

UNITED STATES BANKRUPTCY COURT
 Central District of California Page 1 of 34 VOLUNTARY PETITION

Name of Debtor (if individual, enter Last, First, Middle): PJ ELITE, LLC, a California limited liability company	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): dba Papa John's Pizza	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 20-2826164	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. and Street, City, and State): 10316 De Soto Avenue, Chatsworth, CA <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE 91311</div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>
County of Residence or of the Principal Place of Business: Los Angeles	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right; border: 1px solid black; padding: 2px;">ZIP CODE</div>	

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
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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.
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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).
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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. Estimated Number of Creditors <input type="checkbox"/> 1-49 <input checked="" 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	THIS SPACE IS FOR COURT USE ONLY
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Voluntary Petition **Main Document** Page 2 of 34
 (This page must be completed and filed in every case.) Name of Debtor: PJ ELITE, LLC, a California limited liability company

All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)

Location Where Filed:	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:	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p 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 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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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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 and 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 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.

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

Voluntary Petition Main Document Page 3 of 34
(This page must be completed and filed in every case.) Name of Debtor: PJ ELITE, LLC, a California limited liability company

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/ James C. Bastian, Jr.
Signature of Attorney for Debtor(s)
James C. Bastian, Jr. - Bar No. 175415
Printed Name of Attorney for Debtor(s)
Shulman Hodges & Bastian LLP
Firm Name

8105 Irvine Center Drive, Suite 600
Irvine, CA 92618
Address
(949) 340-3400
Telephone Number
01/22/2013
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.)

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

X /s/ Robert P. Mosier
Signature of Authorized Individual
Robert P. Mosier
Printed Name of Authorized Individual
Chief Restructuring Officer
Title of Authorized Individual
01/22/2013
Date

Address

X _____
Signature

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.

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number James C. Bastian, Jr. - Bar No. 175415 Shulman Hodges & Bastian LLP 8105 Irvine Center Drive, Suite 600, Irvine, CA 92618 Tel: 949-340-3400; Fax: 949-340-3000 <input checked="" type="checkbox"/> <i>Attorney for Debtor</i>	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: PJ ELITE, LLC, a California limited liability company 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>January 22, 2013</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
Robert P. Mosier

Printed Name of Authorized Signatory of Filing Party
Chief Restructuring Officer


Title of Authorized Signatory of Filing Party

January 22, 2013

 Date

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
Shulman Hodges & Bastian LLP: Jame C. Bastian, Jr.

Printed Name of Attorney for Filing Party

January 22, 2013

 Date

B 1A (Official Form 1, Exhibit A) (9/97)

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

UNITED STATES BANKRUPTCY COURT

Central District of California

In re PJ ELITE, LLC, a California limited liability c,) Case No. _____
 Debtor)
) **NOT APPLICABLE**
) Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is _____.

2. The following financial data is the latest available information and refers to the debtor's condition on _____.

a. Total assets \$ _____
 b. Total debts (including debts listed in 2.c., below) \$ _____

c. Debt securities held by more than 500 holders:				Approximate number of holders:			
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ _____	_____
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ _____	_____
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ _____	_____
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ _____	_____
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ _____	_____

d. Number of shares of preferred stock _____
 e. Number of shares common stock _____

Comments, if any:

3. Brief description of debtor's business:

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: _____

B 1C (Official Form 1, Exhibit C) (9/01)

[If, to the best of the debtor's knowledge, the debtor owns or has possession of property that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety, attach this Exhibit "C" to the petition.]

UNITED STATES BANKRUPTCY COURT

Central District of California

In re PJ ELITE, LLC, a California limited liability c ,) Case No. _____
Debtor)
)
) Chapter 11

EXHIBIT "C" TO VOLUNTARY PETITION

1. Identify and briefly describe all real or personal property owned by or in possession of the debtor that, to the best of the debtor's knowledge, poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

None.

