

UNITED STATES BANKRUPTCY COURT <b>CENTRAL DISTRICT OF CALIFORNIA</b>						<b>VOLUNTARY PETITION</b>			
Name of Debtor (if individual, enter Last, First, Middle): <b>S &amp; J PROPERTY HOLDINGS, LLC</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):					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)/Complete EIN (if more than one, state all): <b>76-0782619</b>					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):				
Street Address of Debtor (No. and Street, City, and State):  <b>See Attachment to the Petition</b>					Street Address of Joint Debtor (No. and Street, City, and State):				
<div style="border: 1px solid black; display: inline-block; padding: 2px;">ZIP CODE</div>					<div style="border: 1px solid black; display: inline-block; padding: 2px;">ZIP CODE</div>				
County of Residence or of the Principal Place of Business: <b>See Attachment to the Petition</b>					County of Residence or of the Principal Place of Business:				
Mailing Address of Debtor (if different from street address): <b>9225 Brown Deer Road</b> <b>San Diego, CA</b>					Mailing Address of Joint Debtor (if different from street address):				
<div style="border: 1px solid black; display: inline-block; padding: 2px;">ZIP CODE 92121</div>					<div style="border: 1px solid black; display: inline-block; padding: 2px;">ZIP CODE</div>				
Location of Principal Assets of Business Debtor (if different from street address above): <b>9215, 9225 &amp; 9245 Brown Deer Road, San Diego, CA 92121</b>									
<b>Type of Debtor</b> (Form of Organization) (Check <b>one</b> box.)			<b>Nature of Business</b> (Check <b>one</b> box.)			<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check <b>one</b> box.)			
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)			<input type="checkbox"/> Health Care Business <input checked="" 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 type="checkbox"/> Other			<div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Chapter 7  <input type="checkbox"/> Chapter 9  <input checked="" type="checkbox"/> Chapter 11  <input type="checkbox"/> Chapter 12  <input type="checkbox"/> Chapter 13             </div> <div> <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding             </div> </div>			
<hr/>			<b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).			<b>Nature of Debts</b> (Check one box.)  <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."             <input checked="" type="checkbox"/> Debts are primarily business debts.           </div>			
<b>Filing Fee</b> (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.					<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 ( <i>amount subject to adjustment on 4/01/13 and every three years thereafter</i> ). ----- <b>Check all applicable boxes:</b> <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).				
<b>Statistical/Administrative Information</b>  <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.									<b>THIS SPACE IS FOR COURT USE ONLY</b>
<b>Estimated Number of Creditors</b> <div style="display: flex; justify-content: space-between;"> <input checked="" type="checkbox"/> 1-49             <input 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           </div>									
<b>Estimated Assets</b> <div style="display: flex; justify-content: space-between;"> <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           </div>									
<b>Estimated Liabilities</b> <div style="display: flex; justify-content: space-between;"> <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           </div>									

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		<b>Main Document</b>		Name of Debtor: <b>S&amp;J PROPERTY HOLDINGS, LLC</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet.)					
Location Where Filed:		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: <b>Boardroom Properties, LLC</b>		Case Number: <b>6:11-bk-16499 SC</b>		Date Filed: <b>02/28/2011</b>	
District: <b>CENTRAL DISTRICT OF CALIFORNIA</b>		Relationship: <b>Affiliated entity</b>		Judge: <b>Scott Clarkson</b>	
<b>Exhibit A</b>  (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 type="checkbox"/> Exhibit A is attached and made a part of this petition.			<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.)  I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).  X _____ Signature of Attorney for Debtor(s) (Date)		
<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> (Check any applicable box.)  <input 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 checked="" 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> (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: right; margin-right: 100px;">         _____          (Name of landlord that obtained judgment)       </div> <div style="text-align: right; margin-right: 100px;">         _____          (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 with 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)).					

