

B1 (Official Form 1)(04/13)

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

**Voluntary Petition**

Name of Debtor (if individual, enter Last, First, Middle): <b>Cielo Vineyards &amp; Winery, LLC</b>	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) <b>27-3819959</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): <b>3040 &amp; 3046 Ponderosa Road Shingle Springs, CA</b> <div style="text-align: right; font-size: small;">ZIP Code <b>95682</b></div>	Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div>
County of Residence or of the Principal Place of Business: <b>EI Dorado</b>	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>	Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div>

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

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

<p><b>Filing Fee</b> (Check one box)</p> <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.	<p><b>Chapter 11 Debtors</b></p> <p>Check one box:</p> <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). <p>Check if:</p> <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). <p>Check all applicable boxes:</p> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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**Statistical/Administrative Information**

Debtor estimates that funds will be available for distribution to unsecured creditors.  
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors									
<input type="checkbox"/> 1-49	<input checked="" type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
Estimated Assets									
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
Estimated Liabilities									
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>Cielo Vineyards &amp; Winery, LLC</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet)			
Location Where Filed: <b>- None -</b>		Case Number:	Date Filed:
Location Where Filed:		Case Number:	Date Filed:
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor</b> (If more than one, attach additional sheet)			
Name of Debtor: <b>- None -</b>		Case Number:	Date Filed:
District:		Relationship:	Judge:
<b>Exhibit A</b>		<b>Exhibit B</b>	
(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.		(To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).  <b>X</b> _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b>			
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.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (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.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)  _____ (Name of landlord that obtained judgment)  _____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

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

Name of Debtor(s):  
**Cielo Vineyards & Winery, LLC**

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

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

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

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signatures**

**Signature of a Foreign Representative**

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

(Check only one box.)

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

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

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X** /s/ Daniel S. Weiss  
Signature of Attorney for Debtor(s)

Daniel S. Weiss 91930  
Printed Name of Attorney for Debtor(s)

Law Offices of Daniel S. Weiss  
Firm Name

2020 Hurley Way  
Suite 210  
Sacramento, CA 95825  
Address

Email: dweiss@danielweisslaw.com

916-569-1610 Fax: 916-569-1612  
Telephone Number

November 19, 2013  
Date

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

**Signature of Non-Attorney Bankruptcy Petition Preparer**

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

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

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

\_\_\_\_\_  
Address

**X** \_\_\_\_\_  
Date

**Signature of Debtor (Corporation/Partnership)**

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

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

**X** /s/ Wendell Smith  
Signature of Authorized Individual

Wendell Smith  
Printed Name of Authorized Individual

Managing Member  
Title of Authorized Individual

November 19, 2013  
Date

\_\_\_\_\_  
Date

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

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

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

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

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

In re Cielo Vineyards & Winery, LLC

Debtor(s)