2. With respect to each parcel of real property or item of personal property identified in question 1, describe the nature and location of the dangerous condition, whether environmental or otherwise, that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

RESOLUTION
PJ ELITE, LLC, a California limited liability company
ACTION BY COURT APPOINTED RECEIVER

The undersigned, being the Court appointed Receiver and Chief Restructuring Officer of the above-named Limited Liability Company, certifies that pursuant to the Order attached hereto, the Orange County Superior Court has authorized me to execute and file all documents necessary to commence the a filing of a Chapter 11 Voluntary Bankruptcy case on behalf of the Company.

SAID RESOLUTION is still in full force and effect.

Dated: January 22, 2013

PJ ELITE, LLC, a California limited liability company

/s/ Robert P. Mosier

By: Robert P. Mosier
Chief Restructuring Officer

1 J. RUSSELL TYLER, JR. (State Bar No. 126458)
jrt@jrtylerlaw.com
2 **LAW OFFICES OF J. RUSSELL TYLER**
209 Avenida Del Mar, Suite 206
3 San Clemente, California 92672
Telephone: (949) 542-4034
4 Facsimile: (949) 542-4035
5 Attorneys for Plaintiff ZANDER WEST, LLC

FILED
SUPERIOR COURT OF CALIFORNIA
COUNTY OF ORANGE
CENTRAL JUSTICE CENTER

JAN - 4 2013
ALAN CARLSON, Clerk of the Court
Alan Carlson
BY B ZUANICH

8 SUPERIOR COURT OF THE STATE OF CALIFORNIA
9 COUNTY OF ORANGE, CENTRAL JUSTICE CENTER

11 ZANDER WEST, LLC, a California limited
12 liability company,

13 Plaintiff,

14 vs.

15 CYRUS MOATAZEDI, an individual;
16 SIROOS MOATAZEDI, an individual; PJ
ELITE, LLC, a California limited liability
17 company; and DOES 1-25, inclusive,

18 Defendants.

CASE NO. 30-2012-00539618

Hon. Robert J. Moss

**[PROPOSED] ORDER MODIFYING
APPOINTMENT OF ROBERT P.
MOSIER AS RECEIVER**

Date: *Jan 4, 2013*
~~December 12, 2012~~
Time: ~~8:30 a.m.~~ 10:00 a.m.
Dept.: C-23

21
22 The Court, having reviewed the ^{RSM} ~~ex parte~~ application of plaintiff Zander West to modify the
23 Order appointing Robert P. Mosier as receiver for PJ Elite, LLC ("PJ Elite"), and having heard
24 oral argument, hereby orders as follows:

- 25
26 1. The Order dated April 20, 2012 appointing Robert P. Mosier as Receiver, and the
27 Order dated August 21, 2012 modifying the original Order appointing Robert P. Mosier, are

1 modified to provide that Mr. Mosier shall immediately take control of PJ Elite with all the powers
2 and authority in the April 20, 2012 original Order;

3 2. The original April 20, 2012 Order and the August 21, 2012 Order are hereby
4 modified so that Mr. Mosier may, without further order of the Court: (1) immediately file a
5 bankruptcy petition on behalf of PJ Elite, (2) immediately execute any and all documents to effect
6 a sale of any or all of PJ Elite's restaurants, and (3) borrow money on behalf of PJ Elite;

7 3. The original April 20, 2012 Order and the August 21, 2012 Order shall remain in
8 force and effect except as modified herein;

9 4. The Receiver's fees and costs of \$17,270.00 through the end of September 2012,
10 and any future fees and costs of the Receiver, shall be paid pro rata, after notice and opportunity
11 for any party to object to the approval and payment of such fees and expenses, from the proceeds
12 of any sale of PJ Elite restaurants; and if there is no such sale, such fees and costs shall be deemed
13 a priority claim against the PJ Elite estate; and
14

15 5. In the event of any bankruptcy filing by PJ Elite, Robert P. Mosier is hereby
16 designated as the Chief Restructuring Officer.
17

