |   | 0.00  |
|  |                                 |  |  |  |  |                                      | 11,077.00   | 11,077.00                                     |
| Account No.<br><br><b>Internal Revenue Service<br/>Ogden, UT 84201</b>   |                                 |  | <b>207-2009</b><br><br><b>Other Taxes approx \$23,309 is under<br/>payment arrangement with IRS<br/>\$1800/mo from 2007 payroll taxes<br/>balance is due from end of 2008 and<br/>2009 payroll</b>                       |  |  |                                      |   | 0.00  |
|  |                                 |  |  |  |  |                                      | 65,074.00   | 65,074.00                                     |
| Account No. <b>xx-x4469</b><br><br><b>Riverside County Deputy Sheriff<br/>PO Box 7973<br/>Riverside, CA 92513</b>                  |                                 |  | <b>2009</b><br><br><b>Government Agency payroll<br/>garnishment</b>  |  |  |                                      |   | 0.00  |
|  |                                 |  |  |  |  |                                      | 815.00  | 815.00  |
| Subtotal<br>(Total of this page)   |                                 |  |  |  |  |                                      | <b>88,118.00</b>  | <b>88,118.00</b>                              |
| Total<br>(Report on Summary of Schedules)  |                                 |  |  |  |  |                                      | <b>88,118.00</b>  | <b>88,118.00</b>                              |

Sheet 1 of 1 continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6F (Official Form 6F) (12/07)

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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 Doc, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Code debtor." include the entity on the appropriate schedule of creditors, and complete Schedule H - Code debtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.) | Husband, Wife, Joint, or Community |                        | CONTINGENT | UNLIQUIDATED | DISPUTED | AMOUNT OF CLAIM |
|---|------------------------------------|------------------------|------------|--------------|----------|-----------------|
|   | CODE DEBTOR                        | H<br>W<br>J<br>C       |            |              |          |                 |
| Account No.<br><br>ADT<br>P.O. Box 1008<br>Arlington Heights, IL 60006  |                                    | Trade debt             |            |              |          | 729.39          |
| Account No. x7012<br><br>Advance Me<br>2015 Vaughn Road<br>Kennesaw, GA 30144                                 |                                    | May 2008<br>Trade debt |            |              |          | 24,140.00       |
| Account No.<br><br>American Finance<br>505 N. Euclid, Ste 580<br>Anaheim, CA 92801                            |                                    | Trade debt             |            |              |          | 72,716.01       |
| Account No. x215.5<br><br>American Finance<br>505 Ecluid Street, Suite 580<br>Anaheim, CA 92801               |                                    | Trade debt             |            |              |          | 55,888.00       |
| Subtotal<br>(Total of this page)  |                                    |                        |            |              |          | 153,473.40      |

14 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)                | C<br>O<br>D<br>E<br>B<br>O<br>R | Husband, Wife, Joint, or Community |        | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM   |
|--|---------------------------------|------------------------------------|--------|--|--|--------------------------------------|-------------------|
|  |                                 | H<br>W                             | J<br>C |  |  |                                      |                   |
| Account No.<br><br><b>Anthem Blue Cross</b><br><b>P.O. Box 9062</b><br><b>Oxnard, CA 93036</b>                               |                                 |                                    |        |  |  |                                      | <b>3,751.60</b>   |
| Account No. <b>INC xx7806</b><br><br><b>Aries Investments</b><br><b>45025 Manitou Drive</b><br><b>Indian Wells, CA 92210</b> |                                 |                                    |        |  |  |                                      | <b>300,500.00</b> |
| Account No.<br><br><b>Beaulieu Residential</b><br><b>P.O. Box 1248</b><br><b>Dalton, GA 30722</b>                            |                                 |                                    |        |  |  |                                      | <b>4,898.92</b>   |
| Account No.<br><br><b>BROADWAY PREMIUM FUNDING</b><br><b>PO BOX 277493</b><br><b>Atlanta, GA 30384</b>                       |                                 |                                    |        |  |  |                                      | <b>135.00</b>     |
| Account No.<br><br><b>CANYON CITY PRINTING</b><br><b>580 EAST ARROW HIGHWAY</b><br><b>San Dimas, CA 91773</b>                |                                 |                                    |        |  |  |                                      | <b>394.91</b>     |
| Subtotal<br>(Total of this page)   |                                 |                                    |        |  |  |                                      | <b>309,680.43</b> |

Sheet no. 1 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)                   | C<br>O<br>D<br>E<br>B<br>O<br>R | Husband, Wife, Joint, or Community |        | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM  |
|---|---------------------------------|------------------------------------|--------|--|--|--------------------------------------|------------------|
|   |                                 | H<br>W                             | J<br>C |  |  |                                      |                  |
| Account No. <b>xx9084</b><br><br><b>Canyon National Bank</b><br><b>1711 Palm Canyon Drive</b><br><b>Palm Springs, CA 92262</b>  |                                 |                                    |        |  |  |                                      | <b>28,368.00</b> |
| Account No.<br><br><b>CATHEDRAL CITY CHAMBER OF<br/>COMMERCE</b><br><b>68950 HIGHWAY 111</b><br><b>Cathedral City, CA 92234</b> |                                 |                                    |        |  |  |                                      | <b>230.00</b>    |
| Account No.<br><br><b>CATHEDRAL CITY POLICE<br/>DEPARTMENT</b><br><b>58700 LALO GUERRO</b><br><b>Cathedral City, CA 92234</b>   |                                 |                                    |        |  |  |                                      | <b>125.00</b>    |
| Account No.<br><br><b>CITY OF DESERT HOT SPRINGS</b><br><b>65950 PIERSON BLVD</b><br><b>Desert Hot Springs, CA 92240</b>        |                                 |                                    |        |  |  |                                      | <b>96.00</b>     |
| Account No.<br><br><b>COVE ELECTRIC</b><br><b>77824 WILDCAT DRIVE</b><br><b>Palm Desert, CA 92211</b>                           |                                 |                                    |        |  |  |                                      | <b>891.62</b>    |
| Subtotal<br>(Total of this page)  |                                 |                                    |        |  |  |                                      | <b>29,710.62</b> |

Sheet no. 2 of 14 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)                  | C<br>O<br>D<br>E<br>B<br>O<br>R | Husband, Wife, Joint, or Community |        | D<br>A<br>T<br>E<br>C<br>L<br>A<br>I<br>M<br>W<br>A<br>S<br>I<br>N<br>C<br>U<br>R<br>R<br>E<br>D<br>A<br>N<br>D<br>C<br>O<br>N<br>S<br>I<br>D<br>E<br>R<br>A<br>T<br>I<br>O<br>N<br>F<br>O<br>R<br>C<br>L<br>A<br>I<br>M.<br>I<br>F<br>C<br>L<br>A<br>I<br>M<br>I<br>S<br>S<br>U<br>B<br>J<br>E<br>C<br>T<br>T<br>O<br>S<br>E<br>T<br>O<br>F<br>F,<br>S<br>O<br>S<br>T<br>A<br>T<br>E. | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | A<br>M<br>O<br>U<br>N<br>T<br>O<br>F<br>C<br>L<br>A<br>I<br>M |
|--|---------------------------------|------------------------------------|--------|--|--|--|--------------------------------------|---|
|  |                                 | H<br>W                             | J<br>C |  |  |  |                                      |   |
| Account No. <b>Carpeteria</b><br><br><b>Creating Your Space</b><br><b>One Harbor Drive # 201</b><br><b>Sausalito, CA 95826</b> |                                 |                                    |        | <b>2008</b><br><b>Trade debt</b>   |  |  |                                      | <b>6,775.00</b>   |
| Account No.<br><br><b>DELUXE BUSINESS SYSTEMS</b><br><b>P.O BOX 742572</b><br><b>Cincinnati, OH 45274</b>                      |                                 |                                    |        | <b>Trade debt</b>  |  |  |                                      | <b>226.00</b>   |
| Account No.<br><br><b>DESERT PLUMBING</b><br><b>21125 ARTESIA RD</b><br><b>Desert Hot Springs, CA 92240</b>                    |                                 |                                    |        | <b>Trade debt</b>  |  |  |                                      | <b>186.00</b>   |
| Account No.<br><br><b>DS Waters of America</b><br><b>PO Box 5013</b><br><b>Hayward, CA 94540</b>                               |                                 |                                    |        | <b>Trade debt</b>  |  |  |                                      | <b>363.46</b>   |
| Account No.<br><br><b>DUNN &amp; BRADSTREET</b><br><b>75 REMITTANCE DRIVE SUITE 1793</b><br><b>Chicago, IL 60675</b>           |                                 |                                    |        | <b>Trade debt</b>  |  |  |                                      | <b>898.00</b>   |
| Subtotal<br>(Total of this page)   |                                 |                                    |        |  |  |  |                                      | <b>8,448.46</b>   |

Sheet no. 3 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims



B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.) | C<br>O<br>D<br>E<br>D<br>E<br>B<br>T<br>O<br>R | Husband, Wife, Joint, or Community |        | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM |
|---|--|------------------------------------|--------|--|--|--------------------------------------|-----------------|
|   |  | H<br>W                             | J<br>C |  |  |                                      |                 |
| Account No.<br><br>ESSER AIR CONDITIONING<br>PO BOX 1636<br>Cathedral City, CA 92235                          | -  |                                    |        |  |  |                                      | 691.00          |
| Account No. xxxxxx xxxxxx xx4536<br><br>Gullistan<br>PO Box 651355<br>Charlotte, NC 28265                     | -  |                                    |        |  |  |                                      | 3,458.87        |
| Account No. xx-1136<br><br>Halcon Ceramics<br>1700 North Dixie Highway, Suite 150<br>Boca Raton, FL 33432     | -  |                                    | 2006   |  |  |                                      | 78,099.64       |
| Account No.<br><br>Hamwi Family Trust<br>1286 South East St<br>San Bernardino, CA 92408                       | -  |                                    |        |  |  |                                      | 66,860.00       |
| Account No.<br><br>HARRY'S TOOLS & SUPPLY<br>75160 ST CHARLES PLACE<br>Palm Desert, CA 92211                  | -  |                                    |        |  |  |                                      | 445.00          |
| Subtotal<br>(Total of this page)  |  |                                    |        |  |  |                                      | 149,554.51      |

