

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA

Page 1 of 61

VOLUNTARY PETITION

Name of Debtor (if individual, enter Last, First, Middle): MORENA TILE SAN JUAN, INC.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 71-0893685	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): See Attachment to the Petition <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>
County of Residence or of the Principal Place of Business: See Attachment to the Petition	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): 9225 Brown Deer Road San Diego, CA <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 92121</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>
Location of Principal Assets of Business Debtor (if different from street address above): See Attachment to the Petition	<div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>

<p align="center">Type of Debtor (Form of Organization) (Check one box.)</p> <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.)	<p align="center">Nature of Business (Check one box.)</p> <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> <p align="center">Tax-Exempt Entity (Check box, if applicable.)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <hr/> <p align="center">Nature of Debts (Check one box.)</p> <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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<p align="center">Filing Fee (Check one box.)</p> <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.	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <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). <p>Check if:</p> <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>). ----- <p>Check all applicable boxes:</p> <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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<p>Statistical/Administrative Information</p> <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.	<p>THIS SPACE IS FOR COURT USE ONLY</p>										
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input checked="" type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>	<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" 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	
<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" 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		
<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<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	
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<p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<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	
<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		

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Main Document		Page 2 of 61 MORENA TILE SAN JUAN, INC.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)					
Location Where Filed:		Case Number:		Date Filed:	
Location Where Filed:		Case Number:		Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)					
Name of Debtor: See attached		Case Number:		Date Filed:	
District: CENTRAL DISTRICT OF CALIFORNIA		Relationship:		Judge:	
<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>			<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>		
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?					
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.					
<input checked="" type="checkbox"/> 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.)					
<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 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.					
Certification 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.)					

(Name of landlord that obtained judgment)					

(Address of landlord)					
<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)).					

<p>Voluntary Petition (This page must be completed and filed in every case.)</p>	<p>Name of Debtor(s): MORENA TILE SAN JUAN, INC.</p>
Signatures	
<p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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).</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;">Signature of a Foreign Representative</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 one 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;">Signature of Attorney*</p> <p>X <u>/s/ James C. Bastian, Jr.</u> Signature of Attorney for Debtor(s) James C. Bastian, Jr. - Bar No. 175415</p> <p>Printed Name of Attorney for Debtor(s) Shulman Hodges & Bastian LLP</p> <p>Firm Name 8105 Irvine Center Drive, Suite 600 Irvine, CA 92618</p> <p>Address 949-340-3400</p> <p>Telephone Number 03/15/2011</p> <p>_____ 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;">Signature of Non-Attorney Bankruptcy Petition Preparer</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;">Signature of Debtor (Corporation/Partnership)</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 Jack P. Downes</p> <p>Printed Name of Authorized Individual Chief Executive Officer</p> <p>Title of Authorized Individual 03/15/2011</p> <p>_____ Date</p>	

**Information Regarding Debtor, Location of Principal Assets of Business Debtor,
Venue and Related Bankruptcy Case**

For the purposes of venue for the filing of the Debtor's petition, the address of the Debtor's Riverside County location has been used for uploading the Debtor's Chapter 11 petition through ECF. Debtor's business office address is 9225 Brown Deer Road, San Diego, CA 92121. The Debtor operates the following stores (which is where all of the Debtor's operating assets are located):

Store	Location	County
San Juan Capistrano	33081 Camino Capistrano San Juan Capistrano, CA 92675	Orange
Pacheco	5749 Pacheco Boulevard Pacheco, CA 94553	Contra Costa
Palm Desert (main warehouse)	75220 Merle Drive Palm Desert, CA 92211-5163	Riverside
Sacramento	9778 Business Park Drive, Suite B Sacramento, CA 95827	Sacramento
San Diego	6350 Miramar Road, Suite D San Diego, CA 92121	San Diego

The following related debtors have 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
Boardroom Properties, a California limited liability company Taxpayer I.D. No.: 68-0617820	February 28 , 2011 Case No.: 6:11-bk-16499 SC	Affiliated entity whose principal assets are located in this District
S&J Property Holdings, LLC, a California limited liability company Taxpayer I.D. No.: 76-0782619	February 28 , 2011 Case No.: 6:11-bk-16514 SC	Affiliated entity

Along with the Debtor herein, the following related debtors contemporaneously are filing 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
Builders Showcase Interiors, Inc., a California corporation Taxpayer I.D. No.: 33-0075594	March 15, 2011 Case No.: TBD	Affiliated entity
Verona Stone Werx, a California corporation Taxpayer I.D. No.: 56-2494454	March 15, 2011 Case No.: TBD	Affiliated entity

