

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): RS West Hollywood, LLC	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) No./Complete EIN (if more than one, state all): 56-2491909	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, State & Zip Code): 1314 Westwood Boulevard Suite 208 Los Angeles, CA	Street Address of Joint Debtor (No. & Street, City, State & Zip Code):
ZIPCODE 90024	ZIPCODE
County of Residence or of the Principal Place of Business: Los Angeles	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIPCODE	ZIPCODE

Location of Principal Assets of Business Debtor (if different from street address above):
1146 North Hacienda Place, West Hollywood, CA

ZIPCODE **90069**

<p align="center">Type of Debtor (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p>	<p align="center">Nature of Business (Check one box.)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <p align="center">Tax-Exempt Entity (Check box, if applicable.)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <p align="center">Nature of Debts (Check one box.)</p> <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 household purpose."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p align="center">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><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.</p> <p><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>	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts owed to non-insiders or affiliates are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition</p> <p><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).</p>
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<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><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> <p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td> <td>50-99</td> <td>100-199</td> <td>200-999</td> <td>1,000-5,000</td> <td>5,001-10,000</td> <td>10,001-25,000</td> <td>25,001-50,000</td> <td>50,001-100,000</td> <td>Over 100,000</td> </tr> </table> <p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table> <p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> </tr> </table>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	<p align="center">THIS SPACE IS FOR COURT USE ONLY</p>
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): RS West Hollywood, LLC
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Prior Bankruptcy Case Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: None	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: None	Case Number:	Date Filed:
District:	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 delivered to the debtor the notice required by § 342(b) of the Bankruptcy Code.</p> <p style="text-align: center;">X _____ Signature of Attorney for Debtor(s) Date</p>
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Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.
 No

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached a made a part of this petition.

Information Regarding the Debtor - Venue
(Check any applicable box.)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property
(Check all applicable boxes.)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord or lessor that obtained judgment)

(Address of landlord or lessor)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition

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

Name of Debtor(s):
RS West Hollywood, LLC

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under Chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United State Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only **one** box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Charles Shamash
Signature of Attorney for Debtor(s)

**Charles Shamash 178110
Caceres & Shamash, LLP
8200 Wilshire Boulevard, Suite 400
Beverly Hills, CA 90211-2409
(310) 205-3400 Fax: (310) 878-8308
cs@locs.com**

March 29, 2011
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Petition Preparer

I declare under penalty of perjury that: 1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; 2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h) and 342(b); 3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social Security Number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

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

Date

Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.
A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Yehuda Benezra
Signature of Authorized Individual

Yehuda Benezra
Printed Name of Authorized Individual

Designated Party
Title of Authorized Individual

March 29, 2011
Date


Attorney or Party Name, Address, Telephone & FAX Number, and California State Bar Number Charles Shamash 178110 Caceres & Shamash, LLP 8200 Wilshire Boulevard, Suite 400 Beverly Hills, CA 90211-2409 Tele: (310) 205-3400 Fax: (310) 878-8308		COURT USE ONLY Page 4 of 22	
<input checked="" type="checkbox"/> Attorney for			
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA			
In re RS West Hollywood, LLC		CASE NO.: CHAPTER: 11 ADV. NO.:	
Debtor(s).			

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

<input checked="" type="checkbox"/> Petition, statement of affairs, schedules or lists	Date Filed: <u>3-25-11</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 "/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 March 29, 2011
 Date

Yehuda Benezra

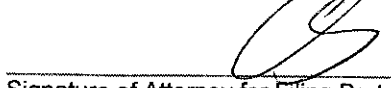
 Printed Name of Authorized Signatory of Filing Party

Designated Party

 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 March 29, 2011
 Date

Charles Shamash

 Printed Name of Attorney for Filing Party

STATEMENT OF RELATED CASES

INFORMATION REQUIRED BY LOCAL BANKRUPTCY RULE 1015-2

UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None

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

Executed at Beverly Hills, California.

Dated: March 29, 2011

/s/ Yehuda Benezra

Debtor

Joint Debtor

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Charles Shamash, Esq. (SBN 178110) Joseph E. Caceres, Esq. (SBN 169164) Caceres & Shamash, LLP 8200 Wilshire Boulevard, Suite 400 Beverly Hills, California 90211 (310) 205-3400 Fax (310) 878-8308 178110 <input checked="" type="checkbox"/> Attorney for: Debtor in Possession	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: RS West Hollywood, LLC Debtor(s), Plaintiff(s), Defendant(s).	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, Yehuda Benezra, 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.]
 Keshet Intervivos Trust

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

/s Yehuda Benezra 3/29/2011
Signature of Attorney or Declarant Date

Yehuda Benezra
Printed Name of Attorney or Declarant

IN RE:

