

B1 (Official Form 1)(04/13)

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Webalo, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 94-3352073	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 11835 West Olympic Boulevard Suite 700E Los Angeles, CA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 90064	ZIP Code
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):
ZIP Code	ZIP Code

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

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 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

Debtor estimates that funds will be available for distribution to unsecured creditors.
 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 type="checkbox"/> 50-99	<input checked="" 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
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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
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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
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THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Webalo, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)		
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included 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. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): Webalo, Inc.</p>
Signatures	
<p>Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> _____ Signature of Debtor</p> <p><input checked="" type="checkbox"/> _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p>Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</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><input checked="" type="checkbox"/> _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p>Signature of Attorney*</p> <p><input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s)</p> <p><u>David S. Kupetz 125062</u> Printed Name of Attorney for Debtor(s)</p> <p><u>SulmeyerKupetz</u> Firm Name</p> <p><u>333 South Hope Street</u> <u>35th Floor</u> <u>Los Angeles, CA 90071-1408</u> Address</p> <p><u>213.626.2311 Fax: 213.629.4520</u> Telephone Number</p> <p><u>January 27, 2014 125062</u> 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>Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p><input checked="" type="checkbox"/> _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:</p> <p>_____ If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p>
<p>Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p><input checked="" type="checkbox"/> _____ Signature of Authorized Individual</p> <p><u>Peter Price</u> Printed Name of Authorized Individual</p> <p><u>Chief Executive Officer</u> Title of Authorized Individual</p> <p><u>27th January 2014</u> Date</p>	

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
WEBALO, INC.,
a California corporation**

January 6, 2014

The undersigned, constituting all of the members of the Board of Directors (the "Board") of Webalo, Inc., a California corporation (the "Company"), including the director elected by the holders of the Series 2 Preferred Stock, hereby take the following actions and adopt the following resolutions by unanimous written consent in lieu of a meeting:

Meeting Summary and Approval of Bankruptcy Proceedings

On January 6, 2014, the Board held a telephonic meeting in which all directors were present and participated. Peter Price began the meeting by recapping the Company's current position and the most recent developments, as follows:

- The Company is in urgent need of financing and cannot continue operations without financing.
- Peter has been actively engaged in seeking financing for the past several months and believes that the only financing presently available to the Company is from a group of investors led by certain current investors (but anticipated to include some new investors). That group is willing to fund the Company through a reorganization or recapitalization, including through a bankruptcy, but will not fund the Company unless a structure is put in place that simplifies the cap table and eliminates minority blocking rights, including specifically the blocking rights currently held by certain Series 2 minority holders.
- The Company engaged in significant and prolonged negotiations with the Series 2 minority group, offering significant concessions and incentives to facilitate a negotiated recapitalization. The Series 2 minority group articulated a number of asks which, the Company was led to believe, would result in a negotiated compromise and allow the Company to move forward with a mutually agreed-upon recapitalization and financing. The Company submitted a proposal which captured the negotiated agreement but the Series 2 minority group rejected the proposal and advised that Company that, despite prior discussions, the Series 2 minority group would not agree to any recapitalization that limits their rights as they currently stand. Following the Series 2 minority group's rejection of the negotiated proposal, Peter Price had further discussions with the current investor group, but the current investor group reconfirmed its unwillingness to fund the Company without the recapitalization and elimination of minority blocking rights.
- With the Company unable to continue operations without additional financing, and with no financing being available under the current circumstances, the only options available to the Company are: (i) cease operations immediately and liquidate the Company's assets; or (ii) pursue a restructuring through bankruptcy.

It is noted for the record that each of the above matters have been extensively discussed among all members of the Board at a number of formal and informal meetings over the prior months and each of the directors is well aware of the detailed facts and circumstances leading up to this point.

The Board, both in the January 6, 2014 meeting and in past meetings, acknowledged its duties to the Company's creditors and shareholders, and unanimously agreed that the best interests of the Company's creditors and shareholders would not be served by a shutdown and liquidation and that a recapitalization and/or restructuring would be in the best interests of the creditors and shareholders. Accordingly, having exhausted all other reasonable options, Peter Price proposed that the Board approve a Chapter 11

Action by Written Consent of Board
Webalo, Inc.
Re: Bankruptcy Filing
Page 2

bankruptcy filing so as to pursue a restructuring through a formal proceeding. Peter then polled each of the directors and, following discussion, the Board unanimously approved a Chapter 11 bankruptcy.