Case No. \_\_\_\_\_

Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

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

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
<b>Becker Runkle Laurie Mahoney &amp; Day 263 Main Street Placerville, CA 95667</b>	<b>Becker Runkle Laurie Mahoney &amp; Day 263 Main Street Placerville, CA 95667</b>	<b>Legal services re intellectual property matter</b>		<b>6,661.96</b>
<b>Blue Ribbon Personnel Services 985 Governor Drive El Dorado Hills, CA 95762</b>	<b>Blue Ribbon Personnel Services 985 Governor Drive El Dorado Hills, CA 95762</b>	<b>Temporary personnel at events</b>		<b>9,594.30</b>
<b>Caputo, Patricia 1071 Campbell Court Rescue, CA 95672</b>	<b>Caputo, Patricia 1071 Campbell Court Rescue, CA 95672</b>	<b>Claim for oversold memberships</b>	<b>Disputed</b>	<b>22,500.00</b>
<b>Caputo, Rudy 1071 Campbell Court Rescue, CA 95672</b>	<b>Caputo, Rudy 1071 Campbell Court Rescue, CA 95672</b>	<b>Claim for oversold memberships</b>	<b>Disputed</b>	<b>23,500.00</b>
<b>Davis, Richard 4825 S. Highway 95 Suite 5-422 Fort Mohave, AZ 86426</b>	<b>Davis, Richard 4825 S. Highway 95 Suite 5-422 Fort Mohave, AZ 86426</b>	<b>APN 070-131-56 - 21.6 Acre undeveloped land</b>		<b>200,000.00 (224,640.00 secured) (983,000.00 senior lien)</b>
<b>Dawson, Carylyn 3423 Ponderosa Road Shingle Springs, CA 95682</b>	<b>Dawson, Carylyn 3423 Ponderosa Road Shingle Springs, CA 95682</b>	<b>Claim for oversold memberships</b>	<b>Disputed</b>	<b>15,000.00</b>
<b>Donald, Marie &amp; Smith, Joan 6146 Brogan Way El Dorado Hills, CA 95762</b>	<b>Donald, Marie &amp; Smith, Joan 6146 Brogan Way El Dorado Hills, CA 95762</b>	<b>Claim for oversold memberships</b>	<b>Disputed</b>	<b>30,000.00</b>
<b>Gold Hill Vineyard 5660 Vineyard Lane Placerville, CA 95667</b>	<b>Gold Hill Vineyard 5660 Vineyard Lane Placerville, CA 95667</b>	<b>Purchase of bulk products</b>		<b>40,795.46</b>
<b>Haines, Erin 15114 Lantern Creek Lane Houston, TX 77068</b>	<b>Haines, Erin 15114 Lantern Creek Lane Houston, TX 77068</b>	<b>Claim for oversold memberships</b>	<b>Disputed</b>	<b>27,500.00</b>
<b>Haines, Stephen 15114 Lantern Creek Lane Houston, TX 77068</b>	<b>Haines, Stephen 15114 Lantern Creek Lane Houston, TX 77068</b>	<b>Claim for oversold memberships</b>	<b>Disputed</b>	<b>27,500.00</b>
<b>Jolly, Merdeith - IRA 3940 Welker Lane Shingle Springs, CA 95682</b>	<b>Jolly, Merdeith - IRA 3940 Welker Lane Shingle Springs, CA 95682</b>	<b>Claim for oversold memberships</b>	<b>Disputed</b>	<b>38,000.00</b>

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

In re Cielo Vineyards & Winery, LLC

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Lacey, Susan 1440 Terracona Drive El Dorado Hills, CA 95672	Lacey, Susan 1440 Terracona Drive El Dorado Hills, CA 95672	Claim for oversold memberships	Disputed	8,500.00
Marjerison, Kent 136 Rebecca Way Folsom, CA 95630	Marjerison, Kent 136 Rebecca Way Folsom, CA 95630	Claim for oversold memberships	Disputed	30,000.00
Pierce, Kim & Wright, Cheryl 4998 Mistywood Lane Shingle Springs, CA 95682	Pierce, Kim & Wright, Cheryl 4998 Mistywood Lane Shingle Springs, CA 95682	Unsecured promissory note		30,500.00
Reagan, Melanie 3368 Sudbury Road Shingle Springs, CA 95682	Reagan, Melanie 3368 Sudbury Road Shingle Springs, CA 95682	Claim for oversold memberships	Disputed	10,000.00
Rich Xiberta USA, Inc. 450 Aaron Street Cotati, CA 94931	Rich Xiberta USA, Inc. 450 Aaron Street Cotati, CA 94931	Supplies & pallets		7,878.58
Rocca, Douglas R., Esq. 3062 Cedar Ravine Road Placerville, CA 95667	Rocca, Douglas R., Esq. 3062 Cedar Ravine Road Placerville, CA 95667	Legal services		10,325.00
Socotra Capital, Inc. 2208 - 29th Street Sacramento, CA 95817	Socotra Capital, Inc. 2208 - 29th Street Sacramento, CA 95817	APN 070-131-56 - 21.6 Acre undeveloped land		983,000.00  (224,640.00 secured)
Steele, Brian 2839 Stonegate Drive West Sacramento, CA 95691	Steele, Brian 2839 Stonegate Drive West Sacramento, CA 95691	APN 070-131-56 - 21.6 Acre undeveloped land		450,000.00 (224,640.00 secured) (1,183,000.00 senior lien)
Stokes, Spenhen H, & Susan B. 2931 Harbor Way El Dorado Hills, CA 95672	Stokes, Spenhen H, & Susan B. 2931 Harbor Way El Dorado Hills, CA 95672	Claim for oversold memberships	Disputed	85,000.00

