

B1 (Official Form 1) (4/10)

United States Bankruptcy Court Eastern District of California, Sacramento Division	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): R&M Gourmet Foods, A California LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
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All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): dba The Market At Pavilions fdba David Berkeley Fine Wines, Etc.	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
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Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 26-2611841	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
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Street Address of Debtor (No. & Street, City, State & Zip Code): 515 Pavilions Lane Sacramento, CA ZIPCODE 95825	Street Address of Joint Debtor (No. & Street, City, State & Zip Code): ZIPCODE
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County of Residence or of the Principal Place of Business: Sacramento	County of Residence or of the Principal Place of Business:
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Mailing Address of Debtor (if different from street address) ZIPCODE	Mailing Address of Joint Debtor (if different from street address): ZIPCODE
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Location of Principal Assets of Business Debtor (if different from street address above): 515 Pavilions Lane, Sacramento, CA	ZIPCODE 95825
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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 type="checkbox"/> Corporation (includes LLC and LLP) <input checked="" 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 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).	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 Nature of Debts (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input 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 owed to non-insiders or affiliates are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
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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

Estimated Assets <input checked="" 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 type="checkbox"/> \$1 million to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50 million to \$100 million <input type="checkbox"/> \$100 million to \$500 million <input type="checkbox"/> \$500,000 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 checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1 million to \$10 million <input type="checkbox"/> \$10 million to \$50 million <input type="checkbox"/> \$50 million to \$100 million <input type="checkbox"/> \$100 million to \$500 million <input type="checkbox"/> \$500,000 to \$1 billion <input type="checkbox"/> More than \$1 billion
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2011-30496


FILED

April 28, 2011

12:32 PM

RELIEF ORDERED

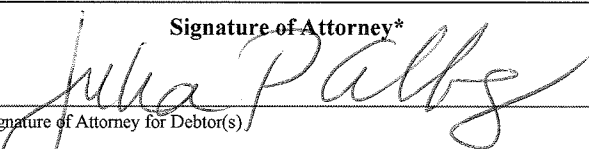
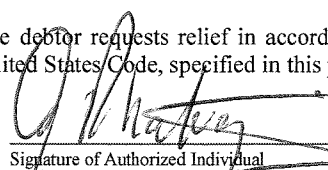
CLERK, U. S. BANKRUPTCY COURT
 EASTERN DISTRICT OF CALIFORNIA



0003454029

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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): R&M Gourmet Foods, A California LLC	
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: None		Case Number:	Date Filed:
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</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.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<p style="text-align: center;">Exhibit B</p> (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 § 342(b) of the Bankruptcy Code. 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 a 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 or lessor that obtained judgment)			
_____ (Address of landlord or lessor)			
<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 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.			
<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): R&M Gourmet Foods, A California LLC</p>
Signatures	
<p style="text-align: center;">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 State 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.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">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. (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>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X  Signature of Attorney for Debtor(s)</p> <p>Julia P. Gibbs 102072 Law Offices of Julia P. Gibbs 1329 Howe Avenue Suite 205 Sacramento, CA 95825 (916) 646-2800 Fax: (916) 929-1158 judy@gibbslegal.com</p> <p>April 28, 2011 Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney 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); 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>X _____ Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.</p> <p>_____ Date</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. <i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. § 110; 18 U.S.C. § 156.</i></p>
<p style="text-align: center;">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>X  Signature of Authorized Individual</p> <p>Greg Rhategan Printed Name of Authorized Individual</p> <p>Managing Member Title of Authorized Individual</p> <p>April 28, 2011 Date</p>	

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**United States Bankruptcy Court
Eastern District of California, Sacramento Division**

IN RE:

Case No. _____

R&M Gourmet Foods, A California LLC

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)
DSRG LP - Pavilions Box 6157 Hicksville, NY 11802				52,222.86
California Bank & Trust Bankcard Center P.O. Box 30833 Salt Lake City, UT 84130-0833				38,815.12
Facciola Meat Co Box 14160 Fremont, CA 94539				7,959.99
Sysco Food Services Of Sacramento Box 138007 Sacramento, CA 95813				7,349.33
Produce Express 2630 5th St Sacramento, CA 95818				6,833.75
Wine Warehouse Box 45616 San Francisco, CA 94145				6,635.01
Cheese Works West Box 79612 City Of Industry, CA 91716				5,325.22
Inside Publications 3104 Q St Ste 120 Sacramento, CA 95816				5,286.00
Armstrong Paper Group Box 2240 Windsor, CA 95492				5,033.08
Regal Wine Co File No. 72956 San Francisco, CA 94160				4,793.20
Chefs' Warehouse West Coast Box 601154 Pasadena, CA 91189				4,508.22
Carroll & Assoc PC 655 University Ave Ste 110 Sacramento, CA 95825				3,393.59
Mahoneys Seafood Inc Box 2527 Fair Oaks, CA 95628				3,180.80
Auteur Wines Box 1554 Sonoma, CA 95476				3,120.00

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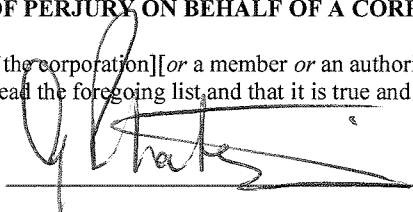
Tony's Fine Foods Box 1501 West Sacramento, CA 95605	2,777.89
Evening Land & Vineyards Llc Box 8143 Truckee, CA 96162	2,770.00
Ital Foods Inc 205 Shaw Rd South San Francisco, CA 94080	2,698.79
Pacific Mechanical Services 2275 Dale Ave Sacramento, CA 95815	2,620.13
Glenn Wills Distribution Box 418452 Sacramento, CA 95841	2,413.52
Brenton Wine Co 4225 Solano Ave Ste 555 Napa, CA 94558	2,150.00

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: **April 28, 2011**

Signature: _____



Greg Rhategan, Managing Member

(Print Name and Title)

**United States Bankruptcy Court
Eastern District of California, Sacramento Division**

IN RE:

Case No. _____

R&M Gourmet Foods, A California LLC

Chapter **11**

Debtor(s)

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NUMBER OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$ 0.00		
B - Personal Property	Yes	3	\$ 46,522.44		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	1		\$ 387,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	5		\$ 53,024.83	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	23		\$ 230,936.56	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				\$
J - Current Expenditures of Individual Debtor(s)	No				\$
TOTAL		36	\$ 46,522.44	\$ 670,961.39	

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IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim."

If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

DESCRIPTION AND LOCATION OF PROPERTY	NATURE OF DEBTOR'S INTEREST IN PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION	AMOUNT OF SECURED CLAIM
None				

TOTAL **0.00**

(Report also on Summary of Schedules)

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether the husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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).

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	H U S B A N D W I F E J O I N T O R C O M M U N I T Y	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
1. Cash on hand.		cash on hand		5,000.00
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Union Bank account		2,872.44
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, include audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interest in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issue.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(if known)

**SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)**

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X			
16. Accounts receivable.	X			
17. Alimony, maintenance, support, and property settlements in which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interest, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X	<i>off</i> on sale general liquor license		5,000.00
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X			
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.		Equipment & furnishings (not fixtures) in store listed at Exhibit B29		3,650.00
30. Inventory.		inventory - listed at Exhibit B30		30,000.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			

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Furniture. Fixtures & Equipment list					
Equipment		Value			
6 Burner Commercial		200			
1 Commercial Convection Oven		300			
2 rolling bakers racks		10			
1 large commercial Hobart ,mixer		300			
1 free standing commercial refrigeration unit		250			
5 Metro shelving units		10			
2 Cash register units with built in storage		100			
2 cash registers with credit card terminals		10			
1 commercial meat grinder		150			
1 commercial meat band saw		200			
1 commercial criovac machine		400			
1 scale and labeler		50			
1 commercial micro wave ovens		10			
1 free standing stainless sandwich/salad prep unit		300			
1 commercial meat/deli slicer		400			
1 laptop computer with printer & FedEx labeler		200			
1 free standing safe		50			
1 fax machine		10			
Metal patio Chairs and tables		400			

EAT B29

R M Gourmet Foods, LLC
Balance Sheet
March 31, 2011

Grocery Inventory	5,000.00
Kitchen Inventory	0.00
Deli Inventory	0.00
Meat Inventory	0.00
Fish & Poultry Inventory	0.00
Wine Inventory	25,000.00
Pastry Inventory	0.00
Gift Basket Inventory	0.00
	<hr/>
	20,238.33

EXH B30

4/19/2011 at 10:06 AM

Unaudited - For Management Purposes Only

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

TYPE OF PROPERTY	N O N E	DESCRIPTION AND LOCATION OF PROPERTY	HUSBAND, WIFE, JOINT, OR COMMUNITY	CURRENT VALUE OF DEBTOR'S INTEREST IN PROPERTY WITHOUT DEDUCTING ANY SECURED CLAIM OR EXEMPTION
35. Other personal property of any kind not already listed. Itemize.	X			
TOTAL				46,522.44

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IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor elects the exemptions to which debtor is entitled under:

Check if debtor claims a homestead exemption that exceeds \$146,450. *

(Check one box)

- 11 U.S.C. § 522(b)(2)
- 11 U.S.C. § 522(b)(3)

DESCRIPTION OF PROPERTY	SPECIFY LAW PROVIDING EACH EXEMPTION	VALUE OF CLAIMED EXEMPTION	CURRENT VALUE OF PROPERTY WITHOUT DEDUCTING EXEMPTIONS
Not Applicable			

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* Amount subject to adjustment on 4/1/13 and every three years thereafter ¹² with respect to cases commenced on or after the date of adjustment.

