

B1 (Official Form 1) (4/10)

United States Bankruptcy Court Central District of California		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Maingate, 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)/Complete EIN (if more than one, state all): 20-4423080		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. & Street, City, and State): 2932 Wilshire Blvd. Suite 205 Santa Monica, CA 90403		Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 90403-0000		ZIP CODE
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):
ZIP CODE		ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): 7514 W. Irlo Bronson Memorial Hwy., Kissimmee, FL 34747		
Type of Debtor (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <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 Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only) Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check one box: Chapter 11 Debtors <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). Check if: <input checked="" 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>). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
Statistical/Administrative Information <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.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5001-10,000 <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		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input 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		
Estimated Debts <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>		Name of Debtor(s): Maingate, LLC	
All Prior Bankruptcy Cases 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: JM Kissimmee, LLC	Case Number: 11-bk-23289-VK	Date Filed: 11/15/11	
District: United States Bankruptcy Court, for the Central District of California, San Fernando Valley Division	Relationship: Affiliate	Judge: Victoria Kaufman	
<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 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 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 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.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Maingate, LLC	
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.</p> <p>If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7, I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.</p> <p>[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>		<p style="text-align: center;">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>X _____ Signature of Attorney*</p> <p>Signature of Attorney for Debtor(s) Brian L. Davidoff #07654 Printed Name of Attorney for Debtor(s) RUTTER HOBBS & DAVIDOFF INCORPORATED Firm Name 1901 Avenue of the Stars Suite 1700 Los Angeles, CA 90067 Address</p> <p>310-286-1700 Fax: 310-286-1728 Telephone Number</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. X Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</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 relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Authorized Individual</p> <p>George Meshkanian Printed Name of Authorized Individual Manager Title of Authorized Individual</p> <p>_____ 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><small>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.</small></p>	

RESOLUTIONS OF MAINGATE, LLC

The undersigned, being the manager and sole member of Maingate, LLC (the "Company"), a Florida limited liability company, does hereby adopt the following resolution pursuant to Article X of the Company's operating agreement, which authorizes him to so act:

WHEREAS, the undersigned has considered the current financial condition of the Company and determined that it would be in the best interests of the Company to file a voluntary Petition (the "Bankruptcy Petition") in the United States Bankruptcy Court pursuant to chapter 11 of title 11 of the United States Code;

NOW, THEREFORE, BE IT RESOLVED, that George Meshkianian, the manager and sole member of the Company, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Bankruptcy Petition on behalf of the Company;

BE IT FURTHER RESOLVED that George Meshkianian, the manager and sole member of the Company, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Company (collectively, the "Bankruptcy Proceedings"), and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Company in connection with the Bankruptcy Proceedings; and

BE IT FURTHER RESOLVED, that the execution by George Meshkianian, the manager and sole member of the Company, of any agreement, document or instrument necessary to accomplish any action or actions authorized herein, is the enforceable and binding act and obligation of the Company, without the necessity of the signature or attestation of any other individual;

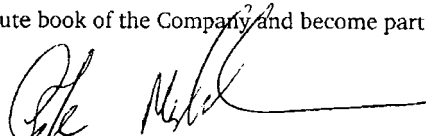
BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior to the adoption of these Resolutions by George Meshkianian in the name of the Company and in connection with the matters herein contained, are hereby ratified, confirmed and adopted by the Company;

BE IT FURTHER RESOLVED, that the Company hereby ratifies the retention of Rutter Hobbs & Davidoff Incorporated to act as legal counsel to the Company in connection with the Bankruptcy Petition and the Bankruptcy Proceedings.

These Resolutions shall be filed in the minute book of the Company and become part of the records of the Company.