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>S&amp;J PROPERTY HOLDINGS, LLC</b>	
<b>Signatures</b>			
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.</p> <p>[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.</p> <p>[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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>		<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>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.</p> <p>(Check only <b>one</b> box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>	
<p style="text-align: center;"><b>Signature of Attorney*</b></p> <p>X <u>/s/ James C. Bastian, Jr.</u> Signature of Attorney for Debtor(s) <b>James C. Bastian, Jr. - Bar No. 175415</b></p> <p>Printed Name of Attorney for Debtor(s) <b>Shulman Hodges &amp; Bastian LLP</b></p> <p>Firm Name <b>8105 Irvine Center Drive, Suite 600</b> <b>Irvine, CA 92618</b></p> <p>Address <b>949-340-3400</b> Telephone Number <b>02/28/2011</b> Date</p> <p><small>*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.</small></p>		<p style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>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.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>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.</i></p>	
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>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.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Jack P. Downes</u> Signature of Authorized Individual <b>Jack P. Downes</b></p> <p>Printed Name of Authorized Individual <b>Managing Member</b></p> <p>Title of Authorized Individual <b>02/28/2011</b> Date</p>			

**Information Regarding Debtor, Venue and Related Bankruptcy Case**

Debtor's business address is 9225 Brown Deer Road, San Diego, CA 92121

Debtor's real property is located at 9215, 9225 and 9245 Brown Deer Road, San Diego, CA 92121

For the purposes of venue for the filing of the Debtor's petition, the real property asset address of the related debtor, Boardroom Properties, a California limited liability company ("Boardroom"), has been used for uploading the Debtor's Chapter 11 petition through ECF. The address for the real property of Boardroom is: 70007 Highway 111, Rancho Mirage, CA 92270.

The following related debtor filed a Chapter 11 petition in the United States Bankruptcy Court for the Central District of California:

Name of Related Debtor(s)	Date of Filing and Case Number	Relationship
<b>Boardroom Properties, a California limited liability company Taxpayer I.D. No.: 68-0617820</b>	<b>February 28 , 2011 Case No.: 6:11-bk-16499 SC</b>	<b>Affiliated entity whose principal assets are located in this District</b>

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number <b>James C. Bastian, Jr. - Bar No. 175415</b> <b>Shulman Hodges &amp; Bastian LLP</b> <b>8105 Irvine Center Drive, Suite 600, Irvine, CA 92618</b> <b>Tel: 949-340-3400; Fax: 949-340-3000</b> <input type="checkbox"/> Attorney for Debtor	FOR COURT USE ONLY
<b>UNITED STATES BANKRUPTCY COURT</b> <b>CENTRAL DISTRICT OF CALIFORNIA</b>	
In re: <b>S&amp;J PROPERTY HOLDINGS, LLC,</b> a California limited liability company,  Debtor(s).	CASE NO.:  CHAPTER: <b>11</b>  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: \_\_\_\_\_

Date Filed: **2/28/11**  
Date Filed: \_\_\_\_\_  
Date Filed: \_\_\_\_\_

**PART I - DECLARATION OF AUTHORIZED SIGNATORY OF 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 lines; (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

Date

Jack P. Downes

Printed Name of Authorized Signatory of Filing Party

Managing Member

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 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 Authorized Signatory of Debtor or Other Party, and the Filed Document available for review upon request of the Court or other parties.

Signature of Attorney for Filing Party

2/28/2011

Date

Shulman Hodges & Bastian LLP: Jame C. Bastian, Jr.

Printed Name of Attorney for Filing Party

**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.]

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

In re	Case No.
<b>S&amp;J PROPERTY HOLDINGS, LLC,</b> <b>a California limited liability company,</b>	Chapter
Debtor.	

