

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Sun HB 38, 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): 45-4945316	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, State & Zip Code): 7545 Portbury Park Lane Suwanee, GA	Street Address of Joint Debtor (No. & Street, City, State & Zip Code):
ZIPCODE 30024	ZIPCODE
County of Residence or of the Principal Place of Business: Out of State	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):
3850 Holcomb Bridge Road, Norcross, GA

ZIPCODE **30092**

<p>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> <hr/> <p>Chapter 15 Debtor Country of debtor's center of main interests: _____</p> <p>Each country in which a foreign proceeding by, regarding, or against debtor is pending: _____</p>	<p>Nature of Business (Check one box.)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input checked="" 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 type="checkbox"/> Other</p> <hr/> <p>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>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <p><input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <p><input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13</p> <hr/> <p>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>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>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 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> <p>-----</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>THIS SPACE IS FOR COURT USE ONLY</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>	<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
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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											
<p>Estimated Assets</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>\$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"/>	\$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
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<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 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
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Sun HB 38, LLC
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All 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: See Schedule Attached	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 11 U.S.C. § 342(b).</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 that obtained judgment)

(Address of landlord)

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)).

<p>Voluntary Petition (This page must be completed and filed in every case)</p>	<p>Name of Debtor(s): Sun HB 38, LLC</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). 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. (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/ Arnold H. Wuhrman</u> Signature of Attorney for Debtor(s)</p> <p>Arnold H. Wuhrman 167183 Serenity Legal Services 41667 Ivy Street, Suite F-6 Murrieta, CA 92562 (951) 304-3720 Fax: (951) 848-9340 Wuhrman@SerenityLLS.com</p> <p>March 31, 2012 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 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 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 <u>/s/ Alan R. Curtis</u> Signature of Authorized Individual</p> <p>Alan R. Curtis Printed Name of Authorized Individual</p> <p>Managing Member Title of Authorized Individual</p> <p>March 31, 2012 Date</p>	<p>X _____ Signature</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><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>

IN RE Sun HB 38, LLC

Case No. _____

Debtor(s)

VOLUNTARY PETITION
Continuation Sheet - Page 1 of 1

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor:

Name of Debtor: In Re Sun HB 63, LLC

Case Number: 2:11-bk-47769-BB

Date Filed: 9/5/2011

District: C.D. California, Los Angeles

Relationship: Affiliate

Judge: Bluebond

Name of Debtor: Numerous Co-Owners Of Debtor's Property

Case Number: To Be Determined

Date Filed: Contemporaneously Herewith

District: C.D. California, Los Angeles

Relationship: Affiliates

Judge: To Be Determined


Attorney or Party Name, Address, Telephone & FAX Numbers, California State Bar Number Arnold H. Wuhrman, SBN 167183 SERENITY LEGAL SERVICES 41667 Ivy Street, Suite F-6 Murrieta, CA 92562 Tel. 951-304-3720; Fax 951-848-9340		Page 6 of 19 USE ONLY
<input checked="" type="checkbox"/> Attorney for: Debtor(s)		
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA		
In re: <p style="text-align: center;">SUN HB 38, LLC,</p> <p style="text-align: right;">Debtor(s).</p>	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>April 10, 2012</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

 Date March 31, 2012

Alan R. Curtis
 Printed Name of Authorized Signatory of Filing Party

Managing Member
 Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

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



 Signature of Attorney for Filing Party

 Date March 31, 2012

Arnold H. Wuhrman
 Printed Name of Attorney for Filing Party

**CONSENT AND AGREEMENT OF THE MEMBERS OF LIMITED LIABILITY
COMPANY TO COMMENCEMENT OF CHAPTER 11 BANKRUPTCY PROCEEDING**

The undersigned member(s) ("Member(s)"), being all of the Member(s) and cumulatively owing 100% of the membership interest(s) in the Georgia limited liability company named below (the "Company"), hereby declare, consent and agree as follows:

WHEREAS, the Member(s) have reviewed the Company's financial situation, its prospects, its assets and liabilities and the interests of the Company's creditors; and

WHEREAS, the Company is in extreme financial condition and needs to seek the protection of the Bankruptcy Court for the protection of its assets and the reorganization of its debts; and

WHEREAS, it appears to the Member(s) that it is in the best interest of the Company, and the Company's creditors, to commence a case under Chapter 11 of Title 11, United States Code (the "Bankruptcy Code");

NOW, THEREFORE, the Member(s) find and determine it to be in the best interest of the Company and its creditors for it to commence a case under Chapter 11 of the Bankruptcy Code to protect its assets and effect financial reorganization.

FURTHER, the Member(s) hereby consent(s) and agree(s) that the Company's Manager shall be and hereby is empowered and directed, without further action by the Member(s), to engage Highpoint Management Solutions, LLC, an Arizona limited liability company, to be a Co-Manager of the Company.

