

United States Bankruptcy Court Page 1 of 26
Central District of California, Los Angeles Division

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY	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 ACE GALLERY	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): 95-4752795	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) /Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, State & Zip Code): 5514 Wilshire Boulevard Los Angeles, CA	Street Address of Joint Debtor (No. & Street, City, State & Zip Code):
ZIPCODE 90036	ZIPCODE
County of Residence or of the Principal Place of Business: Los Angeles	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address)	Mailing Address of Joint Debtor (if different from street address):
ZIPCODE	ZIPCODE

Location of Principal Assets of Business Debtor (if different from street address above):

ZIPCODE

<p align="center">Type of Debtor (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p> <hr/> <p align="center">Chapter 15 Debtor</p> <p>Country of debtor's center of main interests:</p> <p>Each country in which a foreign proceeding by, regarding, or against debtor is pending:</p>	<p align="center">Nature of Business (Check one box.)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <hr/> <p align="center">Tax-Exempt Entity (Check box, if applicable.)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <hr/> <p align="center">Nature of Debts (Check one box.)</p> <p><input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p align="center">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.</p> <p><input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.</p>	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).</p> <hr/> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition</p> <p><input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).</p>
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<p>Statistical/Administrative Information</p> <p><input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><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.</p>	<p>THIS SPACE IS FOR COURT USE ONLY</p>									
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input checked="" type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>	<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
<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	
<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<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
<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	
<p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<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
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Main Document Page 2 of 26 Name of Debtor(s) ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY
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All Prior Bankruptcy Case Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: None	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: See Attached	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p style="text-align: center;">X _____ Signature of Attorney for Debtor(s) Date</p>
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Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached 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 in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

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

Douglas James Christmas, President of Debtor filed the following bankruptcy cases in the Los Angeles Bankruptcy Court, Los Angeles Division:

- 1) Case No. LA 84-13848 - CA - Filed on 1/28/1984; and
- 2) Case No. LA 88-10697-JD - Filed on 6/07/1990.

Voluntary Petition Main Document Page 4 of 26
(This page must be completed and filed in every case) Name of Debtor(s) ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY

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

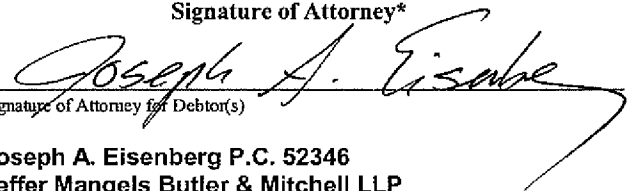
Telephone Number (If not represented by attorney)

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 
Signature of Attorney for Debtor(s)
**Joseph A. Eisenberg P.C. 52346
Jeffer Mangels Butler & Mitchell LLP
1900 Avenue Of The Stars, 7th Floor
Los Angeles, CA 90067-4301
(310) 203-8080 Fax: (310) 203-0567
jae@jmbm.com**

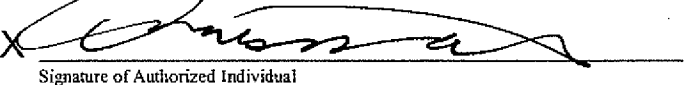
Date 2/12/2013
*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney 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

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 
Signature of Authorized Individual
Douglas Christmas
Printed Name of Authorized Individual
President
Title of Authorized Individual

Date 2/13/13

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.

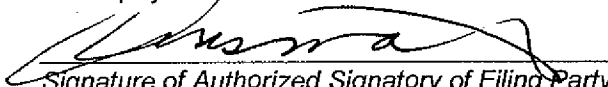
Case 2:13-bk-14185-PK Document 11-1 Filed 02/19/13 Entered 02/19/13 08:41:33 Desc JOSEPH A. EISENBERG P.C. (SBN 52346) Main Document Page 5 of 26 JEFFER MANGELS BUTLER & MITCHELL LLP 1900 AVENUE OF THE STARS, 7TH FLOOR LOS ANGELES, CA 90067 TEL: (310) 203-8080 FAX: (310) 203-0567 <input checked="" type="checkbox"/> Attorney for: DEBTOR AND DEBTOR IN POSSESSION	CASE NO.: CHAPTER: 11 ADV. NO.:
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY, a California corporation, dba ACE GALLERY, <div style="text-align: right;">Debtor(s).</div>	