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is the creditor, 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). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Code debtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Code debtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim Without Deducting Value of Collateral" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion, if Any" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT		AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			UNLIQUIDATED	DISPUTED		
ACCOUNT NO. 140-07892-0723940-9001 California Bank & Trust Community Dev Business Group 2399 Gateway Oaks Drive, Ste 110 Sacramento, CA 95833	X	SBA loan secured by Debtor's assets VALUE \$ 33,650.00			387,000.00	353,350.00
ACCOUNT NO.		VALUE \$				
ACCOUNT NO.		VALUE \$				
ACCOUNT NO.		VALUE \$				

0 continuation sheets attached

Subtotal (Total of this page)	\$ 387,000.00	\$ 353,350.00
Total (Use only on last page)	\$ 387,000.00	\$ 353,350.00

(Report also on Summary of Schedules.) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

4 continuation sheets attached

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IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBETOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Brent W Heller 3513 El Ricon Way Sacramento, CA 95864				unknown		
ACCOUNT NO. Cynthia A Leonard 6501 Chetwood Way Sacramento, CA 95831				unknown		
ACCOUNT NO. Danielle J Callaghan 2025 W El Camino #477 Sacramento, CA 95833				unknown		
ACCOUNT NO. Deanna McCauley 5910 Crowder Way Sacramento, CA 95842				unknown		
ACCOUNT NO. Debra Williams 1424 55th St Sacramento, CA 95819				unknown		
ACCOUNT NO. Diania C Del Rio 1424 55th St Sacramento, CA 95819				unknown		

Sheet no. 1 of 4 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
 (Totals of this page)

Total
 (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

Total
 (Use only on last page of the completed Schedule E. If applicable,
 report also on the Statistical Summary of Certain Liabilities and Related Data.)

\$	\$	\$
\$		
	\$	\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Dick J Carpenter 3350 Guadalupe St West Sacramento, CA 95691						unknown		
ACCOUNT NO. Ellen R Nolan 2100 G St #A Sacramento, CA 95816						unknown		
ACCOUNT NO. Gabriel Z Bautista 3563 W River Dr Sacramento, CA 95833						unknown		
ACCOUNT NO. Gregory Rhategan 633 Santa Ynez Way Sacramento, CA 95825						unknown		
ACCOUNT NO. Hugh A Kail 2940 24th Ave Sacramento, CA						unknown		
ACCOUNT NO. Margaret Vasquez 4184 Justin Way Sacramento, CA 95826						unknown		

Sheet no. 2 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Totals of this page)

Total
(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

Total
(Use only on last page of the completed Schedule E. If applicable,
report also on the Statistical Summary of Certain Liabilities and Related Data.)

\$	\$	\$
\$		
\$	\$	\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO. Mark P Rudkin 3755 Erlewine Circle Sacramento, CA 95819					unknown		
ACCOUNT NO. Paul R Valencia 6700 Frates Way Sacramento, CA 95831					unknown		
ACCOUNT NO. Raul Mandujano 1100 Howe Ave #593 Sacramento, CA 95825					unknown		
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							

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Sheet no. 3 of 4 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
 (Totals of this page)

\$	\$	\$
----	----	----

Total
 (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

\$		
----	--	--

Total
 (Use only on last page of the completed Schedule E. If applicable,
 report also on the Statistical Summary of Certain Liabilities and Related Data.)

\$	\$	\$
----	----	----

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Taxes and Other Certain Debts Owed to Governmental Units

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO. 00-23100 State Board Of Equalization Account Information Group, MIC:29 Box 942879 Sacramento, CA 94279-0029		sales tax - 2010 & 2011			53,024.83	53,024.83	
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							

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Sheet no. 4 of 4 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
 (Totals of this page)

\$ 53,024.83 \$ 53,024.83 \$

Total
 (Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

\$ 53,024.83

Total
 (Use only on last page of the completed Schedule E. If applicable,
 report also on the Statistical Summary of Certain Liabilities and Related Data.)

\$ 53,024.83 \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured nonpriority claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Acurate Edges Sharpening Inc 713 Ivy Court Winters, CA 95694						63.00
ACCOUNT NO. Market At Pavilions Adelaida Cellars 5805 Adelaida Rd Paso Robles, CA 93446						372.00
ACCOUNT NO. Market At Pavilions Adventures In Wine 440 Talbert St Daly City, CA 94014						1,140.00
ACCOUNT NO. 2068740000 American Express Publishing 23 Pond Lane Middlebury, VT 05753						30.00

22 continuation sheets attached

Subtotal
(Total of this page) \$ **1,605.00**

Total
(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules and, if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 63200 American Paper & Plastics Inc 10511 E Valley Rd El Monte, CA 91731						639.55
ACCOUNT NO. David Berkeley Fine Wines Amiamo Inc 1782 W Roberts Ave Fresno, CA 93711						1,388.40
ACCOUNT NO. Market At Pavilions Antalva Wine Imports Inc 6505 Shenandoah Ave Los Angeles, CA 90056						375.00
ACCOUNT NO. Market At Pavilions Apollo Olive Oil Box 1054 Oregon House, CA 95692						300.00
ACCOUNT NO. David Berkeley Fine Wines Arcadian Winery 1607 Mission Dr Ste 307 Solvang, CA 93463						928.00
ACCOUNT NO. 030818-1 Armstrong Paper Group Box 2240 Windsor, CA 95492						5,033.08
ACCOUNT NO. Market At Pavilions Artisan Growers & Producers 290 Lombard St Ste 41 San Francisco, CA 94133						312.00

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Sheet no. 1 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **8,976.03**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. David Berkeley Fine Wines Audelssa Box 474 Clayton, CA 94517						429.74
ACCOUNT NO. Market At Pavilions Auteur Wines Box 1554 Sonoma, CA 95476						3,120.00
ACCOUNT NO. 101958747 Avaya Inc Box 5125 Carol Stream, IL 60197						223.74
ACCOUNT NO. Market At Pavilions Bariani Olive Oil 9460 Bar Du Lane Sacramento, CA 95829						1,175.00
ACCOUNT NO. Market At Pavilions Bella Bru Baking - Boss 2008 6260 Belleau Wood Lane Ste 7 Sacramento, CA 95829						1,086.43
ACCOUNT NO. Market At Pavilions Bin 13 5005 Warm Springs Rd Glen Ellen, CA 95442						500.00
ACCOUNT NO. Market At Pavilions Bink Wines 545 West I St Benecia, CA 94510						160.00

Sheet no. 2 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **6,694.91**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Boca Bons East LLC 5190 Lake Worth Rd Greenacres, FL 33463						1,780.92
ACCOUNT NO. David Berkeley Fine Wines Bock Wines & Spirits Pier 19 The Embarcadero San Francisco, CA 94111						540.00
ACCOUNT NO. David Berkeley Fine Wines BonAnno Vintners Llc 2614 N Paulina Chicago, IL 60614						168.00
ACCOUNT NO. Market At Pavilions Branigan's Turkey Farm 39621 County Rd 24A Woodland, CA 95695						1,707.61
ACCOUNT NO. Market At Pavilions Brenton Wine Co 4225 Solano Ave Ste 555 Napa, CA 94558						2,150.00
ACCOUNT NO. David Berkeley Broadside 1720 Ironwood Templeton, CA 93465						246.00
ACCOUNT NO. Market At Pavilions Buchanan Hollow Nut Co 6510 Minturn Le Grand, CA 95333						112.50

Sheet no. 3 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **6,705.03**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

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IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Bumgarner Box 332 Camino, CA 95709						200.00
ACCOUNT NO. Market At Pavilions Busy Bee Drain Cleaning & Plumbing 9209 Castlebar Way Sacramento, CA 95826						200.00
ACCOUNT NO. **** * 1877 California Bank & Trust Bankcard Center P.O. Box 30833 Salt Lake City, UT 84130-0833	X					38,815.12
ACCOUNT NO. Market At Pavilions Carroll & Assoc PC 655 University Ave Ste 110 Sacramento, CA 95825						3,393.59
ACCOUNT NO. Market At Pavilions CBS Food Equipment Box 360801 Milpitas, CA 95036						155.84
ACCOUNT NO. w528/Market At Pavilions Cheese Works West Box 79612 City Of Industry, CA 91716	X					5,325.22
ACCOUNT NO. v12147/David Berkeley Chefs' Warehouse West Coast Box 601154 Pasadena, CA 91189						4,508.22

Sheet no. 4 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **52,597.99**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.)

