

Form B1 (Official Form-1) - (Rev. 1/08)

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA**

Voluntary Petition

Name of Debtor (If Individual, enter Last, First, Middle): U. S. Dry Cleaning Services Corporation, a Delaware corporation	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names): aka US Dry Cleaning Corporation	All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): 77-0357037	Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all):
Street Address of Debtor (No. & Street, City, State, & Zip Code): 4040 MacArthur Blvd., #305 Newport Beach, Zip Code 62660	Street Address of Debtor (No. & Street, City, State, & Zip Code): Zip Code
County of Residence or of the Principal Place of Business: Orange	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): Zip Code	Mailing Address of Debtor (if different from street address): Zip Code

Location of Principal Assets of Business Debtor
(if different from street address above):

Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (included Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (included LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entitled, check this box and provide the information requested below.) State type of entity:	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. §101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> other Tax-Exempt Entity (Check one box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which The Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 15 for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. §101(8) as "incurred by an individual primarily for a personal, family, or house-hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. §101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. §101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2 million Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. §1126(b)
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Statistical/Administrative Information

☒ 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.

Estimated Number										
Of Creditors	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Estimated Assets										
\$0-	\$50,001-	\$100,001-	\$500,001-	\$1,000,001-	\$10,000,001-	\$50,000,001-	\$100,000,001-	\$500,000,001-	More	
\$50,000	\$100,000	\$500,000	\$1 million	\$10 Million	\$50 million	\$100 Million	\$500 Million	\$1 Billion	\$1 Billion	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	
Estimated Debts										
\$0-	\$50,001-	\$100,001-	\$500,001-	\$1,000,001-	\$10,000,001-	\$50,000,001-	\$100,000,001-	\$500,000,001-	More	
\$50,000	\$100,000	\$500,000	\$1 million	\$10 Million	\$50 million	\$100 Million	\$500 Million	\$1 Billion	\$1 Billion	
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	

**THIS SPACE FOR
COURT USE ONLY**

Form B1 (Official Form 1) Page 2 - (1/08)

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): FORM B1, Page 2 U.S. Dry Cleaning Services Corporation	
Prior Bankruptcy Case Filed Within Last 6 Years (If more than one, attach additional sheet)			
Location Where Filed: None Location Where Filed:	Case Number: Case Number:	Date Filed: Date Filed:	
Pending Bankruptcy Case Filed by an Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: See attached list of concurrently filed cases	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit "A"</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) <input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.	<p style="text-align: center;">Exhibit "B"</p> (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. §342(b) X _____ Signature of Attorney for Debtor(s) Date		
<p style="text-align: center;">Exhibit C</p> 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 type="checkbox"/> No.	<p style="text-align: center;">Exhibit D</p> (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.		
Information Regarding the Debtor - Venue (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.			
Statement by a Debtor Who Resides as a Tenant of Residential Property 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) <div style="text-align: center;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: center;"> _____ (Address of landlord) </div>			
<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 for any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certified that he/she has served the Landlord with this certification. (11 U.S.C. §362(1)).			

Form B1 (Official Form 1) Page 3 - (1/08)

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

FORM B1, Page 3

U.S. Dry Cleaning Services 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 the title 11, United States Code, specified in this petition.

X _____
(Signature of Debtor)

(Signature of Joint Debtor)

Telephone and Fax Number (If not represented by attorney)

Date: _____

**Signature of a Foreign Representative of a
Recognized Foreign Proceedings**

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 main proceeding, and that I am authorized to file this petition.
(Check 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.

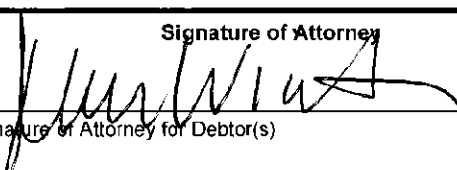
☐ Pursuant to 11 U.S.C. §1515, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition is attached

X _____
(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

(Date)

Signature of Attorney

X 

Signature of Attorney for Debtor(s)

Marc J. Winthrop

Printed Name of Attorney for Debtor

Winthrop Couchot Professional Corporation

Firm Name

660 Newport Center Drive, 4th Floor

Newport Beach, CA 92660

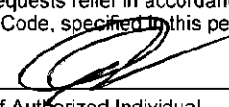
Telephone: 949-720-4100

Date: March 2, 2010 Bar No. 63218

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

Robert Y. Lee

Printed Name of Authorized Individual

President

Title of Authorized Individual

Date: March 2, 2010

Signature of Non-Attorney 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 19B 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 _____

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

Names and Social Security numbers for 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 provision of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §156.