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

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

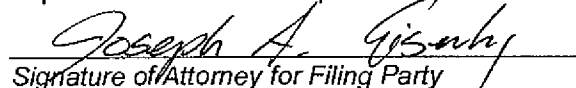
2/13/13
 Date

Douglas Christmas
 Printed Name of Authorized Signatory of Filing Party

President
 Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

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


 Signature of Attorney for Filing Party

2/12/2013
 Date

Joseph A. Eisenberg
 Printed Name of Attorney for Filing Party

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

Central District of California, Los Angeles Division

IN RE:

Case No. _____

ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY

Chapter 11

Debtor(s)

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of 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 debtor's condition on 2/1/2013.

a. Total assets	\$	<u>9,000,000.00</u>	
b. Total debts (including debts listed in 2.c., below)	\$	<u>17,719,399.33</u>	
c. Debt securities held by more than 500 holders.			Approximate Number of Holders
secured / / unsecured / / subordinated / /	\$	_____	_____
secured / / unsecured / / subordinated / /	\$	_____	_____
secured / / unsecured / / subordinated / /	\$	_____	_____
secured / / unsecured / / subordinated / /	\$	_____	_____
secured / / unsecured / / subordinated / /	\$	_____	_____
d. Number of shares of preferred stock		_____	_____
e. Number of shares of common stock		<u>100</u>	<u>1</u>

Comments, if any:

3. Brief description of debtor's business:

Commercial Art Gallery

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:

Douglas Christmas

CERTIFICATE OF PRESIDENT OF ART AND ARCHITECTURE BOOKS OF THE 21ST
CENTURY, a California corporation, dba ACE GALLERY
AUTHORIZING FILING OF PETITION UNDER CHAPTER 11
OF THE BANKRUPTCY CODE

I, Douglas Christmas, do hereby certify:

1. That I am the President of ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY, a California corporation, dba ACE GALLERY ("Ace Gallery").

2. That at a special meeting duly held on February 12, 2013, the following resolutions were duly enacted, and the same remain in full force and effect, without modification, as of the date hereof:

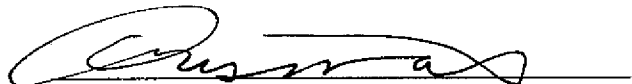
RESOLVED, that the President of Ace Gallery be and it is hereby authorized to determine, based upon subsequent events and advice of counsel, whether it is desirable and for the best interests of Ace Gallery, its creditors, members and other interested parties, that a Petition be filed by Ace Gallery under the provisions of Chapter 11 of the Bankruptcy Code.

FURTHER RESOLVED that, if the President of Ace Gallery shall make such a determination, then a Petition under said Chapter 11 shall be filed as submitted by the President of Ace Gallery and the same hereby is approved and adopted in all respects; and the President of Ace Gallery, or its designee, is hereby authorized and directed, on behalf of and in the name of Ace Gallery, 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 Ace Gallery, or his designee, be and it is hereby is authorized to execute and file all petitions, schedules, lists and other papers and to take any and all action which he 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 may deem necessary and proper with a view to the successful termination of such proceedings.

FURTHER RESOLVED that, the firm of JEFFER MANGELS BUTLER & MITCHELL LLP, be and it hereby is retained as attorneys for Ace Gallery in connection with the institution of and maintaining of such bankruptcy proceedings.