18 GOOD CAUSE APPEARING THEREFOR, IT IS SO ORDERED.

19 DATED: Jan 4, 2013
20 December _____, 2012

ROBERT J. MOSS

21 _____
The Hon. Robert J. Moss, Judge of the Orange
County Superior Court

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

In re PJ ELITE, LLC, a California limited liability company, Debtor.	Case No. Chapter 11
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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)
PJ Food Service Inc Attn President or Manager PO Box 99900 Louisville, KY 40269	PJ Food Service Inc Attn President or Manager PO Box 99900 Louisville, KY 40269 Tel: 502-267-0948	Food	Contingent	\$491,453.88
Bank of America Attn President or Manager PO Box 15796 Wilmington, DE 19886-5796	Bank of America Attn President or Manager PO Box 15796 Wilmington, DE 19886-5796 Tel:	Line of credit	Contingent	\$105,000.00
Papa John's International Inc Joe H Smith Vice President 2002 Papa John's Blvd Louisville, KY 40299	Papa John's International Inc Joe H Smith Vice President 2002 Papa John's Blvd Louisville, KY 40299 Tel: 502-261-4933	Help desk/online fees and marketing materials	Contingent	\$27,385.58
Los Angeles Dept of Water & Power Attn Manager PO Box 30808 Los Angeles, CA 90030	Los Angeles Dept of Water & Power Attn Manager PO Box 30808 Los Angeles, CA 90030 Tel: 800-499-8840	Water and power		\$17,646.72

<p>Southern California Edison Attn Bankruptcy PO Box 600 Rosemead, CA 91771-0001</p>	<p>Southern California Edison Attn Bankruptcy PO Box 600 Rosemead, CA 91771-0001</p> <p>Tel:</p>	<p>Electric</p>		<p>\$14,373.41</p>
<p>Logan Retoske, LLP Attn President or Manager 31351 Rancho Viejo Road #202 San Juan Capistrano, CA 92675</p>	<p>Logan Retoske, LLP Attn President or Manager 31351 Rancho Viejo Road #202 San Juan Capistrano, CA 92675</p> <p>Tel: 949-248-9622</p>	<p>Legal Services</p>		<p>\$7,030.50</p>
<p>The Gas Company Attn Bankruptcy PO Box C Monterey Park, CA 91756</p>	<p>The Gas Company Attn Bankruptcy PO Box C Monterey Park, CA 91756</p> <p>Tel:</p>	<p>Gas</p>		<p>\$6,762.92</p>
<p>WorldWide Property Management Inc Attn President or Manager PO Box 246 Montrose, NY 10548</p>	<p>WorldWide Property Management Inc Attn President or Manager PO Box 246 Montrose, NY 10548</p> <p>Tel: 914-734-4858</p>	<p>Property services</p>		<p>\$5,569.35</p>
<p>Bulleseye Telecom Inc Attn President or Manager c/o First Place Bank P O Box 33025 Detroit, MI 48232-5025</p>	<p>Bulleseye Telecom Inc Attn President or Manager c/o First Place Bank P O Box 33025 Detroit, MI 48232-5025</p> <p>Tel: 877-638-2855</p>	<p>Communications</p>		<p>\$5,411.83</p>
<p>Message on hold Attn President or Manager 315 Arbor Ridge Lane Conroe, TX 77384</p>	<p>Message on hold Attn President or Manager 315 Arbor Ridge Lane Conroe, TX 77384</p> <p>Tel: 800-392-4664</p>	<p>Services</p>	<p>Contingent</p>	<p>\$4,875.00</p>

<p>Waste Management Attn Bankruptcy 24516 Newtwork Place Chicago, IL 60673-1245</p>	<p>Waste Management Attn Bankruptcy 24516 Newtwork Place Chicago, IL 60673-1245 Tel: 855-690-7785</p>	<p>Waste services</p>		<p>\$4,765.39</p>
<p>City of Los Angeles Attn Manager Public Works/Sanitation PO Box 30749 Los Angeles, CA 90030-0749</p>	<p>City of Los Angeles Attn Manager Public Works/Sanitation PO Box 30749 Los Angeles, CA 90030-0749 Tel: 323-342-1518</p>	<p>Waste</p>		<p>\$3,809.46</p>
<p>Megapath, Inc Attn President or Manager Dept 0324 PO Box 120324 Dallas, TX 75312</p>	<p>Megapath, Inc Attn President or Manager Dept 0324 PO Box 120324 Dallas, TX 75312 Tel: 925-201-2500</p>	<p>Communication Services</p>		<p>\$2,681.38</p>
<p>IEM Inc Attn President or Manager 24516 Network Place Chicago, IL 60673-1245</p>	<p>IEM Inc Attn President or Manager 24516 Network Place Chicago, IL 60673-1245 Tel: 770-667-7270</p>	<p>Services</p>		<p>\$1,984.00</p>
<p>Verizon Communications Attn Bankruptcy PO Box 920041 Dallas, TX 75392-0041</p>	<p>Verizon Communications Attn Bankruptcy PO Box 920041 Dallas, TX 75392-0041 Tel: 866-520-5293</p>	<p>Communication Services</p>		<p>\$1,906.47</p>
<p>City of Simi Valley Attn Manager Environmental Compliance Div 2929 Tapo Canyon Road Simi Valley, CA 93063</p>	<p>City of Simi Valley Attn Manager Environmental Compliance Div 2929 Tapo Canyon Road Simi Valley, CA 93063 Tel: 805-583-6700</p>	<p>Environmental fees</p>		<p>\$1,716.23</p>