\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 40127 Chicago Importing Company 1250 Davis Rd Elgin, IL 60123						410.09
ACCOUNT NO. 07-0214828710 Clark Pest Control Box 1480 Lodi, CA 95241						70.00
ACCOUNT NO. David Berkeley Fine Wines Cobb Wines 18100 Fitzpatrick Lane Occidental, CA 95465						1,890.00
ACCOUNT NO. Market At Pavilions Coleman Nicole Wines 191 Main St Roseville, CA 95678						360.00
ACCOUNT NO. David Berkeley Fine Wines Cornerstone Cellars 6505 Washington St Yountville, CA 94599						500.00
ACCOUNT NO. Market At Pavilions Creative Wine Concepts 830 Fulton Lane St Helena, CA 94574						260.00
ACCOUNT NO. Market At Pavilions D Beccaris Ltd 3986 County Rd NN Orland, CA 95963						199.78

Sheet no. 5 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **3,689.87**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Daprano & Co Box 49228 Charlotte, NC 28777						302.67
ACCOUNT NO. David Berkeley Fine Wines Dehlinger Winery 4101 Vine Hill Rd Sebastopol, CA 95472						384.00
ACCOUNT NO. Market At Pavilions DR Stephens Estate 1860 Howell Mountain Rd St Helena, CA 94574						950.00
ACCOUNT NO. Market At Pavilions Dreyer Wine Llc 161 Fox Hollow Rd Woodside, CA 94062						240.00
ACCOUNT NO. 100357-HO4811 DSRG LP - Pavilions Box 6157 Hicksville, NY 11802	X					52,222.86
ACCOUNT NO. Donahue Schriber Realty Group LP 200 East Baker Street, Ste 100 Costa Mesa, CA 95815		Assignee or other notification for: DSRG LP - Pavilions				
ACCOUNT NO. Donahue Schriber Realty Group LP 3501 Del Paso Rd, Ste 100 Sacramento, CA 95835		Assignee or other notification for: DSRG LP - Pavilions				

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Sheet no. 6 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **54,099.53**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Leslie Bower, Esq. 92 Argonaut, Ste 120 Aliso Viejo, CA 92656		Assignee or other notification for: DSRG LP - Pavilions				
ACCOUNT NO. Market At Pavilions Dutton Estate 8757 Green Valley Rd Sebastopol, CA 95472						319.50
ACCOUNT NO. Market At Pavilions Evening Land & Vineyards Llc Box 8143 Truckee, CA 96162						2,770.00
ACCOUNT NO. Market At Pavilions Excalibur Wine Company Inc Box 5360 Napa, CA 94581						234.00
ACCOUNT NO. 126310-001 Facciola Meat Co Box 14160 Fremont, CA 94539	X					7,959.99
ACCOUNT NO. 10669 Fantasy Chocalates Inc 2885 S Congress Ave Ste A Delray Beach, FL 33445						194.00
ACCOUNT NO. Market At Pavilions Foghorn Llc 99 Pacific St Ste 155 D Heritage, CA 93940						50.00

Sheet no. 7 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **11,527.49**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.)

\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. David09 Frank-Lin Distillers Products Ltd Box 49049 San Jose, CA 95161						745.00
ACCOUNT NO. David Berkeley Fresca Italia Inc 200 Valley Dr Brisbane, CA 94005						419.59
ACCOUNT NO. c1366 Garvey 8825 Mercury Lane Pico Rivera, CA 90660						978.57
ACCOUNT NO. David Berkeley Gayle's Sweet N Sassy Foods 269 S Beverly Dr Beverly Hills, CA 90212						121.56
ACCOUNT NO. 5069 Gil's Gourmet 577 Ortiz Ave Sand City, CA 93955						120.34
ACCOUNT NO. Market At Pavilions Glacier Valley Ice Co 1654 Marthaler Lane West St Paul, MN 55118						174.60
ACCOUNT NO. 014c Glenn Wills Distribution Box 418452 Sacramento, CA 95841						2,413.52

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Sheet no. 8 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **4,973.18**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. R&M Gourmet Foods Grant Bennet Assoc 1375 Exposition Blvd Ste 230 Sacramento, CA 95815						1,430.14
ACCOUNT NO. David Berkeley Fine Wines Greenleaf 1955 Jerrold Ave San Francisco, CA 94124						355.00
ACCOUNT NO. Market At Pavilions Hammond's Candies 5735 N Washington St Denver, CO 80216						307.53
ACCOUNT NO. Market At Pavilions Hathaway Trading Co Inc Box 721 Whittier, CA 90608						516.00
ACCOUNT NO. CA469882 Henry Wine Group Box 45936 San Francisco, CA 94145						1,472.00
ACCOUNT NO. D Berk Hitching Post Winery Box 365 Buelton, CA 93427						200.00
ACCOUNT NO. D Berk Hoopes Family Winery Box 3180 Yountville, CA 94599						2,000.00

Sheet no. 9 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **6,280.67**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.)

\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. David Berkeley Fine Wines Huge Bear Wines Box 960039 Boxton, MA 02196						432.00
ACCOUNT NO. Market At Pavilions Independent Technical Services Box 2760 Granite Bay, CA 95746						58.73
ACCOUNT NO. The Market Inside Publications 3104 Q St Ste 120 Sacramento, CA 95816	X					5,286.00
ACCOUNT NO. 188620 Ital Foods Inc 205 Shaw Rd South San Francisco, CA 94080	X					2,698.79
ACCOUNT NO. Market At Pavilions Italian Harvest Inc 308 Laidley St San Francisco, CA 94131						174.00
ACCOUNT NO. Market At Pavilions Ka'lo Farms Box 390759 Keauhou, HI 96739						435.18
ACCOUNT NO. David Berkeley Kali's Bakery 910 81st Ave Ste 20 Oakland, CA 94621						37.80

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Sheet no. 10 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **9,122.50**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
ACCOUNT NO. Market At Pavilions Ken Rasmussen Winery Box 312 St Helena, CA 94574					240.00
ACCOUNT NO. Market At Pavilions Kenefick Ranch Winery 2200 Pickett Rd Calistoga, CA 94515					240.00
ACCOUNT NO. David Berkeley Fine Wines Knights Bridge Winery Box 960039 Boston, MA 02196					432.00
ACCOUNT NO. Market At Pavilions Lioco Wine Company 11151 Missouri Ave Los Angeles, CA 90025					504.00
ACCOUNT NO. Market At Pavilions Liparita Wine Cellars Box 3600 Yountville, CA 94599					420.00
ACCOUNT NO. Market At Pavilions Lone Acre Wines 4871 Somerset Loop Placerville, CA 95667					108.00
ACCOUNT NO. Market At Pavilions Macauley Vineyard Box 398 Rutherford, CA 94573					125.00

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Sheet no. 11 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **2,069.00**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)**

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Mahoneys Seafood Inc Box 2527 Fair Oaks, CA 95628						3,180.80
ACCOUNT NO. Market At Pavilions Markstein Beverage Co Box 15379 Sacramento, CA 95851						28.38
ACCOUNT NO. Market At Pavilions Marston Family Vineyard Llc Box 4125 San Rafael, CA 94913						400.00
ACCOUNT NO. Market At Pavilions MarTeck 8435 Georgetown Rd Ste 200 Indianapolis, IN 46268						100.00
ACCOUNT NO. Market At Pavilions MC&M 1091 Industrial Rd Ste 105 San Carlos, CA 94070						192.00
ACCOUNT NO. Market At Pavilions McNeil Wines 194 Camino Oruga Ste 15 Napa, CA 94558						192.00
ACCOUNT NO. 42-467569 Mega Wine Inc 14718 Raymer St Van Nuys, CA 91405						808.00

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Sheet no. 12 of 22 continuation sheets attached to
Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) \$ **4,901.18**

(Use only on last page of the completed Schedule F. Report also on
the Summary of Schedules, and if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.)

Total
\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. David Berkeley Fine Wines Melka Wines Box 82 Oakville, CA 94562						384.00
ACCOUNT NO. DABERK Mi Sueno Winery 910 Enterprise Way Ste M Napa, CA 94558						384.00
ACCOUNT NO. Market At Pavilions Moffet Vineyards Box 607 St Helena, CA 94574						522.00
ACCOUNT NO. Market At Pavilions Monterey Bay Wine Co. 27 Palma Ave La Selva Beach, CA 95076						144.00
ACCOUNT NO. David Berkeley Fine Wines Morlet Family Vineyards 2825 St Helena Hwy N St Helena, CA 94574						360.00
ACCOUNT NO. Market At Pavilions Mount Eden Vineyards 22020 Mount Eden Rd Saratoga, CA 95070						928.00
ACCOUNT NO. The Market Murphy Vineyards 395 Crane Ave St Helena, CA 94574						110.00

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Sheet no. 13 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **2,832.00**

(Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.)