**Exhibit "A" to Voluntary Petition - NOT APPLICABLE**

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 \_\_\_\_\_

2. The following financial data is the latest available information and refers to the debtor's condition on \_\_\_\_\_

a.	Total assets			\$	_____			
b.	Total debts (including debts listed in 2.c., below)			\$	_____			
c.	Debt securities held by more than 500 holders.					Approximate Number of 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	\$	_____	_____
d.	Number of shares of preferred stock						_____	_____
e.	Number of shares common stock						_____	_____

Comments, if any:

\_\_\_\_\_  
\_\_\_\_\_

3. Brief description of debtor's business:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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

\_\_\_\_\_  
\_\_\_\_\_

**EXHIBIT “C”**

[If, to the best of the Debtor’s knowledge, the debtor owns or has possession of property that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety, attach this Exhibit C to the petition]

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

In re  <b>S&amp;J PROPERTY HOLDINGS, LLC, a California limited liability company,</b>  Debtor.	Case No.  Chapter 11
--	----------------------------

**Exhibit “C” to Voluntary Petition - NOT APPLICABLE**

1. Identify and briefly describe all real or personal property owned by or in possession of the debtor that, to the best of the debtor’s knowledge, poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary:

---

---

---

---

---

2. With respect to each parcel of real property or item of personal property identified in question 1, describe the nature and location of the dangerous condition, whether environmental or otherwise, that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

---

---

---

---

---

**S&J PROPERTY HOLDINGS, LLC,**  
a California limited liability company

**ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF MANAGERS**

The undersigned, being the Managing Member of the above-named Limited Liability Company, certify that the Operating Agreement of the Company authorized the Managing Member to act by majority consent without a meeting. Pursuant to the applicable sections of the California General Corporation Law and the applicable sections of the Operating Agreement of the Company, the undersigned hereby consent to the adoption of the following resolutions as the act of the board of the Managers of the Company without a meeting as of the date shown above.

WHEREAS, it is in the best interest of this Company to file a Voluntary Petition in the United States Bankruptcy Court pursuant to Chapter 11 of the Title 11 of the United States Code;

BE IT THEREFORE RESOLVED, that **Jack P. Downes, as one of the Trustees of the Downes Family Trust under Declaration of Trust dated August 18, 2000, Managing Member** of the Company, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 Voluntary Bankruptcy case on behalf of the Company; and

BE IT FURTHER RESOLVED, that **Jack P. Downes, as one of the Trustees of the Downes Family Trust under Declaration of Trust dated August 18, 2000, Managing Member** of the Company, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Company, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with such bankruptcy case; and

BE IT FURTHER RESOLVED, that **Jack P. Downes, as one of the Trustees of the Downes Family Trust under Declaration of Trust dated August 18, 2000, Managing Member** of the Company, is authorized and directed to employ the law firm of Shulman Hodges & Bastian LLP to represent the Company in such bankruptcy case.

**SAID RESOLUTION** is still in full force and effect.

**S&J PROPERTY HOLDINGS, LLC,**  
a California limited liability company

**By: Jack P. Downes and Claudia Crawford-Downes, as  
Trustees of the Downes Family Trust under Declaration of  
Trust dated August 18, 2000  
Its: Managing Member**

*/s/ Jack P. Downes*

---

By: Jack P. Downes

Dated: February 28, 2011



UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA

In re  <b>S&amp;J PROPERTY HOLDINGS, LLC, a California limited liability company,</b>  Debtor.	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 and Fed. R. Bankr. P. 1007(m)..

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address including zip code of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
<b>AT&amp;T Attn Accounting Dept. Payment Center Sacramento, CA 95887</b>	<b>AT&amp;T Attn Accounting Dept. Payment Center Sacramento, CA 95887  Tel: 800-750-2355</b>	<b>Utility</b>		<b>Unknown</b>
<b>Builders Showcase Interiors, Inc. Attn Chris Tanner 9225 Brown Deer Road San Diego, CA 92109</b>	<b>Builders Showcase Interiors, Inc. Attn Chris Tanner 9225 Brown Deer Road San Diego, CA 92109  Tel:</b>	<b>Rent</b>		<b>\$230,346.91</b>
<b>City Treasurer Attn Accounting Dept. City of San Diego Water Dept. San Diego, CA 92187</b>	<b>City Treasurer Attn Accounting Dept. City of San Diego Water Dept. San Diego, CA 92187  Tel: 619-515-3500</b>	<b>Utility</b>		<b>Unknown</b>
<b>Levitz Zack Attn Dan Lavis 701 "B" Street #1300 San Diego, CA 92101</b>	<b>Levitz Zack Attn Dan Lavis 701 "B" Street #1300 San Diego, CA 92101  Tel: 619-238-1077</b>	<b>Accounting</b>		<b>\$2,000.00</b>
<b>Protection One Attn Accounting Dept. PO Box 5714 Carol Stream, IL 60197</b>	<b>Protection One Attn Accounting Dept. PO Box 5714 Carol Stream, IL 60197  Tel: 800-438-4357</b>	<b>Utility</b>		<b>Unknown</b>

