

BL (Official Form 1)(12/11)

United States Bankruptcy Court Central District of California - Riverside		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): Temecula Highlands, 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) 33-0990692		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. and Street, City, and State): One Betterworld Circle Suite 300 Temecula, CA		Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 92590		ZIP Code
County of Residence or of the Principal Place of Business: Riverside		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): 40880, 40935, & 40945 County Center Drive Temecula, CA 92591		
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	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
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	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).	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.		Chapter 11 Debtors Check one box: <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 type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4-01-13 and every three years thereafter). 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"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
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 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		
Estimated Liabilities <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): Temecula Highlands, 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: See Attachment	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)		
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			

(Name of landlord that obtained judgment)			

(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included 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

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

Name of Debtor(s):
Temecula Highlands, 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 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.

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/ Ron Bender
Signature of Attorney for Debtor(s)

Ron Bender 143364
Printed Name of Attorney for Debtor(s)

Levene, Neale, Bender, Yoo & Brill LLP
Firm Name
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067
Address

(310) 229-1234
Telephone Number

July 20, 2012 143364
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 Bankruptcy 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); 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.

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 _____
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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/ Paul Garrett
Signature of Authorized Individual

Paul Garrett
Printed Name of Authorized Individual

Authorized Representative
Title of Authorized Individual

July 20, 2012
Date

In re Temecula Highlands, LLC

Debtor

Case No. _____

Form 1. Voluntary Petition
Pending Bankruptcy Cases Filed Attachment

<u>Name of Debtor / District</u>	<u>Case No. / Relationship</u>	<u>Date Filed / Judge</u>
Diaz Road Properties, LLC Central District of California - Riverside Division	6:11-bk-28473-SC Affiliate	06/06/11 Hon. Scott C. Clarkson
RCI Redbird, LLC Central District of California - Riverside Division	6:11-bk-28479-SC Affiliate	06/06/11 Hon. Scott C. Clarkson
RCI Rio Nedo, LLC Central District of California - Riverside Division	6:11-bk-28470-SC Affiliate	06/06/11 Hon. Scott C. Clarkson
Woods Canyon Associates, L.P. Central District of California - Riverside Division	6:11-bk-32418-SC Affiliate	07/11/11 Hon. Scott C. Clarkson

B4 (Official Form 4) (12/07)

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

In re Temecula Highlands, 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>
Able Building Maintenance Co. dba Crown Building Maintenance 868 Folsom Street San Francisco, CA 94107	Able Building Maintenance Co. dba Crown Building Maintenance 868 Folsom Street San Francisco, CA 94107 (415) 981-8070	Trade Debt		1,101.46
Rancho California Water District PO Box 9030 Temecula, CA 92589	Rancho California Water District PO Box 9030 Temecula, CA 92589 (951) 296-6900	Utilities		1,004.61
The Fire Extinguisher Service Co, I dba Tricom Fire & Electric PO Box 7106 Orange, CA 92863	The Fire Extinguisher Service Co, I dba Tricom Fire & Electric PO Box 7106 Orange, CA 92863 (714) 658-3473	Trade Debt		800.00
Consolidated Electrical Distributor Inc. PO Box 509079 San Diego, CA 92150	Consolidated Electrical Distributor Inc. PO Box 509079 San Diego, CA 92150 (951) 296-9555	Trade Debt		741.29
Patrol Masters, Inc. dba California West Patrol 1651 E. 4th Street, Suite 124 Santa Ana, CA 92701	Patrol Masters, Inc. dba California West Patrol 1651 E. 4th Street, Suite 124 Santa Ana, CA 92701 (877) 648-0602	Trade Debt		233.33
Acoustical Material Services PO Box 101087 Pasadena, CA 91189	Acoustical Material Services PO Box 101087 Pasadena, CA 91189 (877) 736-5386	Trade Debt		200.99
Wright Management Service One Betterworld Circle Temecula, CA 92590	Wright Management Service One Better World Circle Temecula, CA 92590	Trade Debt		135.81
Ascentia Engineering Services Inc. PO Box 2855 Crestline, CA 92325	Ascentia Engineering Services Inc. PO Box 2855 Crestline, CA 92325 (909) 338-5197	Trade Debt		97.79

B4 (Official Form 4) (12/07) - Cont.