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number James C. Bastian, Jr. - Bar No. 175415 Shulman Hodges & Bastian LLP 8105 Irvine Center Drive, Suite 600, Irvine, CA 92618 Tel: 949-340-3400; Fax: 949-340-3000 <input checked="" type="checkbox"/> Attorney for Debtor	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: MORENA TILE SAN JUAN, INC., a California corporation, Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

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

- | | |
|---|-----------------------------------|
| <input checked="" type="checkbox"/> Petition, statement of affairs, schedules or lists | Date Filed: <u>March 15, 2011</u> |
| <input type="checkbox"/> Amendments to the petition, statement of affairs, schedules or lists | Date Filed: _____ |
| <input type="checkbox"/> Other: _____ | 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 "i/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
 Jack P. Downes

Printed Name of Authorized Signatory of Filing Party
 Chief Executive Officer

Title of Authorized Signatory of Filing Party

March 15, 2011

 Date

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 "i/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 "i/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 "i/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
 Shulman Hodges & Bastian LLP; Jame C. Bastian, Jr.

Printed Name of Attorney for Filing Party

March 15, 2011

 Date

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 MORENA TILE SAN JUAN, INC., a California corporation, Debtor.	Case No. Chapter
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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 MORENA TILE SAN JUAN, INC., a California corporation, Debtor.	Case No. Chapter 11
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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):

MORENA TILE SAN JUAN, INC.
a California corporation

CORPORATE RESOLUTION

This is to certify that at a meeting of the Board of Directors of **MORENA TILE SAN JUAN, INC., a California corporation**, held on **March 2, 2011**, the following resolution was duly adopted:

WHEREAS, this Corporation is unable to pay its debts as said debts mature;

NOW, THEREFORE, BE IT RESOLVED, that the officers of this Corporation be, and they hereby are authorized and directed on behalf of this Corporation to prepare, file and execute the Corporation's Petition for Bankruptcy provided in **Chapter 11** of the Bankruptcy Code and all of the necessary papers in connection therewith, in the United States Bankruptcy Court, Central District of California, **Riverside** Division, and further to such end, to do any other acts, execute all necessary documents, and take any other steps in the name and in behalf of the Corporation necessary or appropriate to obtaining such relief; and the officers are further authorized to retain as counsel for the Corporation in said proceeding, the law firm of Shulman Hodges & Bastian LLP.

SAID RESOLUTION is still in full force and effect.

Dated: March 2, 2011

MORENA TILE SAN JUAN, INC.,
a California corporation

/s/ Jack P. Downes

By: **Jack P. Downes, Chief Executive Officer**

Attorney or Party Name, Address, Telephone & FAX Number, and California State Bar Number Main Document Page 9 of 61 James C. Bastian, Jr., Esq. - Bar No. 175415 SHULMAN HODGES & BASTIAN LLP 8105 Irvine Center Drive, Suite 600 Irvine, CA 92618 Tel: (949) 340-3400/Fax: (949) 340-3000 <input checked="" type="checkbox"/> Attorney for: Debtor		COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA		
In re: MORENA TILE SAN JUAN, INC., a California corporation, <div style="text-align: right;">Debtor(s),</div> <div style="text-align: right;">Plaintiff(s),</div> <div style="text-align: right;">Defendant(s).</div>	CASE NO.: ADV. NO.: CHAPTER: 11	

**Corporate Ownership Statement Pursuant to
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

Pursuant to F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

I, Jack P. Downes, the undersigned in the above-captioned case, hereby declare
(Print Name of Attorney or Declarant)

under penalty of perjury under the laws of the United States of America that the following is true and correct:

[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:
 - I am the president or other officer or an authorized agent of the debtor corporation
 - I am a party to an adversary proceeding
 - I am a party to a contested matter
 - I am the attorney for the debtor corporation

2. a. The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:

[For additional names, attach an addendum to this form.]

See attached

- b. There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

/S/ Jack P. Downes 3/15/11
 Signature of Attorney or Declarant Date

Jack P. Downes, Chief Executive Officer
 Printed Name of Attorney or Declarant

<u>Name and Address</u>	<u>Nature of Interest</u>	<u>Percentage of Interest</u>
Jack P. Downes and Claudia Crawford-Downes, as Trustees of the Downes Family Trust under Declaration of Trust dated August 18, 2000 9225 Brown Deer Road San Diego, CA 92121	Shareholder; Jack P. Downes is Chief Executive Officer	33 1/3%
Louis D. Prince and Sally A. Prince, as Trustees of the Prince Family Trust under Declaration of Trust dated September 6, 2005 9225 Brown Deer Road San Diego, CA 92121	Shareholder	33 1/3%
Richard L. Gray 9225 Brown Deer Road San Diego, CA 92121	Shareholder and President	33 1/3%