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

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

Date November 19, 2013Signature /s/ Wendell Smith  
Wendell Smith  
Managing Member

*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**

In re Cielo Vineyards & Winery, LLC  
 Debtor

Case No. \_\_\_\_\_

Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Allen III, Carlton</b> 501 - 15 Mile Drive Roseville, CA 95678	<b>member</b>	<b>625</b>	<b>Membership Certificate #24</b>
<b>Axt, James T.</b> 3 Tyson Lane Rumson, NJ 07760	<b>member</b>	<b>2,500</b>	<b>Membership Certificate #9</b>
<b>Bertram, Susan</b> 2824 Royce Drive Rescue, CA 95672	<b>Member - disputed</b>		
<b>Bertram, Tracy</b> 2824 Royce Drive Rescue, CA 95672	<b>Member - disputed</b>		
<b>Bloom, Virginia K.</b> 12645 - 138th Lane Largo, FL 33774	<b>member</b>	<b>2,500</b>	<b>Membership Certificate #8 &amp; #10</b>
<b>Burner, Robert &amp; Carole (IRA)</b> 3301 Gold Country Drive El Dorado, CA 95623	<b>member</b>	<b>1,875</b>	<b>Membership Certificate #20</b>
<b>Burrone, Daniel &amp; Tammy</b> 3101 Shingle Springs Drive Shingle Springs, CA 95682	<b>member</b>	<b>2,292</b>	<b>Membership Certificate #16</b>
<b>Caputo, Patricia</b> 1071 Campbell Court Rescue, CA 95672	<b>Member - disputed</b>		
<b>Caputo, Rudy</b> 1071 Campbell Court Rescue, CA 95672	<b>Member - disputed</b>		
<b>Clement, Pamela</b> 10881 Lowell Ave. Suite 100 Overland Park, KS 66210	<b>member</b>	<b>1,250</b>	<b>Membership Certificate #13</b>
<b>Craig, Glendon &amp; Dorothy</b> 6325			

In re Cielo Vineyards & Winery, LLC

Case No. \_\_\_\_\_

Debtor

**LIST OF EQUITY SECURITY HOLDERS**

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Craig, Glendon &amp; Dorothy</b> 6325 Rio Osa Drive Rancho Murietta, CA 95683	<b>member</b>	<b>1,875</b>	<b>Membership Certificate #19</b>
<b>Crowley, Joh David</b> 3304 Aeronica Way Cameron Park, CA 95682	<b>Member</b>	<b>3,125</b>	<b>Membership Certificate #1</b>
<b>Crowley, Rosemary</b> 3204 Aeronica Way Shingle Springs, CA 95682	<b>member</b>	<b>1,875</b>	<b>Membership Certificate #28</b>
<b>Davis, Richard</b> 4825 S. Highway 95 Suite 5-422 Fort Mohave, AZ 86426	<b>member</b>	<b>3,750</b>	<b>Membership Certificate #11</b>
<b>Dawson, Carylyn</b> 3423 Ponderosa Road Shingle Springs, CA 95682	<b>Member - disputed</b>		
<b>Denwood, Wm. &amp;</b> c/o Alan E. Lechowiel 111 E. Jeffeson Naperville, IL 60540	<b>member</b>	<b>3,750</b>	<b>Membership Certificate #12</b>
<b>Donald, Marie &amp; Smith, Joan</b> 6146 Brogan Way El Dorado Hills, CA 95762	<b>Member - disputed</b>		
<b>Furnari, Kimberly</b> 4183 Torrazzo Way El Dorado Hills, CA 95762	<b>member</b>	<b>2,500</b>	<b>Membership Certificate #18</b>
<b>Haines, Erin</b> 15114 Lantern Creek Lane Houston, TX 77068	<b>Member - disputed</b>		
<b>Haines, Stephen</b> 15114 Lantern Creek Lane Houston, TX 77068	<b>Member - disputed</b>		
<b>Hanson, Christine</b> 3046 Ponderosa Road Shingle Springs, CA 95682	<b>member</b>	<b>2,500</b>	<b>Membership Certificate #31</b>
<b>Isleib, Robert A.</b> 3419 Daybreaker Drive Park City, UT 84098	<b>member</b>	<b>7,500</b>	<b>Membership Certificate #30</b>