DATED: February 12, 2013


DOUGLAS CHRISMAS, PRESIDENT FOR ART
AND ARCHITECTURE BOOKS OF THE 21ST
CENTURY, a California corporation, dba
ACE GALLERY

<p>Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address</p> <p>JOSEPH A. EISENBERG P.C. (SBN 52346) JEFFER MANGELS BUTLER & MITCHELL LLP 1900 Avenue of the Stars, 7th Floor Los Angeles, CA 90067-4308 Telephone: (310) 203-8080 Facsimile: (310) 203-0567 Email: jae@jmbm.com</p> <p>Art and Architecture Books of the 21st Century, a California corporation, dba Ace Gallery</p> <p><input checked="" type="checkbox"/> Attorney for:</p>	<p>FOR COURT USE ONLY</p>
<p align="center">UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION</p>	
<p>In re:</p> <p>Art and Architecture Books of the 21st Century, a California corporation, dba Ace Gallery,</p> <p align="right">Debtor(s).</p> <p align="right">Plaintiff(s),</p> <p align="right">Defendant(s).</p>	<p>CASE NO.:</p> <p>ADVERSARY NO.:</p> <p>CHAPTER: 11</p> <p align="center">CORPORATE OWNERSHIP STATEMENT PURSUANT TO FRBP 1007(a)(1) and 7007.1, and LBR 1007-4</p> <p align="right">[No hearing]</p>

Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this Statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

I, (Printed name of attorney or declarant) Douglas Christmas, the undersigned in the above-captioned case, hereby declare under penalty of perjury under the laws of the United States that the following is true and correct:

[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:

- I am the president or other officer or an authorized agent of the Debtor corporation
- I am a party to an adversary proceeding
- I am a party to a contested matter
- I am the attorney for the Debtor corporation

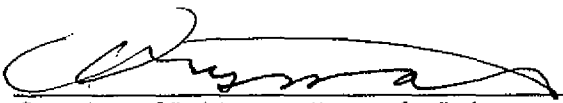
2.a. The following entities, other than the Debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:

Douglas Christmas

[For additional names, attach an addendum to this form.]

b. There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

Date: 02/12/2013

By: 
Signature of Debtor, or attorney for Debtor

Name: Douglas Christmas
Printed name of Debtor, or attorney for Debtor

Central District of California, Los Angeles Division

IN RE:

Case No. _____

ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY

Chapter 11

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1) Name of creditor and complete mailing address including zip code	(2) Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	(3) Nature of claim (trade debt, bank loan, government contract, etc.)	(4) Indicate if claim is contingent, unliquidated, disputed or subject to setoff	(5) Amount of claim (if secured also state value of security)
Wilson, Eric 6025 Canarvon Street Vancouver, BC V6N 1J9	Eric Wilson (604) 266-8024	Loan		9,236,319.50
The Hapsmith Company 3844 Culver Center St Ste B Culver City, CA 90232	Fred Nicholas (310) 815-3207	Note Payable (Principal)		2,038,500.00
Landsberg, Seth 423 North Faring Road Los Angeles, CA 90077	Seth Landsberg (310) 273-1991	Settlement		1,665,100.00
Kellen, Jennifer 16137 Sunset Blvd Ste 303 Pacific Palisades, CA 90272	Jennifer Kellen (212) 255-5694	Loan		1,030,485.74
Westminster Finance Inc 9665 Wilshire Blvd Ste M10 Beverly Hills, CA 90212	Bill Belzberg (310) 278-1930	Mnthly Principal Interest		552,053.45
Estate of Pentti Kouri C/O Reed Smith LLP 599 Lexington Ave 22nd Floor New York, NY 10022	Jason Cohen (212) 521-5400	Loan		465,817.87
AERC Desmond's Tower LLC 1 AEC Parkway Richmond Heights, OH 44143	Jeffrey Friedman (216) 797-8702	Rent		452,454.48
Culver Center Partners West #1 LLC 3844 Culver Center St., Ste B Culver City, CA 90232	Fred Nicholas (310) 815-3207	Rent		402,591.10
South Beverly Wilshire 249 S Beverly Drive Beverly Hills, CA 90212	Yossi Dina (310) 888-1818	Loan		232,000.00
Ponte Equities C/O Altschul & Altschul 18 East 12th Street New York, NY 10003-4458	Mark Actschue (212) 924-1505	Rent		197,123.31
Freund & Brackey LLP 427 North Camden Drive Beverly Hills, CA 90210	Jonathon Freund (310) 247-2165	Legal Services		152,811.34
South Beverly Wilshire 249 S Beverly Drive Beverly Hills, CA 90212	Yossi Dina (310) 888-1818	Loan		116,000.00
Hassenfeld, Vivien And Alan 85 Shire Road Bristol, RI 02809	Vivien And Alan Hassenfeld (617) 513-0371	Refund		112,500.00