Case No. _____

RS West Hollywood, LLC

Chapter 11

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

Registered name and last known address of security holder	Shares (or Percentage)	Security Class (or kind of interest)
Keshet Intervivos Trust 1314 Westwood Boulevard, Ste 208 Los Angeles, CA 90024	50	Common Stockholder
Shabi Cohen 1314 Westwood Boulevard, Ste 208 Los Angeles, CA 90024	25	Common Stockholder
Yehuda Benezra 1314 Westwood Blvd, Ste 208 Los Angeles, CA 90024	25	Common Stockholder

Party Name, Address, and Telephone Number <i>(CA State Bar No. If Applicable)</i> Charles Shamash, Esq. (SBN 178110) Joseph E. Caceres, Esq. (SBN 169164) Caceres & Shamash, LLP 8200 Wilshire Boulevard, Suite 400 Beverly Hills, California 90211 (310) 205-3400	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: RS West Hollywood, LLC Debtor.	CHAPTER 11 11 CASE NUMBER (No Hearing Required)

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

Attach additional sheets as necessary and indicate so in each section

1. Specify the address of the principal office of the Debtor currently on file with the California Secretary of State *(from Form S0100, S0200, or S0300)*: 1314 Westwood Boulevard, Suite 208 Los Angeles, CA 90024

2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return:
 1314 Westwood Boulevard, Suite 208 Los Angeles, CA 90024

3. Disclose the current business address(es) for all corporate officers:
 1314 Westwood Boulevard, Suite 208 Los Angeles, CA 90024

4. Disclose the current business address(es) where the Debtor's books and records are located:
 1314 Westwood Boulevard, Suite 208 Los Angeles, CA 90024

In re RS West Hollywood, LLC	CHAPTER 11 11
Debtor.	CASE NUMBER

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:
 1146 North Hacienda Place West Hollywood, CA 90069

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):

7. State the name and address of the officer signing this Statement and the relationship of such person to the Debtor
 (*specify*): Yehuda Benezra - President of Manager of Debtor ICCMAC, Inc.

8. Total number of attached pages of supporting documentation: 2

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

Executed on the 29th day of March, 2011, at Beverly Hills, California.

Yehuda Benezra
Type Name of Officer

President of Manager
Position or Title of Officer

/s Yehuda Benezra
Signature of Declarant

Yehuda Benezra

Business Entity Detail

Data is updated weekly and is current as of Friday, March 25, 2011. It is not a complete or certified record of the entity.

Entity Name:	ICCMAC, INC.
Entity Number:	C2709926
Date Filed:	12/23/2004
Status:	ACTIVE
Jurisdiction:	CALIFORNIA
Entity Address:	1314 WESTWOOD BLVD STE 208
Entity City, State, Zip:	LOS ANGELES CA 90024
Agent for Service of Process:	YEHUDA BENEZRA
Agent Address:	1545 S BENTLEY AVE APT 103
Agent City, State, Zip:	LOS ANGELES CA 90025

* Indicates the information is not contained in the California Secretary of State's database.

- If the status of the corporation is "Surrender," the agent for service of process is automatically revoked. Please refer to California Corporations Code [section 2114](#) for information relating to service upon corporations that have surrendered.
- For information on checking or reserving a name, refer to [Name Availability](#).
- For information on ordering certificates, copies of documents and/or status reports or to request a more extensive search, refer to [Information Requests](#).
- For help with searching an entity name, refer to [Search Tips](#).
- For descriptions of the various fields and status types, refer to [Field Descriptions and Status Definitions](#).

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Business Entity Detail

Data is updated weekly and is current as of Friday, March 25, 2011. It is not a complete or certified record of the entity.

Entity Name:	RS WEST HOLLYWOOD, LLC
Entity Number:	200432310116
Date Filed:	11/17/2004
Status:	ACTIVE
Jurisdiction:	CALIFORNIA
Entity Address:	1314 WESTWOOD BLVD #208
Entity City, State, Zip:	LOS ANGELES CA 90024
Agent for Service of Process:	YEHUDA BENEZRA
Agent Address:	1314 WESTWOOD BLVD #208
Agent City, State, Zip:	LOS ANGELES CA 90024

* Indicates the information is not contained in the California Secretary of State's database.

* **Note:** If the agent for service of process is a corporation, the address of the agent may be requested by ordering a status report.

- For information on checking or reserving a name, refer to [Name Availability](#).
- For information on ordering certificates, copies of documents and/or status reports or to request a more extensive search, refer to [Information Requests](#).
- For help with searching an entity name, refer to [Search Tips](#).
- For descriptions of the various fields and status types, refer to [Field Descriptions and Status Definitions](#).