In re Cielo Vineyards & Winery, LLC

Case No. \_\_\_\_\_

Debtor

**LIST OF EQUITY SECURITY HOLDERS**

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Jolly, Merdeith (IRA)</b> 3940 Welker Lane Shingle Springs, CA 95682	<b>member</b>	<b>4,000</b>	<b>Membership Certificate</b>
<b>Jolly, Merdeith - IRA</b> 3940 Welker Lane Shingle Springs, CA 95682	<b>Member - disputed</b>		
<b>Jolly, Merdeith - IRA</b> 3940 Welker Lane Shingle Springs, CA 95682	<b>member</b>	<b>7,500</b>	<b>Membership Certificate #14</b>
<b>Katzakian, Stephen</b> 4530 Grazing Hill Road Shingle Springs, CA 95682	<b>member</b>	<b>3,750</b>	<b>Membership Certificate</b>
<b>Katzakian, Stephen T.</b> 4530 Grazing Hill Road PO Box 2567 Shingle Springs, CA 95682	<b>member</b>	<b>3,750</b>	<b>Membership Certificate #21</b>
<b>Lacey, Susan</b> 1440 Terracona Drive El Dorado Hills, CA 95672	<b>Member - disputed</b>		
<b>Luta, John</b> 2301 S. Garfield Drive Indianapolis, IN 46203	<b>N/A</b>	<b>-0-</b>	<b>Mangement Committee member</b>
<b>Manson, Jr., William Irrevocable Trust</b> 291 Jamaica Lane Palm Beach, FL 33480	<b>member</b>	<b>5,000</b>	<b>Membership Certificate #7</b>
<b>Manson, William &amp; Carrie</b> 3421 Pondersoa Road Shingle Springs, CA 95682	<b>member</b>	<b>7,917</b>	<b>Membership Certificate #17</b>
<b>Marjerison, Kent</b> 136 Rebecca Way Folsom, CA 95630	<b>Member - disputed</b>		
<b>McAuliffe, Mary</b> 1554 CowperStreet Atwater, CA 95301	<b>member</b>	<b>3,000</b>	<b>Membership Certificate #6</b>
<b>Milton, Michael &amp; Suzanne</b> 5250 Milton Ranch Road Shingle Springs, CA 95682	<b>member</b>	<b>1,875</b>	<b>Membership Certificate #25</b>



In re Cielo Vineyards & Winery, LLC

Case No. \_\_\_\_\_

Debtor

**LIST OF EQUITY SECURITY HOLDERS**

(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Moeller, Lisa 3712 Magnolia Drive Spring Grove, IL 60081</b>	<b>member</b>	<b>1,250</b>	<b>Membership Certificate #23</b>
<b>Quiroz, Lohn 8038 Murcia El Dorado Hills, CA 95762</b>	<b>member</b>	<b>7,500</b>	<b>Membership Certificate #15</b>
<b>Reagan, Melanie 3368 Sudbury Road Shingle Springs, CA 95682</b>	<b>Member - disputed</b>		
<b>Saunders, Kevin 2537 Greenwood Lane Apt. C-4 Cameron Park, CA 95682</b>	<b>member</b>	<b>1,250</b>	<b>Membership Certificate #27</b>
<b>Scheideman, Randall &amp; Dian 217 Crescent Drive Roseville, CA 95678</b>	<b>Member</b>	<b>6,250</b>	<b>Memberhip Certificate #2</b>
<b>Shahab, LLC 11010 N. Tatum Blvd. Phoenix, AZ 85025</b>	<b>member</b>	<b>3,125</b>	<b>Membership Certificate #5</b>
<b>Shelly, Lena 26900 Garret Drive Calabasas, CA 91301</b>	<b>member</b>	<b>313</b>	<b>Membership Certificate #22</b>
<b>Shonkwiler, Dan 1716 SantaMARie Way El Dorado Hills, CA 95672</b>	<b>member</b>	<b>6,250</b>	<b>Membership Certificate</b>
<b>Shookwiler, Daniel &amp; Lisa 1716 Santa Marie Way El Dorado Hills, CA 95762</b>	<b>member</b>	<b>6,250</b>	<b>Membership Certificat #3</b>
<b>Smith, Joan 6146 Brogan Way El Dorado Hills, CA 95672</b>	<b>Member</b>	<b>3,750</b>	<b>Membership Certificate</b>
<b>Smith, Wendell 5900 Garden Valley Road Garden Valley, CA 95633</b>	<b>member</b>	<b>100</b>	<b>Membership Certifiacte</b>
<b>Smith, Wendell 5900 Garden Valley Road Garden Valley, CA 95633</b>	<b>member</b>	<b>100</b>	<b>Membership Certificate #32</b>