In re **Temecula Highlands, 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>
Refrigeration Supplies Distributor Inc. 26021 Atlantic Ocean Drive Lake Forest, CA 92630	Refrigeration Supplies Distributor Inc. 26021 Atlantic Ocean Drive Lake Forest, CA 92630 (949) 380-7878	Trade Debt		97.78
US Air Conditioning Distributor Inc PO Box 1111 La Puente, CA 91749	US Air Conditioning Distributor Inc PO Box 1111 La Puente, CA 91749 (626) 854-4500	Trade Debt		66.36
KOR Fire and Security, Inc. 22642 Lambert Street Suite 404 Lake Forest, CA 92630	KOR Fire and Security, Inc. 22642 Lambert Street Suite 404 Lake Forest, CA 92630 (949) 273-8340	Trade Debt		40.00

B4 (Official Form 4) (12/07) - Cont.

In re Temecula Highlands, LLC

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

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

I, the Authorized Representative 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 July 20, 2012

Signature /s/ Paul Garrett

Paul Garrett

Authorized Representative

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 - Riverside**

In re Temecula Highlands, LLC
Debtor

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
Ocean Springs, LLC One Betterworld Circle Suite 300 Temecula, CA 92590	Membership Interest	100%	Membership

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Authorized Representative 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 July 20, 2012

Signature /s/ Paul Garrett
Paul Garrett
Authorized Representative

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.

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).)

See Item No. 3

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).)

1. RCI Regional Grove, Case No. 6:11-bk-22055-SC, filed on April 12, 2011, dismissed by debtor on December 14, 2011

2. RCI Rio Nedo, LLC, Case No. 6:11-bk-28470-SC, filed on June 6, 2011, currently pending in the United States Bankruptcy Court for the Central District of California - Riverside Division, before Hon. Scott C. Clarkson

3. Diaz Road Properties, LLC, Case No. 6:11-bk-28473-SC, filed on June 6, 2011, currently pending in the United States Bankruptcy Court for the Central District of California - Riverside Division, before Hon. Scott C. Clarkson

4. RCI Redbird, LLC, Case No. 6:11-bk-28479-SC, filed on June 6, 2011, currently pending in the United States Bankruptcy Court for the Central District of California - Riverside Division, before Hon. Scott C. Clarkson

5. Woods Canyon Associates, L.P., Case No. 6:11-bk-32418-SC, filed on July 11, 2011, currently pending in the United States Bankruptcy Court for the Central District of California - Riverside Division, before Hon. Scott C. Clarkson

6. Ridge Park Office, LLC, Case No. 6:11-bk-33683-SC, filed on July 22, 2011, dismissed by debtor on May 8, 2012

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 Temecula, California.

/s/ Paul Garrett

Paul Garrett

Dated July 20, 2012

Debtor

Joint Debtor

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

Name Ron Bender 143364

Address 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067

Telephone (310) 229-1234

- Attorney for Debtor(s)
 Debtor in Pro Per

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - RIVERSIDE	
List all names including trade names used by Debtor(s) within last 8 years: Temecula Highlands, LLC	Case No.:
	Chapter: 11

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 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: July 20, 2012

/s/ Paul Garrett
Paul Garrett/Authorized Representative
Signer/Title

Date: July 20, 2012

/s/ Ron Bender
Signature of Attorney
Ron Bender 143364
Levene, Neale, Bender, Yoo & Brill LLP
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067
(310) 229-1234

Temecula Highlands, LLC
One Betterworld Circle
Suite 300
Temecula, CA 92590

Ron Bender
Levene, Neale, Bender, Yoo & Brill LLP
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067

U.S. Trustee - Riverside
3685 Main Street
Suite 300
Riverside, CA 92501

Able Building Maintenance Co.
dba Crown Building Maintenance
868 Folsom Street
San Francisco, CA 94107