Sheet no. 4 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.) | C<br>O<br>D<br>E<br>D<br>E<br>B<br>T<br>O<br>R | Husband, Wife, Joint, or Community |  | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM |
|---|--|------------------------------------|--|--|--|--------------------------------------|-----------------|
|   |  | H<br>W<br>J<br>C                   |  |  |  |                                      |                 |
| Account No.<br><br>HCC SURETY GROUP<br>801 FIGUEROA STREET SUITE 1600<br>New York, NY 10017                   | -  |                                    |  |  |  |                                      | 4,500.00        |
| Account No. xxx2837<br><br>Hunter Douglas<br>12250 Parkway Drive<br>Poway, CA 92064                           | -  |                                    |  |  |  |                                      | 5,712.64        |
| Account No.<br><br>Imperial Irrigation<br>P.O. Box 937<br>Imperial, CA 92251                                  | -  |                                    |  |  |  |                                      | 1,506.64        |
| Account No.<br><br>Indian Wells Chamber of Commerce<br>74-980 Hey 111 Suite 101<br>Indian Wells, CA 92210     | -  |                                    |  |  |  |                                      | 350.00          |
| Account No.<br><br>Integress<br>35 Glenlake Parkway<br>Atlanta, CA 30328                                      | -  |                                    |  |  |  |                                      | 10,648.00       |
| Subtotal<br>(Total of this page)  |  |                                    |  |  |  |                                      | 22,717.28       |

Sheet no. 5 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.) | C<br>O<br>D<br>E<br>D<br>E<br>B<br>T<br>O<br>R | Husband, Wife, Joint, or Community |        | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM  |
|---|--|------------------------------------|--------|--|--|--------------------------------------|------------------|
|   |  | H<br>W                             | J<br>C |  |  |                                      |                  |
| Account No. <b>Case Number INCxx0891</b>  |  |                                    |        |  |  |                                      |                  |
| <b>IWT Tile Expres</b><br>C/O Thomas Willford<br>575 Elm Avenue Suite 18<br>Long Beach, CA 90802              |  | -                                  |        |  |  |                                      | <b>28,448.45</b> |
| Account No.   |  |                                    |        |  |  |                                      |                  |
| <b>JEFF KRAMER</b><br>67800 RIO ARAPAHP<br>Cathedral City, CA 92234   |  | -                                  |        |  |  |                                      | <b>2,334.44</b>  |
| Account No.   |  |                                    |        |  |  |                                      |                  |
| <b>JH FREED &amp; SONS</b><br>7717 OSTROW ST<br>San Diego, CA 92111   |  | -                                  |        |  |  |                                      | <b>1,089.23</b>  |
| Account No.   |  |                                    |        |  |  |                                      |                  |
| <b>JOHN PLUREK</b><br>100 S. SUNRISE WAY PMB 917 SUITE<br>A<br>Palm Springs, CA 92262                         |  | -                                  |        |  |  |                                      | <b>678.00</b>    |
| Account No.   |  |                                    |        |  |  |                                      |                  |
| <b>KAISER</b><br>145 BRADFORD DRIVE<br>West Berlin, NJ 08091  |  | -                                  |        |  |  |                                      | <b>1,500.00</b>  |
| Subtotal<br>(Total of this page)  |  |                                    |        |  |  |                                      | <b>34,050.12</b> |

Sheet no. 6 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)                         | C<br>O<br>D<br>E<br>B<br>O<br>R | Husband, Wife, Joint or Community |  | D<br>A<br>T<br>E<br>C<br>L<br>A<br>I<br>M<br>W<br>A<br>S<br>I<br>N<br>C<br>U<br>R<br>R<br>E<br>D<br>A<br>N<br>D<br>C<br>O<br>N<br>S<br>I<br>D<br>E<br>R<br>A<br>T<br>I<br>O<br>N<br>F<br>O<br>R<br>C<br>L<br>A<br>I<br>M.<br>I<br>F<br>C<br>L<br>A<br>I<br>M<br>I<br>S<br>S<br>U<br>B<br>J<br>E<br>C<br>T<br>T<br>O<br>S<br>E<br>T<br>O<br>F<br>F,<br>S<br>O<br>S<br>T<br>A<br>T<br>E. | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | A<br>M<br>O<br>U<br>N<br>T<br>O<br>F<br>C<br>L<br>A<br>I<br>M |
|---|---------------------------------|-----------------------------------|--|--|--|--|--------------------------------------|---|
|   |                                 | H<br>W<br>J<br>C                  |  |  |  |  |                                      |   |
| Account No. <b>Carpeteria</b><br><br><b>KMIR</b><br><b>72920 Park View Drive</b><br><b>Palm Desert, CA 92260</b>                      |                                 |                                   |  | <b>07-08</b><br><b>Trade debt</b>  |  |  |                                      | <b>8,305.00</b>   |
| Account No.<br><br><b>LA QUINTA BUSINESS LICENCE</b><br><b>PO BOX 1504</b><br><b>La Quinta, CA 92247</b>                              |                                 |                                   |  | <b>Trade debt</b>  |  |  |                                      | <b>152.00</b>   |
| Account No.<br><br><b>LA QUINTA CHAMBER OF</b><br><b>COMMERCE</b><br><b>78-275 CALLE TAMPICO #B,</b><br><b>Indian Wells, CA 92210</b> |                                 |                                   |  | <b>Trade debt</b>  |  |  |                                      | <b>825.00</b>   |
| Account No. <b>Various</b><br><br><b>Lamar</b><br><b>PO Box 96030</b><br><b>Baton Rouge, LA 70896</b>                                 |                                 |                                   |  | <b>Trade debt</b>  |  |  |                                      | <b>7,500.00</b>   |
| Account No.<br><br><b>LAUFFEN TILE</b><br><b>77583 EL DUNE CT #F</b><br><b>Palm Desert, CA 92211</b>                                  |                                 |                                   |  | <b>Trade debt</b>  |  |  |                                      | <b>1,632.11</b>   |
| Subtotal<br>(Total of this page)  |                                 |                                   |  |  |  |  |                                      | <b>18,414.11</b>  |

Sheet no. 7 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)             | C<br>O<br>D<br>E<br>D<br>E<br>B<br>T<br>O<br>R | Husband, Wife, Joint, or Community |  | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM  |
|---|--|------------------------------------|--|--|--|--------------------------------------|------------------|
|   |  | H<br>W<br>J<br>C                   |  |  |  |                                      |                  |
| Account No.<br><br><b>LEGGETT AND PLATT</b><br><b>1699 EAST WOODFIELD STE 360</b><br><b>Schaumburg, IL 60173</b>          |  |                                    |  |  |  |                                      | <b>2,926.73</b>  |
| Account No. <b>x0041</b><br><br><b>Lund &amp; Guttry</b><br><b>PO Box 250</b><br><b>Rancho Mirage, CA 92270</b>           |  |                                    |  |  |  |                                      | <b>20,214.00</b> |
| Account No.<br><br><b>M. MILLS ENTERPRISE, INC</b><br><b>32951 CALLE PERFECTO</b><br><b>San Juan Capistrano, CA 92675</b> |  |                                    |  |  |  |                                      | <b>10,295.00</b> |
| Account No.<br><br><b>MARCOS PUBLISHING</b><br><b>PO BOX 508100</b><br><b>San Diego, CA 92150</b>                         |  |                                    |  |  |  |                                      | <b>1,308.75</b>  |
| Account No.<br><br><b>MARK GERSHENSON</b><br><b>400 S. FARRELL DR. B-203</b><br><b>Palm Springs, CA 92262</b>             |  |                                    |  |  |  |                                      | <b>12,901.00</b> |
| Subtotal<br>(Total of this page)  |  |                                    |  |  |  |                                      | <b>47,645.48</b> |

Sheet no. 8 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)           | C<br>O<br>D<br>E<br>D<br>E<br>B<br>I<br>T<br>O<br>R | Husband, Wife, Joint, or Community |        | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | A<br>M<br>O<br>U<br>N<br>T<br>O<br>F<br>C<br>L<br>A<br>I<br>M |
|---|---|------------------------------------|--------|--------------------------------------|--|--|---|
|   |   | H<br>W                             | J<br>C |                                      |  |  |   |
| Account No.<br><br><b>MASTERPIECE</b><br><b>615 N. NASH ST. STE 300</b><br><b>El Segundo, CA 90245</b>                  |   |                                    |        |                                      |  |  | <b>2,108.00</b>   |
| Account No.<br><br><b>MIKE TOMILSON</b><br><b>1028 E. PALM CANYON STE 102</b><br><b>Palm Springs, CA 92264</b>          |   |                                    |        |                                      |  |  | <b>775.00</b>   |
| Account No.<br><br><b>Miod &amp; Company</b><br><b>11600 Indian Hill Rd Suite 300</b><br><b>Mission Hills, CA 91345</b> |   |                                    |        |                                      |  |  | <b>15,492.63</b>  |
| Account No.<br><br><b>MOHAWK</b><br><b>PO BOX 12059</b><br><b>Calhoun, GA 30701</b>                                     |   |                                    |        |                                      |  |  | <b>10,871.29</b>  |
| Account No.<br><br><b>MOVIE NEWS</b><br><b>5435 BALBOA BLVD STE 103</b><br><b>Encino, CA 91316</b>                      |   |                                    |        |                                      |  |  | <b>10,871.29</b>  |
| Subtotal<br>(Total of this page)  |   |                                    |        |                                      |  |  | <b>40,118.21</b>  |

Sheet no. 9 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)         | C<br>O<br>D<br>E<br>B<br>T<br>O<br>R | Husband, Wife, Joint, or Community |  | C<br>O<br>N<br>T<br>I<br>N<br>G<br>M<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>T<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM  |
|---|--------------------------------------|------------------------------------|--|---|--|--------------------------------------|------------------|
|   |                                      | H<br>W<br>J<br>C                   |  |   |  |                                      |                  |
| Account No.<br><br>MY 13<br>72920 PARK VIEW DR.<br>Palm Desert, CA 92260  |                                      |                                    |  |   |  |                                      | 4,080.00         |
| Account No.<br><br>Northern Leasing<br>132 West 31st Street 14th floor<br>New York, NY 10001                          |                                      |                                    |  |   |  |                                      | 74.55            |
| Account No.<br><br>PALM DESERT CHAMBER OF<br>COMMERCE<br>73-710 FRED WARING DR STE 114<br>Palm Desert, CA 92260       |                                      |                                    |  |   |  |                                      | 290.00           |
| Account No. Honey LLC<br><br>Palm Springs Law Group<br>121 S. Palm Canyon Drive, Suite 225<br>Palm Springs,, CA 92262 |                                      |                                    |  |   |  |                                      | 13,932.05        |
| Account No. Various<br><br>Phenix<br>PO Box 1156<br>Chatsworth, GA 30705  |                                      |                                    |  |   |  |                                      | 35,097.57        |
| Subtotal<br>(Total of this page)  |                                      |                                    |  |   |  |                                      | <b>53,474.17</b> |

