Case 6:10-bk-1076			nant	-	Entered 1 of 11	1 01/11/10	18:54:09 Desc
Cer	States Ban itral District	kruptcy	Z Cour	rt		:	Voluntary Petition
Name of Debtor (if individual, enter Last, Firs Comp-Moreno Valley, Inc.	t, Middle):		Nai	ne of Joint	Debtor (Spou	use) (Last, First,	Middle):
All Other Names used by the Debtor in the last (include married, maiden, and trade names):	8 years	я.	All (inc	Other Nam	es used by the	e Joint Debtor in nd trade names):	n the last 8 years
Last four digits of Soc. Sec. or Individual-Taxp (if more than one, state all) 56-2347783		o./Complete I	EIN Last	t four digits	of Soc. Sec.	or Individual-Ta	axpayer I.D. (ITIN) No./Complete EIN
Street Address of Debtor (No. and Street, City, 4300 Central Avenue Riverside, CA	and State):	ZID Co.d.		et Address	of Joint Debt	or (No. and Stre	et, City, and State):
County of Residence or of the Principal Place o	f Business:	ZIP Code 92506		nty of Resid	dence or of th	ne Principal Plac	ziP Code ce of Business:
Mailing Address of Debtor (if different from str	eet address):		Mai	ling Addres	s of Joint De	btor (if different	from street address):
Location of Principal Assets of Business Debtor (if different from street address above):		ZIP Code eacock Av Valley, CA	d., C134	4			ZIP Code
Type of Debtor (Form of Organization) (Check one box)  Individual (includes Joint Debtors) See Exhibit D on page 2 of this form.  Corporation (includes LLC and LLP) Partnership Other (If debtor is not one of the above entities, check this box and state type of entity below.)	(Check border of the Interest	Real Estate as 101 (51B) Froker Cempt Entity ox, if applicable c-exempt orgorication of the United	e) anization d States	☐ Chap ☐ Chap ☐ Chap ☐ Chap ☐ Chap ☐ Chap	oter 7 oter 9 oter 11 oter 12 oter 13 are primarily odd in 11 U.S.C. red by an indiv	Petition is File  Charof a  Charof a  Charof a  Nature of (Check of the consumer debts, § 101(8) as widual primarily for household purpor	Debts are primarily business debts.  r se."
Filing Fee (Check on Full Filing Fee attached  Filing Fee to be paid in installments (applical attach signed application for the court's consi is unable to pay fee except in installments. Rilling Fee waiver requested (applicable to chattach signed application for the court's consi	ble to individuals on deration certifying ule 1006(b). See Off anter 7 individuals	that the debte ficial Form 3A.	Check	Debtor is k if: Debtor's to insider k all applica A plan is Acceptan	aggregate not a sor affiliates able boxes: being filed wees of the pla	ncontingent lique) are less than \$:  vith this petition.	efined in 11 U.S.C. § 101(51D), as defined in 11 U.S.C. § 101(51D), idated debts (excluding debts owed 2,190,000.
statistical/Administrative Information  ☐ Debtor estimates that funds will be available ☐ Debtor estimates that, after any exempt prope there will be no funds available for distribution	rty is excluded and	administration		·			ACE IS FOR COURT USE ONLY
49 99 199 999 5	,000- 5,001- ,000 10,000	10,001-	□ 25,001- 50,000	50,001- 100,000	OVER 100,000		
\$50,000 \$100,000 \$500,000 to \$1 to million m	1,000,001 \$10,000,001 \$10 to \$50 illion million	\$50,000,001 to \$100	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than		
\$50,000 \$100,000 \$500,000 to \$1 to	I	\$50,000,001 to \$100		\$500,000,001 to \$1 billion	More than		