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address including zip code of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
<b>SDG&amp;E</b> <b>Attn Accounting Dept.</b> <b>PO Box 25111</b> <b>Santa Ana, CA 92799</b>	<b>SDG&amp;E</b> <b>Attn Accounting Dept.</b> <b>PO Box 25111</b> <b>Santa Ana, CA 92799</b>  <b>Tel: 800-336-7343</b>	<b>Utility</b>		<b>Unknown</b>
<b>Water Department</b> <b>600 B Street, 11th Floor</b> <b>San Diego, CA 92101</b>	<b>Water Department</b> <b>600 B Street, 11th Floor</b> <b>San Diego, CA 92101</b>	<b>Additional notice</b>		<b>Duplicate</b>
<b>Western Fire Protection</b> <b>Attn Accounting Dept.</b> <b>13630 Danielson Street</b> <b>Poway, CA 92064</b>	<b>Western Fire Protection</b> <b>Attn Accounting Dept.</b> <b>13630 Danielson Street</b> <b>Poway, CA 92064</b>  <b>Tel: 858-513-4949</b>	<b>Trade</b>		<b>Unknown</b>
<b>West-Care</b> <b>Attn Accounting Dept.</b> <b>1245 Bernardo Ridge Place</b> <b>Escondido, CA 92029</b>	<b>West-Care</b> <b>Attn Accounting Dept.</b> <b>1245 Bernardo Ridge Place</b> <b>Escondido, CA 92029</b>  <b>Tel: 760-746-7737</b>			<b>Unknown</b>

I, **Jack P. Downes, Trustee of the Downes Family Trust under Declaration of Trust dated August 18, 2000, Managing Member of S&J Property Holdings, LLC, a California limited liability company**, named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list of 20 largest unsecured creditors and that it is true and correct to the best of my information and belief.

Dated: **February 28, 2011**

**S&J PROPERTY HOLDINGS, LLC,**  
**a California limited liability company**

**By: Jack P. Downes and Claudia Crawford-Downes, as**  
**Trustees of the Downes Family Trust under Declaration of**  
**Trust dated August 18, 2000**  
**Its: Managing Member**

*/s/ Jack P. Downes*

---

By: Jack P. Downes

UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA

In re  <b>S&amp;J PROPERTY HOLDINGS, LLC,</b> <b>a California limited liability company,</b>  Debtor.	Case No.  Chapter 11
--	----------------------------

**LIST OF ALL EQUITY HOLDERS**

<u>Name and Address</u>	<u>Nature of Interest</u>	<u>Percentage of Interest</u>
<b>Jack P. Downes and Claudia Crawford-Downes, as Trustees of the Downes Family Trust under Declaration of Trust dated August 18, 2000</b> <b>9225 Brown Deer Road</b> <b>San Diego, CA 92121</b>	<b>Member</b>	<b>50%</b>
<b>Louis D. Prince and Sally A. Prince, as Trustees of the Prince Family Trust under Declaration of Trust dated September 6, 2005</b> <b>9225 Brown Deer Road</b> <b>San Diego, CA 92121</b>	<b>Member</b>	<b>50%</b>

I declare under the penalty of perjury under the laws of the State of California that the foregoing list is true and correct to the best of my knowledge, information and belief.

Executed on **February 28, 2011**, at **San Diego**, California.