Total
 \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Native 9 Wines Box 70603 Oakland, CA 94612						660.00
ACCOUNT NO. David Berkeley Fine Wines Neal Family Vineyards 716 Liparita Rd Angwin, CA 94508						200.00
ACCOUNT NO. Market At Pavilions Nicasio Valley Cheese Co 999 Anderson Dr San Rafael, CA 94901						109.60
ACCOUNT NO. Market At Pavilions Nicole's 1505 N Kingsbury St Chicago, IL 60642						214.17
ACCOUNT NO. David Berkeley North American Food Dist Inc 3969 Industrial Blvd West Sacramento, CA 95691						149.55
ACCOUNT NO. David Berkeley North Coast Fisheries Box 1501 West Sacramento, CA 95605						933.83
ACCOUNT NO. 1/0000770515 Oakland Packaging 3200 Regatta Blvd #F Richmond, CA 94804						640.51

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Sheet no. 14 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **2,907.66**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.)

\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Pacific Mechanical Services 2275 Dale Ave Sacramento, CA 95815						2,620.13
ACCOUNT NO. Market At Pavilions Pali Wine Co 881 Alma Real Dr Pacific Pallasades, CA 90272						165.00
ACCOUNT NO. Market At Pavilions Panagea Fine Foods 12626 Highland Bluff Dr San Diego, CA 92130						148.42
ACCOUNT NO. Market At Pavilions Perfect Edge Cutlery And Chefs' Supply 1640 Palm Ave San Mateo, CA 94402						88.24
ACCOUNT NO. Market At Pavilions Philip Togni Vineyard Box 81 St Helena, CA 94574						1,042.00
ACCOUNT NO. Market At Pavilions Poco Dolce 1020 Illinois St San Francisco, CA 94107						353.15
ACCOUNT NO. Market At Pavilions Point Conception Wines Llc Box 3440 Lompoc, CA 93438						432.00

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Sheet no. 15 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **4,848.94**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Produce Express 2630 5th St Sacramento, CA 95818						6,833.75
ACCOUNT NO. Market At Pavilions Quintessential Wholesale 1932 Sierra Ave Napa, CA 94558						187.00
ACCOUNT NO. Market At Pavilions Qupe Box 440 Los Olivos, CA 93441						1,174.00
ACCOUNT NO. 571421 Regal Wine Co File No. 72956 San Francisco, CA 94160						4,793.20
ACCOUNT NO. Market At Pavilions River Bend Vineyards Sonoma-Loeb 50 Broad St, Ste 1137 New York, NY 10004						360.00
ACCOUNT NO. David Berkeley River Road Wines 5220 Ross Rd Sebastopol, CA 95472						96.00
ACCOUNT NO. Market At Pavilions Roar Wines C/O Swirl Wine Brokers 207 San Francisco, CA 94109						480.00

Sheet no. 16 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **13,923.95**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.)

\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Robert Craig Winery 625 Imperial Way Ste 1 Napa, CA 94559						820.00
ACCOUNT NO. Market At Pavilions Ryan Cellars 1344 Oak St Napa, CA 94559						140.00
ACCOUNT NO. Market At Pavilions SAAG's Specialty Meats Box 2078 San Leandro, CA 94577						227.39
ACCOUNT NO. Market At Pavilions Sacramento Baking Co Inc 9221 Beatty Dr Sacramento, CA 95826						211.00
ACCOUNT NO. David Berkeley Sacramento Magazines Corp 706 56th St Ste 210 Sacramento, CA 95819						147.39
ACCOUNT NO. Market At Pavilions School House Vineyards 3549 Langtry Rd St Helena, CA 94574						1,440.00
ACCOUNT NO. Market At Pavilions Sciambra Passini French Bakery Inc 685 S Freeway Dr Napa, CA 94558						939.70

Sheet no. 17 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **3,925.48**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. Market At Pavilions Seattle Chocolate 1180 Andover Park W Seattle, WA 98188					320.76
ACCOUNT NO. MarPav Sequum-Skinner-Davena Llc 345 LaFata St Ste D St Helena, CA 94574					540.00
ACCOUNT NO. 103878 Shasta Linen Supply 1931 E St Sacramento, CA 95811					1,123.05
ACCOUNT NO. Market At Pavilions Sojourn Box 1953 Sonoma, CA 95476					122.00
ACCOUNT NO. Market At Pavilions Star Knife Sharpening 124 West C St Galt, CA 95632					44.00
ACCOUNT NO. R&M Gourmet Foods Sunrise Packaging Group 94 Nancy St West Babylon, NY 11704					74.26
ACCOUNT NO. Market At Pavilions Sweet Stuff English Toffee 9806 Mira Del Rio Dr Sacramento, CA 95827					150.00

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Sheet no. 18 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **2,374.07**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. 370874 Sysco Food Services Of Sacramento Box 138007 Sacramento, CA 95813	X					7,349.33
ACCOUNT NO. Market At Pavilions Tamalpais Co 408 Redrock Way Petaluma, CA 94954						180.25
ACCOUNT NO. Market At Pavilions Terravant Wine Co 35 Industrial Way Buelton, CA 93427						468.00
ACCOUNT NO. David Berkeley Fine Wines Terrell Wines P.O. Box 642519 San Francisco, CA 94164-2519						270.00
ACCOUNT NO. Market At Pavilions Tesori Wines Box 7775 San Francisco, CA 94120						841.53
ACCOUNT NO. Market At Pavilions TGIC Importers 23035 Ventura Blvd Ste 200 Woodland Hills, CA 91364						50.00
ACCOUNT NO. Market At Pavilions Thanksgiving Coffee Co Inc Box 1918 Fort Bragg, CA 95437						648.60

Sheet no. 19 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **9,807.71**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.)

\$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See Instructions Above.)</i>	CODEBITOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT		AMOUNT OF CLAIM
			UNLIQUIDATED	DISPUTED	
ACCOUNT NO. Market At Pavilions The Terraces Box 511 Rutherford, CA 94573					228.00
ACCOUNT NO. Market At Pavilions The Window Man 8588 Oak Ave Orangevale, CA 95662					200.00
ACCOUNT NO. 5058 Titan Wine And Spirits 23035 Ventura Blvd Woodland Hills, CA 91364					91.00
ACCOUNT NO. Market At Pavilions Toffee Boutique.Com 2038 Rough Gold Ct Gold River, CA 95670					225.12
ACCOUNT NO. Market At Pavilions Tolusa Winery Llc 4910 Edna Rd San Luis Obispo, CA 93401					846.75
ACCOUNT NO. 60300050 Tony's Fine Foods Box 1501 West Sacramento, CA 95605	X				2,777.89
ACCOUNT NO. David Berkeley Trione Vineyards Box NN Santa Rosa, CA 95402					680.40

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Sheet no. 20 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **5,049.16**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	DEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Ultimate Performance Products 7340 S Alton Way Unit K Englewood, CO 80112						389.12
ACCOUNT NO. David Berkeley Fine Wines USA Wine West 2658 Bridgeway Ste 206 Sausalito, CA 94965						912.00
ACCOUNT NO. Market At Pavilions V59 Wines 2800 Jenifer St NW Washington, DC 20015						1,356.00
ACCOUNT NO. David Berkeley Vannelli 4271 Duluth Ave Ste B Rocklin, CA 95765						243.30
ACCOUNT NO. Market At Pavilions Verdad Box 440 Los Olivos, CA 93441						120.00
ACCOUNT NO. Market At Pavilions Vignerons Imports 6 Barner Place Oakland, CA 94602						554.40
ACCOUNT NO. David Berkeley Fine Wines Wai Lana Productions 4721 Kelton Way 5C Sacramento, CA 95838						369.80

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Sheet no. 21 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) \$ **3,944.62**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) \$

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER. <i>(See Instructions Above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. Market At Pavilions Wine House 129 Carolina St San Francisco, CA 94103						263.33
ACCOUNT NO. Market At Pavilions Wine Spectator Box 37366 Boone, IA 50037						39.95
ACCOUNT NO. 306350 Wine Warehouse Box 45616 San Francisco, CA 94145	X					6,635.01
ACCOUNT NO. R&M Gourmet Foods World Wide Gourmet 21616 87th Ave SE Woodinville, WA 98072						274.15
ACCOUNT NO. R&M Gourmet Foods Xan Confections Inc 1202 McGaw Ave Irvine, CA 92614						277.75
ACCOUNT NO. Market At Pavilions Yorba Wines Box 3827 Napa, CA 94558						590.40
ACCOUNT NO. 						

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Sheet no. 22 of 22 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page) **\$ 8,080.59**

Total
 (Use only on last page of the completed Schedule F. Report also on
 the Summary of Schedules, and if applicable, on the Statistical
 Summary of Certain Liabilities and Related Data.) **\$ 230,936.56**

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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).