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

In re MORENA TILE SAN JUAN, INC., a California corporation, Debtor.	Case No. Chapter 11
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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)
LAUFEN INTERNATIONAL INC ATTN: KATHY MARTINEZ 18431 S WILMINGTON AVE CARSON, CA 90746	LAUFEN INTERNATIONAL INC ATTN: KATHY MARTINEZ 18431 S WILMINGTON AVE CARSON, CA 90746 Tel: (310) 223-1300 Fax: (310) 223-3087	Trade Debt		\$1,489,333.53
ANDERSON-LANG PROPERTIES LP C/O HARRIGAN WEIDENMULLER CO CHARLES W MULLER 300 MONTGOMERY ST STE 800 SAN FRANCISCO, CA 94104	ANDERSON-LANG PROPERTIES LP C/O HARRIGAN WEIDENMULLER CO CHARLES W MULLER 300 MONTGOMERY ST STE 800 SAN FRANCISCO, CA 94104 Tel: (415) 434-3600 Fax: Unknown	Landlord (5749 Pacheco Blvd, Pacheco, CA 94553); litigation pending Martinez Superior Court, Contra Costa County-Case No. N10-0684	Disputed	\$274,433.21
MARMOLERIA GALLOS S A JR ZORRITOS 617 BRENA LIMA,	MARMOLERIA GALLOS S A JR ZORRITOS 617 BRENA LIMA, Tel: 011-511-430-0005 Fax: 011-511-430-0004	Trade Debt		\$163,572.22
D BRUCE FITE DBA WINERY IV 9857 HORN ROAD SACRAMENTO, CA 95827	MICHELE LOUISE ESQ LAW OFFICE OF MICHELE GIGUIERE 5330 PRIMROSE DR STE 230 FAIR OAKS, CA 95628 Tel: 916-9967-6884 Fax: 916-967-6883	Landord (9819 Business Park Drive, Suites 3 and 4, Sacramento, CA 95827) (lawsuit Sacramento 34-2009-00066506)	Disputed	\$144,006.72
LAUFEN INTERNATIONAL INC(RENT) ATTN: RAQUEL MACIAS 11190 NW 25TH ST STE 100 MIAMI, FL 33172	LAUFEN INTERNATIONAL INC(RENT) ATTN: RAQUEL MACIAS 11190 NW 25TH ST STE 100 MIAMI, FL 33172 Tel: (905) 357-6922 Fax: Unknown	Trade Debt		\$141,573.95

(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)
BLUE DOG PROPERTIES TRUST C/O REIT MANAGEMENT & RESEARCH 9727 BUSINESS PARK DR STE C SACRAMENTO, CA 95827	CYNTHIA D STELZER ESQ KIMBALL, TIREY & ST. JOHN LLP 1202 KETTNER BLVD. 3RD FL SAN DIEGO, CA 92101 Tel: 619-231-1422 Fax: 619-234-7692	Landlord (9778 Business Park Dr Suite B, Sacramento, CA 95827); litigation pending (San Diego Superior Court Case No. 37-2010-00103476-CU-BC-CTL)	Disputed	\$131,869.40
INTERCERAMIC REMITTANCE PROCESSING PO BOX 201433 DALLAS, TX 75320-1433	INTERCERAMIC REMITTANCE PROCESSING PO BOX 201433 DALLAS, TX 75320-1433 Tel: (714)956-7565 Fax: (714) 956-7453	Trade Debt		\$128,759.19
NEXUS REALTY GROUP INC SS ASSOCIATES AND DOUG SLYE PO BOX 2210 1241 N MCDOWELL BLVD PETALUMA, CA 94953-2210	WILLAM HATCHER JR ESQ 114 PIERCE ST SANTA ROSA, CA 95404 Tel: 707-542-1921 Fax: Unknown	Landord (240 E Todd Road, Santa Rosa, CA 95407) (lawsuit Sonoma SCV 247883)	Disputed	\$112,315.00
ANTOLINI LUIGI & COMPANY VIA MARCONI 101-37010 SEGA DI CAVAION VERONA ITALY	DAVID K COMPTON ESQ LAW OFFICES OF CHARLES B CAREY 25910 ACERO STREET STE 360 MISSION VIEJO, CA 92691 Tel: (949) 458-2131 Fax: (949) 458-6155	Complaint for Money (San Diego 37-2010-00106777)	Disputed	\$106,662.23
LAPOUR DC TWO LLC C/O GATSKI COMMERCIAL REAL EST 4755 DEAN MARTIN DR LAS VEGAS, NV 89103	LAPOUR DC TWO LLC C/O GATSKI COMMERCIAL REAL EST 4755 DEAN MARTIN DR LAS VEGAS, NV 89103 Tel: (702) 765-8898 Fax: Unknown	Trade Debt		\$95,754.10
NIVRAM INC HKMLP ROBERT L BOUGHTON JR TRUSTEE C/O KIM OLSON 1536 LITTLE MORRO CREEK RD MORRO BAY, CA 93442	NIVRAM INC HKMLP ROBERT L BOUGHTON JR TRUSTEE C/O KIM OLSON 1536 LITTLE MORRO CREEK RD MORRO BAY, CA 93442 Tel: (805) 772-5667 Fax: Unknown	Landlord (75-220 Merle Drive, Palm Desert, CA 92211); litigation pending (Indio Superior Court Case No. RIC 1101839)	Disputed	\$71,430.01
RICHARD GRAY 27795 ABADEJO MISSION VIEJO, CA 92692	RICHARD GRAY 27795 ABADEJO MISSION VIEJO, CA 92692 Tel: Unknown Fax: Unknown	Trade Debt		\$62,820.26
BOSTIK INC 22838 NETWORK PLACE CHICAGO, IL 60673-1227	BOSTIK INC 22838 NETWORK PLACE CHICAGO, IL 60673-1227 Tel: (978) 777-0100 Fax: (978) 750-7306	Trade Debt		\$53,490.92