Form B1 (Official Form 1) Page 3 - (1/08)

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

FORM B1, Page 3

U.S. Dry Cleaning Services Corporation

Attachment to Petition

List of related entities being filed concurrently

U.S. Dry Cleaning Services Corporation, a Delaware corporation;
Enivel, Inc., a Hawaii corporation;
Cleaners Club Acquisition Sub, Inc., a California corporation;
Steam Press Holdings, Inc., a Hawaii corporation;
USDC Fresno 2, Inc., a California corporation;
USDC Fresno, Inc., a California corporation;
USDC Portsmouth, Inc., a California corporation;
USDC Tuchman Indiana, Inc., a California corporation; and

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Marc J. Winthrop-- State Bar No. 63218 WINTHROP COUCHNOT PROFESSIONAL CORPORATION 660 Newport Center Drive, Fourth Floor Newport Beach, CA 92660 Telephone: (949) 720-4100/Facsimile: (949)720-4111 <input checked="" type="checkbox"/> Attorney for:	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: U.S. Dry Cleaning Services Corporation, a Delaware corporation, Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

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

- ☒ Petition, statement of affairs, schedules or lists
☒ Amendments to the petition, statement of affairs, schedules or lists
☒ Other: _____

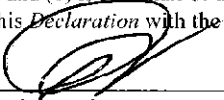
Dated Filed: concurrently

Dated Filed: _____

Dated Filed: _____

PART I - DECLARATION OF AUTHORIZED SIGNATORY DEBTOR OR OTHER PARTY

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



Signature of Authorized Signatory of Filing Party

March 2, 2010

Date

Robert Y. Lee

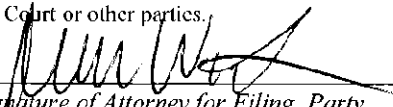
Printed Name of Authorized Signature of Filing Party

President

Title of Authorized Signature of Filing Party

PART II - DECLARATION OF ATTORNEY FOR SIGNING PARTY

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



Signature of Attorney for Filing Party

March 2, 2010

Date

Marc J. Winthrop

Printed Name of Attorney for Filing Party

Form B1, Exh.A - (Rev. 3/98)

1998 USBC, Central District of California

Exhibit "A"

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

In re: **U.S. Dry Cleaning Services Corporation**

Case No.
Chapter **11**

Exhibit "A" to Voluntary Petition

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 000-23305.

2. The following financial data is the latest available information and refers to the debtor's condition on September 30, 2009.

a. Total assets	\$ <u>19,065,000.00</u>
b. Total debts (including debts listed in 2.c., below)	\$ _____

		Approximate number of holders
c. Debt securities held by more than 500 holders.		
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	_____	_____
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	_____	_____
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	_____	_____
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	_____	_____
<input type="checkbox"/> secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated	_____	_____
d. Number of shares of preferred stock	<u>139,092</u>	<u>92</u>
e. Number of shares of common stock	<u>30,313,072</u>	<u>336</u>
Comments, if any:		

3. Brief description of debtor's business:

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

United States Bankruptcy Court
Central District of California

In re : **U.S. Dry Cleaning Services Corporation,**

Debtor

Case No.

Chapter **11**

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Robert Y. Lee, the President of U.S. Dry Cleaning Services Corporation, the Debtor named herein and that on February 10, 2010 the following resolution was duly adopted by the Board of Directors of this corporation:

"Whereas, 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;

Be It Therefore Resolved, that Robert Y. Lee, the President of U.S. Dry Cleaning Services Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy on behalf of U.S. Dry Cleaning Services Corporation; and

Be It Further Resolved, that Robert Y. Lee, the President of U.S. Dry Cleaning Services Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Debtor, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Debtor in connection with such bankruptcy case; and

Be It Further Resolved, that Robert Y. Lee, the President of U.S. Dry Cleaning Services Corporation, is authorized and directed to employ the law firm of Winthrop Couchot Professional Corporation to represent the Debtor in such bankruptcy case."

Executed on: March 2, 2010

Signed: _____



Robert Y, Lee, President
Name and Title

Form B4 (Official Form 4)(10/05)

2005 USBC, Central District of California

United States Bankruptcy Court Central District of California	
In re : U.S. Dry Cleaning Services Corporation, a Delaware corporation, dba U.S. Dry Cleaning Corporation <div style="text-align: right; font-size: small;">Debtor</div>	Case No. Chapter 11

Form 4.
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 of 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, indicate that by stating "a minor child" and do not disclose the child's name. See 11 U.S.C. §112; Fed.R.Bankr.P. 1007(m).