Acoustical Material Services
PO Box 101087
Pasadena, CA 91189

Ascentia Engineering Services Inc.
PO Box 2855
Crestline, CA 92325

Consolidated Electrical Distributor
Inc.
PO Box 509079
San Diego, CA 92150

CSFB 2002-CKP1 County Center LP
c/o Mark Mersel
3161 Michelson Drive, Suite 1500
Irvine, CA 92612

KOR Fire and Security, Inc.
22642 Lambert Street
Suite 404
Lake Forest, CA 92630

Patrol Masters, Inc.
dba California West Patrol
1651 E. 4th Street, Suite 124
Santa Ana, CA 92701

PNC Bank, National Association
210 West 10th Street
6th Floor
Kansas City, MO 64105

Rancho California Water District
PO Box 9030
Temecula, CA 92589

Refrigeration Supplies Distributor
Inc.
26021 Atlantic Ocean Drive
Lake Forest, CA 92630

Riverside County Treasurer-Tax
Collector
P.O. Box 12005
Riverside, CA 92502

The Fire Extinguisher Service Co, I
dba Tricom Fire & Electric
PO Box 7106
Orange, CA 92863

US Air Conditioning Distributor Inc
PO Box 1111
La Puente, CA 91749

Wright Management Service
One Betterworld Circle
Temecula, CA 92590

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Ron Bender Levene, Neale, Bender, Yoo & Brill LLP 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 (310) 229-1234 143364 <input type="checkbox"/> Attorney for:	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - RIVERSIDE	
In re: Temecula Highlands, LLC Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

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

- | | | |
|-------------------------------------|--|------------------------------|
| <input checked="" type="checkbox"/> | Petition, statement of affairs, schedules or lists | Date Filed: <u>7/20/2012</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

July 20, 2012

 Date

Paul Garrett

Printed Name of Authorized Signatory of Filing Party

Authorized Representative

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.

/s/ Ron Bender

Signature of Attorney for Filing Party

July 20, 2012

 Date

Ron Bender 143364

Printed Name of Attorney for Filing Party

**RESOLUTION AUTHORIZING CHAPTER 11 BANKRUPTCY FILING BY
TEMECULA HIGHLANDS, LLC, A CALIFORNIA LIMITED LIABILITY
COMPANY**

A special meeting of Temecula Highlands, LLC, a California limited liability company (the "Company") was held on July 20, 2012, at which the following resolutions were duly enacted, and the same remain in full force and effect, without modification, unless and until a further resolution to the contrary is adopted:

RESOLVED, that a Petition under the provisions of Chapter 11 of Title 11 of the United States Code shall be filed by the Company on July 20, 2012 or the first possible date thereafter as determined by the Designated Officer upon the advice of counsel;

FURTHER RESOLVED, that the law firm of Levene, Neale, Bender, Yoo & Brill L.L.P. ("LNBYB") shall be retained as bankruptcy counsel to the Company for purposes of filing the Chapter 11 bankruptcy case for the Company and representing the Company in its Chapter 11 bankruptcy case. The Designated Officer is hereby authorized and directed to execute an application for the Company to employ LNBYB as bankruptcy counsel to the Company in connection with the Company's Chapter 11 bankruptcy case;

FURTHER RESOLVED, that Paul Garrett ("Garrett") shall serve as the Designated Officer for the Company during the pendency of its Chapter 11 bankruptcy case;

FURTHER RESOLVED, that as the Designated Officer, Garrett is hereby authorized and directed on behalf of and in the name of the Company to execute a Chapter 11 bankruptcy petition and all related documents and papers

on behalf of the Company in order to enable the Company
to commence its Chapter 11 bankruptcy case;

FURTHER RESOLVED, that as the Designated Officer,
Garrett is hereby authorized and directed on behalf of and
in the name of the Company to execute and file and to
cause counsel to the Company to prepare with the
assistance of the Company as appropriate all petitions,
schedules, lists and other papers, documents and pleadings
in connection with the Company's bankruptcy case that
Garrett deems appropriate for the Company.

Dated: July 20, 2012

Temecula Highlands, LLC,
a California limited liability company

By: Its sole member, Ocean Springs, LLC

By: 
Paul Garrett, Manager of Ocean Springs, LLC