Feingold, Ken
59 Whitney Street
Westport, CT 06880

Main Document Page 11 of 26
Ken Feingold
(917) 251-6038

Monies Due
re
Settlement

50,000.01

American Express
PO Box 53765
Phoenix, AZ 85072-9945

Hanaa Khozam
(866) 797-6780 x 5910

Refund

34,120.97

Employers
7110 North Fresno St Ste 250
Fresno, CA 93720

Amy Agent
(800) 682-5246

Workers'
Comp

16,147.50

Roils High Reach
PO Box 6100
Ventura, CA 93006

Danielle Forest
(805) 201-1488 x 223

Lifts

13,093.19

Gallet D & Berkey
845 Third Avenue
New York, NY 10022-6601

Donna Johansson-Perroth
(212) 935-3131

Legal Fees

10,091.37

Paul Hastings
515 So Flower St 25th Fl
Los Angeles, CA 90071

Joy LeMay
(213) 683-5040

Legal
Services

7,486.00

LA Department Of Water & Power
433 East Temple Street Bldg 1
Los Angeles, CA 90012

Amy Agent
(800) 499-8840

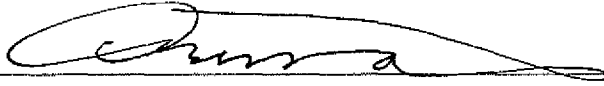
Services
Rendered

5,639.82

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

I, [the president *or* other officer *or* an authorized agent of the corporation][*or* a member *or* an authorized agent of the partnership] named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: 2/12/13

Signature: 

Douglas Christmas, President

(Print Name and Title)

Central District of California, Los Angeles Division

IN RE:

Case No. _____

ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY

Chapter 11

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

Registered name and last known address of security holder	Shares (or Percentage)	Security Class (or kind of interest)
Douglas Christmas 5514 Wilshire Blvd. Los Angeles, 90036	100%	Shareholder

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).)

Douglas James Christmas, President of Debtor filed the following bankruptcy cases in the Los Angeles Bankruptcy Court, Los Angeles Division 1) Case No. LA 84-13848-CA - Filed on 1/28/1984; and 2) Case No. LA 88-10697-JD - Filed on 6/07/1990.

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).)

See response to Question No. 1 above

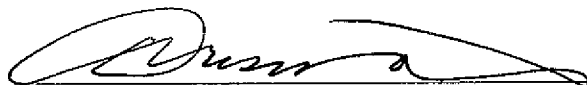
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy 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 Los Angeles, California.

Dated: 2/13/13


Debtor

Joint Debtor

Central District of California, Los Angeles Division

IN RE:

Case No. _____

ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY

Chapter 11

Debtor(s)

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 9 sheet(s) is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: 2/12/13 Signature: [Signature] Douglas Christmas, President Debtor

Date: _____ Signature: _____ Joint Debtor, if any

Date: 2/12/2013 Signature: [Signature] Joseph A. Eisenberg P.C. 52346 Attorney (if applicable)

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* Based upon information and belief only

ART AND ARCHITECTURE BOOKS OF THE 21ST CENTURY
5514 Wilshire Boulevard
Los Angeles, CA 90036

Jeffer Mangels Butler & Mitchell LLP
Joseph A Eisenberg PC
1900 Avenue of the Stars 7th Floor
Los Angeles, CA 90067

