

B1 (Official Form 1)(04/13)

United States Bankruptcy Court Central District of California - San Fernando		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): SunQuest Executive Air Charter LLC		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): DBA SunQuest Aviation; DBA Sun Quest Executive Air Charter		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) 90-0645752		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): 7415 Hayvenhurst Place Van Nuys, CA <div style="text-align: right; font-size: small;">ZIP Code 91406</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">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; font-size: small;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>
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 checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" 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).	
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
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 checked="" type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): SunQuest Executive Air Charter LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - 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 <small>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</small> 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)).			

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

Name of Debtor(s):
SunQuest Executive Air Charter LLC

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

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

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Ron Bender _____
Signature of Attorney for Debtor(s)

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

Levene, Neale, Bender, Yoo & Brill LLP _____
Firm Name

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

(310) 229-1234 _____
Telephone Number

September 16, 2015 **143364** _____
Date

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

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

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

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

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

X /s/ Ryan A. Frost _____
Signature of Authorized Individual

Ryan A. Frost _____
Printed Name of Authorized Individual

Director of Operations _____
Title of Authorized Individual

September 16, 2015 _____
Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Central District of California - San Fernando**

In re SunQuest Executive Air Charter LLC

Debtor(s)

Case No.

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Aerolease 3333 E. Spring St. Long Beach, CA 90806	Aerolease 3333 E. Spring St. Long Beach, CA 90806 (562) 981-2659	Trade		181,649.60
MaxQuest, Inc. 39 Appaloosa Ln. Bell Canyon, CA 91307	Max Rubenstein MaxQuest, Inc. 39 Appaloosa Ln. Bell Canyon, CA 91307 (818) 314-9409	Trade	Disputed Subject to Setoff	162,676.29
Aerlex Law Group 2800 28th St. Ste 200 Santa Monica, CA 90405	Aerlex Law Group 2800 28th St. Ste 200 Santa Monica, CA 90405 (310) 392-5200	Trade		107,297.54
Castle & Cooke Aviation 7415 Hayvenhurst Pl. Van Nuys, CA 91406	Castle & Cooke Aviation 7415 Hayvenhurst Pl. Van Nuys, CA 91406 (818) 988-8385	Trade		58,422.19
Moreno Aviation 5501 West 119th St. Inglewood, CA 90304	Luis Moreno Moreno Aviation 5501 West 119th St. Inglewood, CA 90304 (310) 590-5181	Trade		19,282.50
Mexican Dir Gral Civil Aeronautics Ave. Xola esq con Eje Central S/N Col. Narvarte, Del. Benito Juarez Distrito Federal, CP 03020	Mexican Dir Gral Civil Aeronautics Ave. Xola esq con Eje Central S/N Col. Narvarte, Del. Benito Juarez Distrito Federal, CP 03020 (55) 5723-9300	Trade	Disputed	11,756.61
ICCS Mexico Ave Sante-Fe 505 – 20th Floor Col. Cruz Manca, Santa-Fe C.P. 05349 Mexico City	ICCS Mexico Ave Sante-Fe 505 – 20th Floor Col. Cruz Manca, Santa-Fe C.P. 05349 Mexico City 011-52-55-8421-1702	Trade		4,622.60

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

In re SunQuest Executive Air Charter LLC
Debtor(s)

Case No. _____

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>
AMS Structures 1119 Columbia St. Redlands, CA 92374	AMS Structures 1119 Columbia St. Redlands, CA 92374 (909) 798-9581	Trade		1,150.00
Prudential Overall Supply 5300 Gabbert Rd. Moorpark, CA 93021	Prudential Overall Supply 5300 Gabbert Rd. Moorpark, CA 93021 (805) 529-0833	Trade		869.80
Affordable Avionics, Inc. 7000 Merrill Ave. #18 Chino, CA 91710	Deepun Desai Affordable Avionics, Inc. 7000 Merrill Ave. #18 Chino, CA 91710 (909) 606-9876	Trade		340.00

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

In re SunQuest Executive Air Charter LLC
Debtor(s)

Case No. _____

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

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

I, the Director of Operations 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 September 16, 2015

Signature /s/ Ryan A. Frost
Ryan A. Frost
Director of Operations

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

**United States Bankruptcy Court
Central District of California - San Fernando**

In re SunQuest Executive Air Charter LLC,
Debtor

Case No. _____
Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Baltimore Clipper Inc. 27407 Pacific Coast Highway Malibu, CA 90265		1/3	
Jambro Inc. 7415 Hayvenhurst Pl. Van Nuys, CA 91406		1/3	
Mark Smith 1183 Lansbur Cir. Westlake Village, CA 91361		1/3	(may be owned through corporation)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Director of Operations of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date September 16, 2015

Signature /s/ Ryan A. Frost
Ryan A. Frost
Director of Operations

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.