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE OF OTHER PARTIES TO LEASE OR CONTRACT	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
<p>Donahue Shcriber Realty Group, LP 200 East Baker St, Ste100 Costa Mesa, CA 95815</p>	<p>commercial premises lease - 515 Pavilions Lane, Sacramento, CA</p>

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<p>Greg Rhategan 633 Santa Ynez Sacramento, CA 95816</p>	<p>Cheese Works West Box 79612 City Of Industry, CA 91716</p> <p>DSRG LP - Pavilions Box 6157 Hicksville, NY 11802</p> <p>Facciola Meat Co Box 14160 Fremont, CA 94539</p> <p>Inside Publications 3104 Q St Ste 120 Sacramento, CA 95816</p> <p>Ital Foods Inc 205 Shaw Rd South San Francisco, CA 94080</p> <p>Sysco Food Services Of Sacramento Box 138007 Sacramento, CA 95813</p> <p>Tony's Fine Foods Box 1501 West Sacramento, CA 95605</p> <p>Wine Warehouse Box 45616 San Francisco, CA 94145</p> <p>California Bank & Trust Community Dev Business Group 2399 Gateway Oaks Drive, Ste 110 Sacramento, CA 95833</p> <p>California Bank & Trust Bankcard Center P.O. Box 30833 Salt Lake City, UT 84130-0833</p>

B6 Declaration (Official Form 6 - Declaration) (12/07)

IN RE R&M Gourmet Foods, A California LLC

Case No. _____

Debtor(s)

(If known)

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY BY INDIVIDUAL DEBTOR

I declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of _____ sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date: _____ Signature: _____ Debtor

Date: _____ Signature: _____ (Joint Debtor, if any)

[If joint case, both spouses must sign.]

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

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 by that section.

Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer

Social Security No. (Required by 11 U.S.C. § 110.)

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social security number of the officer, principal, responsible person, or partner who signs the document.

Address

Signature of Bankruptcy Petition Preparer

Date

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 signed sheets conforming to the appropriate Official Form for each person.

A bankruptcy petition preparer's failure to comply with the provision 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.

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Managing Member (the president or other officer or an authorized agent of the corporation or a member or an authorized agent of the partnership) of the R&M Gourmet Foods, A California LLC (corporation or partnership) named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 37 sheets (total shown on summary page plus 1), and that they are true and correct to the best of my knowledge, information, and belief.

Date: April 28, 2011

Signature: _____

Greg Rhategan

(Print or type name of individual signing on behalf of debtor)

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

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
Eastern District of California, Sacramento Division

IN RE:

Case No. _____

R&M Gourmet Foods, A California LLC

Chapter 11

Debtor(s)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. If the answer to an applicable question is "None," mark the box labeled "None." If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year.

Table with 2 columns: AMOUNT, SOURCE. Rows: 2,284,321.00 2009 gross income; 1,577,104.66 2010 gross income; 276,603.37 2011 gross income - through 3/31/2011

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately.

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600.

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None b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850.* If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

None c. All debtors: List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Donahue Schriber Realty Group v. R&M Gourmet Foods, Case No. 34-2011-00100429	unlawful detainer	Sacramento Superior Court	pending

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and joint petition is not filed.)

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

7. Gifts

None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

8. Losses

None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case.** (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
Approximately \$50,000 (cost) of wine stolen by a former employee, Michael Chandler. Theft discovered in November, 2010. No insurance payment received.		11/2010

9. Payments related to debt counseling or bankruptcy

- None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

10. Other transfers

- None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

- None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

11. Closed financial accounts

- None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

12. Safe deposit boxes

- None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

- None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

14. Property held for another person

- None List all property owned by another person that the debtor holds or controls.

15. Prior address of debtor

- None If debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former Spouses

- None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

- None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

18. Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

LAST FOUR DIGITS
OF SOCIAL-
SECURITY OR OTHER
INDIVIDUAL
TAXPAYER-I.D. NO.
(ITIN)/COMPLETE EIN

NAME	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
The Market At Pavilions	515 Pavilions Lane Sacramento, CA 95825	specialty food & wine	July 2008 to present

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within the **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Robert I. Rojas Rojas & Associates, CPAs 1300 S Street Sacramento, CA 95811	

None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

None d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of the case by the debtor.

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
Greg Rhategan 933 Santa Ynez Way Sacramento, CA 95816	Managing member/ 91.1% share	0.000000
Raymond W. Matteson 8579 Emperor Drive Fair Oaks, CA 95628	member/ 9.99% share	0.000000

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

22. Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

23. Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Greg Rhategan managing member	listed at Exhibit SOFA 23	

24. Tax Consolidation Group

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

25. Pension Funds.

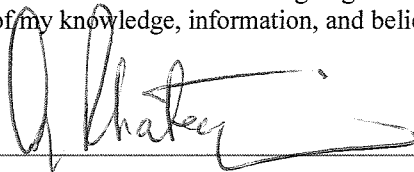
None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information, and belief.

Date: **April 28, 2011**

Signature: _____



Greg Rhategan, Managing Member

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

_____ **0** continuation pages attached

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

4/18/11 at 14:18:30.08

Page: 1

R & M Gourmet Foods, LLC

General Ledger

For the Period From Aug 1, 2008 to Mar 31, 2011

Filter Criteria includes: 1) IDs from 00-39007 to 00-39007. Report order is by ID. Report is printed with shortened descriptions and in Detail Format.

Account ID Account Description	Date	Reference	Jrnl	Trans Description	Debit Amt	Credit Amt	Balance
00-39007	8/1/08			Beginning Balance			4,625.00
Member's Draw	8/4/08	80408	GEN	Greg's Cash	200.00		
	8/7/08	080708	GEN	Greg's Cash	150.00		
	8/13/08	081308	GEN	Greg's Cash	200.00		
	8/16/08	081608	GEN	Greg's Cash	200.00		
	8/19/08	081908	GEN		200.00		
	8/20/08	082008	GEN	Greg's Cash	150.00		
	8/21/08	CASH	PJ	Greg Rhategan	2,000.00		
				Current Period Cha	3,100.00		3,100.00
	9/1/08			Beginning Balance			7,725.00
	9/17/08	00163903	PJ	Ports Seafood	89.45		
	9/28/08	092808	GEN		500.00		
				Current Period Cha	589.45		589.45
	10/1/08			Beginning Balance			8,314.45
	10/27/08	1976-1008	PJ	California Bank an	8,100.42		
				Current Period Cha	8,100.42		8,100.42
	11/1/08			Beginning Balance			16,414.87
	11/17/08	111708	GEN		100.00		
	11/26/08	112608	GEN		200.00		
	11/28/08	112808	GEN		1,439.00		
				Current Period Cha	1,739.00		1,739.00
	12/1/08			Beginning Balance			18,153.87
	12/8/08	120808	GEN		200.00		
	12/9/08	120908	GEN	Member's Draw fro	200.00		
	12/13/08	121308	GEN	Member Draw	200.00		
	12/17/08	498882001	PJ	First Equity Card C	200.00		
	12/19/08	121908	GEN		200.00		
	12/24/08	122408	GEN	Member Draw	1,080.00		
	12/27/08	1877-12/08	PJ	California Bank an	110.93		
	12/31/08	123108	GEN	Greg bank Xfer 12/	1,500.00		
				Current Period Cha	3,690.93		3,690.93
	12/31/08			Fiscal Year End Ba			21,844.80
	1/1/09			Beginning Balance			
	1/20/09	xxxx4274.0	PJ	Advanta Bank Corp	454.00		
	1/25/09	498882001	PJ	First Equity Card C	200.00		
	1/27/09	4274.JANO	PJ	Advanta Bank Corp	473.00		
	1/27/09	1877-01/09	PJ	California Bank an	945.39		
	1/31/09	013109	GEN	Member's Draw fro	10.00		
	1/31/09	013109	GEN	Telephone Xfers 1/	1,000.00		
				Current Period Cha	3,082.39		3,082.39
	2/1/09			Beginning Balance			3,082.39
	2/3/09	020309	GEN	Members Draw	100.00		
	2/10/09	021009	GEN	Member Draw Fro	100.00		
	2/11/09	Feb2009	PJ	Shelley Acoca - S.	1,387.00		
	2/11/09	021109	GEN	Member Draw Fro	100.00		
	2/13/09	021309	GEN	Member Draw	100.00		
	2/14/09	021409	GEN	Member Draw (fro	300.00		
	2/20/09	022009	GEN		300.00		
	2/23/09	022309	GEN		200.00		
	2/25/09	022509	GEN		200.00		
	2/27/09	1877-02/09	PJ	California Bank an	1,291.76		
				Current Period Cha	4,078.76		4,078.76
	3/1/09			Beginning Balance			7,161.15
	3/4/09	030409	GEN		200.00		
	3/6/09	030609	GEN		750.00		
	3/7/09	030709	GEN		600.00		
	3/20/09	032009	GEN		200.00		
	3/23/09	032309	GEN		100.00		
	3/25/09	032509	GEN		100.00		
	3/28/09	032809	GEN		200.00		

EX SOFA 23

R & M Gourmet Foods, LLC

General Ledger

For the Period From Aug 1, 2008 to Mar 31, 2011

Filter Criteria includes: 1) IDs from 00-39007 to 00-39007. Report order is by ID. Report is printed with shortened descriptions and in Detail Format.