Sheet no. 10 of 14 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)                                    | C<br>O<br>D<br>E<br>B<br>O<br>R | H<br>U<br>S<br>B<br>A<br>N<br>D,<br>W<br>I<br>F<br>E,<br>J<br>O<br>I<br>N<br>T,<br>O<br>R<br>C<br>O<br>M<br>M<br>U<br>N<br>I<br>T<br>Y | DATE CLAIM WAS INCURRED AND<br>CONSIDERATION FOR CLAIM. IF CLAIM<br>IS SUBJECT TO SETOFF, SO STATE. | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM  |
|--|---------------------------------|--|---|--|--|--------------------------------------|------------------|
|  |                                 |  |   |  |  |                                      |                  |
| Account No.<br><br><b>Powergres</b><br><b>259 Via Regina Pacis</b><br><b>41049 Sassuolo (MO) Italy</b>   |                                 |  | Trade debt  |  |  |                                      | 19,579.36        |
| Account No.<br><br><b>PREMIUM PAYMENT PLAN</b><br><b>PO BOX 668</b><br><b>Hudson, NY 12534</b>   |                                 |  | Trade debt  |  |  |                                      | 718.77           |
| Account No.<br><br><b>RANCHO MIRAGE CHAMBER OF<br/>COMMERCE</b><br><b>42464 RANCHO MIRAGE LN</b><br><b>Rancho Mirage, CA 92270</b>               |                                 |  | Trade debt  |  |  |                                      | 375.00           |
| Account No. <b>Honey LLC</b><br><br><b>Sanger &amp; Manes</b><br><b>400 S. Farrell Drive, Suite B-102</b><br><b>Plam Springs 92262, CA 92262</b> |                                 |  | 2006<br>Trade debt  |  |  |                                      | 5,295.71         |
| Account No.<br><br><b>Shaw Industries</b><br><b>P.o Drawer 2128</b><br><b>Dalton, GA 30722</b>   |                                 |  | Trade debt  |  |  |                                      | 1,784.00         |
| Subtotal<br>(Total of this page)   |                                 |  |   |  |  |                                      | <b>27,752.84</b> |

Sheet no. 11 of 14 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims



B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)             | C<br>O<br>D<br>E<br>B<br>T<br>O<br>R | Husband, Wife, Joint, or Community |   | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | A<br>M<br>O<br>U<br>N<br>T<br>O<br>F<br>C<br>L<br>A<br>I<br>M |
|---|--------------------------------------|------------------------------------|---|--------------------------------------|---|
|   |                                      | H<br>W<br>J<br>C                   | DATE CLAIM WAS INCURRED AND<br>CONSIDERATION FOR CLAIM. IF CLAIM<br>IS SUBJECT TO SETOFF, SO STATE. |                                      |   |
| Account No. <b>xxxxxx1109</b><br><br><b>Southern California Edison</b><br><b>PO Box 600</b><br><b>Rosemead,, CA 91771</b> |                                      |                                    | <b>2009</b><br><b>Trade debt</b>  |                                      | <b>5,295.71</b>   |
| Account No.<br><br><b>Southern California Edison</b><br><b>PO Box 600</b><br><b>Rosemead, CA 91771</b>                    |                                      |                                    | <b>Trade debt</b>   |                                      | <b>5,315.00</b>   |
| Account No.<br><br><b>SPARKLETTS WATER</b><br><b>P.O. BOX 660579</b><br><b>Dallas, TX 75266</b>                           |                                      |                                    | <b>Trade debt</b>   |                                      | <b>225.81</b>   |
| Account No.<br><br><b>TIME WARNER</b><br><b>P.O. BOX 78062</b><br><b>Phoenix, AZ 85062</b>                                |                                      |                                    | <b>Trade debt</b>   |                                      | <b>320.00</b>   |
| Account No.<br><br><b>Time Warner Sales</b><br><b>PO Box 9037</b><br><b>Addison, TX 75001</b>                             |                                      |                                    | <b>Trade debt</b>   |                                      | <b>3,640.00</b>   |
| Subtotal<br>(Total of this page)  |                                      |                                    |   |                                      | <b>14,796.52</b>  |

Sheet no. 12 of 14 sheets attached to Schedule of  
Creditors Holding Unsecured Nonpriority Claims

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.) | C<br>O<br>D<br>E<br>D<br>E<br>B<br>T<br>O<br>R | H<br>U<br>S<br>B<br>A<br>N<br>D<br>W<br>I<br>F<br>E<br>J<br>O<br>I<br>N<br>T<br>O<br>R | Husband, Wife, Joint, or Community | D<br>A<br>T<br>E<br>C<br>L<br>A<br>I<br>M<br>W<br>A<br>S<br>I<br>N<br>C<br>U<br>R<br>R<br>E<br>D<br>A<br>N<br>D<br>C<br>O<br>N<br>S<br>I<br>D<br>E<br>R<br>A<br>T<br>I<br>O<br>N<br>F<br>O<br>R<br>C<br>L<br>A<br>I<br>M.<br>I<br>F<br>C<br>L<br>A<br>I<br>M<br>I<br>S<br>S<br>U<br>B<br>J<br>E<br>C<br>T<br>T<br>O<br>S<br>E<br>T<br>O<br>F<br>F,<br>S<br>O<br>S<br>T<br>A<br>T<br>E. | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | A<br>M<br>O<br>U<br>N<br>T<br>O<br>F<br>C<br>L<br>A<br>I<br>M |
|---|--|--|------------------------------------|--|--|--|--------------------------------------|---|
|   |  |  |                                    |  |  |  |                                      |   |
| Account No. <b>Various</b>  |  |  |                                    | <b>08 -09</b>  |  |  |                                      |   |
| <b>Torly's</b><br>1900 Derry Road<br>Mississauga, CA 92262  |  | -  |                                    | <b>Trade debt</b>  |  |  |                                      | <b>7,804.44</b>   |
| Account No.   |  |  |                                    | <b>Trade debt</b>  |  |  |                                      |   |
| <b>User Friendly Phone</b><br>c/o Giulio Massi<br>777 East Tahquitz Suite 121<br>Palm Springs, CA 92262       |  | -  |                                    |  |  |  |                                      | <b>21,894.44</b>  |
| Account No.   |  |  |                                    | <b>Trade debt</b>  |  |  |                                      |   |
| <b>Verizon</b><br>PO Box 9688<br>Mission Hills, CA 91346-9688   |  | -  |                                    |  |  |  |                                      | <b>563.00</b>   |
| Account No.   |  |  |                                    | <b>Trade debt</b>  |  |  |                                      |   |
| <b>Verizon</b><br>PO Box 9688<br>Mission Hills, CA 91346-9688   |  | -  |                                    |  |  |  |                                      | <b>400.00</b>   |
| Account No.   |  |  |                                    | <b>Trade debt</b>  |  |  |                                      |   |
| <b>Verizon</b><br>PO Box 9688<br>Mission Hills, CA 91346-9688   |  | -  |                                    |  |  |  |                                      | <b>2,000.00</b>   |

Sheet no. **13** of **14** sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal  
(Total of this page) **32,661.88**

B6F (Official Form 6F) (12/07) - Cont.

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**  
(Continuation Sheet)

| CREDITOR'S NAME,<br>MAILING ADDRESS<br>INCLUDING ZIP CODE,<br>AND ACCOUNT NUMBER<br>(See instructions above.)   | C<br>O<br>D<br>E<br>B<br>O<br>R | Husband, Wife, Joint, or Community |   | C<br>O<br>N<br>T<br>I<br>N<br>G<br>E<br>N<br>T | U<br>N<br>L<br>I<br>Q<br>U<br>I<br>D<br>A<br>T<br>E<br>D | D<br>I<br>S<br>P<br>U<br>T<br>E<br>D | AMOUNT OF CLAIM     |
|---|---------------------------------|------------------------------------|---|--|--|--------------------------------------|---------------------|
|   |                                 | H<br>W<br>J<br>C                   | DATE CLAIM WAS INCURRED AND<br>CONSIDERATION FOR CLAIM. IF CLAIM<br>IS SUBJECT TO SETOFF, SO STATE. |  |  |                                      |                     |
| Account No.<br><br><b>VERSE TRIM</b><br><b>8650 COMMERCE DRIVE</b><br><b>Henderson, NC 27537</b>  | -                               |                                    | <b>Trade debt</b>   |  |  |                                      | <b>159.08</b>       |
| Account No. <b>UPS Capital xxx0.67 Surfaces 5</b><br><br><b>Victor Gammill</b><br><b>17972 Sky Park Circle Suite B</b><br><b>Irvine, CA 92614</b>   | -                               |                                    | <b>2008</b><br><b>Trade debt</b>  |  |  |                                      | <b>14,918.96</b>    |
| Account No.<br><br><b>Villiage Profile</b><br><b>33 N. Geneva</b><br><b>Elgin, IL 60120</b>   | -                               |                                    | <b>Trade debt</b>   |  |  |                                      | <b>2,500.00</b>     |
| Account No. <b>INC xx1191</b><br><br><b>Yellow Book</b><br><b>c/o Liggett, Davis, Pagnini &amp;</b><br><b>Melhouse</b><br><b>3914 Murphy Canyon Road Suite A224</b><br><b>San Diego, CA 92123</b> | -                               |                                    | <b>Trade debt</b>   |  |  |                                      | <b>24,883.22</b>    |
| Account No. <b>x0179</b><br><br><b>Yellow Book USA</b><br><b>PO Box 3162</b><br><b>Cedar Rapids, IA 52406</b>   | -                               |                                    | <b>2008</b><br><b>Trade debt</b>  |  |  |                                      | <b>21,894.44</b>    |
| Subtotal<br>(Total of this page)  |                                 |                                    |   |  |  |                                      | <b>64,355.70</b>    |
| Total<br>(Report on Summary of Schedules)   |                                 |                                    |   |  |  |                                      | <b>1,006,853.73</b> |

Sheet no. 14 of 14 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

B6G (Official Form 6G) (12/07)

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

### SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code,  
of Other Parties to Lease or Contract

Description of Contract or Lease and Nature of Debtor's Interest.  
State whether lease is for nonresidential real property.  
State contract number of any government contract.