FURTHER, the Member(s) consent(s) and agree(s) that Mubeen Aliniabee, as President of Highpoint Management Solutions, LLC, shall be and hereby is appointed the "Restructuring Officer" for the Company, and shall be designated and authorized to act as the "Responsible Individual" for the Company as may be required by the Local Rules of the U.S. Bankruptcy Court for the Central District of California, and to cause to be prepared, signed and filed and prosecuted on behalf of the Company, a petition for relief under Chapter 11 of the Bankruptcy Code, to take all actions necessary or appropriate to successfully prosecute a Chapter 11 case including, without limitation, use of case collateral and/or obtaining of post-petition financing, filings and responding to motions and /or adversary proceedings, the proposing of a Plan of Reorganization, and the using of Company assets through bankruptcy procedure, and to prepare, sign, file, and/or execute all agreements, instruments, and documents, and to do all things, as shall be necessary and appropriate in his best business judgment to effect the foregoing.

FURTHER, the Member(s) further consent(s) to and ratify the retention of Arnold H. Wuhrman and his law firm, Serenity Legal Services, to commence and prosecute said Chapter 11 case on behalf of Company, and to do all things, and to prepare, sign and file all papers and documents necessary of proper therein.

The Members further consent and agree that this Consent and Agreement may be executed by each of the Members separately, and that all of the signatures shall be taken together as the execution of a single and entire document.

Dated this 31st day of March, 2012.

COMPANY NAME: Sun HB _____, LLC

SO AGREED TO BY ALL OF THE MEMBERS
OF THE LIMITED LIABILITY COMPANY:

CORPORATE OWNERSHIP STATEMENT

In accordance with Local Bankruptcy Rule 1007-4, the Debtor hereby notifies the Court that the following corporations directly or indirectly own 10% or more of any class of the Debtor's equity interests:

NONE.

Dated this 31st day of March, 2012.

COMPANY NAME: Sun HB _____, LLC

MANAGING MEMBER OF THE DEBTOR:

IN RE:

Case No. _____

Sun HB 38, 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)
VIII FS Norcross, LLC C/O McKenna Long & Aldridge LLP 303 Peach Street, #5300 Atlanta, GA 30308	(404) 527-4000	Bank loan	Disputed	8,844,365.00 Collateral: 0.00 Unsecured: 8,844,365.00
Breakwater Equity Partners 4241 Jutland Drive, Suite 308 San Diego, CA 92117	(858) 490-3630			0.00
Sun Holcomb Bridge LLC 3850 Holcomb Bridge Road Norcross, GA 30092-5223			Disputed	0.00
Charles Stephen Yeager Receiver 890 Riverside Trace, Suite 100 Atlanta, GA 30328	(404) 275-0524			0.00

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 31, 2012 Signature: /s/ Alan R. Curtis

Alan R. Curtis, Managing Member

(Print Name and Title)

IN RE:

Case No. _____

Sun HB 38, 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)
Alan R. Curtis 7545 Portbury Park Lane Suwanee, GA 30024	100	LLC Member

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).)

Debtor's affiliate, Sun HB 63, LLC, filed Chapter 11 Case No. 2:11-bk-47769-BB on September 5, 2011. That case, which is still pending, involves real estate co-owned by the Debtor -- the commercial office building commonly known as 3850 Holcomb Bridge Road, Norcross GA 30092 (the "Building").

Also, numerous other co-owners of the Building are filing their own Chapter 11 cases contemporaneously herewith. All of these debtors will be moving for joint administration of their cases in short order. PURSUANT TO GENERAL ORDER 11-01, THIS AND ALL OF THE CONTEMPORANEOUSLY FILED CO-OWNER CASES SHOULD BE REASSIGNED TO JUDGE BLUEBOND.

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 **Suwanee** , Georgia.

Dated: **March 31, 2012**

/s/ **Alan R. Curtis**

Debtor's Managing Member

Joint Debtor

IN RE:

Case No. _____

Sun HB 38, 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 7 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 31, 2012 Signature: /s/ Alan R. Curtis
Alan R. Curtis, Managing Member Debtor

Date: _____ Signature: _____
Joint Debtor, if any

Date: March 31, 2012 Signature: /s/ Arnold H. Wuhrman
Arnold H. Wuhrman 167183 Attorney (if applicable)

Sun HB 38 LLC
7545 Portbury Park Lane
Suwanee, GA 30024

Serenity Legal Services
41667 Ivy Street Suite F-6
Murrieta, CA 92562

Alan R Curtis
7545 Portbury Park Lane
Suwanee, GA 30024

Breakwater Equity Partners
4241 Jutland Drive Suite 308
San Diego, CA 92117

Charles Stephen Yeager
Receiver
890 Riverside Trace Suite 100
Atlanta, GA 30328

Daniel St Vincent
3850 Holcomb Bridge Road #125
Norcross, GA 30092

Franchise Tax Board
Attention: Bankruptcy
PO Box 2952
Sacramento, CA 95812-2952

GSA-US Geological Survey
3850 Holcomb Bridge Road #160
Norcross, GA 30092

Gwinnett County Tax Commissioner
75 Langley Drive
Lawrenceville, GA 30046

Highpoint Management Solutions LLC
Attn: Mubeen Aliniasee
8083 E Michelle Drive
Scottsdale, AZ 85255