(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)
THE BUNDY FAMILY TRUST GORDON D BUNDY AND FUMIKO BUNDY TRUSTEES PO BOX 206 BONSALL, CA 92003	THE BUNDY FAMILY TRUST GORDON D BUNDY AND FUMIKO BUNDY TRUSTEES PO BOX 206 BONSALL, CA 92003 Tel: Unknown Fax: Unknown	Landlord (33081 Camino Capistrano, San Juan Capistrano, CA 92675)		\$52,500.00
PACIFICA WHOLESALE TILE & STONE 620 E BALL ROAD ANAHEIM, CA 92805	PACIFICA WHOLESALE TILE & STONE 620 E BALL ROAD ANAHEIM, CA 92805 Tel: (714) 520-0777 Fax: (714) 520-0888	Trade Debt		\$51,539.79
TAB INDIA AMSUM & ASH INC 30 52ND WAY NE MINNEAPOLIS FRIDLEY, MN 55421	TAB INDIA AMSUM & ASH INC 30 52ND WAY NE MINNEAPOLIS FRIDLEY, MN 55421 Tel: (763) 571-8400 Fax: (763) 571-8600	Trade Debt		\$48,130.20
PARAGON BUILDING PRODUCTS 2895 HAMMER AVE NORCO, CA 92860-1931	PARAGON BUILDING PRODUCTS 2895 HAMMER AVE NORCO, CA 92860-1931 Tel: (951) 549-1155 Fax: (951) 549-1177	Trade Debt		\$46,667.38
MS INTERNATIONAL 2095 N BATAVIA ST ORANGE, CA 92865	MS INTERNATIONAL 2095 N BATAVIA ST ORANGE, CA 92865 Tel: (714) 685-7580 Fax: (714) 685-7589	Trade Debt		\$36,148.47
ANDERSON-LANG PROPERTIES(UTIL) C/O HARRIGAN WEIDENMULLER CO CHARLES W MULLER 300 MONTGOMERY ST STE 800 SAN FRANCISCO, CA 94104	ANDERSON-LANG PROPERTIES(UTIL) C/O HARRIGAN WEIDENMULLER CO CHARLES W MULLER 300 MONTGOMERY ST STE 800 SAN FRANCISCO, CA 94104 Tel: (415) 434-3600 Fax: Unknown	Landlord (5749 Pacheco Blvd, Pacheco, CA 94553); litigation pending Martinez Superior Court, Contra Costa County-Case No. N10-0684	Disputed	\$34,833.13
JOHN STEPHAN (W & E) 635 SAN JULIO RD SOLANA BEACH, CA 92075	LEANNE BARBAT ESQ KIMBALL, TIREY & ST. JOHN LLP 1202 KETTNER BLVD. 3RD FL SAN DIEGO, CA 92101 Tel: (619) 231-1422 Fax: (800) 840-0372	Landlord (6350 Miramar D, Suite D, San Diego, CA); litigation pending (San Diego Superior Court Case No. 37-2011-00084232-CU-UD-CTL)	Disputed	\$9,669.28

I, **Jack P. Downes, Chief Executive Officer of the corporation** 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: **March 15, 2011**

**MORENA TILE SAN JUAN, INC.,
a California corporation**

/s/ Jack P. Downes

By: Jack P. Downes, Chief Executive Officer

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA

In re MORENA TILE SAN JUAN, INC., a California corporation, Debtor.	Case No. Chapter 11
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LIST OF ALL EQUITY HOLDERS