**See Attached**

0

\_\_\_\_\_ continuation sheets attached to Schedule of Executory Contracts and Unexpired Leases

760  
300-3683

**Carpeteria Flooring Center**  
**Open Sales Orders by Customer**  
All Transactions

1:34 PM  
12/08/09

| Type                           | Date       | Num  | Memo | Amount    |
|--------------------------------|------------|------|------|-----------|
| <b>BIRNDORF, DEBORAH</b>       |            |      |      |           |
| Sales Order                    | 11/2/2009  | 7229 |      | 600.00    |
| Total BIRNDORF, DEBORAH        |            |      |      | 600.00    |
| <b>BURIES, RON</b>             |            |      |      |           |
| Sales Order                    | 12/7/2009  | 7281 |      | 931.00    |
| Total BURIES, RON              |            |      |      | 931.00    |
| <b>CAIN, MARYANN</b>           |            |      |      |           |
| Sales Order                    | 12/7/2009  | 7279 |      | 1,228.00  |
| Total CAIN, MARYANN            |            |      |      | 1,228.00  |
| <b>DEANGELIS, HENRY</b>        |            |      |      |           |
| Sales Order                    | 12/5/2009  | 7192 |      | 1,259.00  |
| Total DEANGELIS, HENRY         |            |      |      | 1,259.00  |
| <b>FORRESTER, WILLIAM</b>      |            |      |      |           |
| Sales Order                    | 12/7/2009  | 7191 |      | 870.00    |
| Total FORRESTER, WILLIAM       |            |      |      | 870.00    |
| <b>FRANZ, STEPHAN</b>          |            |      |      |           |
| Sales Order                    | 12/7/2009  | 7190 |      | 2,751.00  |
| Total FRANZ, STEPHAN           |            |      |      | 2,751.00  |
| <b>FROMMEYER, MIMI</b>         |            |      |      |           |
| Sales Order                    | 8/7/2009   | 4887 |      | 2,640.00  |
| Total FROMMEYER, MIMI          |            |      |      | 2,640.00  |
| <b>HAMMER, LYNN</b>            |            |      |      |           |
| Sales Order                    | 11/19/2009 | 7181 |      | 4,092.00  |
| Total HAMMER, LYNN             |            |      |      | 4,092.00  |
| <b>HANDFORD, ANN</b>           |            |      |      |           |
| Sales Order                    | 11/24/2009 | 7283 |      | 4,080.00  |
| Total HANDFORD, ANN            |            |      |      | 4,080.00  |
| <b>HILL, NIGEL</b>             |            |      |      |           |
| Sales Order                    | 11/17/2009 | 7180 |      | 4,500.00  |
| Total HILL, NIGEL              |            |      |      | 4,500.00  |
| <b>KAISER, GARY</b>            |            |      |      |           |
| Sales Order                    | 12/2/2009  | 7274 |      | 2,079.00  |
| Total KAISER, GARY             |            |      |      | 2,079.00  |
| <b>KEENLYSIDE, NICKI</b>       |            |      |      |           |
| Sales Order                    | 12/1/2009  | 7270 |      | 8,982.00  |
| Total KEENLYSIDE, NICKI        |            |      |      | 8,982.00  |
| <b>MARKS, SARA &amp; SANDY</b> |            |      |      |           |
| Sales Order                    | 12/2/2009  | 7278 |      | 10,275.00 |
| Total MARKS, SARA & SANDY      |            |      |      | 10,275.00 |
| <b>MCDANIEL, KELLY</b>         |            |      |      |           |
| Sales Order                    | 8/7/2009   | 4888 |      | 2,773.01  |
| Total MCDANIEL, KELLY          |            |      |      | 2,773.01  |
| <b>NELSON, REID</b>            |            |      |      |           |
| Sales Order                    | 12/2/2009  | 7277 |      | 280.00    |
| Sales Order                    | 12/2/2009  | 7276 |      | 1,572.00  |
| Total NELSON, REID             |            |      |      | 1,852.00  |
| <b>O'MALLEY, KATHY</b>         |            |      |      |           |
| Sales Order                    | 11/23/2009 | 7187 |      | 11,935.00 |
| Total O'MALLEY, KATHY          |            |      |      | 11,935.00 |
| <b>Padis, Judy</b>             |            |      |      |           |
| Sales Order                    | 11/10/2009 | 7165 |      | 5,200.00  |

1:34 PM  
12/08/09

**Carpeteria Flooring Center**  
**Open Sales Orders by Customer**  
**All Transactions**

| Type                                     | Date                 | Num             | Memo | Amount              |
|--|----------------------|-----------------|------|---------------------|
| Total Padie, Judy                        |                      |                 |      | 5,200.00            |
| Pine, James & Marcia<br>Sales Order      | 12/1/2009            | 7276            |      | 698.00              |
| Total Pine, James & Marcia               |                      |                 |      | 698.00              |
| ROSENFIELD, HEIDI<br>Sales Order         | 11/18/2009           | 7175            |      | 6,300.00            |
| Total ROSENFIELD, HEIDI                  |                      |                 |      | 6,300.00            |
| <del>SIMARD, MARIE<br/>Sales Order</del> | <del>11/2/2009</del> | <del>7079</del> |      | <del>1,281.00</del> |
| <del>Total SIMARD, MARIE</del>           |                      |                 |      | <del>1,281.00</del> |
| SLEZAK, KRYSZYNA<br>Sales Order          | 11/18/2009           | 7248            |      | 3,550.00            |
| Total SLEZAK, KRYSZYNA                   |                      |                 |      | 3,550.00            |
| STAMBAUGH, LESLIE<br>Sales Order         | 11/18/2009           | 7257            |      | 1,300.00            |
| Total STAMBAUGH, LESLIE                  |                      |                 |      | 1,300.00            |
| VAN LIZZEN, MRS<br>Sales Order           | 11/30/2009           | 7273            |      | 500.00              |
| Total VAN LIZZEN, MRS                    |                      |                 |      | 500.00              |
| VELOTTA, DONNA<br>Sales Order            | 11/30/2009           | 7266            |      | 2,525.00            |
| Total VELOTTA, DONNA                     |                      |                 |      | 2,525.00            |
| WALLACE, CARLA<br>Sales Order            | 10/12/2009           | 7097            |      | 7,600.00            |
| Total WALLACE, CARLA                     |                      |                 |      | 7,600.00            |
| WEBB, JIM<br>Sales Order                 | 11/18/2009           | 7232            |      | 4,580.00            |
| Total WEBB, JIM                          |                      |                 |      | 4,580.00            |
| WEECH, CRAIG<br>Sales Order              | 11/30/2009           | 7269            |      | 2,000.00            |
| Total WEECH, CRAIG                       |                      |                 |      | 2,000.00            |
| <b>TOTAL</b>                             |                      |                 |      | <b>196,541.01</b>   |

*CANC*

B6H (Official Form 6H) (12/07)

In re Honey, LLC a California corporation

Case No. \_\_\_\_\_

Debtor

### SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR

NAME AND ADDRESS OF CREDITOR

0

continuation sheets attached to Schedule of Codebtors

B6 Declaration (Official Form 6 - Declaration), (12/07)

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

In re Honey, LLC a California corporation

Debtor(s)

Case No. \_\_\_\_\_

Chapter 11

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

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

I, the President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 28 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date

12-9-09

Signature



**Steve Balian**

**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.



B7 (Official Form 7) (12/07)

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

In re Honey, LLC a California corporation

Debtor(s)

Case No. \_\_\_\_\_

Chapter 11

**STATEMENT OF FINANCIAL AFFAIRS**

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, 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. Sec. 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

*DEFINITIONS*

*"In business."* A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

*"Insider."* The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

**I. Income from employment or operation of business**

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| AMOUNT              | SOURCE                      |
|---------------------|-----------------------------|
| <b>\$87,227.00</b>  | <b>2009 YTD: Carpeteria</b> |
| <b>\$156,017.00</b> | <b>2008: Carpeteria</b>     |
| <b>\$10,437.00</b>  | <b>2007: Carpeteria</b>     |

**2. Income other than from employment or operation of business**

None  State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

|        |        |
|--------|--------|
| AMOUNT | SOURCE |
|--------|--------|

**3. Payments to creditors**

None  *Complete a. or b., as appropriate, and c.*

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

|                              |                   |             |                    |
|------------------------------|-------------------|-------------|--------------------|
| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS | AMOUNT PAID | AMOUNT STILL OWING |
|------------------------------|-------------------|-------------|--------------------|

None  b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

|                              |                                 |   |                    |
|------------------------------|---------------------------------|---|--------------------|
| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS/<br>TRANSFERS | AMOUNT PAID OR<br>VALUE OF<br>TRANSFERS | AMOUNT STILL OWING |
| Various                      | 9/5 to 12/5/09<br>See attached  | \$283,364.00                            | \$0.00             |

None  c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

|  |                                     |              |                    |
|--|-------------------------------------|--------------|--------------------|
| NAME AND ADDRESS OF CREDITOR AND<br>RELATIONSHIP TO DEBTOR                                   | DATE OF PAYMENT                     | AMOUNT PAID  | AMOUNT STILL OWING |
| Carpet Empire<br>67-555 E. Palm Canyon Drive<br>Ste C-113<br>Cathedral City, CA 92234<br>Son |                                     | \$3,942.00   | \$0.00             |
| Steve Balian<br>72595 Jamie Way<br>Ranco Mirage, CA 92270<br>Selv/owner                      | 10/09/2008-11/25/09<br>See attached | \$132,358.00 | \$0.00             |

12/05/09  
Accrual Basis

**Carpeteria Flooring Center**  
**Custom Transaction Detail Report**  
September 5 through December 5, 2009

| Type                      | Date       | Amount | Account      | Debit            |
|---------------------------|------------|--------|--------------|------------------|
| Arizona Tile              |            |        |              |                  |
| Bill Print -Check         | 09/14/2009 |        | Arizona Tile |                  |
| Check                     | 09/22/2009 |        | Arizona Tile |                  |
| Bill Print -Check         | 09/28/2009 |        | Arizona Tile |                  |
| Check                     | 09/29/2009 |        | Arizona Tile |                  |
| Bill Print -Check         | 09/29/2009 |        | Arizona Tile |                  |
| Bill Print -Check         | 10/01/2009 |        | Arizona Tile |                  |
| Bill Print -Check         | 11/19/2009 | 10024  | Arizona Tile |                  |
| <b>Total Arizona Tile</b> |            |        |              | <b>10,187.75</b> |
| <b>Bedrosians</b>         |            |        |              |                  |
| Check                     | 09/05/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/10/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/10/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/10/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/11/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/11/2009 |        | Bedrosians   |                  |
| Check                     | 09/15/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/17/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/17/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/21/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/21/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/22/2009 | 9722   | Bedrosians   |                  |
| Bill Print -Check         | 09/24/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/25/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/28/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/28/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 09/30/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 10/02/2009 |        | Bedrosians   |                  |
| Bill Print -Check         | 10/06/2009 |        | Bedrosians   |                  |
|                           |            |        |              | <b>756.74</b>    |
|                           |            |        |              | <b>10,944.49</b> |
|                           |            |        |              | <b>1,490.83</b>  |
|                           |            |        |              | <b>574.96</b>    |
|                           |            |        |              | <b>655.80</b>    |
|                           |            |        |              | <b>627.38</b>    |
|                           |            |        |              | <b>507.10</b>    |
|                           |            |        |              | <b>655.80</b>    |
|                           |            |        |              | <b>342.58</b>    |
|                           |            |        |              | <b>694.37</b>    |
|                           |            |        |              | <b>90.74</b>     |
|                           |            |        |              | <b>905.89</b>    |
|                           |            |        |              | <b>426.30</b>    |
|                           |            |        |              | <b>573.97</b>    |
|                           |            |        |              | <b>921.87</b>    |
|                           |            |        |              | <b>756.74</b>    |