In order that the approval be best reflected in the Company's records, it was agreed that the Board would confirm its approval by way of this Action by Written Consent. Accordingly, it is:

RESOLVED, that the Company has determined that it is desirable and in the best interests of the Company, its creditors and its shareholders that a petition be filed by the Company under the provisions of Chapter 11 of the Bankruptcy Code;

FURTHER RESOLVED, that said Chapter 11 petition shall be filed as submitted by Peter Price on behalf of the Company and the same hereby is approved and adopted in all respects, and Peter Price is hereby authorized and directed, on behalf of and in the name of the Company, to execute and verify such petition and to cause the same to be filed with the United States Bankruptcy Court, Central District of California, Los Angeles Division;


FURTHER RESOLVED, that officers of the Company be, and hereby are, authorized to execute and file all schedules, lists and other papers and to take any and all action which Peter Price of the Company shall 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 and any other professionals which he may deem necessary and proper with a view to the successful conclusion of such proceedings;

FURTHER RESOLVED, that the firm of SulmeyerKupetz, a professional corporation, hereby is retained as bankruptcy counsel for the Company in connection with the commencement and maintenance of the aforementioned Chapter 11 case, including all contested matters, adversary proceedings, and appeals arising in or from such Chapter 11 case, pursuant to the terms and conditions set forth in all written agreements between the Company and SulmeyerKupetz; and

FURTHER RESOLVED, that each of the Company's officers is authorized to take all such other actions and execute, deliver, acknowledge, file and record all such other documents, instruments and certificates as such officer or officers deem necessary or desirable in order to carry out and perform the purposes and intent of the foregoing resolutions, the taking of any such actions or execution, acknowledgment, delivery, filing or recording of any such documents, instruments or certificates to be conclusive evidence of the necessity or desirability thereof; and that any and all acts authorized hereunder are, in all respects, ratified, confirmed, approved and adopted as the acts and deeds of the Company.

Action by Written Consent of Board
Webalo, Inc.
Re: Bankruptcy Filing
Page 3

This Unanimous Written Consent of the Board of Directors may be executed in counterparts, each of which shall constitute an original and all of which together shall constitute one instrument.



Peter Price, Director

Brooks H. Pierce, Director

Paul Arenson, Director

Alexander D. Jacobson, Director

Barry Cook, Director

Arthur Lubin, Director


Damon Lawrence, Director

Action by Written Consent of Board
Webalo, Inc.
Re: Bankruptcy Filing
Page 3

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Peter Price, Director

Brooks H. Pierce, Director



Paul Arenson, Director

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Action by Written Consent of Board
Webalo, Inc.
Re: Bankruptcy Filing
Page 3


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Brooks H. Pierce, Director

Paul Arenson, Director

Alexander D. Jacobson, Director



Barry Cook, Director

Arthur Lubin, Director

Damon Lawrence, Director

Action by Written Consent of Board
Webalo, Inc.
Re: Bankruptcy Filing
Page 3

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Peter Price, Director

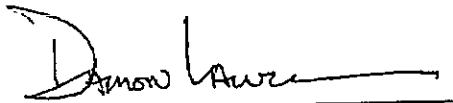
Brooks H. Pierce, Director

Paul Arenson, Director

Alexander D. Jacobson, Director

Barry Cook, Director

Arthur Lubin, Director

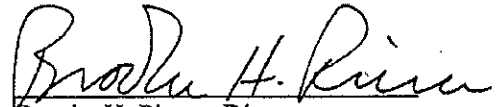


Damon Lawrence, Director

Action by Written Consent of Board
Webalo, Inc.
Re: Bankruptcy Filing
Page 3

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Peter Price, Director



Brooks H. Pierce, Director

Paul Arenson, Director

Alexander D. Jacobson, Director

Barry Cook, Director

Arthur Lubin, Director

Damon Lawrence, Director


Action by Written Consent of Board
Webalo, Inc.
Re: Bankruptcy Filing
Page 3

This Unanimous Written Consent of the Board of Directors may be executed in counterparts, each of which shall constitute an original and all of which together shall constitute one instrument.