Case 6:10-bk-10761-MJ B1 (Official Form 1)(1/08) Page 2 Main Document Name of Debtor(s): **Voluntary Petition** Comp-Moreno Valley, Inc. (This page must be completed and filed in every case) All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet) Location Case Number: Date Filed: Where Filed: - None -Location Case Number: Date Filed: Where Filed: Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet) Name of Debtor: Case Number: Date Filed: - None -District: Relationship: Judge: Exhibit A Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) (To be completed if debtor is required to file periodic reports (e.g., I, the attorney for the petitioner named in the foregoing petition, declare that I forms 10K and 10Q) with the Securities and Exchange Commission 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 pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 under each such chapter. I further certify that I delivered to the debtor the notice and is requesting relief under chapter 11.) required by 11 U.S.C. §342(b). ☐ Exhibit A is attached and made a part of this petition. Signature of Attorney for Debtor(s) (Date) Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? ☐ Yes, and Exhibit C is attached and made a part of this petition. No. Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) ☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: ☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition. Information Regarding the Debtor - Venue (Check any applicable box) Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) (Name of landlord that obtained judgment) (Address of landlord) Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).

Doc 1

Filed 01/11/10 Entered 01/11/10 18:54:09

Main Document Page 3 of 11 B1 (Official Form 1)(1/08) Name of Debtor(s): Voluntary Petition Comp-Moreno Valley, Inc. (This page must be completed and filed in every case) Signatures Signature(s) of Debtor(s) (Individual/Joint) Signature of a Foreign Representative I declare under penalty of perjury that the information provided in this I declare under penalty of perjury that the information provided in this petition petition is true and correct. is true and correct, that I am the foreign representative of a debtor in a foreign [If petitioner is an individual whose debts are primarily consumer debts and proceeding, and that I am authorized to file this petition. has chosen to file under chapter 7] I am aware that I may proceed under (Check only one box.) chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief ☐ I request relief in accordance with chapter 15 of title 11. United States Code. available under each such chapter, and choose to proceed under chapter 7. Certified copies of the documents required by 11 U.S.C. §1515 are attached. [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). ☐ 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 I request relief in accordance with the chapter of title 11, United States Code, recognition of the foreign main proceeding is attached. specified in this petition. Signature of Foreign Representative Signature of Debtor Printed Name of Foreign Representative Signature of Joint Debtor Telephone Number (If not represented by attorney) 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 Date Signature of Attorney 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 Signature of Attorney for Debtor(s) 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. Robert B. Rosenstein 90036 Official Form 19 is attached. Printed Name of Attorney for Debtor(s) Rosenstein & Hitzeman, AAPLC Printed Name and title, if any, of Bankruptcy Petition Preparer Firm Name 28600 Mercedes Street Suite 100 Social-Security number (If the bankrutpcy petition preparer is not Temecula, CA 92590 an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition Address preparer.)(Required by 11 U.S.C. § 110.) 951-296-3888 Fax: 951-296-3889 Telephone Number January 11, 2010 90036 Address \*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect. Date 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 not an individual: States Code, specified in this petition.

Signature of Authorized Individual

Title of Authorized Individual

Printed Name of Authorized Individual

Jun Tan, M.D.

January 11, 2010

President

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person,or partner whose Social Security number is provided above.

Page 3

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is

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.

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In re	Comp-Moreno Valley, Inc.		Case No.	
		Debtor(s)		

Form 1. Voluntary Petition
Attachment A

In preparing the Petition, Petitioner has checked the box entitled "Healthcare Business" as to the nature of the business. Petitioner's counsel is in discussion with the attorneys for the United States Trustee as to whether or not this is a "Healthcare Business." Petitioner reserves the right to amend the Petition to re-classify the "Nature of Business."

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B4 (Official Form 4) (12/07)

### United States Bankruptcy Court Central District of California

In re	Comp-Moreno Valley, Inc.		Case No.	
		Debtor(s)	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)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
Allan White, M.D. 4521 Campus Drive, #256 Irvine, CA 92612	Allan White, M.D. 4521 Campus Drive, #256 Irvine, CA 92612	Radiologist		1,868.25
Altura Pharmaceuticals 12540 McCann Dr. Santa Fe Springs, CA 90670	Altura Pharmaceuticals 12540 McCann Dr. Santa Fe Springs, CA 90670	Pharmaceuticals		2,212.55
Edwards 9430 Burtis St. South Gate, CA 90280	Edwards 9430 Burtis St. South Gate, CA 90280	Medical Supplies		1,050.37
McKesson 2800 E. Philadelphia St. Ontario, CA 91761-8523	McKesson 2800 E. Philadelphia St. Ontario, CA 91761-8523	Medical Supplies		732.32
Minner P.O. Box 6314 Anaheim, CA 92816	Minner P.O. Box 6314 Anaheim, CA 92816	Medical Supplies		287.32
National Toxicology 1100 California Ave. Bakersfield, CA 93304	National Toxicology 1100 California Ave. Bakersfield, CA 93304	Lab Services		752.00
Southwood Pharmaceuticals 60 Empire Dr. Lake Forest, CA 92630	Southwood Pharmaceuticals 60 Empire Dr. Lake Forest, CA 92630	Pharmaceuticals		846.30
Unicare 2835 W. Valley Blvd. Alhambra, CA 91803	Unicare 2835 W. Valley Blvd. Alhambra, CA 91803	Lab Services		1,815.13