**Carpetaria Flooring Center**  
**Custom Transaction Detail Report**  
September 5 through December 5, 2009

| Type                               | Date       | debit | Memo                   | Account                 | Debit            |
|------------------------------------|------------|-------|------------------------|-------------------------|------------------|
| Bill Print -Check                  | 10/05/2009 |       | Bedrosians             | 2000 - Accounts Payable | 48.92            |
| Bill Print -Check                  | 10/07/2009 |       | Bedrosians             | 2000 - Accounts Payable | 1,281.10         |
| Bill Print -Check                  | 10/09/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 627.38           |
| Bill Print -Check                  | 10/13/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 433.76           |
| Bill Print -Check                  | 10/13/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 2,528.44         |
| Bill Print -Check                  | 10/14/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 219.63           |
| Bill Print -Check                  | 10/19/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 746.79           |
| Bill Print -Check                  | 10/21/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 978.75           |
| Bill Print -Check                  | 10/21/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 0.00             |
| Bill Print -Check                  | 10/21/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 1,518.71         |
| Bill Print -Check                  | 10/23/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 0.00             |
| Bill Print -Check                  | 10/25/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 1,808.73         |
| Bill Print -Check                  | 10/27/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 1,127.52         |
| Bill Print -Check                  | 10/28/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 17.76            |
| Bill Print -Check                  | 10/28/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 568.18           |
| Bill Print -Check                  | 11/03/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 741.63           |
| Bill Print -Check                  | 11/16/2009 | 9998  | Bedrosians             | 2000 - Accounts Payable | 688.47           |
| Bill Print -Check                  | 11/20/2009 | 10021 | Bedrosians             | 2000 - Accounts Payable | 479.59           |
| Bill Print -Check                  | 11/23/2009 | 10030 | Bedrosians             | 2000 - Accounts Payable | 1,085.91         |
| Bill Print -Check                  | 11/30/2009 | Debit | Bedrosians             | 2000 - Accounts Payable | 40.52            |
| Bill Print -Check                  | 12/01/2009 | 10062 | Bedrosians             | 2000 - Accounts Payable | 2,012.89         |
|                                    |            |       |                        |                         | 35.89            |
|                                    |            |       |                        |                         | 759.18           |
| <b>Total Bedrosians</b>            |            |       |                        |                         | <b>31,275.47</b> |
| <b>Golden State Flooring</b>       |            |       |                        |                         |                  |
| Bill Print -Check                  | 09/17/2009 | 9889  | Golden State Flooring  | 2000 - Accounts Payable | 782.32           |
| Bill Print -Check                  | 09/24/2009 | 9749  | Golden State Flooring  | 2000 - Accounts Payable | 366.16           |
| Bill Print -Check                  | 11/24/2009 | Debit | Golden State Flooring  | 2000 - Accounts Payable | 4,012.19         |
| <b>Total Golden State Flooring</b> |            |       |                        |                         | <b>5,160.67</b>  |
| <b>Hannaford Family Trust</b>      |            |       |                        |                         |                  |
| Bill Print -Check                  | 09/08/2009 | 9842  | Hannaford Family Trust | 2000 - Accounts Payable | 1,000.00         |

**Carpetaria Flooring Center  
Custom Transaction Detail Report**

September 5 through December 5, 2009

| Type                             | Date       | Amount | Memo               | Account                 | Debit            |
|----------------------------------|------------|--------|--------------------|-------------------------|------------------|
| Bill Print -Check                | 09/16/2009 | 9694   | monthly rent       | 2000 - Accounts Payable | 2,000.00         |
| Bill Print -Check                | 09/17/2009 | 9701   | monthly rent       | 2000 - Accounts Payable | 2,000.00         |
| Bill Print -Check                | 09/24/2009 | 9753   | monthly rent       | 2000 - Accounts Payable | 1,000.00         |
| Bill Print -Check                | 10/30/2009 | 9809   | VOIR: October 09   | 2000 - Accounts Payable | 0.00             |
| Bill Print -Check                | 11/02/2009 | 9917   | monthly rent       | 2000 - Accounts Payable | 2,000.00         |
| Bill Print -Check                | 11/10/2009 | 9953   | monthly rent       | 2000 - Accounts Payable | 1,040.00         |
| Bill Print -Check                | 11/14/2009 | 9989   | monthly rent       | 2000 - Accounts Payable | 2,040.00         |
| Bill Print -Check                | 11/16/2009 | 9999   | monthly rent       | 2000 - Accounts Payable | 1,040.00         |
| Bill Print -Check                | 11/18/2009 | 10004  | monthly rent       | 2000 - Accounts Payable | 1,040.00         |
| <b>Total Harnef Family Trust</b> |            |        |                    |                         | <b>1,020.00</b>  |
| <b>Kramer, Jeff</b>              |            |        |                    |                         | <b>13,140.00</b> |
| Bill Print -Check                | 09/14/2009 | 9682   | Walker             | 2000 - Accounts Payable | 900.00           |
| Bill Print -Check                | 09/16/2009 | 9715   | Walker             | 2000 - Accounts Payable | 894.00           |
| Bill Print -Check                | 09/21/2009 | 9728   | Block, Dan         | 2000 - Accounts Payable | 1,000.00         |
| Bill Print -Check                | 09/23/2009 | 9745   | Block, Dan         | 2000 - Accounts Payable | 500.00           |
| Bill Print -Check                | 09/24/2009 | 9751   | Block, Dan         | 2000 - Accounts Payable | 500.00           |
| Bill Print -Check                | 10/01/2009 | 9783   | Block, Dan         | 2000 - Accounts Payable | 300.00           |
| Bill Print -Check                | 10/02/2009 | 9802   | Block, Dan         | 2000 - Accounts Payable | 800.00           |
| Bill Print -Check                | 10/09/2009 | 9831   | Block, Dan         | 2000 - Accounts Payable | 1,000.00         |
| Bill Print -Check                | 10/13/2009 | 9845   | Block, Dan         | 2000 - Accounts Payable | 500.00           |
| Bill Print -Check                | 10/20/2009 | 9865   | Block, Dan         | 2000 - Accounts Payable | 500.00           |
| Bill Print -Check                | 10/23/2009 | 9885   | Block, Dan         | 2000 - Accounts Payable | 811.00           |
| Bill Print -Check                | 11/24/2009 | 10039  | Block, Dan         | 2000 - Accounts Payable | 500.00           |
| <b>Total Kramer, Jeff</b>        |            |        |                    |                         | <b>7,905.00</b>  |
| <b>Lamar</b>                     |            |        |                    |                         |                  |
| Bill Print -Check                | 09/16/2009 | 9692   | October Bill-Board | 2000 - Accounts Payable | 1,000.00         |
| Bill Print -Check                | 09/16/2009 | 9693   | November           | 2000 - Accounts Payable | 1,525.00         |
| Bill Print -Check                | 10/14/2009 | 9849   |                    | 2000 - Accounts Payable | 1,000.00         |
| Bill Print -Check                | 10/14/2009 | 9850   |                    | 2000 - Accounts Payable | 500.00           |
| Bill Print -Check                | 11/11/2009 | 9986   |                    | 2000 - Accounts Payable | 1,000.00         |
| Bill Print -Check                | 11/11/2009 | 9967   |                    | 2000 - Accounts Payable | 500.00           |

Total Laner

McHawk

**Carpeteria Flooring Center**  
**Custom Transaction Detail Report**  
September 5 through December 5, 2009

| Type                | Date       | Amount | Account | Debit            |
|---------------------|------------|--------|---------|------------------|
| Bill Print -Check   | 09/09/2009 | 9852   | McHawk  |                  |
| Bill Print -Check   | 09/16/2009 | 9096   | McHawk  |                  |
| Bill Print -Check   | 09/22/2009 | 9739   | McHawk  |                  |
| Bill Print -Check   | 09/28/2009 | 9777   | McHawk  |                  |
| Bill Print -Check   | 10/05/2009 | 9804   | McHawk  |                  |
| Bill Print -Check   | 10/05/2009 | 9806   | McHawk  |                  |
| Bill Print -Check   | 10/05/2009 | 9814   | McHawk  |                  |
| Bill Print -Check   | 10/12/2009 | 9839   | McHawk  |                  |
| Bill Print -Check   | 10/16/2009 | 9855   | McHawk  |                  |
| Bill Print -Check   | 10/20/2009 | 9858   | McHawk  |                  |
| Bill Print -Check   | 10/28/2009 | 9902   | McHawk  |                  |
| Bill Print -Check   | 10/29/2009 | 9897   | McHawk  |                  |
| Bill Print -Check   | 11/03/2009 | 9922   | McHawk  |                  |
| Bill Print -Check   | 11/03/2008 | 9924   | McHawk  |                  |
| Check               | 12/01/2009 | 10064  | McHawk  |                  |
| Check               | 12/01/2009 | 10064  | McHawk  |                  |
| <b>Total McHawk</b> |            |        |         | <b>283.77</b>    |
| <b>Padworks</b>     |            |        |         | <b>20,461.69</b> |

|                   |            |       |          |       |                         |          |
|-------------------|------------|-------|----------|-------|-------------------------|----------|
| Bill Print -Check | 09/10/2009 | 9654  | Padworks | STOCK | 2000 - Accounts Payable | 979.73   |
| Bill Print -Check | 09/17/2009 | 9988  | Padworks | STOCK | 2000 - Accounts Payable | 1,724.62 |
| Bill Print -Check | 09/24/2009 | 9748  | Padworks | STOCK | 2000 - Accounts Payable | 1,572.53 |
| Bill Print -Check | 10/01/2009 | 9790  | Padworks | STOCK | 2000 - Accounts Payable | 1,390.73 |
| Bill Print -Check | 10/08/2009 | 9827  | Padworks | STOCK | 2000 - Accounts Payable | 700.75   |
| Bill Print -Check | 10/16/2009 | 9853  | Padworks | STOCK | 2000 - Accounts Payable | 944.56   |
| Bill Print -Check | 10/22/2009 | 9878  | Padworks | STOCK | 2000 - Accounts Payable | 1,188.37 |
| Bill Print -Check | 10/29/2009 | 9898  | Padworks | STOCK | 2000 - Accounts Payable | 1,321.77 |
| Bill Print -Check | 11/05/2009 | 9928  | Padworks | STOCK | 2000 - Accounts Payable | 1,836.89 |
| Bill Print -Check | 11/12/2009 | 9869  | Padworks | STOCK | 2000 - Accounts Payable | 1,229.76 |
| Bill Print -Check | 11/18/2009 | 10019 | Padworks | STOCK | 2000 - Accounts Payable | 959.89   |