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address Ron Bender 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 (310) 229-1234 California State Bar Number: 143364	FOR COURT USE ONLY
<input type="checkbox"/> Debtor(s) appearing without an attorney <input checked="" type="checkbox"/> Attorney for Debtor(s):	

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA - SAN FERNANDO**

In re: <p style="text-align: center;">SunQuest Executive Air Charter LLC</p>	CASE NO.: CHAPTER: 11
Debtor(s).	<p>VERIFICATION OF MASTER MAILING LIST OF CREDITORS</p> <p>[LBR 1007-1(d)]</p>

Pursuant to LBR 1007-1(d), the Debtor, or the Debtor's attorney if applicable, certifies under penalty of perjury that the master mailing list of creditors filed in this bankruptcy case, consisting of 2 sheet(s) is complete, correct, and consistent with the Debtor's schedules and I/we assume all responsibility for errors and omissions.

Date: September 16, 2015

/s/ Ryan A. Frost
Debtor's signature

Date: September 16, 2015

Joint Debtor's signature (if applicable)

Date: September 16, 2015

/s/ Ron Bender
Attorney's signature (if applicable)

SunQuest Executive Air Charter LLC
7415 Hayvenhurst Place
Van Nuys, CA 91406

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

U.S. Trustee San Fernando Valley
915 Wilshire Blvd.
Suite 1850
Los Angeles, CA 90017

Aerlex Law Group
2800 28th St. Ste 200
Santa Monica, CA 90405

Aerolease
3333 E. Spring St.
Long Beach, CA 90806

Affordable Avionics, Inc.
7000 Merrill Ave. #18
Chino, CA 91710

AMS Structures
1119 Columbia St.
Redlands, CA 92374

Baltimore Clipper, Inc.
27407 Pacific Coast Hwy.
Malibu, CA 90265

Castle & Cooke Aviation
7415 Hayvenhurst Pl.
Van Nuys, CA 91406

ICCS Mexico
Ave Sante-Fe 505 - 20th Floor
Col. Cruz Manca, Santa-Fe
C.P. 05349 Mexico City

Mark Smith
1183 Lansbur Cir.
Westlake Village, CA 91361

MaxQuest, Inc.
39 Appaloosa Ln.
Bell Canyon, CA 91307

Mexican Dir Gral Civil Aeronautics
Ave. Xola esq con Eje Central S/N
Col. Narvarte, Del. Benito Juarez
Distrito Federal, CP 03020

Moreno Aviation
5501 West 119th St.
Inglewood, CA 90304

Prudential Overall Supply
5300 Gabbert Rd.
Moorpark, CA 93021

Attorney or Party Name, Address, Telephone & FAX Nos., and State Bar No. & Email Address Ron Bender 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 (310) 229-1234 California State Bar Number: 143364	FOR COURT USE ONLY
<input checked="" type="checkbox"/> <i>Attorney for: Debtor</i>	
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: SunQuest Executive Air Charter LLC Debtor(s), Plaintiff(s), Defendant(s).	CASE NO.: ADVERSARY NO.: CHAPTER: 11 <div style="text-align: center; padding: 10px;"> CORPORATE OWNERSHIP STATEMENT PURSUANT TO FRBP 1007(a)(1) and 7007.1, and LBR 1007-4 </div> <div style="text-align: center;"> [No hearing] </div>

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, **Ryan A. Frost, Director of Operations**, the undersigned in the above-captioned case, hereby declare
(Print Name of Attorney or Declarant)
 under penalty of perjury under the laws of the United States of America 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:
See Addendum
- b. There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

September 16, 2015
Date

By: Ryan A. Frost, Director of Operations
Signature of Debtor, or attorney for Debtor

Name: Ryan A. Frost, Director of Operations
Printed name of Debtor, or attorney for Debtor

**Addendum to Corporate Ownership Statement Pursuant to
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

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:

Baltimore Clipper Inc.
27407 Pacific Coast Highway
Malibu, CA 90265

Jambro Inc.
7415 Hayvenhurst Pl.
Van Nuys, CA 91406

Mark Smith
1183 Lansbur Cir.
Westlake Village, CA 91361

**RESOLUTIONS AUTHORIZING FILING OF CHAPTER 11 BANKRUPTCY CASE
AND RELATED MATTERS**

NOW THEREFORE, BE IT RESOLVED, that a majority of the members of SunQuest Executive Air Charter LLC (the “**Company**”), after having considered the outstanding liabilities and assets of the Company, the Company’s inability to meet its debts as they become due, the Company’s fiduciary duties to its creditors and alternatives currently available to the Company, have determined that it is advisable and in the interests of the Company and its creditors to file a bankruptcy petition under Chapter 11 of the United States Bankruptcy Code and to pursue a sale of the Company’s assets under Section 363(f) of the Bankruptcy Code for the most money possible;