Account ID Account Description	Date	Reference	Jrnl	Trans Description	Debit Amt	Credit Amt	Balance
	3/31/09	033109 CA	GEN		1,500.00		
				Current Period Cha	3,650.00		3,650.00
	4/1/09			Beginning Balance			10,811.15
	4/14/09	041409	GEN	Members Draw	100.00		
	4/18/09	041809	GEN	Members Draw	150.00		
	4/20/09	042009	GEN	Members Draw	100.00		
	4/25/09	042509	GEN	Members Draw	200.00		
	4/30/09	043009	GEN	Members Draw	250.00		
	4/30/09	043009 Fe	GEN	Greg Xfers	3,060.00		
				Current Period Cha	3,860.00		3,860.00
	5/1/09			Beginning Balance			14,671.15
	5/5/09	050509 Ca	GEN		200.00		
	5/6/09	050709	GEN	Members Draw	50.00		
	5/7/09	050709	GEN	Misc Cash Transfer	1,800.00		
	5/11/09	051109	GEN	Member's Draw	150.00		
	5/13/09	051309 Ca	GEN	Xfer to personal ac	750.00		
	5/16/09	051609	GEN	Members Draw	200.00		
	5/19/09	051909	GEN	Member's Draw	100.00		
	5/21/09	052109	GEN	Member's Draw	250.00		
	5/23/09	052309	GEN	Member's Draw	100.00		
	5/27/09	052709	GEN	Greg Draw	500.00		
	5/29/09	052909	GEN	Member's Draw	100.00		
				Current Period Cha	4,200.00		4,200.00
	6/1/09			Beginning Balance			18,871.15
	6/2/09	060209	GEN	Member's Draw	300.00		
	6/5/09	060509 Xfe	GEN	Greg Draw	1,850.00		
	6/23/09	06.23.09 C	GEN		600.00		
	6/24/09	6.24.09 A/R	GEN	Rcvd from S. Edwa	900.00		
	6/25/09	062509	GEN	Member's Draw	46.00		
				Current Period Cha	3,696.00		3,696.00
	7/1/09			Beginning Balance			22,567.15
	7/2/09	070209	GEN	Member's Draw	100.00		
	7/2/09	070209 Xfe	GEN		2,000.00		
	7/3/09	070309	GEN	Member's Draw	300.00		
	7/6/09	565264400	PJ	City of Sacramento	97.97		
	7/7/09	070709	GEN	Steve Edwards 7/7	200.00		
	7/16/09	071609	GEN	Member's Draw	300.00		
	7/17/09	071709	GEN	Member's Draw	250.00		
	7/18/09	071809	GEN	Member's Draw	100.00		
	7/23/09	072309	GEN	Member's Draw	200.00		
	7/26/09	072609	GEN	Member's Draw	100.00		
	7/27/09	1877-07.09	PJ	California Bank an	295.20		
	7/29/09	072909	GEN	Member's Draw	100.00		
				Current Period Cha	4,043.17		4,043.17
	8/1/09			Beginning Balance			26,610.32
	8/2/09	080209	GEN	Member's Draw	40.00		
	8/3/09	7792-08/09	PJ	Comcast Cable	226.27		
	8/4/09	080409	GEN	Member's Draw	200.00		
	8/5/09	3388823-8/	PJ	Smud	254.11		
	8/6/09	080609	GEN	Member's Draw	31.30		
	8/7/09	080709	GEN	Member's Draw	58.47		
	8/9/09	080909	GEN	Member's Draw	100.00		
	8/10/09	081009	GEN	Member's Draw	100.00		
	8/13/09	081309	GEN	Member's Draw	136.28		
	8/14/09	081409	GEN	Member's Draw-Pr	211.97		
	8/14/09	081409	GEN	Member's Draw-Ca	200.00		
	8/17/09	081709	GEN	Member's Draw - P	50.34		
	8/18/09	081809	GEN	Member's Draw - P	2.45		
	8/19/09	081909	GEN	Member's Draw - P	52.23		
	8/20/09	082009	GEN	Member's Draw - C	200.00		
	8/20/09	34078	CDJ	Dr. Agnes Yumiaco	150.00		
	8/23/09	082309	GEN	Member's Draw - C	100.00		

R & M Gourmet Foods, LLC

General Ledger

For the Period From Aug 1, 2008 to Mar 31, 2011

Filter Criteria includes: 1) IDs from 00-39007 to 00-39007. Report order is by ID. Report is printed with shortened descriptions and in Detail Format.

Account ID Account Description	Date	Reference	Jrnl	Trans Description	Debit Amt	Credit Amt	Balance
	8/25/09	082509	GEN	Member's Draw - P	137.36		
	8/27/09	082709	GEN	Member's Draw - P	115.49		
	8/27/09	082709	GEN	Member's Draw - C	200.00		
	8/27/09	1877-0809	PJ	California Bank an	103.65		
	8/28/09	082809	GEN	Member's Draw - C	167.73		
	8/29/09	082909	GEN	Member's Draw - P	119.10		
	8/29/09	082909	GEN	Member's Draw - C	20.00		
	8/31/09	08.31.09 B	GEN	Greg Draw	1,850.00		
				Current Period Cha	4,826.75		4,826.75
	9/1/09			Beginning Balance			31,437.07
	9/2/09	090209	GEN	Member's Draw - C	200.00		
	9/4/09	090409	GEN		100.00		
	9/5/09	090509	GEN		300.00		
	9/9/09	9.09.09	GEN		3.67		
	9/10/09	09.10.09 Xf	GEN	Greg Rent	1,850.00		
	9/11/09	091109	GEN	Member's Draw - C	200.00		
	9/13/09	091309	GEN	Member's Draw	7.00		
	9/18/09	09.18.09 Xf	GEN		500.00		
	9/23/09	092309	GEN	Member's Draw - C	260.00		
	9/27/09	092709	GEN	Member's Draw - C	200.00		
				Current Period Cha	3,620.67		3,620.67
	10/1/09			Beginning Balance			35,057.74
	10/2/09	100209	GEN	Member's Draw - C	100.00		
	10/3/09	100309	GEN	Member's Draw - C	200.00		
	10/5/09	10.05.09 Xf	GEN	Greg's Rent	1,850.00		
	10/10/09	101009	GEN	Member's Draw - C	820.00		
	10/23/09	102309	GEN	Member's Draw - C	110.00		
	10/25/09	102509	GEN	Member's Draw - C	100.00		
	10/26/09	102609	GEN	Member's Draw - C	60.00		
				Current Period Cha	3,240.00		3,240.00
	11/1/09			Beginning Balance			38,297.74
	11/5/09	EFT-11	CDJ	Greg Rhategan	1,150.00		
	11/25/09	11.25.09 Dr	PJ	Greg Rhategan	800.00		
				Current Period Cha	1,950.00		1,950.00
	12/1/09			Beginning Balance			40,247.74
	12/9/09	Owner's Dr	PJ	Greg Rhategan - O	1,850.00		
	12/31/09	01.04.2010	PJ	Martha Hasting	1,825.00		
				Current Period Cha	3,675.00		3,675.00
	12/31/09			Fiscal Year End Ba			43,922.74
	1/1/10			Beginning Balance			
	1/14/10	01.14.10	PJ	Greg Rhategan - s	500.00		
				Current Period Cha	500.00		500.00
	2/1/10			Beginning Balance			500.00
	3/1/10			Beginning Balance			500.00
	4/1/10			Beginning Balance			500.00
	5/1/10			Beginning Balance			500.00
	6/1/10			Beginning Balance			500.00
	7/1/10			Beginning Balance			500.00
	7/1/10	7.1.10 rent	PJ	Martha Hasting	1,825.00		
				Current Period Cha	1,825.00		1,825.00
	8/1/10			Beginning Balance			2,325.00
	8/9/10	08.09.10	GEN	Member draw	100.00		
	8/11/10	08.11.10	GEN	Greg's draw	65.00		
	8/14/10	08.14.10	GEN	Greg's draw	100.00		
	8/15/10	08.15.10	GEN	Member's draw	200.00		
	8/23/10	08.23.10	GEN	Memner's draw	65.00		
	8/27/10	08.27.10	GEN	Owner's draw	30.00		
	8/28/10	08.28.10	GEN	Owner's draw	130.00		
	8/30/10	08.30.10	GEN	Member's draw	65.00		
				Current Period Cha	755.00		755.00
	9/1/10			Beginning Balance			3,080.00

R & M Gourmet Foods, LLC
General Ledger

For the Period From Aug 1, 2008 to Mar 31, 2011

Filter Criteria includes: 1) IDs from 00-39007 to 00-39007. Report order is by ID. Report is printed with shortened descriptions and in Detail Format.