**Carpenteria Flooring Center  
Custom Transaction Detail Report  
September 5 through December 5, 2009**

| Type                   | Date       | Debit | Credit | Account                 |
|------------------------|------------|-------|--------|-------------------------|
| Bill Print -Check      | 11/25/2009 | 10041 |        | 2000 - Accounts Payable |
| Bill Print -Check      | 12/03/2009 | 10070 |        | 2000 - Accounts Payable |
| <b>Total Payments</b>  |            |       |        | <b>673.15</b>           |
| <b>Show Industries</b> |            |       |        | <b>15,281.00</b>        |
| Bill Print -Check      | 09/09/2009 | 9653  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/09/2009 | 9643  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/11/2009 | 9659  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/14/2009 | 9675  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/14/2009 | 9673  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/14/2009 | 9679  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/16/2009 | 9695  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/21/2009 | 9731  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/24/2009 | 9721  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/24/2009 | 9754  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/25/2009 | 9763  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/25/2009 | 9755  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/28/2009 | 9773  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/29/2009 | 9780  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/30/2009 | 9784  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 09/30/2009 | 9789  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/06/2009 | 9813  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/07/2009 | 9824  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/07/2009 | 9825  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/07/2009 | 10000 |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/12/2009 | 9840  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/12/2009 | 9841  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/14/2009 | 9848  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/19/2009 | 9856  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/20/2009 | 9857  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/20/2009 | 9869  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/21/2009 | 9873  |        | 2000 - Accounts Payable |
| Bill Print -Check      | 10/22/2009 | 9875  |        | 2000 - Accounts Payable |
| <b>Show Industries</b> |            |       |        | <b>1,085.89</b>         |

**Carpetaria Flooring Center  
Custom Transaction Detail Report**

September 5 through December 5, 2009

| Type                         | Date       | Amount | Account                               | Debit             |
|------------------------------|------------|--------|---------------------------------------|-------------------|
| Bill Print - Check           | 10/26/2009 | 8889   | 2000 - Accounts Payable               | 1,797.99          |
| Bill Print - Check           | 10/27/2009 | 9893   | 2000 - Accounts Payable               | 2,898.83          |
| Bill Print - Check           | 10/29/2009 | 9903   | 2000 - Accounts Payable               | 189.47            |
| Bill Print - Check           | 10/30/2009 | 9910   | 2000 - Accounts Payable               | 3,809.12          |
| Bill Print - Check           | 11/02/2009 | 9921   | 2000 - Accounts Payable               | 1,318.08          |
| Bill Print - Check           | 11/03/2009 | 9918   | 2000 - Accounts Payable               | 761.94            |
| Bill Print - Check           | 11/04/2009 | 9927   | 2000 - Accounts Payable               | 86.53             |
| Bill Print - Check           | 11/10/2009 | 9860   | 2000 - Accounts Payable               | 751.47            |
| Bill Print - Check           | 11/10/2009 | 9964   | 2000 - Accounts Payable               | 2,217.59          |
| Bill Print - Check           | 11/16/2009 | 9969   | 2000 - Accounts Payable               | 7,401.32          |
| Bill Print - Check           | 11/16/2009 | 9994   | 2000 - Accounts Payable               | 627.08            |
| Bill Print - Check           | 11/16/2009 | 9994   | 2000 - Accounts Payable               | 6,060.12          |
| Bill Print - Check           | 11/18/2009 | 10011  | 2000 - Accounts Payable               | 1,584.59          |
| Bill Print - Check           | 11/18/2009 | 10009  | 2000 - Accounts Payable               | 1,520.93          |
| Bill Print - Check           | 11/18/2009 | 10003  | 2000 - Accounts Payable               | 894.99            |
| Bill Print - Check           | 11/18/2009 | 10010  | 2000 - Accounts Payable               | 2,784.44          |
| Bill Print - Check           | 11/23/2009 | 10028  | 2000 - Accounts Payable               | 2,432.56          |
| Bill Print - Check           | 11/24/2009 | 10037  | 2000 - Accounts Payable               | 2,826.45          |
| Bill Print - Check           | 11/25/2009 | 10044  | 2000 - Accounts Payable               | 788.85            |
| Bill Print - Check           | 11/25/2009 | 10045  | 2000 - Accounts Payable               | 3,874.78          |
| Bill Print - Check           | 11/25/2009 | 10046  | 2000 - Accounts Payable               | 2,915.84          |
| Bill Print - Check           | 11/25/2009 | 10042  | 2000 - Accounts Payable               | 1,358.55          |
| Bill Print - Check           | 11/25/2009 | 10043  | 2000 - Accounts Payable               | 735.45            |
| Check                        | 11/25/2009 | 10049  | 6130 - Bank Service Charges           | 2,788.44          |
| Check                        | 12/01/2009 | 10060  | 4001 - Suspense - clearing activities | 0.00              |
| Check                        | 12/01/2009 | 10060  | 5010 - Purchases                      | 0.00              |
| Check                        | 12/01/2009 | 10060  | 5010 - Purchases                      | 0.00              |
| Check                        | 12/01/2009 | 10060  | 5010 - Purchases                      | 0.00              |
| Bill Print - Check           | 12/01/2009 | 10085  | 2000 - Accounts Payable               | 1,304.48          |
| <b>Total Shaw Industries</b> |            |        |                                       | <b>101,882.36</b> |

Southern California Edison

Bill Print - Check      09/11/2008      9841      Southern California Edison      2000 - Accounts Payable      880.00



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Accrual Basis

**Carpetaria Flooring Center  
Custom Transaction Detail Report**

September 5 through December 6, 2009

| Type                                    | Date       | Amount     | Account                    | Debit             |
|---|------------|------------|----------------------------|-------------------|
| Check                                   | 09/21/2009 | 9730       | Southern California Edison | 209.30            |
| Bill Pmt -Check                         | 09/23/2009 | DEBIT 9741 | Southern California Edison | 670.00            |
| Bill Pmt -Check                         | 10/07/2009 | 9826       | Southern California Edison | 861.96            |
| Check                                   | 10/07/2009 | 9826       | Southern California Edison | 181.72            |
| Bill Pmt -Check                         | 10/22/2009 | 9890       | Southern California Edison | 705.00            |
| Bill Pmt -Check                         | 11/04/2009 | 9929       | Southern California Edison | 895.00            |
| Check                                   | 11/04/2009 | 9830       | Southern California Edison | 130.25            |
| Bill Pmt -Check                         | 11/19/2009 | 10018      | Southern California Edison | 1,039.00          |
| Bill Pmt -Check                         | 12/01/2009 | 10068      | Southern California Edison | 1,034.00          |
| Check                                   | 12/04/2009 |            | Southern California Edison | 89.42             |
| <b>Total Southern California Edison</b> |            |            |                            | <b>4,075.65</b>   |
| <b>Barbra Barnett</b>                   |            |            |                            |                   |
| Check                                   | 09/28/2009 | 9775       | Barbra Barnett             | 525.00            |
| Check                                   | 12/02/2009 | 72         | Barbra Barnett             | 19,950.00         |
| Check                                   | 12/03/2009 | 10069      | Barbra Barnett             | 1,014.00          |
| <b>Total Barbra Barnett</b>             |            |            |                            | <b>21,489.00</b>  |
| <b>TOTAL</b>                            |            |            |                            | <b>238,363.69</b> |

4:46 PM  
12/05/09  
Accrual Basis

**Carpetaria Flooring Center**  
**Custom Transaction Detail Report**  
September 5, 2008 through December 5, 2009

| Type               | Date       | Num   | Name         | Memo             | Account                | Debit             |
|--------------------|------------|-------|--------------|------------------|------------------------|-------------------|
| Check              | 3/24/2009  | 30600 | Steve Balkan | Cash for Steve   | 7114 - Savings 7114    | 1,000.00          |
| Check              | 3/24/2009  | 30601 | Steve Balkan | Put into Steve   | 7114 - Savings 7114    | 644.10            |
| Check              | 4/2/2009   | 30678 | Steve Balkan | Put into Steve   | 7114 - Savings 7114    | 500.00            |
| Check              | 4/2/2009   | 30682 | Steve Balkan | Cash for Steve   | 7114 - Savings 7114    | 1,000.00          |
| Check              | 4/2/2009   | 30683 | Steve Balkan | Put into Steve's | 7114 - Savings 7114    | 500.00            |
| Check              | 4/7/2009   | 30695 | Steve Balkan | Cash for Steve   | 7114 - Savings 7114    | 600.00            |
| Check              | 4/7/2009   | 30696 | Steve Balkan | Deposit into     | 7114 - Savings 7114    | 500.00            |
| Check              | 4/8/2009   | 30702 | Steve Balkan | Deposit into     | 7114 - Savings 7114    | 500.00            |
| Check              | 4/8/2009   | 30703 | Steve Balkan | Deposit into     | 7114 - Savings 7114    | 400.00            |
| Check              | 4/8/2009   | 30708 | Steve Balkan | Packet cash f... | 7114 - Savings 7114    | 350.00            |
| Check              | 4/15/2009  | 30717 | Steve Balkan | Cash for Steve   | 7114 - Savings 7114    | 800.00            |
| Check              | 4/17/2009  | 30724 | Steve Balkan | Cash for Steve   | 7114 - Savings 7114    | 300.00            |
| Check              | 5/1/2009   | 1031  | Steve Balkan | VOID: vt 7114    | 7114 - Savings 7114    | 8,000.00          |
| Check              | 5/5/2009   | 1031  | Steve Balkan | VOID: vt 7114    | 7114 - Savings 7114    | 1,100.00          |
| Check              | 5/11/2009  | 1017  | Steve Balkan | Week Ending...   | 7114 - Savings 7114    | 0.00              |
| Check              | 7/3/2009   | 9352  | Steve Balkan |                  | 1700 - Shareholder ... | 500.00            |
| Check              | 8/24/2009  | 9352  | Steve Balkan |                  | 1700 - Shareholder ... | 500.00            |
| Check              | 8/28/2009  | 9593  | Steve Balkan |                  | 1700 - Shareholder ... | 600.00            |
| Check              | 9/8/2009   | 9637  | Steve Balkan | Sunday N         | 6245 - Miscellaneous   | 500.00            |
| Check              | 9/14/2009  | 9672  | Steve Balkan |                  | 6140 - Charitable C... | 100.00            |
| Check              | 11/3/2009  | 9925  | Steve Balkan |                  | 1700 - Shareholder ... | 100.00            |
| Check              | 11/14/2009 | 9946  | Steve Balkan |                  | 1700 - Shareholder ... | 500.00            |
| Check              | 11/14/2009 | 9886  | Steve Balkan | VOID:            | 1700 - Shareholder ... | 2,500.00          |
| Check              | 11/18/2009 | 10052 | Steve Balkan |                  | 1700 - Shareholder ... | 0.00              |
| Check              | 11/25/2009 | 10052 | Steve Balkan |                  | 1700 - Shareholder ... | 1,200.00          |
| Check              | 11/25/2009 | 10053 | Steve Balkan |                  | 1700 - Shareholder ... | 1,250.00          |
| Total Steve Balkan |            |       |              |                  |                        | 132,357.85        |
| <b>TOTAL</b>       |            |       |              |                  |                        | <b>132,357.85</b> |