Peter Price, Director

Brooks H. Pierce, Director

Paul Arenson, Director



Alexander D. Jacobson, Director

Barry Cook, Director

Arthur Lubin, Director

Damon Lawrence, Director

Action by Written Consent of Board
Webalo, Inc.
Re: September 2013 Secured Note Issuance
Page 2

out and perform the purposes and intent of the foregoing resolutions, the taking of any such actions or execution, acknowledgment, delivery, filing or recording of any such documents, instruments or certificates to be conclusive evidence of the necessity or desirability thereof; and that any and all acts authorized hereunder are, in all respects, ratified, confirmed, approved and adopted as the acts and deeds of the Company.

The undersigned are aware that several of the directors, including Alex Jacobson, Arthur Lubin, Damon Lawrence, Barry Cook and Brooks Pierce, either directly or through affiliated entities, will likely purchase Notes in the proposed financing and may be deemed to be interested parties with respect thereto. The undersigned are consenting to the actions and transactions described herein with knowledge of such facts and based on the belief that the proposed transaction, being the best and only viable financing option, is fair, reasonable and in the best interests of the Company and its creditors and shareholders.

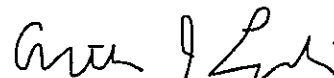
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Peter Price, Director

Brooks H. Pierce, Director

Paul Arenson, Director

Alexander D. Jacobson, Director



Barry Cook, Director

Arthur Lubin, Director

Damon Lawrence, Director

B4 (Official Form 4) (12/07)

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

In re Webalo, Inc. Debtor(s) Case No. _____ Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
The Lorne Weil 2006 Irrev. Trust Lehman Bros. Trust Co./Chris Camp 919 North Market Street Suite 506 Wilmington, DE 19801	The Lorne Weil 2006 Irrev. Trust Lehman Bros. Trust Co./Chris Camp 919 North Market Street Wilmington, DE 19801 lorne.weil@gmail.com	Bridge Note		500,000.00
Noel William Robbins Mill Corner 60 Marshman Way Buckinghamshire, United Kingdom SL98AP	Noel William Robbins Mill Corner 60 Marshman Way SL98AP brobbins@hotmail.co.uk	Bridge Note		400,000.00
Desert Pathology Med. Group Pension Attn: Robert J. Rosser 11 Mark Terrace Rancho Mirage, CA 92270	Desert Pathology Med. Group Pension Attn: Robert J. Rosser 11 Mark Terrace Rancho Mirage, CA 92270 rosser.md@gte.net	Bridge Note		350,000.00
Balch Hill Partners, LP Attn: Simon Michael 2778 Green Street San Francisco, CA 94123	Balch Hill Partners, LP Attn: Simon Michael 2778 Green Street San Francisco, CA 94123 simon@balchhill.com	Bridge Note		300,000.00
Robert J. & Susan E. Rosser 11 Mark Terrace Rancho Mirage, CA 92270	Robert J. & Susan E. Rosser 11 Mark Terrace Rancho Mirage, CA 92270 rosser.md@gte.net	Bridge Note		275,000.00
James R. Waisman M.D. 4 Ringbit Road West Rolling Hills, CA 90274	James R. Waisman M.D. 4 Ringbit Road West Rolling Hills, CA 90274 jimwaisman@aol.com	Bridge Note		200,000.00
Park Family Trust Attn: David A. Park 3733 Chevy Chase Drive Flintridge, CA 91011	Park Family Trust Attn: David A. Park 3733 Chevy Chase Drive Flintridge, CA 91011 davepark1942@gmail.com	Bridge Note		150,000.00

B4 (Official Form 4) (12/07) - Cont.
In re Webalo, Inc.