Account ID Account Description	Date	Reference	Jrnl	Trans Description	Debit Amt	Credit Amt	Balance
	9/6/10	09.06.10	GEN	Greg's draw	100.00		
	9/7/10	09.07.10	GEN	greg's draw	80.00		
	9/10/10	09.10.10	GEN	Member's draw	65.00		
	9/13/10	09.13.10	GEN	Member draw	100.00		
	9/23/10	9.23.10	GEN	Member's draw	100.00		
				Current Period Cha	445.00		445.00
	10/1/10			Beginning Balance			3,525.00
	10/1/10	10.01.10	GEN	Member draw	100.00		
	10/1/10	10.01.10	PJ	Martha Hasting - G	1,825.00		
	10/25/10	10.25.10 Di	GEN	member's draw	500.00		
				Current Period Cha	2,425.00		2,425.00
	11/1/10			Beginning Balance			5,950.00
	11/1/10	11.1.10 ren	PJ	Martha Hasting	1,825.00		
				Current Period Cha	1,825.00		1,825.00
	12/1/10			Beginning Balance			7,775.00
	12/1/10	12.1.10	PJ	Martha Hasting	1,875.00		
	12/9/10	12.09.10	GEN	Owner draw	1.05		
	12/12/10	12.12.10	GEN	Owner's draw	100.00		
	12/16/10	12.16.10	GEN	Member's draw	81.00		
	12/24/10	12.24.10	GEN	Owner's draw	100.00		
	12/28/10	12.28.10	GEN	Owner draw	100.00		
	12/31/10	1.1.11	PJ	Martha Hasting		1,875.00	
	12/31/10	1.1.11	PJ	Martha Hasting	1,875.00		
	12/31/10	36855	CDJ	Martha Hasting - In	1,875.00		
	12/31/10	12.31.10	GEN	Owner's draw	70.00		
				Current Period Cha	6,077.05	1,875.00	4,202.05
	12/31/10			Fiscal Year End Ba			11,977.05
	1/1/11			Beginning Balance			
	2/1/11			Beginning Balance			
	2/1/11	2.1.11	PJ	Martha Hasting	1,875.00		
	2/17/11	bills for 2-1	PJ	Greg Rhategan	500.00		
				Current Period Cha	2,375.00		2,375.00
	3/1/11			Beginning Balance			2,375.00
	3/1/11	3.1.11	PJ	Martha Hasting	1,875.00		
	3/22/11	3.22.11	GEN	Member draw	600.00		
				Current Period Cha	2,475.00		2,475.00
	3/31/11			Ending Balance			4,850.00

United States Bankruptcy Court
Eastern District of California, Sacramento Division

IN RE:

Case No. _____

R&M Gourmet Foods, A California LLC

Chapter 11

Debtor(s)

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$ <u>400.00/hr</u>
Prior to the filing of this statement I have received	\$ <u>25,000.00</u>
Balance Due	\$ _____

- 2. The source of the compensation paid to me was: Debtor Other (specify):
- 3. The source of compensation to be paid to me is: Debtor Other (specify):
- 4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
 I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.
- 5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
 - a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
 - c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
 - d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
 - e. [Other provisions as needed]

6. By agreement with the debtor(s), the above disclosed fee does not include the following services:


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CERTIFICATION


I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

April 28, 2011

Date


 Julia P. Gibbs 102072
 Law Offices of Julia P. Gibbs
 1329 Howe Avenue Suite 205
 Sacramento, CA 95825
 (916) 646-2800 Fax: (916) 929-1158
 judy@gibbslegal.com

UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF CALIFORNIA

FILED
 April 29, 2011
 CLERK, U.S. BANKRUPTCY COURT
 EASTERN DISTRICT OF CALIFORNIA

 0003455905

In re)
 R&M GOURMET FOODS, LLC, dba The)
 Market at Pavilions)
)
)
)
Debtor(s).)

Case No. 11-30496-B11

AMENDMENT COVER SHEET

Amendment(s) to the following petition, list(s), schedule(s), or statement(s) are attached hereto:

- Petition Statement of Financial Affairs
 Creditor Matrix Statement of Intention
 List of 20 Largest Unsecured Creditors List of Equity Security Holders
 Schedules (check appropriate boxes). See *Instruction #4* below.
 A B C D E F G H I J
 Summary of Schedules (includes Statistical Summary of Certain Liabilities and Related Data)
REQUIRED IF AMENDING SCHEDULE(S) A, B, D, E, F, I, OR J.

Purpose of amendment (check one):

- To add pre-petition creditors, delete creditors, change amounts owed or classification of debt (**\$26.00 fee required**, provided the judge may, for good cause, waive the charge in any case.) **NOTE:** Lists, schedules and statements that add or change creditors must be accompanied by an amended matrix listing only the creditors added or changed.
- No pre-petition creditors were added, creditors deleted, or amounts owed or classifications of debt changed.

NOTICE OF AMENDMENT TO AFFECTED PARTIES

Pursuant to Federal Rule of Bankruptcy Procedure 1009(a), I certify that notice of the filing of the amendment(s) checked above has been given this date to the Trustee in this case, and to any and all entities affected by the amendment, together with a copy of the notice of meeting of creditors, the discharge (if one has been entered), a subsequent notice to file claims (if one has been issued), and any other document affecting the rights of the added creditors. (**NOTE:** Proof of service, indicating that service has been made, must be filed with the Court.)

Dated: 4/29/2011 Attorney's [or Pro Se Debtor's] Signature: /s/Julia P. Gibbs, CA Bar No. 102072
 Printed Name: Julia P. Gibbs, Law Offices of Julia P. Gibbs
 Mailing Address: 1329 Howe Avenue, Suite 205
Sacramento, CA 95814

DECLARATION BY DEBTOR

I(We), the undersigned debtor(s), hereby declare under penalty of perjury that the information set forth in the amendment(s) attached hereto, consisting of ___ pages, is true and correct to the best of my(our) information and belief.

Dated: 4/29/2011 Debtor's Signature: /s/Greg Rhatagan, Managing Member

Dated: _____ Joint Debtor's Signature: _____

INSTRUCTIONS

- Use this cover sheet ONLY when filing amended petitions, lists, schedules and statements. **Do not use an amendment cover sheet when submitting amended plans or amendments to plans.**
- Include the word "Amended" in the title of each amended document.
- Amendments to property schedules (A and B), creditor schedules (D, E, and F), or income/expenses schedules (I and J) must be accompanied by an amended Summary of Schedules. Updates to the schedule totals will not be made unless the summary is filed.
- Amendments to add creditors or change their names/addresses must consist of the amended schedule(s) with a notation to the right of the creditor entry of "A" if the creditor is being added or "C" if it is being changed. **Failure to include "A" and "C" notations on amended schedules may result in duplicate or multiple listings on master mailing lists.**
- Amendments which add or change creditors must be accompanied by a separately filed amended matrix containing ONLY the additions/changes so that the creditors may be downloaded into the case. The matrix must not contain the "A" or "C" notations.
- When e-Filing an amended matrix, you must submit two separate files: a PDF file containing the amendment cover sheet for the matrix, and a text file containing the creditors in the standard master address list format. These two files must be uploaded together.
- Federal Rule of Bankruptcy Procedure 1009 requires the debtor to give notice of an amendment to the trustee and to any entity affected thereby. **Notice of the amendment WILL NOT be given by the Clerk's Office.** To comply with this requirement, the debtor's attorney or Pro Se debtor must give notice to the trustee and any entity affected by the amendment by serving all previous court notices including, but not limited to, the notice of meeting of creditors, discharge of debtor, etc. A proof of service, indicating that service has been made, must be filed with the court.
- Checks and money orders should be payable to "Clerk, U.S. Bankruptcy Court." (**NOTE: No personal checks will be accepted.**)

**United States Bankruptcy Court
Eastern District of California, Sacramento Division**

IN RE:

Case No. _____

R&M Gourmet Foods, A California LLC

Chapter **11**

Debtor(s)