<p>Kaiser Foundation Health Plan Attn President or Manager File 5915 Los Angeles, CA 90074</p>	<p>Kaiser Foundation Health Plan Attn President or Manager File 5915 Los Angeles, CA 90074 Tel: 800-731-4661</p>	<p>Health insurance benefits</p>		<p>\$1,575.00</p>
<p>AT&T Attn Bankruptcy Payment Center Sacramento, CA 95887</p>	<p>AT&T Attn Bankruptcy Payment Center Sacramento, CA 95887 Tel: 800-750-2355</p>	<p>Telephone</p>		<p>\$1,538.34</p>
<p>California Depart of Industrial Relations Cal OSHA Dan Leiner - San Fernando Valley Manager 6150 Van Nuys Boulevard Ste 307 Van Nuys, CA 91401</p>	<p>California Depart of Industrial Relations Cal OSHA Dan Leiner - San Fernando Valley Manager 6150 Van Nuys Boulevard Ste 307 Van Nuys, CA 91401 Tel: 818-901-5754</p>	<p>OSHA fee surcharges</p>	<p>Contingent</p>	<p>\$1,500.00</p>
<p>Amercian Water & Energy Saver Attn President or Manager 4431 North Dixie Highway Boca Raton, FL 33431</p>	<p>Amercian Water & Energy Saver Attn President or Manager 4431 North Dixie Highway Boca Raton, FL 33431 Tel: 800-950-9058</p>	<p>Water</p>		<p>\$1,438.08</p>
<p>Fidelity Communications Corp Attn President or Manager 4152 Vincenti Court Novi, MI 48375</p>	<p>Fidelity Communications Corp Attn President or Manager 4152 Vincenti Court Novi, MI 48375 Tel: 248-426-7000</p>	<p>Communication services</p>		<p>\$1,188.90</p>

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 of 20 largest unsecured creditors and that it is true and correct to the best of my information and belief.

Dated: January 22, 2013

PJ ELITE, LLC, a California limited liability company

/s/ Robert P. Mosier

By: Robert P. Mosier
Chief Restructuring Officer

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA

In re PJ ELITE, LLC, a California limited liability company, Debtor.	Case No. Chapter 11
--	------------------------

LIST PARTNERS

<u>Partner</u>	<u>Percentage</u>
Cyrus Moatazedi 28 Douglas Drive Coto de Caza, CA 92679	49%
Zander West LLC 19 Douglas Drive Coto de Caza, CA 92679	51%

I declare under the penalty of perjury under the laws of the State of California that the foregoing list is true and correct to the best of my knowledge, information and belief.

Executed on, at Costa Mesa, California.

Dated: January 22, 2013

PJ ELITE, LLC, a California limited liability company

/s/ Robert P. Mosier

By: Robert P. Mosier
Chief Restructuring Officer

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

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

None

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

None

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

None

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

Not Applicable

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

Executed at Costa Mesa, California

/s/ Robert P. Mosier

Signature of Debtor
By: Chief Restructuring Officer for Debtor

Date: 01/22/2013

Signature of Joint Debtor

MASTER MAILING LIST

VERIFICATION PURSUANT TO LOCAL BANKRUPTCY RULE 1007-2(d)

SHULMAN HODGES & BASTIAN LLP

8105 Irvine Center Drive, Suite 600
Irvine, CA 92618
Telephone: (949) 340-3400
Facsimile: (949) 340-3000

Attorney for Debtor
 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: PJ ELITE, LLC, a California limited liability company	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 **17** 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.