Executed on November 14, 2011

Signed:


George Meshkianian
Member and Manager

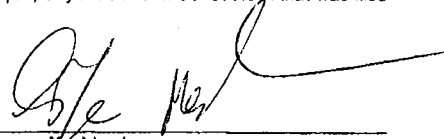
STATEMENT OF RELATED CASES
INFORMATION REQUIRED BY LOCAL BANKRUPTCY RULE 1015-2
UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA

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).)
The Debtor's affiliate, JM Kissimnee, LLC, filed a chapter 11 petition simultaneously with the Debtor's petition in the United States Bankruptcy Court, for the Central District of California, San Fernando Valley Division.
Case No. 11-bk-23289-VK
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).)
N/A.
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).)
The Debtor's affiliate, JM Kissimnee, LLC, filed a chapter 11 petition simultaneously with the Debtor's petition in the United States Bankruptcy Court, for the Central District of California, San Fernando Valley Division.
Case No. 11-bk-23289-VK
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)
N/A.

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

Executed at 11/14/11, California.

Dated Los Angeles



George Meshkarian
 Debtor

 Joint Debtor

Attorney or Party Name, Address, Telephone & FAX Number, and California State Bar Number Brian L. Davidoff (SBN 102654) Claire E. Shin (SBN 249492) Rutter Hobbs & Davidoff Incorporated 1901 Avenue of the Stars Suite 1700 Los Angeles, CA 90067 310-286-1700 Fax: 310-286-1728 California State Bar Number: 102654	FOR COURT USE ONLY
Attorney for Debtor UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: <p style="text-align: center;">Maingate, LLC</p> <p style="text-align: right;">Debtor(s), Plaintiff(s), Defendant(s)</p>	CASE NO.: ADV. NO.: CHAPTER: 11

**Corporate Ownership Statement Pursuant to
FRBP 1007(a)(1) and 7007.1, and LBR 1007-4**

Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, 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, George Meshkanian, Manager, 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.]
- b. There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

Signature of Attorney or Declarant: *George Meshkanian* Date: 11/14/11

George Meshkanian, Manager
Printed Name of Attorney or Declarant

This form is optional. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Central District of California

In re Maingate, LLC

Debtor(s)

Case No.
Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
C&W Global Inc. 703 Hennis Road Winter Garden, FL 34787	C&W Global Inc. 703 Hennis Road Winter Garden, FL 34787	Trade Debt		568.00
Cal X Properties LLC 2932 Wilshire Blvd. Suite 205 Santa Monica, CA 90403	Cal X Properties LLC 2932 Wilshire Blvd. Suite 205 Santa Monica, CA 90403	Trade Debt		36,000.00
Chloe TL, LLC 4401 Eastgate Mall San Diego, CA 92121	Chloe TL, LLC 4401 Eastgate Mall San Diego, CA 92121	Trade Debt		193,963.31
Crystal Mitchell c/o The Law Offices of Frank Verdi 18550 North Dale Mabry Highway Lutz, FL 33548	Crystal Mitchell c/o The Law Offices of Frank Verdi 18550 North Dale Mabry Highway Lutz, FL 33548	Personal Injury Claim	Contingent Unliquidated Disputed	Unknown
Osceola County Florida Code Enforcement Bd. Officer Thomas Wilkerson 1 Courthouse Square, Suite 1400 Kissimmee, FL 34741	Osceola County Florida Code Enforcement Bd. Officer Thomas Wilkerson Kissimmee, FL 34741	Trade Debt		Unknown
George Meshkanian 2932 Wilshire Blvd. Suite 205 Santa Monica, CA 90403	George Meshkanian 2932 Wilshire Blvd. Suite 205 Santa Monica, CA 90403	Trade Debt		3,420.00
Investments 2234 LLC PO Box 403357 Atlanta, GA 30384	Investments 2234 LLC PO Box 403357 Atlanta, GA 30384	Trade Debt		264,450.44
Little Reid & Karzai, LLP 3333 Michelson Drive Irvine, CA 92612	Little Reid & Karzai, LLP 3333 Michelson Drive Irvine, CA 92612	Trade Debt		50.00