Sheet 3 of 4 continuation sheets attached to the List of Equity Security Holders

In re Cielo Vineyards & Winery, LLC Case No. \_\_\_\_\_  
 Debtor

**LIST OF EQUITY SECURITY HOLDERS**  
 (Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
<b>Smithers Oasis</b> P.O. Box 745 Kent, OH 44240			
<b>Stokes, Spephen H, &amp; Susan B.</b> 2931 Harbor Way El Dorado Hills, CA 95672	<b>Member - disputed</b>		
<b>Tamaru, Ronald &amp; Colleen</b> 3216 Ridgeway Drive El Dorado Hills, CA 95762	<b>member</b>	<b>1,250</b>	<b>Membership Certificate #4</b>

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

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

Date November 19, 2013

Signature /s/ Wendell Smith  
**Wendell Smith**  
**Managing Member**

*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.

Advanced Gases & Equipment  
4639 Missouri Flat Road  
Placerville, CA 95667

Anthem Blue Cross  
P.O. Box 6112  
Indianapolis, IN 46204

Becker Runkle Laurie Mahoney & Day  
263 Main Street  
Placerville, CA 95667

Bertram, Susan  
2824 Royce Drive  
Rescue, CA 95672

Bertram, Tracy  
2824 Royce Drive  
Rescue, CA 95672

Bielen, Lampe & Thoeming, P.A.  
1390 Willow Pass Road  
Suite 1020  
Concord, CA 94520

Blue Ribbon Personnel Services  
985 Governor Drive  
El Dorado Hills, CA 95762

Bucher Vaslin Northamerica, Inc.  
3160 Dutton Ave.  
Suite 146  
Santa Rosa, CA 95407

Budget Rent A Car  
c/o JNR Adjustment Company, Inc.  
P.O. Box 782107  
Orlando, FL 32878

Burrone Hay & Ranch  
3101 Shingle Springs Road  
Shingle Springs, CA 95682

C2C Resource  
5056 Primitor Center  
Suite 100  
Atlanta, GA 30346

Calif. State Board of Equalization  
Acc't Analysis & Control Section MIC 29  
P.O. Box 942879  
Sacramento, CA 94279-0029

Calif. State Board of Equalization  
Special Taxes & Fees  
P.O. Box 942879  
Sacramento, CA 94279-6081

Caputo, Patricia  
1071 Campbell Court  
Rescue, CA 95672

Caputo, Rudy  
1071 Campbell Court  
Rescue, CA 95672

Cork Supply USA, Inc.  
531 Stone Road  
Benicia, CA 94510

David Girard Vineyard, Inc.  
741 Cold Springs Road  
Placerville, CA 95667

Davis, Richard  
4825 S. Highway 95  
Suite 5-422  
Fort Mohave, AZ 86426

Dawson, Carylyn  
3423 Ponderosa Road  
Shingle Springs, CA 95682

Diablo Valley Packaging, Inc.  
2373 North Watney Way  
Fairfield, CA 94533

Donald, Marie & Smith, Joan  
6146 Brogan Way  
El Dorado Hills, CA 95762

Duarte Georgetown  
6706 Dusty Lane  
Modesto, CA 95357

Due Vignes  
6129 Rockingham Lane  
Orangevale, CA 95662

DWM, LLC  
c/o Peter Goedeck  
P.O. Box 342  
Somerset, CA 95684

El Dorado County Chamber of Commerce  
268 Main Street  
Placerville, CA 95667

El Dorado County Farm Trails  
Box 20  
Placerville, CA 95667

El Dorado County Treasurer

Enartis  
7795 B3H Road  
Windsor, CA 95492

Eye-On Alarm  
3203 Bear Court  
Placerville, CA 95667

Fajardo, Gloria  
3040 Ponderosa Road  
Shingle Springs, CA 95682

Flexo Impressions  
8647 Eagle Parkway  
Savage, MN 55378

Folsom Chamber of Commerce  
200 Wood Street  
Sheridan, CA 95681

Fowler, Mark  
3040 Pounders Road  
Shingle Springs, CA 95682

Franchise Tax Board  
PO Box 942867  
Sacramento, CA 94267-0011

Goff Construction  
2312 Rising Hill Road  
Placerville, CA 95667

Gold Hill Vineyard  
5660 Vineyard Lane  
Placerville, CA 95667

Google AdWord  
c/o Euler Hermes UMA, Inc.  
Colorado Manager, Inc,  
Garden Center, Suite 3  
Broomfield, CO 80020