Internal Revenue Service
PO Box 21126
Philadelphia, PA 19114

McKenna Long & Aldridge LLP
Attn: Gary Owen Caris
300 South Grand Avenue 14th Floor
Los Angeles, CA 90071

Michael St King
3850 Holcomb Bridge Road
Norcross, GA 30092

Stuart Wald
Attorney At Law
36154 Coffee Tree Place
Murrieta, CA 92562

Sun 1031 LLC/ Ventana Management
4960 S Gilbert Road Suite 1-442
Chandler, AZ 85249

Sun HB 14 LLC
Attn: Patricia Trakiewicz Webb
1065 Hughes Drive
Hamilton, NJ 08690

Sun HB 15 LLC
Attn: H Hrisulev & S Hrisouleva
247 Washington Street #3
Winchester, MA 01890

Sun HB 16 LLC
Attn: LA Shafkind Trustee
1629 E Orangewood Ave
Phoenix, AZ 85020

Sun HB 16 LLC
Attn: LA Shafkind Trustee
1629 E Oranewood Avenue
Phoenix, AZ 85020

Sun HB 18 LLC
Attn: Jack LaFlesch
6559 Water Crossing Avenue
Las Vegas, NV 89131

Sun HB 21 LLC
Attn: Victor Stratman
251 Earl Street
Crescent City, CA 95531

Sun HB 25 LLC
Attn: Dave Leone
1223 Utopia Place
San Jose, CA 95127

Sun HB 35 LLC
Attn: Michael Ewing
13238 Camillo Court
Westfield, IN 46074

Sun HB 40 LLC
Attn: Brian Root
8720 East San Marino Drive
Scottsdale, AZ 85258

Sun HB 45 LLC
Attn: Ellen Brennan
2726 E Dahlia Drive
Phoenix, AZ 85032

Sun HB 49 LLC
Attn: Joe Mancino
1326 E Sunburst Lane #2
Tempe, AZ 85284

Sun HB 49 LLC
Attn: Joe Mancino
1326 E Sunburst Lane #2
Tempe, AZ 85284

Sun HB 50 LLC
Attn: Matthew R Miller
120 W 72nd Street #200
Kansas City, MO 64114

Sun HB 51 LLC
Attn: Lair Block
204 Severn Court
Cary, NC 27511

Sun HB 52 LLC
Attn: Margaret Bannerman
176 Stanyan Street
San Francisco, CA 94118

Sun HB 53 LLC
Attn: Hong Chen & Yong Sun
27 Overlook Park
Newton, MA 02459

Sun HB 55 LLC
Attn: Susan Christophersen
3913 Castro Valley Blvd #43
Castro Valley, CA 94546

Sun HB 55 LLC
Attn: Susan Christophersen
3913 Castro Valley Blvd #43
Castro Valley, CA 94546

Sun HB 57 LLC
Attn: Stanley Lee
9255 Armstrong Road
Marysville, CA 95901

Sun HB 58 LLC
Attn: Honorate (Ann) Stelmach
114 Ridge Avenue #3S
Evanston, IL 60202

Sun HB 62 LLC
Attn: Peter M Stelmach
6523 California Avenue SW #400
Seattle, WA 98136

Sun HB 63 LLC
Attn: Ramon Garcia
140 Linden Avenue #402
Long Beach, CA 90802

Sun HB 64 LLC
Attn: Jack & Sharon Walker
6 Eagle Nest Court NE
Albuquerque, NM 87122

Sun HB 65 LLC
Attn: Rick Grech
5363 York Drive
Fremont, CA 94536

Sun HB 71 LLC
Attn: Richard Davis
122 Calistoga Road PMB 165
Santa Rosa, CA 95409

Sun HB 73 LLC
Attn: WM Galcher & MC Vigil
920 Oxford Drive
Los Altos, CA 94024

Sun HB 74 LLC
Attn: Paul Lubbers
4391 Copperhead Drive
Pace, FL 32571

Sun HB 74 LLC
Attn: Paul Luebbers
4391 Copperhead Drive
Pace, FL 32571

Sun Holcomb Bridge LLC
3850 Holcomb Bridge Road
Norcross, GA 30092-5223

Techeureka
3850 Folcomb Bridge Road #110
Norcross, GA 30092

VIII FS Norcross LLC
C/O McKenna Long & Aldridge LLP
303 Peach Street #5300
Atlanta, GA 30308

William Scott & Associates
3850 Holcomb Bridge Road #150
Norcross, GA 30092