RESOLVED FURTHER, that either David Burke, the Managing Member of the Company, or Ryan A. Frost, the Director of Operations of the Company (the “**Responsible Parties**”), are hereby authorized to execute and cause to be filed a bankruptcy petition (and all related documents and papers) under Chapter 11 of the Bankruptcy Code to enable the Company to commence a Chapter 11 bankruptcy case, and to take all required actions to effectuate a sale of the Company’s assets under Section 363(f) of the Bankruptcy Code for the most money possible;

RESOLVED FURTHER, that the Responsible Parties is hereby authorized and directed, in the name of the Company, to employ the law firm of Levene, Neale, Bender, Yoo & Brill L.L.P. as bankruptcy counsel to the Company for purposes of filing the Chapter 11 bankruptcy petition and representing the Company in the Chapter 11 bankruptcy case;

RESOLVED FURTHER, that the Responsible Parties are hereby authorized to employ, in the name of the Company, any other professionals to represent or assist the Company in connection with the bankruptcy case that the Responsible Parties deem to be in the best interests of the Company;

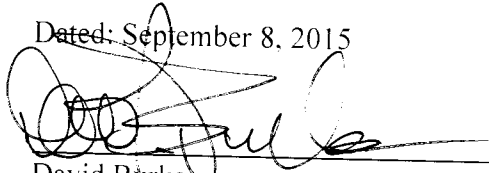
RESOLVED FURTHER, that the Responsible Parties are hereby authorized to employ, in the name of the Company, a sales agent to work with and assist the Company to market the Company’s assets for sale to obtain the highest purchase price possible for the Company’s assets;

RESOLVED FURTHER, that the Responsible Parties are hereby authorized and directed on behalf of and in the name of the Company to execute and file and to cause counsel to the Company to prepare with the assistance of the Company as appropriate all petitions, schedules, lists and other papers, documents and pleadings and to take any and all action which the Responsible Parties deem necessary and proper in connection with the bankruptcy case without the need for any further approval of the members of the Company;


RESOLVED FURTHER, that the authority granted to the Responsible Parties pursuant to the foregoing resolutions to cause the Company to take further actions in connection with the bankruptcy case without any further approval of the members of the Company shall include, but not be limited to, seeking Bankruptcy Court approval for the Company to use cash collateral and/or to obtain post-bankruptcy financing and executing any agreements related to any of the foregoing; compensating employees; hiring and terminating employees; purchasing products or

materials; selling products; entering into or continuing with agreements; collecting accounts receivable; negotiating with creditors, lenders, vendors, suppliers and landlords; assuming, assigning, or rejecting executory contracts and unexpired leases; renegotiating the terms of executory contracts and unexpired leases; signing new or amended contracts and leases; commencing and defending litigation involving the Company; and marketing the Company's assets for sale and consummating the sale of all or substantially all of the Company's assets for the most money possible.

Dated: September 8, 2015



David Burke



James Brolin

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SAN FERNANDO	
<small>Attorney or Party Name, Address Telephone & FAX Nos State Bar No & Email Address</small> Ron Bender Levene, Neale, Bender, Yoo & Brill LLP 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067 (310) 229-1234 143364 <i>Attorney for Debtor</i>	CASE NO.: CHAPTER: 11 ADVERSARY NO.: (if applicable)
In re SunQuest Executive Air Charter LLC Debtor(s).	ELECTRONIC FILING DECLARATION (CORPORATION/PARTNERSHIP) [LBR 1006-1(h)]

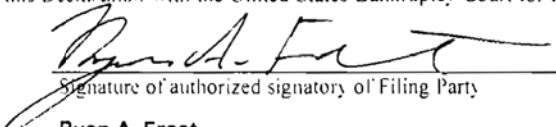
Petition, statement of affairs, schedules or lists
 Amendments to the petition, statement of affairs, schedules or lists
 Other: *(specify):* _____

Date Filed: September 16, 2015
 Date Filed: _____
 Date Filed: _____

PART I - DECLARATION OF SIGNATORY OF DEBTOR OR OTHER PARTY

I, the undersigned, 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 printed 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.

September 16, 2015
 Date


 Signature of authorized signatory of Filing Party
Ryan A. Frost
 Printed Name of Authorized Signatory of Filing Party
Director of Operations
 Title of authorized signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

I, the undersigned Attorney for the Filing Party, 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 *Part I - Declaration of Authorized Signatory of Debtor or Other Party* of this *Declaration* 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* 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* and the Filed Document available for review upon request of the court or other parties.

September 16, 2015
 Date


 Signature of attorney for Filing Party
Ron Bender 143364
 Printed Name of attorney for Filing Party