<u>Name and Address</u>	<u>Nature of Interest</u>	<u>Percentage of Interest</u>
Jack P. Downes and Claudia Crawford-Downes, as Trustees of the Downes Family Trust under Declaration of Trust dated August 18, 2000 9225 Brown Deer Road San Diego, CA 92121	Shareholder; Jack P. Downes is Chief Executive Officer	33 1/3%
Louis D. Prince and Sally A. Prince, as Trustees of the Prince Family Trust under Declaration of Trust dated September 6, 2005 9225 Brown Deer Road San Diego, CA 92121	Shareholder	33 1/3%
Richard L. Gray 9225 Brown Deer Road San Diego, CA 92121	Shareholder and President	33 1/3%

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 **March 15, 2011**, at **San Diego**, California.

**MORENA TILE SAN JUAN, INC.,
a California corporation**

/s/ Jack P. Downes

By: Jack P. Downes, Chief Executive Officer

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA

In re MORENA TILE SAN JUAN, INC., a California corporation, Debtor.	Case No. Chapter 11
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VENUE DISCLOSURE FORM FOR CORPORATIONS FILING CHAPTER 11
(Required by General Order 97-02)

1. Specify the address of the principal offices of the Debtor currently on file with the California Secretary State (*from S0100, S0200, or S0300*):
9225 Brown Deer Road, San Diego, CA 92121
2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return:
9225 Brown Deer Road, San Diego, CA 92121
3. Disclose the current business address(es) for all corporate officers:
9225 Brown Deer Road, San Diego, CA 92121
4. Disclose the current business address(es) where the Debtor's books and records are located:
9225 Brown Deer Road, San Diego, CA 92121
5. List the address(es) where the majority of the Debtor's assets are located based on a book value determination as set forth on the Debtor's most recent balance sheet:
See attached
6. Disclose any different address(es) to those listed above within six months prior to the filing of this petition and state the reasons for the change in address(es):
None
7. State the name and address of the officer signing this Statement and the relationship of such person to the Debtor (specify):
Jack P. Downes, Chief Executive Officer, 9225 Brown Deer Road, San Diego, CA 92121
8. Total number of attached pages of supporting documentation: **1**
9. I declare under the penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: **March 15, 2011**

**MORENA TILE SAN JUAN, INC.,
a California corporation**

/s/ Jack P. Downes

By: Jack P. Downes, Chief Executive Officer

Attachment to Venue Disclosure Form for Corporations Filing Chapter 11

Store	Location	County
San Juan Capistrano	33081 Camino Capistrano San Juan Capistrano, CA 92675	Orange
Pacheco	5749 Pacheco Boulevard Pacheco, CA 94553	Contra Costa
Palm Desert (main warehouse)	75220 Merle Drive Palm Desert, CA 92211-5163	Riverside
Sacramento	9778 Business Park Drive, Suite B Sacramento, CA 95827	Sacramento
San Diego	6350 Miramar Road, Suite D San Diego, CA 92121	San Diego

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA

In re MORENA TILE SAN JUAN, INC., a California corporation, Debtor.	Case No. Chapter 11
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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 **March 15, 2011**, at **San Diego**, California.

**MORENA TILE SAN JUAN, INC.,
a California corporation**

/s/ Jack P. Downes

By: Jack P. Downes, Chief Executive Officer

Attachment to Statement of Related Cases

The following related debtors have 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
Boardroom Properties, a California limited liability company Taxpayer I.D. No.: 68-0617820	February 28 , 2011 Case No.: 6:11-bk-16499 SC	Affiliated entity whose principal assets are located in this District
S&J Property Holdings, LLC, a California limited liability company Taxpayer I.D. No.: 76-0782619	February 28 , 2011 Case No.: 6:11-bk-16514 SC	Affiliated entity

Along with the Debtor herein, the following related debtors contemporaneously are filing 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
Builders Showcase Interiors, Inc., a California corporation Taxpayer I.D. No.: 33-0075594	March 15, 2011 Case No.: TBD	Affiliated entity
Verona Stone Werx, a California corporation Taxpayer I.D. No.: 56-2494454	March 15, 2011 Case No.: TBD	Affiliated entity

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: MORENA TILE SAN JUAN, INC., a California corporation,	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 20 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: **March 15, 2011**

**MORENA TILE SAN JUAN, INC.,
a California corporation**

/s/ Jack P. Downes

By: Jack P. Downes, Chief Executive Officer

SHULMAN HODGES & BASTIAN LLP

/s/ James C. Bastian, Jr.

