

B1 (Official Form 1) (12/11)

United States Bankruptcy Court CENTRAL DISTRICT OF CALIFORNIA		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): <b>DRUGSTORE CAFE, INC, a California Corporation</b>		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): <b>NONE</b>		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): <b>51-0671670</b>		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): <b>8501 Wilshire Boulevard, #105 Beverly Hills, CA</b>		Street Address of Joint Debtor (No. & Street, City, and State):
ZIPCODE <b>90211</b>		ZIPCODE
County of Residence or of the Principal Place of Business:		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <b>SAME</b>		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): <b>SAME</b>		ZIPCODE
<b>Type of Debtor</b> (Form of organization) (Check <b>one</b> 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	<b>Nature of Business</b> (Check <b>one</b> 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 <b>Pharmacy/Cafe</b>	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (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
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:	<b>Tax-Exempt Entity</b> (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).	<b>Nature of Debts</b> (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
<b>Filing Fee</b> (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.		<b>Chapter 11 Debtors:</b> <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business 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).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.
<b>Statistical/Administrative Information</b> <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" 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
<b>Estimated Number of Creditors</b> <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		
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input checked="" type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input 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		
<b>Estimated Liabilities</b> <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		

B1 (Official Form 1) (12/11)

FORM B1, Page 2

<p><b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): <b>DRUGSTORE CAFE, INC,</b> <b>a California Corporation</b></p>	
<p><b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet)</p>		
<p>Location Where Filed: <b>None</b></p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p>Location Where Filed:</p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p><b>Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor</b> (If more than one, attach additional sheet)</p>		
<p>Name of Debtor: <b>None</b></p>	<p>Case Number:</p>	<p>Date Filed:</p>
<p>District:</p>	<p>Relationship:</p>	<p>Judge:</p>
<p style="text-align: center;"><b>Exhibit A</b></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;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p style="text-align: center;"><b>X</b></p> <p style="text-align: right;">_____ Signature of Attorney for Debtor(s) <span style="float: right;">06/29/2012 Date</span></p>	
<p><b>Exhibit C</b></p> <p>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?</p> <p><input type="checkbox"/> Yes, and exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No</p>		
<p><b>Exhibit D</b></p> <p>(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)</p> <p><input checked="" type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made 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.</p>		
<p><b>Information Regarding the Debtor - Venue</b> (Check any applicable box)</p> <p><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.</p> <p><input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.</p> <p><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 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.</p>		
<p><b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)</p> <p><input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)</p> <p style="text-align: right;">_____ (Name of landlord that obtained judgment)</p> <p style="text-align: right;">_____ (Address of landlord)</p> <p><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</p> <p><input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.</p> <p><input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).</p>		

<p><b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): <b>DRUGSTORE CAFE, INC,</b> <b>a California Corporation</b></p>
<b>Signatures</b>	
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></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.</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><b>X</b> _____ Signature of Debtor</p> <p><b>X</b> _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></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><b>X</b> _____ (Signature of Foreign Representative)</p> <p>_____ (Printed name of Foreign Representative)</p> <p>_____ (Date)</p>
<p style="text-align: center;"><b>Signature of Attorney*</b></p> <p><b>X /s/ SIMON ARON, ESQ</b> _____ Signature of Attorney for Debtor(s)</p> <p><b>SIMON ARON, ESQ 108183</b> _____ Printed Name of Attorney for Debtor(s)</p> <p><b>WOLF, RIFKIN, SHAPIRO, SCHULMAN &amp; RABKIN,</b> _____ Firm Name</p> <p><b>11400 W. OLYMPIC BLVD., 9TH FL</b> _____ Address</p> <p><b>LOS ANGELES, CA 90064-1582</b> _____</p> <p><b>(310) 478-4100</b> _____ Telephone Number</p> <p><b>06/29/2012</b> _____ 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;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></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 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>_____ Date</p> <p><b>X</b> _____ Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><b>X /s/ Kambiz Barkhordarzadeh</b> _____ Signature of Authorized Individual</p> <p><b>Kambiz Barkhordarzadeh</b> _____ Printed Name of Authorized Individual</p> <p><b>President</b> _____ Title of Authorized Individual</p> <p><b>06/29/2012</b> _____ Date</p>	

**CERTIFICATE OF DIRECTORS OF DRUGSTORE CAFÉ, INC.,  
A CALIFORNIA CORPORATION,**

I, Kambiz Barkhordarzadeh, do hereby certify:

1. That I am the duly elected and acting President/CEO and a Director of Drugstore Café, Inc., a California corporation.

2. That at a special meeting of the Board of Directors of Broadcast Store, Inc., duly held on June 29, 2012, the following resolutions were duly enacted, and the same remain in full force and effect, without modification, as of the date hereof:


**RESOLVED**, based upon subsequent events and advice of counsel, that it is desirable and for the best interests of this corporation, its creditors, stockholders and other interested parties, that a Petition be filed by this corporation under the provisions of Chapter 11 of the Bankruptcy Code.