Haines, Erin  
15114 Lantern Creek Lane  
Houston, TX 77068

Haines, Stephen  
15114 Lantern Creek Lane  
Houston, TX 77068

Home Family Vineyards  
32772 Hagen Road  
Napa, CA 94559

Ingoglia, Particia & Donald  
c/o Socotra Capital, Inc.  
2208 - 29th Street  
Sacramento, CA 95817

Jolly, Merdeith - IRA  
3940 Welker Lane  
Shingle Springs, CA 95682

Kern, Mary  
9455 Troy Way  
Granite Bay, CA 95746

Lacey, Susan  
1440 Terracona Drive  
El Dorado Hills, CA 95672

M.A. Silva  
3433 Westwind Blvd.  
Santa Rosa, CA 95403

Marjerison, Kent  
136 Rebecca Way  
Folsom, CA 95630

Mid Valley Agricultural Services, Inc.  
P.O. Box 593  
Linden, CA 95236

Milaflores Winery.  
2120 Flour Springs Trail  
P.O. Box 1941  
Placerville, CA 95667

Packaging & Supply (Oakland)  
3200 Regatta Blvd.  
Suite F  
Richmond, CA 94804

Perry Creek  
P.O. Box 313  
Fair Play, CA 95684

Pierce, Kim & Wright, Cheryl  
4998 Mistywood Lane  
Shingle Springs, CA 95682

Placerville Fruit Growers, Inc.  
6040 Missouri Flat Road  
Placerville, CA 95667

Placerville Radiology Med. Group, Inc.  
P.O. Box 707  
Placerville, CA 95667

Preferred Long Distance  
16830 Ventura Blvd.  
Suite 350  
Encino, CA 91436

Reagan, Melanie  
3368 Sudbury Road  
Shingle Springs, CA 95682

Rich Xiberta USA, Inc.  
450 Aaron Street  
Cotati, CA 94931

RMS  
1250 Diehl Road  
Suite 300  
P.O. Box 3100  
Naperville, IL 60563

Rocca, Douglas R., Esq.  
3062 Cedar Ravine Road  
Placerville, CA 95667

Sacramento Business Journal  
1400 X Street  
Sacramento, CA 95818

Sacramento Convention Center  
1608 - I Street  
Sacramento, CA 95814

Smith, Wendell  
5900 Garden Valley Road  
Garden Valley, CA 95633

Socotra Capital, Inc.  
2208 - 29th Street  
Sacramento, CA 95817



Steele, Brian  
2839 Stonegate Drive  
West Sacramento, CA 95691

Stokes, Stephen H, & Susan B.  
2931 Harbor Way  
El Dorado Hills, CA 95672

Triangle Well Drilling  
5210 Deer Valley Road  
Rescue, CA 95672

Ultima Mobile Bottling, Inc.  
2355 Millerick Road  
Sonoma, CA 95476

Updat Software, Inc.  
14620 South Highway 101  
Hopland, CA 95449

Williams, Ken & Jayne  
c/o Socotra Capital, Inc.  
2208 - 29th Street  
Sacramento, CA 95817

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

In re **Cielo Vineyards & Winery, LLC**

Debtor(s)

Case No.  
Chapter

**11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Cielo Vineyards & Winery, LLC** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

**November 19, 2013**

Date

**/s/ Daniel S. Weiss**

**Daniel S. Weiss 91930**

Signature of Attorney or Litigant  
Counsel for **Cielo Vineyards & Winery, LLC**

**Law Offices of Daniel S. Weiss**

**2020 Hurley Way  
Suite 210**

**Sacramento, CA 95825**

**916-569-1610 Fax:916-569-1612**

**dweiss@danielweisslaw.com**