James C. Bastian, Jr.

A THOMAS TRUCKING INC
PO BOX 255
LODI, CA 95241-0255

ACO MINERACAO LTDA
C/O FRANCIS SAKAMAKI ESQ
SAKAMAKI & BAUMGARTNER
500 N STATE COLLEGE BLVD
#1100
ORANGE, CA 92868

ADEX USA
2344 E WALNUT AVE
FULLERTON, CA 92831

ADVANCED TILE TOOLS
2920 CAPAZO COURT
CARLSBAD, CA 92009

AIRESPRING
PO BOX 7420
VAN NUYS, CA 91409-7420

ALLIANCE ONE
PO BOX 2449
GIG HARBOR, WA 98335-2449

ALLIED WASTE SERVICES INC
#210
PO BOX 78829
PHOENIX, AZ 85062-8829

ALLOY ARTS
7720 E REDFIELD RD #5
SCOTTSDALE, AZ 85260

ANDERSON-LANG PROPERTIES
LP
C/O HARRIGAN WEIDENMULLER
CO
CHARLES W MULLER
300 MONTGOMERY ST STE 800
SAN FRANCISCO, CA 94104

ANDERSON-LANG
PROPERTIES(UTIL)
C/O HARRIGAN WEIDENMULLER
CO
CHARLES W MULLER
300 MONTGOMERY ST STE 800
SAN FRANCISCO, CA 94104