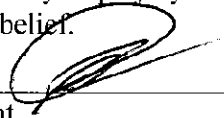
(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or dept. of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured also state value of security]
Riaz Chauthani 4040 MacArthur Blvd., #305 Newport Beach 0, CA 92660	949-863-9669 949-863-9657 riaz@usdrycleaning.com	Notes		646,998
Mercer Capital Attn: Corporate Officer 40 Wall Street, 31st Floor New York, NY 10005	212-269-8484 212-269-8545 asalino@mercercam.com	Contract	Disputed	559,869
Greenberg Taurig, LLP Attn: Managing Partner 3161 Michelson Dr., #1000 Irvine, CA 92612-4410	949-732-6610 949-732-6501	Contract	Disputed	397,781
Levene, Neale, Benderet al. LLP Attn: Martin Brill, Esq. 10250 Constellation Ave, #1700 Los Angeles, CA 90067	310-229-3324 310-229-1244	Contract		327,671
Squar, Milner, Peterson Attn: Corporate Officer 4100 Newport Place, #399 Newport Beach, CA 92660	(949) 222-2999 (949) 222-2989	Contract		249,210
Loeb & Loeb LLP Attn: Managing Partner 10100 Santa Monica Blvd, #2200, Los Angeles, CA 90067-4120	(310) 282-2000 (310) 282-2200	Contract		144,756

(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 dept. 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]
Bryan Cave LLP Attn: Managing Partner 3161 Michelson Drive, #1500 Irvine, CA 92612	(949) 223-7000 (949) 223-7100	Contract	Disputed	137,541
Ameet Shah 1580 East Cliff Rd. Burnsville, MN 55337	952-882-4777 952-895-5816 ameet@shahcorp.com	Note		130,000
Ronald J. Pang, MD Defined Benefit Plan 2226 Liliha St., Suite 413 Honolulu, HI 96817	warrenwlus@yahoo.com	Note		129,630
Greenberg Taurig, LLP Attn: Managing Partner 200 Park Avenue New York, NY 10166	212-801-9221 212-805-9221	Contract	Disputed	127,541
David Golubchik 1663 Amherst Ave. Los Angeles, CA 90025	310-229-3324 310-229-1244	Note		116,667
Michael & Elizabeth Eggiman Lvg Trst Attn: Authorized Agent 18797 NW Dairy Creek Rd. North Plains, OR 97133	503-647-1210 503-525-3595	Note		116,667
DW & SL Powell Co-Ttees UTD 06/91 FBO Powell Rev Trst 2657 Holly Drive Upland, CA 91784	909-931-2999 503-525-3595	Note		116,667
Joan Kushner 2730 Hillcrest Dr. West Linn, OR 97068	503-635-0987 212-269-8545 asalino@merceram.com	Note		116,667
RE Monks Construction Co., LLC Attn: Dan Monks 8355 Vallmer Road Colorado Springs, CO 80908	719-495-3621 212-269-8545 asalino@merceram.com	Note		116,667
Dekruyf Family Trust Attn: Authorized Agent 8919 Merrill Ave. Chino, CA 91710	909-930-9390 909-985-7553	Note		111,667

(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 dept. 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]
Kimberly A. Lawson Trust Kimberly A Lawson Trustee 45550 Octillo B Dr. Palm Desert, CA 92260	760-346-4741 760-346-3870	Note		109,167
Pelligrini Attn: Corporate Officer 1606 Juanita Ln, Ste C Tiburon CA 94920	415-781-3500 866-295-5660	Lawsuit	Contingent	100,000
Glenn ML Pang MD Inc Pns Pln Attn: Corporate Officer 1428 Alewa Drive Honolulu, HI 96817	warrenwlus@yahoo.com	Note		97,222
Harry Carranza 249 East Ocean Blvd. Suite 712 Long Beach CA 90802	800-311-2125 562-216-9028 Hcarranza@selectprograms.com	Note		94,340

I, Robert Y. Lee, the President of the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: March 2, 2010



Robert Y. Lee, President
Debtor's Signature and Title

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

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of 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).)

See attached

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 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).)

Not Applicable

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy 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 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).)

See attached

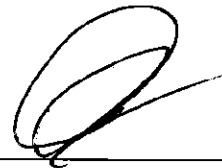
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and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

Not Applicable

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at Newport Beach, California

Dated March 2, 2010



Debtor

By: Robert Y. Lee, President

STATEMENT OF RELATED CASES:

List of related entities being filed concurrently

**U.S. Dry Cleaning Services Corporation, a Delaware corporation;
Enivel, Inc., a Hawaii corporation;
Cleaners Club Acquisition Sub, Inc., a California corporation;
Steam Press Holdings, Inc., a Hawaii corporation;
USDC Fresno 2, Inc., a California corporation;
USDC Fresno, Inc., a California corporation;
USDC Portsmouth, Inc., a California corporation;
USDC Tuchman Indiana, Inc., a California corporation; and**