4:46 PM  
12/05/09  
Accrual Basis

**Carpetaria Flooring Center**  
**Custom Transaction Detail Report**  
September 5, 2008 through December 5, 2009

| Type  | Date       | Num   | Name         | Memo        | Account             | Debit    |
|-------|------------|-------|--------------|-------------|---------------------|----------|
| Check | 10/02/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 100.00   |
| Check | 10/10/2008 | 8611  | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 527.75   |
| Check | 10/15/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 2,100.00 |
| Check | 10/16/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 3,000.00 |
| Check | 10/27/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 2,000.00 |
| Check | 10/30/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 600.00   |
| Check | 10/31/2008 | 8755  | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 600.00   |
| Check | 11/03/2008 | 8765  | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 600.00   |
| Check | 11/02/2008 | 8789  | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,000.00 |
| Check | 11/12/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,000.00 |
| Check | 11/12/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,500.00 |
| Check | 11/19/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 5,000.00 |
| Check | 11/29/2008 | 30000 | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 6,000.00 |
| Check | 12/2/2008  | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,600.00 |
| Check | 12/3/2008  | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 500.00   |
| Check | 12/3/2008  | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 500.00   |
| Check | 12/4/2008  | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 2,100.00 |
| Check | 12/5/2008  | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 500.00   |
| Check | 12/8/2008  | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 500.00   |
| Check | 12/10/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,000.00 |
| Check | 12/12/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 500.00   |
| Check | 12/15/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 3,500.00 |
| Check | 12/15/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 600.00   |
| Check | 12/18/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,746.00 |
| Check | 12/19/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 5,000.00 |
| Check | 12/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,000.00 |
| Check | 12/23/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 5,000.00 |
| Check | 12/24/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 2,000.00 |
| Check | 12/30/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 4,500.00 |
| Check | 12/30/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 2,000.00 |
| Check | 12/30/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,000.00 |
| Check | 12/27/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 500.00   |
| Check | 12/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,000.00 |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 4,000.00 |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,000.00 |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 4,000.00 |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 2,000.00 |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 0.00     |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 2,000.00 |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 8,000.00 |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 4,000.00 |
| Check | 11/22/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 3,700.00 |
| Check | 11/17/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 6,000.00 |
| Check | 11/17/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,200.00 |
| Check | 11/17/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 3,000.00 |
| Check | 11/16/2008 | EFT   | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 600.00   |
| Check | 11/16/2008 | 40042 | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,781.00 |
| Check | 11/16/2008 | 40053 | Steve Bailan | TRANSFER... | 7114 - Savings 7114 | 1,781.00 |

**4. Suits and administrative proceedings, executions, garnishments and attachments**

None  a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| CAPTION OF SUIT AND CASE NUMBER                                     | NATURE OF PROCEEDING | COURT OR AGENCY AND LOCATION   | STATUS OR DISPOSITION    |
|---|----------------------|--|--------------------------|
| <b>Aries Investment, Inc. v. Honey LLC Case # INC087806</b>         | Civil                | <b>Superior Court of California, County of Riverside, Indio Branch</b> | <b>Pending</b>           |
| <b>USER FRIENDLY VS CARPETERIA; ET AL INC087210</b>                 | Civil                | <b>Superior Court of California, Riverside, Indio Branch</b>           | <b>Pending</b>           |
| <b>YELLOW BOOK SALES &amp; DISTRIB CO INC VS HONEY LLC NC091191</b> | Civil                | <b>Superior Court of California, Riverside, Indio Branch</b>           | <b>Pending</b>           |
| <b>SWIRPLE VS STEVE BALIAN;ET AL INS088108</b>                      | Civil                | <b>Superior Court of California, Riverside, Indio Branch</b>           | <b>Judgement entered</b> |
| <b>LISA A SULLIVAN VS STEVE BALIAN ET AL Case INS090980</b>         | Civil                | <b>Superior Court of California, Riverside Indio Branch</b>            | <b>Dismissed</b>         |
| <b>DOBBS MILLS VS HONEY LLC INC089586</b>                           | Civil                | <b>Superior Court of California, Riverside County, Indio Branch</b>    | <b>Pending</b>           |

None  b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED           | DATE OF SEIZURE | DESCRIPTION AND VALUE OF PROPERTY      |
|--|-----------------|--|
| <b>Hayek Coco Tateossian<br/>990 Sierra Way<br/>Palm Springs, CA 92262</b> | <b>11/23/09</b> | <b>1995 Lincoln Town Car \$3000.00</b> |

**5. Repossessions, foreclosures and returns**

None  List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR OR SELLER | DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN | DESCRIPTION AND VALUE OF PROPERTY |
|--|--|-----------------------------------|
|--|--|-----------------------------------|

**6. Assignments and receiverships**

None  a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF ASSIGNEE   | DATE OF ASSIGNMENT | TERMS OF ASSIGNMENT OR SETTLEMENT |
|--|--------------------|-----------------------------------|
| <b>Aries<br/>C/O Romer &amp; Harnik LLP<br/>45025 Manitou Dr.<br/>Indian Wells, CA 92210</b> | <b>12/01/09</b>    | <b>Keeper</b>                     |

None  b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CUSTODIAN | NAME AND LOCATION OF COURT CASE TITLE & NUMBER | DATE OF ORDER | DESCRIPTION AND VALUE OF PROPERTY |
|-------------------------------|--|---------------|-----------------------------------|
|-------------------------------|--|---------------|-----------------------------------|

**7. Gifts**

None  List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON OR ORGANIZATION | RELATIONSHIP TO DEBTOR, IF ANY | DATE OF GIFT     | DESCRIPTION AND VALUE OF GIFT   |
|--|--------------------------------|------------------|---|
| Benni Hinn Ministries                      | charity/church                 | 8/14/09          | check<br>Value: 200   |
| Hanwi Family Trust                         | friend/landlord                | 2/2/09           | check<br>Value: 300   |
| TBN  | Church                         | 1/19/09, 11/4/09 | checks<br>Value: 1365   |
| Alfreda Carrillo/Tween Girls USA           | friend                         | 6/11/09          | check to friend for contribution as sponsor for Tween Girls USA<br>Value: 365 |
| JPL Bible CHurge                           | Church                         | various 2009     | checks<br>Value: 800  |
| Kikor Balian                               | Brother                        | 2/11/09          | check<br>Value: 500   |

**8. Losses**

None  List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| DESCRIPTION AND VALUE OF PROPERTY | DESCRIPTION OF CIRCUMSTANCES AND IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS | DATE OF LOSS |
|-----------------------------------|---|--------------|
| \$75000. Misc property            | Flood   | 7/17/09      |

**9. Payments related to debt counseling or bankruptcy**

None  List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

| NAME AND ADDRESS OF PAYEE  | DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY    |
|--|---|---|
| Barbara Barrett<br>555 S. Sunrise Way, Suite 211<br>Palm Springs, CA 92262 | 9/28/2009, 12/2/2009 and 12/3/2009<br>Value:        | 525.00; 19,500.00 and 1014.00<br>check, cash, and check |

| NAME AND ADDRESS OF PAYEE  | DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|--|---|--|
| <b>George Hanover<br/>73-710 Fred Waring Dr.<br/>Palm Desert, CA 92260</b> | <b>11/18/09</b>                                     | <b>\$350.00</b>                                      |

**10. Other transfers**

None  a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR  | DATE | DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED |
|---|------|--|
| None <input checked="" type="checkbox"/> b. List all property transferred by the debtor within <b>ten years</b> immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary. |      |  |

| NAME OF TRUST OR OTHER DEVICE | DATE(S) OF TRANSFER(S) | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY |
|-------------------------------|------------------------|---|
|                               |                        |   |

**11. Closed financial accounts**

None  List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF INSTITUTION  | TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE | AMOUNT AND DATE OF SALE OR CLOSING |
|--|--|------------------------------------|
| <b>Canyon National Bank<br/>1711 E Palm Canyon Dr<br/>Palm Springs, CA 02264</b> | <b>Checking - 6172<br/>Final Balance: 0</b>                                      | <b>0<br/>9/09</b>                  |
| <b>Canyon National Bank<br/>1711 E Palm Canyon Dr<br/>Palm Springs, CA 92264</b> | <b>Checking - 7076<br/>Final Balance: 0</b>                                      | <b>0<br/>6/09</b>                  |
| <b>Wells Fargo Bank</b>  | <b>Checking - 4077<br/>Final Balance: 0</b>                                      | <b>0<br/>06/09</b>                 |

**12. Safe deposit boxes**

None  List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY | NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY | DESCRIPTION OF CONTENTS | DATE OF TRANSFER OR SURRENDER, IF ANY |
|--|---|-------------------------|---------------------------------------|
|  |   |                         |                                       |

**13. Setoffs**

None  List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR | DATE OF SETOFF | AMOUNT OF SETOFF |
|------------------------------|----------------|------------------|
|------------------------------|----------------|------------------|

**14. Property held for another person**

None  List all property owned by another person that the debtor holds or controls.

| NAME AND ADDRESS OF OWNER  | DESCRIPTION AND VALUE OF PROPERTY | LOCATION OF PROPERTY                                  |
|--|-----------------------------------|---|
| Steve Balian<br>67800 E. Palm Canyon<br>Cathedral City, CA 92234 | Flat screen TV                    | 67800 E. Palm Canyon Drive,<br>Palm Springs, CA 92234 |
| Steve Balian<br>67800 E. Palm Canyon<br>Cathedral City, CA 92234 | Box Truck                         | 67800 Palm Canyon Drive                               |
| Steve Balian<br>67800 E. Palm Canyon<br>Cathedral City, CA 92234 | Flat bed Truck                    | 67800 E. Palm Canyon Drive,<br>Palm Springs, CA 92234 |

**15. Prior address of debtor**

None  If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

| ADDRESS | NAME USED | DATES OF OCCUPANCY |
|---------|-----------|--------------------|
|---------|-----------|--------------------|

**16. Spouses and Former Spouses**

None  If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME  
**Lilah Balian**