**S&J PROPERTY HOLDINGS, LLC,**  
**a California limited liability company,**

**By: Jack P. Downes and Claudia Crawford-Downes, as**  
**Trustees of the Downes Family Trust under Declaration of**  
**Trust dated August 18, 2000**  
**Its: Managing Member**

*/s/ Jack P. Downes*

\_\_\_\_\_  
By: Jack P. Downes

UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA

In re  <b>S&amp;J PROPERTY HOLDINGS, LLC,</b> <b>a California limited liability company,</b>  Debtor.	Case No.  Chapter 11
--	----------------------------

**VENUE DISCLOSURE FORM FOR PARTNERSHIPS FILING CHAPTER 11**  
**(Required By General Order 97-02)**

- Specify the address(es) of the principal office(s) of the Debtor currently on file with the California Secretary State (*from Form LP1, LP5, or GP1*):  
**9225 Brown Deer Road, San Diego, CA 92121**
- Specify the address of the principal office(s) of the Debtor listed on the Debtor's most recent federal tax return:  
**9225 Brown Deer Road, San Diego, CA 92121**
- Disclose the current business address(es) for the general partner(s) and all officers of the general partner(s):  
**9225 Brown Deer Road, San Diego, CA 92121**
- Disclose the current business address(es) where the Debtor's books and records are located:  
**9225 Brown Deer Road, San Diego, CA 92121**
- 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:  
**9215, 9225 and 9245 Brown Deer Road, San Diego, CA 92121**
- 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):  
**None**
- State the name and address of the individual signing this Statement and the relationship of such individual to the Debtor and to the General Partner of the debtor (specify):  
**Jack P. Downes, as one of the Trustee of the Downes Family Trust under Declaration of Trust dated August 18, 2000**  
**Managing Member of the Debtor**  
**9225 Brown Deer Road**  
**San Diego, CA 92121**
- Total number of attached pages of supporting documentation: **0**
- I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct.

Dated: **February 28, 2011**

**S&J PROPERTY HOLDINGS, LLC,**  
**a California limited liability company**

**By: Jack P. Downes and Claudia Crawford-Downes, as**  
**Trustees of the Downes Family Trust under Declaration of**  
**Trust dated August 18, 2000**  
**Its: Managing Member**

*/s/ Jack P. Downes*

By: Jack P. Downes

UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA

In re	Case No.
<b>S&amp;J PROPERTY HOLDINGS, LLC, a California limited liability company,</b>	Chapter 11
Debtor.	

STATEMENT OF RELATED CASES  
INFORMATION REQUIRED BY LOCAL RULE 1015-2

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).)

**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 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 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 Attachment**

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).)

**None**

I declare, under penalty of perjury, that the foregoing is true and correct. Executed on **February 28, 2011**, at **San Diego**, California.

**S&J PROPERTY HOLDINGS, LLC,  
a California limited liability company,**

**By: Jack P. Downes and Claudia Crawford-Downes, as  
Trustees of the Downes Family Trust under Declaration of  
Trust dated August 18, 2000  
Its: Managing Member**

*/s/ Jack P. Downes*

By: Jack P. Downes

**Information Regarding Debtor, Venue and Related Bankruptcy Case**

Debtor's business address is 9225 Brown Deer Road, San Diego, CA 92121

Debtor's real property is located at 9215, 9225 and 9245 Brown Deer Road, San Diego, CA 92121

For the purposes of venue for the filing of the Debtor's petition, the real property asset address of the related debtor, Boardroom Properties, a California limited liability company ("Boardroom"), has been used for uploading the Debtor's Chapter 11 petition through ECF. The address for the real property of Boardroom is: 70007 Highway 111, Rancho Mirage, CA 92270.