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**RESOLUTION AND ACTION BYWRITTEN CONSENT OF RS WEST HOLLYWOOD,
LLC**

AUTHORIZATION TO FILE CHAPTER 11 PETITION

The undersigned, being the President of ICCMAC, Inc. (“ICCMAC”) which is the managing member of RS West Hollywood, LLC, a California Limited Liability Company (the “Company”) does hereby approve, adopt and ratify the following on behalf of both ICCMAC and the Company:

WHEREAS, the manager and Members of the Company have determined that it is in the best interests of the Company to seek protection from its creditors under Chapter 11 of the Federal Bankruptcy code of the United States of America and the manger has ratified this decision by members of the company:

IT IS THEREFORE RESOLVED, that designated party, Yehuda Benezra (“Designated Party”) of the Company is hereby authorized and directed to do any and all acts reasonably necessary fo the filing and administration of a petition under Chapter 11 of the Federal Bankruptcy Law of the United States including, without limitation, the retention of counsel and other professionals to assist the Company in the preparation and filing of the necessary petition, schedules and related documents and to attend the proceedings commenced in connection therewith;

RESOLVED FURTHER, that the Designated Party of the Company is hereby authorized on behalf of the Company to verify said petition, schedules and related documents, and to represent the Company in all proceedings related thereto including entering into agreements on behalf of the Company.

GENERAL RESOLUTION

Resolved, that the Designated Party of the Company is hereby authorized, directed and empowered and directed to execute and to do and perform, in the name and on behalf of the Company, such acts and to prepare, execute, acknowledge, verify, file, deliver and cause to be published such certificates, agreements, notices, reports, applications, instruments and documents, under the corporate seal of the Company or otherwise, as he may deem necessary or desirable in his discretion to carry into effect the foregoing resolutions, such Designated Party’s performance of any such actions to constitute conclusive evidence of such determination.

The execution of this consent shall constitute a written waiver of any notice required by the Operation Agreement for ICCMAC and the Company under the California Corporations Code and the Company’s Articles of Incorporation or Bylaws. Signature by facsimile or other electronic transmission will have the same force and effect as if this consent had been originally signed. This consent shall be filed in the minute book of both ICCMAC and the Company and shall become a part of the records of ICCMAC and the Company.

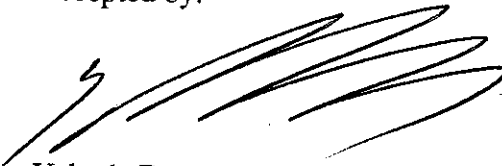
Yehuda Benezra
As President of ICCMAC, Inc. managing member
of RS West Hollywood, LLC

3-29-11



Accepted by:

3-29-11



Yehuda Benezra
Designated Party

IN RE:

Case No. _____

RS West Hollywood, LLC

Chapter 11

Debtor(s)

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)
Top Painting, Inc. 14250 Ventura Blvd, Ste B Sherman Oaks, CA 91423			Contingent Disputed Subject to Setoff	41,143.38
Gonzalez And Sons Construction, Inc. 3173 Canopy Drive Camarillo, CA 93012			Disputed Subject to Setoff	23,517.87
Carlsons Appliances, Inc. 1342 5th Street Santa Monica, CA 90401			Contingent Disputed Subject to Setoff	21,700.00
Pro Touch Construction, Inc. 14617 Victory Boulevard Van Nuys, CA 91411			Contingent Disputed Subject to Setoff	19,500.00
Noe Fernandez P.O. Box 661900 Los Angeles, CA 90066			Disputed Subject to Setoff	12,500.00
3-B'z Cleaning & Maintenance, Co. 12519 Miranda Street Valley Village, CA 91607			Contingent Disputed Subject to Setoff	8,350.00
Westfield Construction P.O. Box 6091 El Monte, CA 91734			Contingent Disputed Subject to Setoff	8,000.00
2K Plumbing And Frre Protection 7820 Burnet Avenue, Ste 8 Van Nuys, CA 91405			Disputed Subject to Setoff	4,985.91
Westec Construction, Inc. 227 Broadway, Ste 201 Santa Monica, CA 90401			Contingent Disputed Subject to Setoff	4,011.00
Great Western Security 23075 Vanowen Street, Ste 293 West Hills, CA 91307-3030			Contingent Disputed Subject to Setoff	3,080.50
Kobi Windows & Doors 7326 Laurel Canyon Blvd North Hollywood, CA 91605			Contingent Disputed Subject to Setoff	2,402.48

EDCO Air Conditioning
410 East Elmwood Ave, Ste 203
Burbank, CA 91501

Contingent
Disputed
Subject to
Setoff 1,800.00

Art Deck, Inc.
9749 Variel Avenue, Ste A
Chatsworth, CA 91311

Contingent
Disputed
Subject to
Setoff 1,000.00

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

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: March 29, 2011 Signature: /s/ Yehuda Benezra