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None  c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT DOCKET NUMBER STATUS OR DISPOSITION

**18. Nature, location and name of business**

None  a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

| NAME | LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN | ADDRESS | NATURE OF BUSINESS | BEGINNING AND ENDING DATES |
|------|--|---------|--------------------|----------------------------|
|------|--|---------|--------------------|----------------------------|

None  b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME ADDRESS

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

**19. Books, records and financial statements**

None  a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

| NAME AND ADDRESS   | DATES SERVICES RENDERED |
|--|-------------------------|
| Susan Swirple<br>401 S. El Cielo Unit 78<br>Palm Springs, CA 92262 | 5/09-Present            |
| Stewart McClain<br>2005 E. Raquet Club<br>Palm Springs, CA 92262   | 5/09-Current            |
| Debra Lee  | 2007-4/09               |



None  b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

| NAME                         | ADDRESS   | DATES SERVICES RENDERED |
|------------------------------|---|-------------------------|
| <b>Lund &amp; Guttry</b>     | <b>P.O. Box 250<br/>Rancho Mirage, CA 92270</b>               |                         |
| <b>Board of Equalization</b> | <b>35900 Bob Hope Dr. Ste 280<br/>Rancho Mirage, CA 92270</b> |                         |

None  c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

| NAME | ADDRESS |
|------|---------|
|------|---------|

None  d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

| NAME AND ADDRESS | DATE ISSUED |
|------------------|-------------|
|------------------|-------------|

**20. Inventories**

None  a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

| DATE OF INVENTORY | INVENTORY SUPERVISOR | DOLLAR AMOUNT OF INVENTORY<br>(Specify cost, market or other basis) |
|-------------------|----------------------|---|
| <b>11-09</b>      |                      |   |

None  b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

| DATE OF INVENTORY | NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS |
|-------------------|--|
| <b>11-09</b>      | <b>See attached</b>                                  |

**21. Current Partners, Officers, Directors and Shareholders**

None  a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

| NAME AND ADDRESS  | NATURE OF INTEREST | PERCENTAGE OF INTEREST |
|---|--------------------|------------------------|
| <b>Steve Balian<br/>67800 E. Palm Canyon<br/>Cathedral City, CA 92234</b> | <b>President</b>   | <b>100%</b>            |

None  b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

| NAME AND ADDRESS | TITLE | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
|------------------|-------|--|
|------------------|-------|--|

**22. Former partners, officers, directors and shareholders**

None  a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

| NAME | ADDRESS | DATE OF WITHDRAWAL |
|------|---------|--------------------|
|------|---------|--------------------|

None  b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

|                  |       |                     |
|------------------|-------|---------------------|
| NAME AND ADDRESS | TITLE | DATE OF TERMINATION |
|------------------|-------|---------------------|

**23. Withdrawals from a partnership or distributions by a corporation**

None  If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

|   |                                |  |
|---|--------------------------------|--|
| NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR | DATE AND PURPOSE OF WITHDRAWAL | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---|--------------------------------|--|

**24. Tax Consolidation Group.**

None  If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

|                            |                                      |
|----------------------------|--------------------------------------|
| NAME OF PARENT CORPORATION | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------------|--------------------------------------|

**25. Pension Funds.**


None  If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

|                      |                                      |
|----------------------|--------------------------------------|
| NAME OF PENSION FUND | TAXPAYER IDENTIFICATION NUMBER (EIN) |
|----------------------|--------------------------------------|

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

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date 12-09-09

Signature   
**Steve Balian**  
**President**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*

Form B203 - Disclosure of Compensation of Attorney for Debtor - (1/88)

1998 USBC, Central District of California

|  |  |
|--|--|
| <b>UNITED STATES BANKRUPTCY COURT<br/>CENTRAL DISTRICT OF CALIFORNIA</b>   |  |
| In re<br><br><b>Honey, LLC a California corporation</b><br><br><br>Debtor. | Case No.:<br><br><br><div style="text-align: center;"><b>DISCLOSURE OF COMPENSATION<br/>OF ATTORNEY FOR DEBTOR</b></div> |

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

|  |                     |
|--|---------------------|
| For legal services, I have agreed to accept.....           | \$ <u>19,500.00</u> |
| Prior to the filing of this statement I have received..... | \$ <u>19,500.00</u> |
| Balance Due.....   | \$ <u>0.00</u>      |

2. The source of the compensation paid to me was:

Debtor     Other (specify):

3. The source of compensation to be paid to me is:

Debtor     Other (specify):

4.  I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

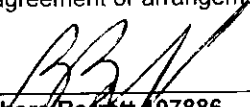
**Preparation of Disclosure Statement and Chapter 11 Plan**

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services  
**Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.**

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Date 12/9/09

  
 \_\_\_\_\_  
**Barbara Barrett #07886**  
 Signature of Attorney  
**Law Offices of Barbara Barrett**  
 Name of Law Firm  
**555 S. Sunrise Way**  
 Suite 211  
 Palm Springs, CA 92264  
 (760) 323-2622 Fax: (760) 320-3633

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

In re Honey, LLC a California corporation  
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.

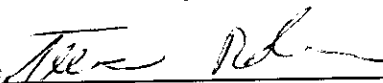
| Name and last known address<br>or place of business of holder | Security<br>Class | Number<br>of Securities | Kind of<br>Interest |
|---|-------------------|-------------------------|---------------------|
|---|-------------------|-------------------------|---------------------|

None

**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 12-9-09

Signature   
**Steve Balian**  
**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 Barbara Barrett 107886

Address 555 S. Sunrise Way Suite 211 Palm Springs, CA 92264

Telephone (760) 323-2622 Fax: (760) 320-3633


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

|  |                                 |
|--|---------------------------------|
| <b>UNITED STATES BANKRUPTCY COURT<br/>CENTRAL DISTRICT OF CALIFORNIA</b>   |                                 |
| List all names including trade names used by Debtor(s) within last 8 years:<br><b>Honey, LLC a California corporation<br/>DBA Carpeteria</b> | Case No.:<br>Chapter: <b>11</b> |

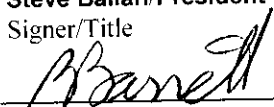
**VERIFICATION OF CREDITOR MAILING LIST**

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 11 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: 12-9-09

  
 \_\_\_\_\_  
**Steve Balian/President**  
 Signer/Title

Date: 12/9/09

  
 \_\_\_\_\_  
 Signature of Attorney  
**Barbara Barrett 107886**  
 Law Offices of Barbara Barrett  
 555 S. Sunrise Way  
 Suite 211  
 Palm Springs, CA 92264  
 (760) 323-2622 Fax: (760) 320-3633

Honey, LLC a California corporation  
67800 E. Palm Canyon Dr.  
Cathedral City, CA 92234

Barbara Barrett  
Law Offices of Barbara Barrett  
555 S. Sunrise Way  
Suite 211  
Palm Springs, CA 92264

ADT  
P.O. Box 1008  
Arlington Heights, IL 60006

Advance Me  
2015 Vaughn Road  
Kennesaw, GA 30144

American Finance  
505 N. Euclid, Ste 580  
Anaheim, CA 92801

American Finance  
505 Ecluid Street, Suite 580  
Anaheim, CA 92801

Anthem Blue Cross  
P.O. Box 9062  
Oxnard, CA 93036

Aries Investments  
45025 Manitou Drive  
Indian Wells, CA 92210

Beaulieu Residential  
P.O. Box 1248  
Dalton, GA 30722

BROADWAY PREMIUM FUNDING  
PO BOX 277493  
Atlanta, GA 30384

California Board of Equalization  
PO Box 942879  
Sacramento, CA 94279

California State Disbursement Unit  
PO Box 989067  
West Sacramento, CA 95798

CANYON CITY PRINTING  
580 EAST ARROW HIGHWAY  
San Dimas, CA 91773

Canyon National Banl  
1711 Palm Canyon Drive  
Palm Springs, CA 92262

CATHEDRAL CITY CHAMBER OF COMMERCE  
68950 HIGHWAY 111  
Cathedral City, CA 92234

CATHEDRAL CITY POLICE DEPARTMENT  
58700 LALO GUERRO  
Cathedral City, CA 92234

CITY OF DESERT HOT SPRINGS  
65950 PIERSON BLVD  
Desert Hot Springs, CA 92240

COVE ELECTRIC  
77824 WILDCAT DRIVE  
Palm Desert, CA 92211

Creating Your Space  
One Harbor Drive # 201  
Sausalito, CA 95826

DELUXE BUSINESS SYSTEMS  
P.O BOX 742572  
Cincinnati, OH 45274

DESERT PLUMBING  
21125 ARTESIA RD  
Desert Hot Springs, CA 92240

DS Waters of America  
PO Box 5013  
Hayward, CA 94540

DUNN & BRADSTREET  
75 REMITTANCE DRIVE SUITE 1793  
Chicago, IL 60675

Employment Development Department (CA)  
PO Box 431804  
Los Angeles, CA 90043



ESSER AIR CONDITIONING  
PO BOX 1636  
Cathedral City, CA 92235

Gullistan  
PO Box 651355  
Charlotte, NC 28265

Halcon Ceramics  
1700 North Dixie Highway, Suite 150  
Boca Raton, FL 33432

Hamwi Family Trust  
1286 South East St  
San Bernardino, CA 92408

HARRY'S TOOLS & SUPPLY  
75160 ST CHARLES PLACE  
Palm Desert, CA 92211

HCC SURETY GROUP  
801 FIGUEROA STREET SUITE 1600  
New York, NY 10017

Hunter Douglas  
12250 Parkway Drive  
Poway, CA 92064

Imperial Irrigation  
P.O. Box 937  
Imperial, CA 92251

Indian Wells Chamber of Commerce  
74-980 Hey 111 Suite 101  
Indian Wells, CA 92210

Integress  
35 Glenlake Parkway  
Atlanta, CA 30328

Internal Revenue Service  
Ogden, UT 84201

IWT Tile Expres  
C/O Thomas Willford  
575 Elm Avenue Suite 18  
Long Beach, CA 90802

JEFF KRAMER  
67800 RIO ARAPAHP  
Cathedral City, CA 92234

JH FREED & SONS  
7717 OSTROW ST  
San Diego, CA 92111

JOHN PLUREK  
100 S. SUNRISE WAY PMB 917 SUITE A  
Palm Springs, CA 92262

KAISER  
145 BRADFORD DRIVE  
West Berlin, NJ 08091

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Palm Springs,, CA 92262

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Riverside County Deputy Sheriff  
PO Box 7973  
Riverside, CA 92513

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Plam Springs 92262, CA 92262

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Dalton, GA 30722

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Rosemead,, CA 91771

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Mission Hills, CA 91346-9688

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