**FURTHER RESOLVED** that a Petition under said Chapter 11 shall be filed and submitted by the President of the corporation and the same hereby is approved and adopted in all respects, and the President of this corporation is hereby authorized and directed on behalf of and in the name of the corporation, to execute and verify such Petition and to cause the same to be filed with the United States Bankruptcy Court, Central District of California.

**FURTHER RESOLVED** that, the President of this corporation be and hereby is authorized to execute and file all petitions, schedules, lists and other papers to take any and all action which he/she may deem necessary and proper in connection with such proceedings under said Chapter 11 and in that connection to retain and employ all assistance by legal counsel or otherwise which he/she may deem necessary and proper with a view to the successful termination of such proceedings.

**FURTHER RESOLVED**, that WOLF, RIFKIN, SHAPIRO, SCHULMAN & RABKIN, LLP, be and hereby is retained as attorneys for the corporation in connection with the institution of and maintaining of such proceedings.

Dated: June 29, 2012

  
Kambiz Barkhordarzadeh, Director



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

In re *DRUGSTORE CAFE, INC*  
a California Corporation

Case No.  
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).

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
1 <i>CIT, Inc</i> P.O. Box 1529 Livingston NJ 07039	Phone: <i>Leo Murphy, Esq.</i> 1 Montgomery Street, Suite 220 San Francisco CA 94104		C U	\$ 657,177.27
2 <i>Anda</i> 2915 Weston Road Fort Lauderdale FL 33331	Phone: <i>Troy W. Stanton</i> P.O. Box 880 Yorba Linda CA 92885		U	\$ 21,909.82
3 <i>Parmed</i> 4220 Hyde Park Blvd. Niagara Falls NY 14305	Phone: <i>Parmed</i> 4220 Hyde Park Blvd. Niagara Falls NY 14305		U	\$ 7,699.88
4 <i>HD SMith</i>  P.O. Box 100788 Pasadena CA 91189	Phone: <i>HD SMith</i>  P.O. Box 100788 Pasadena CA 91189		U	\$ 6,931.54
5 <i>Valley Wholesale Drug</i> P.O. Box 1808 Stockton CA 95201	Phone: <i>Valley Wholesale Drug</i> P.O. Box 1808 Stockton CA 95201		U	\$ 5,371.35

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
6 TOP RX 2950 Brother Blvd. Memphis TN 38133	Phone: TOP RX 2950 Brother Blvd. Memphis TN 38133		U	\$ 5,071.07
7 Auburn Pharmaceutical  P.O. Box 321 Troy MI 48083	Phone: Auburn Pharmaceutical  P.O. Box 321 Troy MI 48083		U	\$ 3,573.19
8 Masters Pharmaceutical P.O. Box 633742 Cincinnati OH 45263	Phone: Masters Pharmaceutical P.O. Box 633742 Cincinnati OH 45263		U	\$ 3,231.52
9 Integral P.O. Box 751342 Charlotte NC 28275	Phone: Integral P.O. Box 751342 Charlotte NC 28275		U	\$ 1,200.00
10 AT&T P.O. Box 5025 Carol Stream IL 60197-6103	Phone: AT&T P.O. Box 5025 Carol Stream IL 60197-6103		U	\$ 248.22
11 Internal Revenue Service 300 N. Los Angeles, Suite 4 Los Angeles CA 90012	Phone: Internal Revenue Service 300 N. Los Angeles, Suite 4 Los Angeles CA 90012	Notice Only		\$ 0.00
12 Franchise Tax Board P.O. Box 942840 Sacramento CA 94240-0040	Phone: Franchise Tax Board P.O. Box 942840 Sacramento CA 94240-0040			\$ 0.00
13 Employment Development Depart P.O. Box 826880 - UIPCD, MIC Sacramento CA 94280-0001	Phone: Employment Development Depart P.O. Box 826880 - UIPCD, MIC Sacramento CA 94280-0001			\$ 0.00