### Case 6:10-bk-10761-MJ Doc 1 Filed 01/11/10 Entered 01/11/10 18:54:09 Desc Main Document Page 6 of 11

B4 (Offi	icial Form 4) (12/07) - Cont.				
In re	Comp-Moreno Valley, Inc.	·		Case No.	
		Debtor(s)	<del></del>		

### LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
		,		
			, <u> </u>	
			······································	

## 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	January 11, 2010	Signature		<u> </u>
			Jun Tan, M.D.	
			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.

# 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).)

Simultaneously with the filing of this Petition, Petitions for Central Occupational Medicine Providers -Ontario, A Medical Corporation, Comp-Riverside, Inc., Comp-San Bernardino, Inc., Comp-Anahelm, Inc., Comp-Corona, Inc., Comp-Industry, Inc. and Comp-Vernon, Inc. are being filed.

- 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).)
- 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).)

Simultaneously with the filing of this Petition, Petitions for Central Occupational Medicine Providers -Ontario, A Medical Corporation, Comp-Riverside, Inc., Comp-San Bernardino, Inc., Comp-Anaheim, Inc., Comp-Corona, Inc., Comp-Industry, Inc. and Comp-Vernon, Inc. are being filed.

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).)
N/A

Executed at Temecula, CA , California.

Dated January 11, 2010

Joint Debtor

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

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Comp-Moreno Valley, Inc. 13800 Heacock Ave., C134 Moreno Valley, CA 92553

Robert B. Rosenstein Rosenstein & Hitzeman, AAPLC 28600 Mercedes Street Suite 100 Temecula, CA 92590

Allan White, M.D. 4521 Campus Drive, #256 Irvine, CA 92612

Altura Pharmaceuticals 12540 McCann Dr. Santa Fe Springs, CA 90670

Edwards 9430 Burtis St. South Gate, CA 90280

Han Sy c/o Ralph Winter 8105 Irvine Center Drive, Suite 140 Irvine, CA 92618

Internal Revenue Services Insolvency Group 1 290 North D Street San Bernardino, CA 92401-1734

McKesson 2800 E. Philadelphia St. Ontario, CA 91761-8523 Minner P.O. Box 6314 Anaheim, CA 92816