B4 (Official Form 4) (12/07) - Cont.
 In re Maingate, LLC

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
 (Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Office of Management & Budget Attn: Special Assets 1 Courthouse Square, Suite 2100 Kissimmee, FL 34741	Office of Management & Budget Attn: Special Assets 1 Courthouse Square, Suite 2100 Kissimmee, FL 34741	Trade Debt		28.00
Patsy Heffner CFC Osceola County Tax Collector	Patsy Heffner CFC Osceola County Tax Collector	Tax		530.00
PPF Holdings III Ltd. Wellesley House South 90 Pitts Pembroke HM, 08 Bermuda	PPF Holdings III Ltd. Wellesley House South 90 Pitts Pembroke HM, 08 Bermuda	Trade Debt		203,238.86
Quintarios, Prieto, Wood & Boyer PA 255 S. Orange Suite 900 Orlando, FL 32801	Quintarios, Prieto, Wood & Boyer PA 255 S. Orange Suite 900 Orlando, FL 32801	Trade Debt		198.00
Situs Asset Management PO Box 202959 Dallas, TX 75320	Situs Asset Management PO Box 202959 Dallas, TX 75320	Trade Debt		Unknown
TECO Peoples Gas PO Box 31017 Tampa, FL 33631	TECO Peoples Gas PO Box 31017 Tampa, FL 33631	Trade Debt		71.00
Tourist Development Tax Services P.O. Box 423066 Kissimmee, FL 34742	Tourist Development Tax Services P.O. Box 423066 Kissimmee, FL 34742	Tax		20.00
Tourist Development Tax Srvs. P.O. Box 423066 Kissimmee, FL 34742	Tourist Development Tax Srvs. P.O. Box 423066 Kissimmee, FL 34742	Tax		80.00

B4 (Official Form 4) (12/07) - Cont.
In re Malingate, LLC

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

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

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 11/14/11

Signature


George Meshkian
Manager

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court
Central District of California

In re Maingate, LLC Debtor(s) Case No. _____
Chapter 11

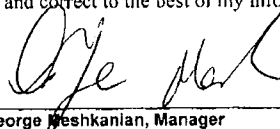
LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
George Meshkanian 2932 Wilshire Blvd., Suite 205 Santa Monica, CA 90403	Membership Interests	100%	Equity

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Manager** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date 11/14/11 Signature 
George Meshkanian, Manager

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

Form B203 - Disclosure of Compensation of Attorney for Debtor - (1/88)

1998 USBC, Central District of California

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re Maingate, LLC	Case No.:
Debtor.	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	\$ <u>N/A</u>
Prior to the filing of this statement I have received	\$ <u>30,000.00</u>
Balance Due -- \$20,000 against hourly per engagement agreement	\$ <u>Hourly</u>

2. The source of the compensation paid to me was:

Debtor Other (specify): Maingate, LLC

3. The source of compensation to be paid to me is:

Debtor Other (specify): John Makhani

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. **N/A -- hourly fees per engagement agreement**

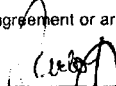
6. By agreement with the debtor(s), the above-disclosed fee does not include the following services

N/A -- hourly fees per engagement agreement

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.

Date 11/4/11



Brian L. Davidoff 102654
Signature of Attorney
RUTLER HOBBS & DAVIDOFF INCORPORATED
Name of Law Firm
1901 Avenue of the Stars
Suite 1700
Los Angeles, CA 90067
310-286-1700 Fax: 310-286-1728

Verification of Creditor Mailing List - (Rev. 10/05)

2005 USBC, Central District of California

MASTER MAILING LIST
Verification Pursuant to Local Bankruptcy Rule 1007-2(d)

Name Brian L. Davidoff 102654
Address 1901 Avenue of the Stars Suite 1700 Los Angeles, CA 90067
Telephone 310-286-1700 Fax: 310-286-1728

- Attorney for Debtor(s)
 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. Maingate, LLC	Case No.:
	Chapter: <u>11</u>

VERIFICATION OF CREDITOR MAILING LIST

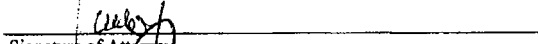
The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 3 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: 11/14/11