Yehuda Benezra, Designated Party

(Print Name and Title)

IN RE:

Case No. _____

RS West Hollywood, LLC

Chapter 11

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

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

For legal services, I have agreed to accept \$ 400.00/hr

Prior to the filing of this statement I have received \$ 35,000.00

Balance Due \$ _____

2. The source of the compensation paid to me was: Debtor Other (specify):

3. The source of compensation to be paid to me is: Debtor Other (specify):

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

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

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

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

6. By agreement with the debtor(s), the above disclosed fee does not include the following services:

CERTIFICATION

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

March 29, 2011

Date

/s/ Charles Shamash

Charles Shamash 178110
Caceres & Shamash, LLP
8200 Wilshire Boulevard, Suite 400
Beverly Hills, CA 90211-2409
(310) 205-3400 Fax: (310) 878-8308
cs@locs.com

IN RE:

Case No. _____

RS West Hollywood, LLC

Chapter **11**

Debtor(s)

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 5 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.

Date: March 29, 2011 Signature: /s/ Yehuda Benezra
Yehuda Benezra, Designated Party Debtor

Date: _____ Signature: _____
Joint Debtor, if any

Date: March 29, 2011 Signature: /s/ Charles Shamash
Charles Shamash 178110 Attorney (if applicable)

RS West Hollywood LLC
1314 Westwood Boulevard
Suite 208
Los Angeles, CA 90024

Caceres & Shamash LLP
8200 Wilshire Boulevard Suite 400
Beverly Hills, CA 90211-2409

1146 Hacienda North LLC
6108 Warner Avenue
Los Angeles, CA 90048

2K Plumbing And Frre Protection
7820 Burnet Avenue Ste 8
Van Nuys, CA 91405

3-B'z Cleaning & Maintenance Co
12519 Miranda Street
Valley Village, CA 91607

Art Deck Inc
9749 Variel Avenue Ste A
Chatsworth, CA 91311

Carlsons Appliances Inc
1342 5th Street
Santa Monica, CA 90401

EDCO Air Conditioning
410 East Elmwood Ave Ste 203
Burbank, CA 91501

Far East National Bank
977 North Broadway Ste 403
Los Angeles, CA 90012

Franchise Tax Board
Bankruptcy Unit
PO Box 1673
Sacramento, CA 95812-2952

Franchise Tax Board
PO Box 2952
Sacramento, CA 95812-2952

Franchise Tax Board Chief Counsel S
PO Box 1720 MS: -260
Rancho Cordova, CA 95741-1720

Gonzalez And Sons Construction Inc
3173 Canopy Drive
Camarillo, CA 93012

Great Western Security
23075 Vanowen Street Ste 293
West Hills, CA 91307-3030

ICCMAC Inc
1314 Westwood Boulevard Ste 208
Los Angeles, CA 90069

Innovative Construction Inc
1314 Westwood Blvd Ste 208
Los Angeles, CA 90024

Internal Revenue Service
PO Box 21126
Philadelphia, PA 19144

Keshet Intervivos Trust
1314 Westwood Boulevard Ste 208
Los Angeles, CA 90024

Kobi Windows & Doors
7326 Laurel Canyon Blvd
North Hollywood, CA 91605

Lee David Lubin Esq
16133 Ventura Boulevard Ste 1175
Encino, CA 91436

Lloyd S Mann Esq
Mann & Zarpas LLP
15233 Ventura Boulevard Ste 714
Sherman Oaks, CA 91403

Los Angeles County Tax Collector
PO Box 54018
Los Angeles, CA 90054-0018

Noe Fernandez
PO Box 661900
Los Angeles, CA 90066

Pro Touch Construction Inc
14617 Victory Boulevard
Van Nuys, CA 91411

Richard A Leach
22900 Ventura Blvd Ste 110
Woodland Hills, CA 91364

Scott J Nord Esq
Law Offices Of Scott J Nord
500 North Brand Blvd Ste 550
Glendale, CA 91203

Shabi Cohen
1314 Westwood Boulevard Ste 208
Los Angeles, CA 90024

SMADI Inc
Attn Mordchai Brafman
13659 Victory Blvd Ste 297
Van Nuys, CA 91401

Top Painting Inc
14250 Ventura Blvd Ste B
Sherman Oaks, CA 91423

US Attorney Civil Process Clerk
300 N Los Angeles Rm 7516
Los Angeles, CA 90012

USDOJ Attorney General
PO Box 683 Ben Franklin Station
Washington, DC 20044

Westec Construction Inc
227 Broadway Ste 201
Santa Monica, CA 90401

Westfield Construction
PO Box 6091
El Monte, CA 91734

Yehuda Benezra
1314 Westwood Blvd Ste 208
Los Angeles, CA 90024