Office of the US Trustee
725 S Figueroa Street #2600
Los Angeles, CA 90017

AAA Rubbish Inc
PO Box 2158
Bell Gardens, CA 90202

Action Messenger
PO Box 69763
Los Angeles, CA 90069

ADT
PO Box 371490
Pittsburgh, PA 15250

AERC Desmond's Tower LLC
1 AEC Parkway
Richmond Heights, OH 44143

American Express
PO Box 53765
Phoenix, AZ 85072-9945

American Fire Protections
12021 Wilshire Blvd Suite 650
Los Angeles, CA 90025

Ames Jennifer
1353 Lucile Avenue
Los Angeles, CA 90026

Amico David
443 South San Pedro Ste 601
Los Angeles, CA 90013

Andreson Kate
2660 Glendale Blvd Apt 4
Los Angeles, CA 90039

ANR Roofing
5018 Eagle Rock Blvd
Los Angeles, CA 90041

ASX
139 Brook Farm Road E
Bedford, NY 10506

AT&T
PO Box 5025
Carol Stream, IL 60197

Bankruptcy Pit MS A340
Franchise Tax Board
PO Box 2952
Sacramento, CA 95812-2952

Bower Justin
13111 Barrett Hill Circle
Santa Ana, CA 92705

Bridge Melissah
1801 Garfield Place #6
Los Angeles, CA 90028

Bryan Jennifer
1320 Quintero Street
Los Angeles, CA 90026

Chrismas Douglas
5514 Wilshire Blvd
Los Angeles, CA 90036

City Clerk's Tax And Permits
111 N Hope St
Los Angeles, CA 90012-2607

City Of Los Angeles
PO Box 30879
Los Angeles, CA 90030

City Of Los Angeles
PO Box 30968
Los Angeles, CA 90030

Corse Mary
655 Old Topanga Canyon Road
Topanga, CA 90290

CP Landscape Company
257 Avenida Atezada
Redondo Beach, CA 90277

Culver Center Partners West
#1 LLC
3844 Culver Center St Ste B
Culver City, CA 90232

Department Of Benefit Payments
Collection Section
800 Capitol Mall
Sacramento, CA 95814

DSLExtremeCom
21540 Plummer St Ste A
Chatsworth, CA 91311

Employers
7110 North Fresno St Ste 250
Fresno, CA 93720

Employment Development Department
PO Box 826846
Sacramento, CA 94246

Employment Development Department
Bankruptcy Group MIC 92E
PO Box 826880
Sacramento, CA 94280-0001

Encore Messenger Service
2775 Tapo St Suite 201
Simi Valley, CA 93063

Estate Of Pentti JK Kouri
599 Lexington Avenue
New York, NY 10022-6030

Estate of Pentti Kouri
C/O Reed Smith LLP
599 Lexington Ave 22nd Floor
New York, NY 10022

Feingold Ken
59 Whitney Street
Westport, CT 06880

Fine Charles
1001 3rd Street
Santa Monica, CA 90403

Florence Joseph
5242 Radford Ave #111
Valley Village, CA 91607

Franchise Tax Board
PO Box 942857
Sacramento, CA 94257

Franchise Tax Board
PO Box 1468
Sacramento, CA 95812

Freund & Brackey LLP
427 North Camden Drive
Beverly Hills, CA 90210

Friedline Zachary
3716 E Colorado Street
Long Beach, CA 90814

Gallet D & Berkey
845 Third Avenue
New York, NY 10022-6601

Gerson Brooke
1434 Silverlake Blvd
Los Angeles, CA 90026

Gilchrist & Rutter
1299 Ocean Ave Ste 900
Santa Monica, CA 90401

Golden Eagle
PO Box 85834
San Diego, CA 92186

Hassenfeld Vivien And Alan
85 Shire Road
Bristol, RI 02809

Hernandez Alberto
740 S St Andrews Pl #8
Los Angeles, CA 90005

Horii Nancy
12402 Orr And Day Road
Norwalk, CA 90650

Internal Revenue Service
Ogden, UT 84201-0005

Internal Revenue Service
Spcl Proc Collection Division
Rm 4062 Federal Bldg Stop 5022
Los Angeles, CA 90012