AMENDED 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)
DSRG LP - Pavilions Box 6157 Hicksville, NY 11802	Cheryl Beamer fax9169204265			52,222.86
California Bank & Trust Bankcard Center P.O. Box 30833 Salt Lake City, UT 84130-0833	Bruce Gillham Bruce.Gillham@ @calbt.com			38,815.12
Facciola Meat Co Box 14160 Fremont, CA 94539	Christine fax5104981982			7,959.99
Sysco Food Services Of Sacramento Box 138007 Sacramento, CA 95813	AP Dept fax8775698811			7,349.33
Produce Express 2630 5th St Sacramento, CA 95818	AP Dept fax9165533030			6,833.75
Wine Warehouse Box 45616 San Francisco, CA 94145				6,635.01
Cheese Works West Box 79612 City Of Industry, CA 91716	AP Dept fax5107691750			5,325.22
Inside Publications 3104 Q St Ste 120 Sacramento, CA 95816	AP Dept fax9164710538			5,286.00
Armstrong Paper Group Box 2240 Windsor, CA 95492	AP Department fax 7075465936			5,033.08
Regal Wine Co File No. 72956 San Francisco, CA 94160	AP Dept fax7078362249			4,793.20
Chefs' Warehouse West Coast Box 601154 Pasadena, CA 91189	AP Dept fax5106270082			4,508.22
Carroll & Assoc PC 655 University Ave Ste 110 Sacramento, CA 95825	AP Dept fax9164885387			3,393.59
Mahoneys Seafood Inc Box 2527 Fair Oaks, CA 95628	AP Dept fax9168637615			3,180.80
Auteur Wines Box 1554 Sonoma, CA 95476	AP Department fax7079400306			3,120.00

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Tony's Fine Foods Box 1501 West Sacramento, CA 95605	AP Dept fax9164715451	2,777.89
Evening Land & Vineyards Llc Box 8143 Truckee, CA 96162	AP Dept info@elvwines.com	2,770.00
Ital Foods Inc 205 Shaw Rd South San Francisco, CA 94080	AP Dept fax6508719437	2,698.79
Pacific Mechanical Services 2275 Dale Ave Sacramento, CA 95815		2,620.13
Glenn Wills Distribution Box 418452 Sacramento, CA 95841	AP Dept fax9164895758	2,413.52
Brenton Wine Co 4225 Solano Ave Ste 555 Napa, CA 94558	AP Dept (450) 448-0187	2,150.00

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: April 29, 2011 Signature: _____

Greg Rhategan, Managing Member

(Print Name and Title)

**United States Bankruptcy Court
Eastern District of California, Sacramento Division**

IN RE:

Case No. _____

R&M Gourmet Foods, A California LLCChapter **11**

Debtor(s)

AMENDED SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NUMBER OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$ 0.00		
B - Personal Property	Yes	3	\$ 46,522.44		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	1		\$ 387,000.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	5		\$ 61,694.93	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	23		\$ 230,936.56	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				\$
J - Current Expenditures of Individual Debtor(s)	No				\$
TOTAL		36	\$ 46,522.44	\$ 679,631.49	

AMENDED SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

4 continuation sheets attached

**AMENDED SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)**

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO. Brent W Heller 3513 El Ricon Way Sacramento, CA 95864		Gross pre-petition wages				657.61	657.61	
ACCOUNT NO. Cynthia A Leonard 6501 Chetwood Way Sacramento, CA 95831		Gross pre-petition wages				953.87	953.87	
ACCOUNT NO. Danielle J Callaghan 2025 W El Camino #477 Sacramento, CA 95833		Gross pre-petition wages				413.10	413.10	
ACCOUNT NO. Deanna McCauley 5910 Crowder Way Sacramento, CA 95842		Gross pre-petition wages				458.16	458.16	
ACCOUNT NO. Debra Williams 1424 55th St Sacramento, CA 95819		Gross pre-petition wages				497.10	497.10	
ACCOUNT NO. Diania C Del Rio 1424 55th St Sacramento, CA 95819		Gross pre-petition wages				528.36	528.36	

Sheet no. 1 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Totals of this page)

\$	3,508.20	\$	3,508.20	\$
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Total
(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

\$				
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Total
(Use only on last page of the completed Schedule E. If applicable,
report also on the Statistical Summary of Certain Liabilities and Related Data.)

		\$		\$
--	--	----	--	----

**AMENDED SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)**

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO. Dick J Carpenter 3350 Guadalupe St West Sacramento, CA 95691		Gross pre-petition wages			180.84	180.84	
ACCOUNT NO. Ellen R Nolan 2100 G St #A Sacramento, CA 95816		Gross pre-petition wages			153.05	153.05	
ACCOUNT NO. Gabriel Z Bautista 3563 W River Dr Sacramento, CA 95833		Gross pre-petition wages			137.16	137.16	
ACCOUNT NO. Gregory Rhategan 633 Santa Ynez Way Sacramento, CA 95825		Gross pre-petition wages			1,923.08	1,923.08	
ACCOUNT NO. Hugh A Kail 2940 24th Ave Sacramento, CA		Gross pre-petition wages			540.96	540.96	
ACCOUNT NO. Margaret Vasquez 4184 Justin Way Sacramento, CA 95826		Gross pre-petition wages			754.11	754.11	

Sheet no. 2 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Totals of this page)

\$ 3,689.20	\$ 3,689.20	\$
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Total
(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

\$		
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Total
(Use only on last page of the completed Schedule E. If applicable,
report also on the Statistical Summary of Certain Liabilities and Related Data.)

	\$	\$
--	----	----

**AMENDED SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)**

Wages, salaries, and commissions

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO. Mark P Rudkin 3755 Erlewine Circle Sacramento, CA 95819		Gross pre-petition wages			737.43	737.43	
ACCOUNT NO. Paul R Valencia 6700 Frates Way Sacramento, CA 95831		Gross pre-petition wages			118.16	118.16	
ACCOUNT NO. Raul Mandujano 1100 Howe Ave #593 Sacramento, CA 95825		Gross pre-petition wages			617.11	617.11	
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							

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Sheet no. 3 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Totals of this page) \$ **1,472.70** \$ **1,472.70** \$

(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

Total
\$

(Use only on last page of the completed Schedule E. If applicable,
report also on the Statistical Summary of Certain Liabilities and Related Data.)

Total
\$

**AMENDED SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)**

Taxes and Other Certain Debts Owed to Governmental Units

(Type of Priority for Claims Listed on This Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE AND ACCOUNT NUMBER. <i>(See Instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT		AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
			UNLIQUIDATED	DISPUTED			
ACCOUNT NO. 00-23100 State Board Of Equalization Account Information Group, MIC:29 Box 942879 Sacramento, CA 94279-0029		sales tax - 2010 & 2011			53,024.83	53,024.83	
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							

Sheet no. 4 of 4 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal
(Totals of this page) \$ **53,024.83** \$ **53,024.83** \$

Total
(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.) \$ **61,694.93**

Total
(Use only on last page of the completed Schedule E. If applicable,
report also on the Statistical Summary of Certain Liabilities and Related Data.) \$ **61,694.93** \$

**United States Bankruptcy Court
Eastern District of California, Sacramento Division**

IN RE:

Case No. _____

R&M Gourmet Foods, A California LLC

Chapter **11**

Debtor(s)

AMENDED STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, 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).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal year rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
2,284,321.00	2009 gross income
1,577,104.66	2010 gross income
276,603.37	2011 gross income - through 3/31/2011

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None *a. Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850.* If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

None c. All debtors: List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Donahue Schriber Realty Group v. R&M Gourmet Foods, Case No. 34-2011-00100429	unlawful detainer	Sacramento Superior Court	pending
Northern California Collection v, R&M Gourmer, Case No, 34-2011-00100576	collection	Sacramento Superior	pending

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

5. Repossessions, foreclosures and returns

None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and joint petition is not filed.)

None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

7. Gifts

None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

8. Losses

None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
Approximately \$50,000 (cost) of wine stolen by a former employee, Michael Chandler. Theft discovered in November, 2010. No insurance payment received.		11/2010

9. Payments related to debt counseling or bankruptcy

- None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.
-

10. Other transfers

- None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)
- None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.
-

11. Closed financial accounts

- None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)
-

12. Safe deposit boxes

- None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)
-

13. Setoffs

- None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)
-

14. Property held for another person

- None List all property owned by another person that the debtor holds or controls.
-

15. Prior address of debtor

- None If debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.
-

16. Spouses and Former Spouses

- None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.
-

17. Environmental Information

For the purpose of this question, the following definitions apply:

“Environmental Law” means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes or material.

“Site” means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

“Hazardous Material” means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

- None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.
-

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

18. Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
The Market At Pavilions		515 Pavilions Lane Sacramento, CA 95825	specialty food & wine	July 2008 to present

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within the six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within the **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Robert I. Rojas Rojas & Associates, CPAs 1300 S Street Sacramento, CA 95811	

None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

None d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of the case by the debtor.

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
Greg Rhategan 933 Santa Ynez Way Sacramento, CA 95816	Managing member/ 91.1% share	0.000000
Raymond W. Matteson 8579 Emperor Drive Fair Oaks, CA 95628	member/ 9.99% share	0.000000

None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

22. Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

23. Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Greg Rhategan managing member	listed at Exhibit SOFA 23	

24. Tax Consolidation Group

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information, and belief.

Date: **April 29, 2011** _____ Signature: _____

Greg Rhategan, Managing Member _____

Print Name and Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

_____ **0** continuation pages attached

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