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Name of Creditor and Complete Mailing Address Including Zip Code	Name, Telephone Number and Complete Mailing Address, Including Zip Code, of Employee, Agent, or Department of Creditor Familiar with Claim Who May Be Contacted	Nature of Claim (Trade Debt, Bank Loan, Government Contract, etc.)	Indicate if Claim is Contingent, Unliquidated, Disputed, or Subject to Setoff	Amount of Claim (If Secured Also State Value of Security)
14 MPI, Inc. c/o Tom Gallagher - DSL Const 11300 W. Olympic Blvd., Los Angeles CA 90064	Phone: Susan L. Germaise, Esq. 1800 Century Park East, 8th Fl Los Angeles CA 90067		C U D	\$ 0.00
15 051 P.O. Box 75154 Charlotte NC 28275	Phone: 051 P.O. Box 75154 Charlotte NC 28275		U	\$ 0.00

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

I, Kambiz Barkhordarzadeh, President of the Corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing List of Creditors Holding Twenty Largest Unsecured Claims and that they are true and correct to the best of my knowledge, information and belief.

Date: 6/29/2012

Signature /s/ Kambiz Barkhordarzadeh  
 Name: Kambiz Barkhordarzadeh  
 Title: President



**STATEMENT OF RELATED CASES**  
**INFORMATION REQUIRED BY LOCAL 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, an affiliate of the debtor, any copartnership or joint venture of which the debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of such 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, as follows: (Set forth the complete number and title of such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**None**

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

Case Number:

Title:

Date:

Nature:

Judge:

Court:

Disposition:

Real Property included on Schedule A:

Title:

Date:

Nature:

Judge:

Court: *None*

Disposition:

Real Property included on Schedule A:

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

*None*

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

Executed at Los Angeles, California. /s/ Kambiz Barkhordarzadeh

Dated 7/25/12  
Debtor: *DRUGSTORE CAFE, INC*  
*Kambiz Barkhordarzadeh, President*

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

In re *DRUGSTORE CAFE, INC,*  
a *California Corporation*

Case No.  
Chapter 11

\_\_\_\_\_/ Debtor

Attorney for Debtor: *SIMON ARON, ESQ*

**LIST OF EQUITY SECURITY HOLDERS**

Number	Registered Name of Holder of Security	Number of Shares	Class of Shares, Kind of Interest
1	<i>Kambiz Barkhordarzadeh</i>	<i>100.000</i>	<i>Common</i>

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

I, Kambiz Barkhordarzadeh, President of the corporation named as

debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that they are true and correct to the best of my knowledge, information and belief.

Date: \_\_\_\_\_

Signature: /s/ Kambiz Barkhordarzadeh

Name: Kambiz Barkhordarzadeh

Title: President

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

2003 USBC, Central District of California

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

Name SIMON ARON, ESQ

Address 11400 W. OLYMPIC BLVD., 9TH FL LOS ANGELES, CA 90064-1582

Telephone (310) 478-4100

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: <i>In re DRUGSTORE CAFE, INC</i>	Case No.
	Chapter <i>11</i>

**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 2 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: 06/29/2012

/s/ Kambiz Barkhordarzadeh

Debtor: *DRUGSTORE CAFE, INC*

/s/ SIMON ARON, ESQ

Attorney: *SIMON ARON, ESQ*

Joint Debtor:

DRUGSTORE CAFE INC  
8501 Wilshire Boulevard #105  
Beverly Hills CA 90211

SIMON ARON ESQ  
11400 W OLYMPIC BLVD 9TH FL  
LOS ANGELES CA 90064-1582

051  
P O Box 75154  
Charlotte NC 28275

Anda  
2915 Weston Road  
Fort Lauderdale FL 33331

AT&T  
P O Box 5025  
Carol Stream IL 60197-6103

Auburn Pharmaceutical  
P O Box 321  
Troy MI 48083

CIT Inc  
P O Box 1529  
Livingston NJ 07039

Employment Development Depart  
P O Box 826880 - UIPCD MIC  
Sacramento CA 94280-0001

Franchise Tax Board  
P O Box 942840  
Sacramento CA 94240-0040

HD SMith  
P O Box 100788  
Pasadena CA 91189

Integral  
P O Box 751342  
Charlotte NC 28275

Internal Revenue Service  
300 N Los Angeles Suite 4  
Los Angeles CA 90012

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