George Meshkanian/Manager
Signer/Title

Date: _____


Signature of Attorney
Brian L. Davidoff 102654
RUTTER, HOBBS & DAVIDOFF INCORPORATED
1901 Avenue of the Stars
Suite 1700
Los Angeles, CA 90067
310-286-1700 Fax: 310-286-1728

Maingate, LLC
2932 Wilshire Blvd.
Suite 205
Santa Monica CA 90403

Brian L. Davidoff
RUTTER HOBBS & DAVIDOFF INCORPORATED
1901 Avenue of the Stars
Suite 1700
Los Angeles, CA 90067

C&W Global Inc.
703 Hennis Road
Winter Garden FL 34787

Cal X Properties LLC
2932 Wilshire Blvd.
Suite 205
Santa Monica CA 90403

Chloe TL, LLC
4401 Eastgate Mall
San Diego CA 92121

Crystal Mitchell
c/o The Law Offices of Frank Verdi
18550 North Dale Mabry Highway
Lutz FL 33548

Escoeloa County Florida
Code Enforcement Bd. Officer
Thomas Wilkerson
1 Courthouse Square, Suite 1400
Kissimmee FL 34741

George Meshkanian
2932 Wilshire Blvd.
Suite 205
Santa Monica CA 90403

Investments 2234 LLC
PO Box 403357
Atlanta GA 30384

Little Reid & Karzai, LLP
3333 Michelson Drive
Irvine CA 92612

Office of Management & Budget
Attn: Special Assets
1 Courthouse Square, Suite 2100
Kissimmee FL 34741

OFFICE OF THE UNITED STATES TRUSTEE
725 South Figueroa Street
26th Floor
Los Angeles CA 90017

Patsy Heffner
CFC Osceola County Tax Collector

PPF Holdings III Ltd.
Wellesley House South
90 Pitts
Pembroke HM, 08 Bermuda

Quintarios, Prieto, Wood & Boyer PA
255 S. Orange
Suite 900
Orlando FL 32801

Situs Asset Management
PO Box 202959
Dallas TX 75320

TECO Peoples Gas□□
PO Box 31017
Tampa FL 33631

Tourist Development Tax Services
P.O. Box 423066□□□
Kissimmee FL 34742

Tourist Development Tax Srvs.
P.O. Box 423066□□□
Kissimmee FL 34742

Party Name, Address and Telephone Number (CA State Bar No. if Applicable) Brian L. Davidoff (SBN 102654) Claire E. Shin (SBN 249492) Rutter Hobbs & Davidoff Incorporated 1901 Avenue of the Stars Suite 1700 Los Angeles, CA 90067 310-286-1700 Fax:310-286-1728 CA State Bar Number: 102654	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: Maingate, LLC Debtor.	CHAPTER 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): N/A
2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return: 2932 Wilshire Blvd., Suite 205, Santa Monica, CA 90403.
3. Disclose the current business address(es) for all corporate officers: 2932 Wilshire Blvd., Suite 205, Santa Monica, CA 90403.
4. Disclose the current business address(es) where the Debtor's books and records are located: 2932 Wilshire Blvd., Suite 205, Santa Monica, CA 90403.
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: 7514 W. Irls Bronson Memorial Hwy., Kissimmee, FL 34747.
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): George Meshkanian, Manager, 2932 Wilshire Blvd., Suite 205, Santa Monica, CA 90403.
8. Total number of attached pages of supporting documentation: 0

Venue Disclosure Form for Corporations Filing Chapter 11 - Page 2

VEN-C

In re Maingate, LLC	Debtor.	CHAPTER 11 CASE NUMBER
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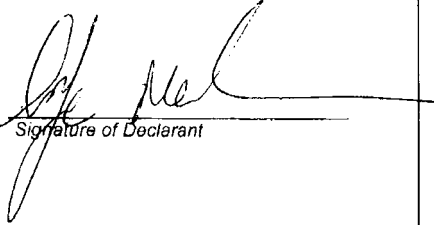
9. I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct.

Executed on _____, at LOS ANGELES, California.

11/14/11

George Meshkianian
Type Name of Officer

Manager
Position or Title of Officer


Signature of Declarant

VEN-C