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted.</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Stephen M. Ehrlichman Decl Trust Attn: Stephen M. Ehrlichman 74 Oakvale Road Highland Park, IL 60035	Stephen M. Ehrlichman Decl Trust Attn: Stephen M. Ehrlichman 74 Oakvale Road Highland Park, IL 60035 stelarsme@aol.com	Bridge Note		100,000.00
SLP Ventures II, LLC Attn: Brad Schwartz 500 South Grand Avenue Suite 2050 Los Angeles, CA 90071	SLP Ventures II, LLC Attn: Brad Schwartz 500 South Grand Avenue Los Angeles, CA 90071 bschwartz@strategiclaw.com	Bridge Note		100,000.00
Robert H. Wass 3930 Hollyline Avenue Sherman Oaks, CA 91423	Robert H. Wass 3930 Hollyline Avenue Sherman Oaks, CA 91423 bobwass@mindspring.com	Bridge Note		100,000.00
Antony J. Hitchen 53 Drax Avenue Wimbledon, London United Kingdom SW20 0EZ	Antony J. Hitchen 53 Drax Avenue Wimbledon, London SW20 0EZ ahitch@btinternet.com	Bridge Note		100,000.00
Craig H. Millet c/o Gibson Dunn & Crutcher LLP 3161 Michelson Drive Irvine, CA 92612	Craig H. Millet c/o Gibson Dunn & Crutcher LLP 3161 Michelson Drive Irvine, CA 92612 CMillet@gibsondunn.com	Bridge Note		95,000.00
Kenny Family Trust Attn: Gerard Kenny 1190 Temple Terrace Laguna Beach, CA 92651	Kenny Family Trust Attn: Gerard Kenny 1190 Temple Terrace Laguna Beach, CA 92651 gkenny@gibsondunn.com	Bridge Note		75,000.00
Inspiration Point Advisors LLC Attn: Ashish Agarwal 1407 B. Washington Blvd. San Francisco, CA 94129	Inspiration Point Advisors LLC Attn: Ashish Agarwal 1407 B. Washington Blvd. San Francisco, CA 94129 (415) 310-4379	Trade Debt		60,000.00
Wayne & Sheryl Smith 3500 Sausilito Drive Corona Del Mar, CA 92625	Wayne & Sheryl Smith 3500 Sausilito Drive Corona Del Mar, CA 92625 wsmith3743@msn.com	Bridge Note		50,000.00
Reeves Family Trust Attn: Jeffrey H. Reeves 9 Gladstone Lane Laguna Niguel, CA 92677	Reeves Family Trust Attn: Jeffrey H. Reeves 9 Gladstone Lane Laguna Niguel, CA 92677 JReeves@gibsondunn.com	Bridge Note		50,000.00
MG Capital I, LLC Attn: Larry DeLuca Michael Gallis & Associates 1000 West Morehead Street Charlotte, NC 28208	MG Capital I, LLC Attn: Larry DeLuca Michael Gallis & Associates Charlotte, NC 28208 DeLuca@mgallis.com	Bridge Note		50,000.00

B4 (Official Form 4) (12/07) - Cont.
 In re Webalo, Inc.

Case No. _____

Debtor(s)

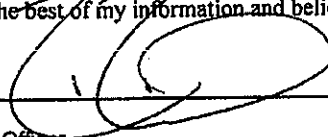
LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
 (Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
John Quarrey 8 Spencer Road Wansworth, London United Kingdom SW18 2SW	John Quarrey 8 Spencer Road Wansworth, London SW18 2SW johnquarrey@krowcommunications.com	Bridge Note		50,000.00
Greendot Investments, LLC Attn: Paul Arenson 12100 Wilshire Boulevard Suite 800 Los Angeles, CA 90025	Greendot Investments, LLC Attn: Paul Arenson 12100 Wilshire Boulevard Los Angeles, CA 90025 paul@greendotinvestments.com	Bridge Note		50,000.00
Brooks H. Pierce 605 Old Kennet Road Wilmington, DE 19807	Brooks H. Pierce 605 Old Kennet Road Wilmington, DE 19807 Brooks.Pierce@scientificgames.com	Bridge Note		50,000.00

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

I, the Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 27th January 2014

Signature 
 Peter Price
 Chief Executive Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
 18 U.S.C. §§ 152 and 3571.

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

2005 USBC, Central District of California

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

Name David S. Kupetz 125062

Address 333 South Hope Street 35th Floor Los Angeles, CA 90071-1406

Telephone 213.626.2311 Fax: 213.629.4520

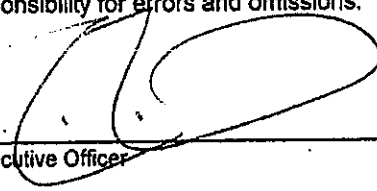
- Attorney for Debtor(s)
- Debtor in Pro Per

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
List all names including trade names used by Debtor(s) within last 8 years: Webalo, Inc.	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 23 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: 27th January 2014



Peter Price/Chief Executive Officer
Signer/Title

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