Dated: January 22, 2013

PJ ELITE, LLC, a California limited liability company

/s/ Robert P. Mosier

By: Robert P. Mosier
Chief Restructuring Officer

SHULMAN HODGES & BASTIAN LLP

/s/ James C. Bastian, Jr.

James C. Bastian, Jr.

PJ ELITE, LLC
10316 DE SOTO AVENUE
CHATSWORTH, CA 91311

JAMES C. BASTIAN, JR.
SHULMAN HODGES & BASTIAN LLP
8105 IRVINE CENTER DRIVE SUITE 600
IRVINE, CA 92618

UNITED STATES TRUSTEE
21051 WARNER CENTER LANE SUITE 115
WOODLAND HILLS, CA 91367

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ATTN PRESIDENT OR MANAGER
4431 NORTH DIXIE HIGHWAY
BOCA RATON, FL 33431

AT&T
ATTN BANKRUPTCY
PAYMENT CENTER
SACRAMENTO, CA 95887

ATHEN SERVICES
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PO BOX 60009
CITY OF INDUSTRY, CA 91716-0009

BANK OF AMERICA
ATTN PRESIDENT OR MANAGER
PO BOX 15796
WILMINGTON, DE 19886-5796

BANK OF AMERICA
ATTN PRESIDENT OR MANAGER
PO BOX 982238
EL PASO, TX 79998-2238

BK TAPO LLC / CORELAND CO
ATTN PRESIDENT TO MANAGING AGENT
PO BOX 807
TUSTIN, CA 92781-0807

BULLESEYE TELECOM INC
ATTN PRESIDENT OR MANAGER
C/O FIRST PLACE BANK
P O BOX 33025
DETROIT, MI 48232-5025

BURRTEC WASTE INDUSTRIES INC
ATTN PRESIDENT OR MANAGER
PAYMENT PROCESSING CENTER
P O BOX 5550
BUENA PARK, CA 90622

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RELATIONS
ATTN BANKRUPTCY
PO BOX 420603
SAN FRANCISCO, CA 94142-0603

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RELATIONS - CAL OSHA
DAN LEINER - SAN FERNANDO VALLEY MANAG
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BANKRUPTCY GROUP MIC 92E
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SACRAMENTO, CA 94280-0001

CALIFORNIA EMPLOYMENT DEVELOP DEPT
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REPRESENTATIVE
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10330 PIONEER BLVD SUITE 150
SANTA FE SPRINGS, CA 90670

CALIFORNIA FRANCHISE TAX BOARD
BANKRUPTCY SECTION, MS: A-340
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SACRAMENTO, CA 95812-2952