The following related debtor filed a Chapter 11 petition in the United States Bankruptcy Court for the Central District of California:

Name of Related Debtor(s)	Date of Filing and Case Number	Relationship
<b>Boardroom Properties, a California limited liability company Taxpayer I.D. No.: 68-0617820</b>	<b>February 28 , 2011 Case No.: 6:11-bk-16499 SC</b>	<b>Affiliated entity whose principal assets are located in this District</b>

**MASTER MAILING LIST**

**VERIFICATION PURSUANT TO LOCAL BANKRUPTCY RULE 1007-1(d)**

**SHULMAN HODGES & BASTIAN LLP**

8105 Irvine Center Drive, Suite 600

Irvine, California 92618

Telephone: (949) 340-3400

Facsimile: (949) 340-3000



Attorney for Debtor



Debtor in Pro Per

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

List all names including trade names, used by  
Debtor(s) within last 8 years:

**S&J PROPERTY HOLDINGS, LLC,**  
**a California limited liability company,**

Case No.  
Chapter 11

**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 \_\_\_ sheet(s) is complete, correct and consistent with the Debtor's schedules pursuant to Local Bankruptcy Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Dated: **February 28, 2011**

**S&J PROPERTY HOLDINGS, LLC,**  
**a California limited liability company,**

**By: Jack P. Downes and Claudia Crawford-Downes, as**  
**Trustees of the Downes Family Trust under Declaration of**  
**Trust dated August 18, 2000**  
**Its: Managing Member**

*/s/ Jack P. Downes*

\_\_\_\_\_  
By: Jack P. Downes

**SHULMAN HODGES & BASTIAN LLP**

*/s/ James C. Bastian, Jr.*

\_\_\_\_\_  
**James C. Bastian, Jr.**

AT&T  
ATTN ACCOUNTING DEPT.  
PAYMENT CENTER  
SACRAMENTO, CA 95887

BUILDERS SHOWCASE INTERIORS, INC.  
ATTN CHRIS TANNER  
9225 BROWN DEER ROAD  
SAN DIEGO, CA 92109

CITY TREASURER  
ATTN ACCOUNTING DEPT.  
CITY OF SAN DIEGO  
WATER DEPT.  
SAN DIEGO, CA 92187

COMERICA BANK  
ATTN SAM AHMED  
2321 ROSECRANS AVENUE #5000  
EL SEGUNDO, CA 90245

COMERICA BANK  
ATTN SAM AHMED  
2023 ROSECRANS AVENUE 5TH FLOOR  
EL SEGUNDO, CA 90245

FRANCHISE TAX BOARD  
ATTN BANKRUPTCY  
PO BOX 2952  
SACRAMENTO, CA 95812

INTERNAL REVENUE SERVICE  
PO BOX 7346  
PHILADELPHIA, PA 19101-7346

LEVITZ ZACK  
ATTN DAN LAVIS  
701 "B" STREET #1300  
SAN DIEGO, CA 92101

MARIA K. PUM, ESQ.  
ATTORNEYS FOR COMERICA BANK  
HENDERSON, CAVERLY, PUM & CHARNEY  
LLP  
12750 HIGH BLUFF DRIVE #300  
SAN DIEGO, CA 92130

PROTECTION ONE  
ATTN ACCOUNTING DEPT.  
PO BOX 5714  
CAROL STREAM, IL 60197



SDG&E  
ATTN ACCOUNTING DEPT.  
PO BOX 25111  
SANTA ANA, CA 92799

SECRETARY OF STATE BUSINESS PROGRAMS  
DIVISION  
PO BOX 944230  
SACRAMENTO, CA 94244

SECRETARY OF STATE BUSINESS PROGRAMS  
DIVISION  
1500 11TH STREET, 2ND AND 3RD FLOORS  
SACRAMENTO, CA 94244

SMALL BUSINESS ADMINISTRATION  
ATTN NOLA WILLIAMS  
CDC SMALL BUSINESS FINANCE CORP  
1545 RIVER PARK DRIVE #530  
SACRAMENTO, CA 95815

TORREY PINES BANK  
ATTN HILBERT CONTRERAS  
12220 EL CAMINO REAL #100  
SAN DIEGO, CA 92130

WATER DEPARTMENT  
600 B STREET, 11TH FLOOR  
SAN DIEGO, CA 92101

WEST-CARE  
ATTN ACCOUNTING DEPT.  
1245 BERNARDO RIDGE PLACE  
ESCONDIDO, CA 92029

WESTERN FIRE PROTECTION  
ATTN ACCOUNTING DEPT.  
13630 DANIELSON STREET  
POWAY, CA 92064