National Toxicology 1100 California Ave. Bakersfield, CA 93304

Southwood Pharmaceuticals 60 Empire Dr. Lake Forest, CA 92630

Sunny Hills Palladium 101 E. Redlands Blvd., #243 Redlands, CA 92373

Unicare 2835 W. Valley Blvd. Alhambra, CA 91803

## Case 6:10-bk-10761-MJ Doc 1 Filed 01/11/10 Entered 01/11/10 18:54:09 Desc Main Document Page 10 of 11

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number	FOR COURT USE ONLY
Robert B. Rosenstein	
Rosenstein & Hitzeman, AAPLC 28600 Mercedes Street	
Suite 100	
Temecula, CA 92590	
951-296-3888 Fax: 951-296-3889	
90036	
Attomey for: Debtor in Possession	
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re:	CASE NO.:
·	CHAPTER: 11
Comp-Moreno Valley, Inc. Debtor(s).	ADV. NO.:
ELECTRONIC FILING CORPORATION/PA	
	•
Petition, statement of affairs, schedules or lists  Amendments to the petition, statement of affairs, schedules or lists	Date Filed: <u>January 11, 2010</u> Date Filed:
Other:	Date Filed:
PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEB	BTOR OR OTHER PARTY
I, the undersigned, hereby declare under penalty of perjury that: (1) I have	
above-referenced document is being filed (Filing Party) to sign and to file, on	a behalf of the Filing Party, the above-referenced document being fil
electronically (Filed Document); (2) I have read and understand the Filed Documen	int; (3) the information provided in the Filed Document is true, correct a
complete; (4) the "/s/," followed by my name, on the signature lines for the Filing F	Party in the Filed Document serves as my signature on behalf of the File
Party and denotes the making of such declarations, requests, statements, verification effect as my actual signature on such signature lines, (5) I have actually signed a tru	ons and certifications by me and by the Filing Party to the same extent a
the Filing Party and provided the executed hard copy of the Filed Document to t	the Filing Party's attorney; and (6) I, on behalf of the Filing Party he
authorized the Filing Party's attorney to file the electronic version of the Filed Docu	ument and this Declaration with the United States Bankruptcy Court for
Central District of California.	,
Janu	nuary 11, 2010
Signature of Authorized Signatory of Filing Party Date	
Jun Tan, M.D.	
Printed Name of Authorized Signatory of Filing Party	
President CA I I I I I I I I I I I I I I I I I I	•
Title of Authorized Signatory of Filing Party	
PART II - DECLARATION OF ATTORNEY FOR FILING PARTY	
I, the undersigned Attorney for the Filing Party, hereby declare under penalty of	of perjury that: (1) the "/s/," followed by my name, on the signature lines i
the Attorney for the Filing Party in the Filed Document serves as my signature and d	denotes the making of such declarations, requests, statements, verificatio
the Attorney for the Filing Party in the Filed Document serves as my signature and d and certifications to the same extent and effect as my actual signature on such signature.	denotes the making of such declarations, requests, statements, verificatio signature lines; (2) an authorized signatory of the Filing Party signed t
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the Attorney for the Filing Party in the Filed Document serves as my signature and dand certifications to the same extent and effect as my actual signature on such signature of Authorized Signatory of Debtor or Other Party before I electron Bankruptcy Court for the Central District of California; (3) I have actually signed a indicated by "/s/," followed by my name, and have obtained the signature of the autivestic followed by the name of the Filing Party's authorized signatory, on the true executed originals of this Declaration, the Declaration of Authorized Signatory of lafter the closing of the case in which they are filed; and (5) I shall make the executed Debtor or Other Party, and the Filed Document available for review upon request of January 11, 201	denotes the making of such declarations, requests, statements, verification signature lines; (2) an authorized signatory of the Filing Party signed to build be submitted the Filed Document for filing with the United State at true and correct hard copy of the Filed Document in the locations that a atthorized signatory of the Filing Party in the locations that are indicated the use and correct hard copy of the Filed Document; (4) I shall maintain to a Debtor or Other Party, and the Filed Document for a period of five year ed originals of this Declaration, the Declaration of Authorized Signatory of the Court or other parties.
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This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

### MINUTES OF SPECIAL MEETING OF THE BOARD OF DIRECTORS OF

### COMP-MORENO VALLEY, INC.

A California Corporation

January 8, 2010

A special meeting of the Board of Directors ("Board") of Comp-Moreno Valley, Inc., ("Corporation"), was held on January 8, 2010 at 4:00 p.m. Present at the meeting was Jun Tan, M.D., the Sole Director. Upon unanimous vote the following resolutions were approved:

### AUTHORIZATION TO FILE CHAPTER 11 BANKRUPTCY

After reviewing the financial condition of the Corporation, and based upon the advice of legal counsel, the Sole Director believes it is in the best interest of this Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code.

Based upon such advice and review, the following resolutions are hereby adopted:

RESOLVED, that Jun Tan, M.D., President of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy petition on behalf of the Corporation; and,

RESOLVED FURTHER, that Jun Tan, M.D., President is authorized and directed to appear at all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

RESOLVED FURTHER, that Jun Tan, M.D., President is authorized and directed to employ Rosenstein & Hitzeman, AAPLC to represent the Corporation in such bankruptcy case.

With nothing to come before the meeting, it was adjourned.

Dated: January 8, 2010

Jun Tan, M.D., Sole Director