ANTOLINI LUIGI & COMPANY
VIA MARCONI 101-37010
SEGA DI CAVAION
VERONA ITALY

ARROWHEAD (PA)
ACCT# 0028848737
PO BOX 856158
LOUISVILLE, KY 40285-6158

ARROWHEAD (PD)
ACCT 0028263325
PO BOX 856158
LOUISVILLE, KY 40285-6158

ARROWHEAD (SD)
ACCT# 0024599987
PO BOX 856158
LOUISVILLE, KY 40285-6158

ARROWHEAD (SJ)
ACCT 0028263317
PO BOX 856158
LOUISVILLE, KY 40285-6158

ARTISTONE
1400 HEMPSTEAD TPKE
ELMONT, NY 11003

ARTO BRICK
15209 SOUTH BROADWAY
STREET
GARDENA, CA 90248

AT&T (DSL - SJ)
200257319216
PO BOX 105068
ATLANTA, GA 30348-5068

AT&T (FX - SJ)
ACCT# 949 489-92775129
PAYMENT CENTER
SACRAMENTO, CA 95887-0001

AT&T (PH - PA)
ACCT# 92582755112378
PAYMENT CENTER
SACRAMENTO, CA 95887-0001

AT&T (PH - SD)
ACCT# 85865807691732
PAYMENT CENTER
SACRAMENTO, CA 95887-0001

AT&T (PH - SJ)
AC 949 489-8990 258 7
PAYMENT CENTER
SACRAMENTO, CA 95887-0001

AT&T MOBILITY
PO BOX 6463
CAROL STREAM, IL 60197-6463

AZUVI
1070 NORTH KRAMER PLACE
ANAHEIM, CA 92806

BARKER LAW GROUP
A PROFESSIONAL LAW
CORPORATION
2341 JEFFERSON STREET STE 200
SAN DIEGO, CA 92110

BARRANCA HOLDINGS LTD
22815 S FRAMPTON AVE
TORRANCE, CA 90501

BASIC CNC ROUTING SERVICE
1400 N MOUNTAIN AVE UNIT G
DUARTE, CA 91010

BIG SKY TRANSPORT INC
213-A LAKEVIEW AVE
PLACENTIA, CA 92870

BIG SLY
C/O MILES KAVALLER ESQ
15915 VENTURA BLVD # 1
ENCINO, CA 91436

BLUE DOG PROPERTIES TRUST
C/O REIT MANAGEMENT &
RESEARCH
9727 BUSINESS PARK DR STE C
SACRAMENTO, CA 95827

BLUE SHIELD OF CALIFORNIA
FILE 55331
LOS ANGELES, CA 90074-5331

BOMAT INC DBA BONDED
MATERIAL
4330 S 43RD AVE STE B4
PHOENIX, AZ 85031

BOSTIK INC
22838 NETWORK PLACE
CHICAGO, IL 60673-1227

BUILDERS SHOWCASE
INTERIORS
9225 BROWN DEER RD
SAN DIEGO, CA 92121

BUILDERS SHOWCASE
INTERIORS NV

CALIFORNIA EMPLOYMENT
DEVELOPMENT DEPARTMENT
BANKRUPTCY UNIT MIC 92E
PO BOX 826880
SACRAMENTO, CA 94280-0001

CANTRELL & CANTRELL INC
DBA DAVE CANTRELL
TRUCKING
19148 WALNUT DR
ROWLAND HEIGHTS, CA 91748

CEMENT PRO
1080 CITRUS ST
RIVERSIDE, CA 92507

CLASSIC TILE & MOSAIC
14463 S BROADWAY ST
GARDENA, CA 90248

COLOR FAST INDUSTRIES INC
3300 W BOLT ST
FORT WORTH, TX 76110

COLOR MARBLE
20530 EARLGATE ST
DIAMOND BAR, CA 91789

COMERICA BANK
ATTN SAM AHMED
2321 ROSECRANS AVE SUITE 5000
EL SEGUNDO, CA 90245

CONEXIS
PO BOX 6241
ORANGE, CA 92863-6241

CONTRA COSTA CNTY TAX
COLLECTO
PO BOX 7002
SAN FRANCISCO, CA 94120-7002

CONTRA COSTA WATER
DISTRICT
PO BOX H2O
CONCORD, CA 94524-2099

COVAD COMMUNICATIONS
ACCT 615414
DEPT 33408
PO BOX 39000
SAN FRANCISCO, CA 94139-0001

CR & R INC
PO BOX 206
STANTON, CA 90680-0206

D BRUCE FITE DBA WINERY IV
9857 HORN ROAD
SACRAMENTO, CA 95827

DECOSTONE DESIGN
227 E BRISTOL LN
ORANGE, CA 92865

DESERT BUSINESS MACHINES
42471 RITTER CIRCLE
PALM DESERT, CA 92211

EBBE
PO BOX 160496
CLEARFIELD, UT 84016

ELECTROLUX
HUSQVARNA CONSTRUCTION
PRODUCT
PO BOX 2771
CAROL STREAM, IL 60132-2771

ELEGANZA TILE
1420 MANHATTAN AVE
FULLERTON, CA 92831

EMILAMERICA INC
22701 DULLES SUMMIT COURT
DULLES, VA 20166

EPC AMERICA OF CALIFORNIA
LIMITED LIABILITY COMPANY
ATTN PRESIDENT OR AGENT
3356 NW 78TH AVE
MIAMI, FL 33122

EUROWEST DECORATIVE
SURFACES
TRANS CERAMICA LTD
314 W SUPERIOR STE 201
CHICAGO, IL 60610

EXECUTIVE BUILDING SERVICES
1140 NORTH KRAMER BLVD STE
B
ANAHEIM, CA 92806

FEDEX FREIGHT WEST
ACC 494323133
DEPT LA
PO BOX 21415
PASADENA, CA 91185-1415

FIRE AND ICE CASTING INC
PO BOX 985
SPEARFISH, SD 57783

FLOOR TILE & SLATE CO ECB
ROC
1209 CARROLL AVE
CARROLLTON, TX 75006

FLUX TECHNOLOGY CORP
ATTN: KEEVIN FISHER
15347 S NORMANDY LN
LA MIRADA, CA 90638

FORD CREDIT/COMMERICAL
LENDING
ACCT 40428310
PO BOX 7172
PASADENA, CA 91109-7172

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

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5460 E BEVERLY BLVD
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GRINNELL PROPERTIES LLC

HEALTH NET
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ICON STONE INC
13000 FIRESTONE BLVD
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960 E DISCOVERY LANE
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AMSUM & ASH INC
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BIG SKY TRANSPORT INC
C/O MILES KAVALLER ESQ
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C/O REIT MANAGEMENT & RESEARCH
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22838 NETWORK PLACE
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DEVELOPMENT DEPARTMENT
BANKRUPTCY UNIT MIC 92E
PO BOX 826880
SACRAMENTO, CA 94280-0001

CANTRELL & CANTRELL INC
DBA DAVE CANTRELL TRUCKING
19148 WALNUT DR
ROWLAND HEIGHTS, CA 91748

CEMENT PRO
1080 CITRUS ST
RIVERSIDE, CA 92507

CLASSIC TILE & MOSAIC
14463 S BROADWAY ST
GARDENA, CA 90248

COLOR FAST INDUSTRIES INC
3300 W BOLT ST
FORT WORTH, TX 76110

COLOR MARBLE
20530 EARLGATE ST
DIAMOND BAR, CA 91789

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ATTN SAM AHMED
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SAN DIEGO, CA 92121