Internal Revenue Service
US Attorneys Office Tax Division
300 N Los Angeles St Ste 7211
Los Angeles, CA 90012-3342

Internal Revenue Service (PA)
PO Box 7346
Philadelphia, PA 19101-7346

IPFS (CNA)
601 S Glenoaks Blvd Ste 403
Burbank, CA 91502

IRS (FUTA)
Ogden, UT 84201-0005

J&M Janitorial Supplies Inc
10213 Venice Blvd
Los Angeles, CA 90034

Janouskova Jana
15424 Poppyseed Lane
Canyon Country, CA 91387

Kellen Jennifer
16137 Sunset Blvd Ste 303
Pacific Palisades, CA 90272

LA Department Of Water & Power
433 East Temple Street Bldg 1
Los Angeles, CA 90012

Landsberg Seth
423 North Faring Road
Los Angeles, CA 90077

Lang Gary
11225 Creek Road
Ojai, CA 93023

Lerma Armando
83983 Fiesta Drive
Coachella, CA 92236

Lipton Laurie
1008 Croft Avenue
Los Angeles, CA 90069

Los Angeles County Tax Collector
PO Box 54018
Los Angeles, CA 90051-4818

Lyons Deborah
8601 Wilshire Blvd
Beverly Hills, CA 90211

Mendelson Gary
14639 Burbank Blvd Apt 124
Van Nuys, CA 91411

Minuteman Press
7832 Florence Avenue
Downey, CA 90240

NY State Sales Tax
PO Box 1912
Albany, NY 12201-1912

OConnor Kent
4557 Lexington Ave
Los Angeles, CA 90029

Pardo Ruben
2433 N Eastern Ave #104
Los Angeles, CA 90032

Paul Hastings
515 So Flower St 25th Fl
Los Angeles, CA 90071

Piron Adam
1634 Elevado Street
Los Angeles, CA 90026

Ponte Equities
C/O Altschul & Altschul
18 East 12th Street
New York, NY 10003-4458

Primus
PO Box 3246
Milwaukee, WI 53201

Ramirez Carlos
51354 Tyler Street
Coachella, CA 92236

Rolls High Reach
PO Box 6100
Ventura, CA 93006

Rosello Clayton
1841 N Fuller Ave Apt 207
Los Angeles, CA 90046

Safway
601 W 140th Street
Gardena, CA 90248

Securities Exchange Commission
5670 Wilshire Boulevard 11th Floor
Los Angeles, CA 90036

South Beverly Jewelry & Loan
dba Ben Jewelry
157 S Beverly Drive
Beverly Hills, CA 90212-3002

South Beverly Wilshire
Jewelry & Loan
249 S Beverly Drive
Beverly Hills, CA 90212

South Beverly Wilshire
Jewelry & Loan
249 S Beverly Drive
Beverly Hills, CA 90212

Stanley Black & Decker Inc
65 Scott Swamp Road
Farmington, CT 06032

State Board Of Equalization
PO Box 3652
Culver City, CA 90231

State Board Of Equalization
Supervisor Of Collection
PO Box 942879
Sacramento, CA 94279-0001

Straus Michael
1130 22nd Street S Ste 4400
Birmingham, AL 35205-2885

The Hapsmith Company
3844 Culver Center St Ste B
Culver City, CA 90232

Thom Robert
902 S Norton Ave #B
Los Angeles, CA 90019

Tinting
12535 Evado Drive
Whittier, CA 90606

UPS
PO Box 894820
Los Angeles, CA 90189

Verizon
PO Box 15124
Albany, NY 12212

Verizon Wireless
PO Box 15124
Albany, NY 12212

Vision Envelopes
65 Scott Swamp Road
Farrmington, CT 06032

Westminster Finance Inc
9665 Wilshire Blvd Ste M10
Beverly Hills, CA 90212

Wilson Eric
6025 Canarvon Street
Vancouver, BC V6N 1J9