CALIFORNIA STATE
DISBURSEMENT UNIT
P.O. BOX 989067
WEST SACRAMENTO, CA 95798-9067

CALIFORNIA STATE BOARD OF EQUALIZATION
ACCOUNT INFORMATION GROUP MIC:29
PO BOX 942879
SACRAMENTO, CA 94279-0029

CALIFORNIA STATE BOARD OF EQUALIZATION
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VAN NUYS, CA 91406

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ATTN ARNOLD KLEIN
11676 TERRYHILL PLACE
LOS ANGELES, CA 90049

CC ASSOCIATES C/O RESTON SINCO
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SHERMAN OAKS, CA 91403

CENTURY QUALITY MANAGEMENT
ATTN PRESIDENT TO MANAGING AGENT
4221 WILSHIRE BLVD SUITE 480
LOS ANGELES, CA 90010

CITY OF LOS ANGELES
ATTN MANAGER
PUBLIC WORKS/SANITATION
PO BOX 30749
LOS ANGELES, CA 90030-0749

CITY OF OXNARD
ATTN MANAGER
UTILITY BILLING
214 SOUTH C STREET
OXNARD, CA 93030-5712

CITY OF OXNARD LICENSE SERVICE
ATTN MANAGER
214 SOUTH C STREET
OXNARD, CA 93030

CITY OF SIMI VALLEY
ATTN MANAGER
ENVIRONMENTAL COMPLIANCE DIV
2929 TAPO CANYON ROAD
SIMI VALLEY, CA 93063

CITY OF SIMI VALLEY
ATTN MANAGER
PO BOX 30536
LOS ANGELES, CA 90030-0536

CITY OF THOUSAND OAKS
ATTN MANAGER
BUSINESS TAX DEPT
2100 E THOUSAND OAKS BLVD
THOUSAND OAKS, CA 91362

CITY OF VENTURA TREASURY DIV
ATTN MANAGER
BUSINESS TAX OFFICE
PO BOX 99
VENTURA, CA 93002-0099

COUNTY OF VENTURA HEALTH DIV
ATTN MANAGER
800 S VICTORIA AVE
VENTURA, CA 93009-1730

CYRUS MOATAZEDI
AKA SIROOS MOATAZEDI
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COTO DE CAZA, CA 92679

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ATTN PRESIDENT TO MANAGING AGENT
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FEDEX
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PASADENA, CA 91109

FIDELITY COMMUNICATIONS CORP
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NOVI, MI 48375

FOG CAP RETAIL INVESTORS LLC
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SAN FRANCISCO, CA 94160

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GENERAL CAPITAL FRANCHISE FINANCE
TAMI SCHLICHTER - SPECIAL SERVICING
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REDMOND, WA 98052

GENERAL ELECTRIC CAPITAL CORPORATION
GENERAL CAPITAL FRANCHISE FINANCE
PAUL CUMMINGS LITIGATION MANAGER
10 RIVERVIEW DR
DANBURY, CT 06810

GENERAL ELECTRIC CAPITAL CORPORATION
GENERAL CAPITAL FRANCHISE FINANCE
JOHN ROSSI
10 RIVERVIEW DR
DANBURY, CT 06810

GEORGE KURTZ INDIVIDUALLY AND
AS MANAGING MEMBER OF ZANDER WEST LLC
19 DOUGLAS DRIVE
COTO DE CAZA, CA 92679

GOLDEN STATE WATER COMPANY
ATTN MANAGER
PO BOX 9016
SAN DIMAS, CA 91773

HA SECO SWC LLC
ATTN PRESIDENT TO MANAGING AGENT
PO BOX 807
TUSTIN, CA 92781

HILU BROTHERS INC
ATTN PRESIDENT TO MANAGING AGENT
ATTN JOSEPH HILU
20500 SAN FERNANDO & HWY 14
NEWHALL, CA 91321

IEM INC
ATTN PRESIDENT OR MANAGER
24516 NETWORK PLACE
CHICAGO, IL 60673-1245

INTERNAL REVENUE SERVICE
CENTRALIZED INSOLVENCY OPERATIONS
PO BOX 7346
PHILADELPHIA, PA 19101-7346

INTERNAL REVENUE SERVICE
ATTN PM HICKS
225 WEST BROADWAY 3RD FLOOR
GLENDALE, CA 91204

KAISER FOUNDATION HEALTH PLAN
ATTN PRESIDENT OR MANAGER
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LOS ANGELES, CA 90074

LA COUNTY TREASURER
TAX COLLECTOR
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SAN JUAN CAPISTRANO, CA 92675

LOS ANGELES DEPT OF WATER & POWER
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LUXOR PROPERTY MANAGEMENT
ATTN PRESIDENT TO MANAGING AGENT
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MEGAPATH, INC
ATTN PRESIDENT OR MANAGER
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PO BOX 120324
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MESSAGE ON HOLD
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315 ARBOR RIDGE LANE
CONROE, TX 77384

MOISER & COMPANY , INC
ROBERT P MOSIER
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COSTA MESA, CA 92626

OAKPARK WATER SERVICE
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OLD TOWN WAYMAN COURT LLC CBM)
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PAPA JOHN'S INTERNATIONAL INC
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LOUISVILLE, KY 40299

PAPA JOHN'S INTERNATIONAL INC
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PEPSI COLA
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