SAMPCO INC
PO BOX 32724
HARTFORD, CT 06150-2724

SAN DIEGO HOME/GARDEN
4577 VIEWRIDGE AVE
SAN DIEGO, CA 92123

SAN JUAN CAPISTRANO CITY OF
WATER SERVICES DEPARTMENT
PO BOX 7000
ARTESIA, CA 90702-7000

SCHLUTER SYSTEMS
194 PLEASANT RIDGE ROAD
PLATTSBURGH, NY 12901

SCOTT GORDON TRUCKING
2565 HACIENDA PLACE
LAKE HAVASU CITY, AZ 86403

SGA COLLECTIONS INC
JOSEPH INZIRILLO
1700 N DIXIE HWY STE 150
BOCA RATON, FL 33432

SICIS NORTH AMERICA
470 BOOM ST
NEW YORK, NY 10013

SLATER, TENAGLIA, FRITZ & HUNT, P.A.
JOHN TENAGLIA
CLAIM# 368122099
PO BOX 5476
MT LAUREL, NJ 08054-5476

SMUD (SA-SHWRM)
ACC 3447230
PO BOX 15555
SACRAMENTO, CA 95852

SONOMA CNTY TREASURER TAX COLL
585 FISCAL DR RM 100
SANTA ROSA, CA 95403

SOUTHERN CALIFORNIA EDISON
ACCT 2-33-393-5633
PO BOX 600
ROSEMEAD, CA 91771-0001

SPRINT
INV ACCT ID 925754851
P O BOX 219100
KANSAS CITY, MO 64121-9100

STANLEY SECURITY SOLUTIONS
ACCT 123129396500
917 S FIRST ST
LAS VEGAS, NV 89101

STANZA INTERNATIONAL LLC
13896 MAGNOLIA AVE
CHINO, CA 91710

STAPLES
ACC 1006445
DEPT LA
PO BOX 83689
CHICAGO, IL 60696-3689

STATE BOARD OF EQUALIZATION
ATTN BANKRUPTCY UNIT/SPECIAL
PROCEDURES
450 N STREET
PO BOX 942879
SACRAMENTO, CA 94279

STATE BOARD OF EQUALIZATION
ATTN BANKRUPTCY UNIT/SPECIAL
PROCEDURES
PO BOX 942879
100-063406
SACRAMENTO, CA 94279-8022

STONE & PEWTER ACCENTS
3555 LOMITA BLVD UNIT H & J
TORRANCE, CA 90505

STONE CENTER CORP
1019 E LACY AVE
ANAHEIM, CA 92805

STONEPRO STONE CARE
960 E DISCOVERY LANE
ANAHEIM, CA 92801

STONEX
1207 N EAST STREET
ANAHEIM, CA 92805

STYLISH TOUCH INC
1043 N MAIN ST
ORANGE, CA 92869

TAB INDIA
AMSUM & ASH INC
30 52ND WAY NE
MINNEAPOLIS FRIDLEY, MN 55421

THE BUNDY FAMILY TRUST
GORDON D BUNDY AND FUMIKO BUNDY
TRUSTEES
PO BOX 206
BONSALL, CA 92003

TM STONE
10630 S GARFIELD AVE
SOUTH GATE, CA 90280

TORREY PINES BANK
ATTN PRESIDENT OR AGENT
550 W C ST SUITE 100
SAN DIEGO, CA 92101

TRANS CREDITOR
TINA KINCAID
9485 REGENCY SQUARE BLVD STE 102
JACKSONVILLE, FL 32225

TURNER SECURITY SYSTEMS
120 W SHIELDS AVE
FRESNO, CA 93705

UNIQUE BUILDING CONCEPTS
2514 E MOHAWK LANE
SUITE 101
PHOENIX, AZ 85050

UPS (SJ)
PO BOX 894820
LOS ANGELES, CA 90189-4820

VENGROFF, WILLIAMS & ASSOC INC
MARK MILLER
ACCT# 57385 CONTROL# 3957064
PO BOX 4155
SARASOTA, FL 34230-4155

VERICORE
530236-9
10115 KINCEY AVE STE 100
HUNTERSVILLE, NC 28078

VERONA STONE WERX
72-091 WOBURN COURT
THOUSAND PALMS, CA 92276

VICTORY DISPLAY
19110 S VERMONT AVE
GARDENA, CA 90248

WASTE MANAGEMENT (SD)
EL CAJON - SAN DIEGO
ACC 132-0036148-1584-7
PO BOX 541065
LOS ANGELES, CA 90054-1065

WELLS FARGO FINANCIAL CAPITAL
ATTN: HEATHER/KALLIE
300 TRI STATE INTERNATIONAL
LINCOLNSHIRE, IL 60069

WF DECOR
9215 BROWN DEER ROAD
STE B
SAN DIEGO, CA 92121

WILLAM HATCHER JR ESQ
114 PIERCE ST
SANTA ROSA, CA 95404

ZATION STONE
2910 HUMBOLDT ST
LOS ANGELES, CA 90031