

Fill in this information to identify your case:

United States Bankruptcy Court for the:

EASTERN DISTRICT OF CALIFORNIA

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Aquarius Land & Water, Inc.

2. All other names debtor used in the last 8 years
 Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 91-2036879

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>300 Harding Blvd. Suite 114</u> <u>Roseville, CA 95678</u> Number, Street, City, State & ZIP Code	_____
	<u>Placer</u> County	_____
		Location of principal assets, if different from principal place of business <u>18950 Lime Kiln Road Sonora, CA 95370</u> Number, Street, City, State & ZIP Code

5. Debtor's website (URL) _____

6. Type of debtor

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- Partnership (excluding LLP)
- Other. Specify: _____

Debtor Aquarius Land & Water, Inc.
Name

Case number (if known) _____

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

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8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

List all cases. If more than 1, attach a separate list

Debtor _____	Relationship _____
District _____	When _____ Case number, if known _____

Debtor Aquarius Land & Water, Inc.
Name

Case number (if known) _____

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, 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.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

1-49

50-99

100-199

200-999

1,000-5,000

5,001-10,000

10,001-25,000

25,001-50,000

50,001-100,000

More than 100,000

15. Estimated Assets

\$0 - \$50,000

\$50,001 - \$100,000

\$100,001 - \$500,000

\$500,001 - \$1 million

\$1,000,001 - \$10 million

\$10,000,001 - \$50 million

\$50,000,001 - \$100 million

\$100,000,001 - \$500 million

\$500,000,001 - \$1 billion

\$1,000,000,001 - \$10 billion

\$10,000,000,001 - \$50 billion

More than \$50 billion

16. Estimated liabilities

\$0 - \$50,000

\$50,001 - \$100,000

\$100,001 - \$500,000

\$500,001 - \$1 million

\$1,000,001 - \$10 million

\$10,000,001 - \$50 million

\$50,000,001 - \$100 million

\$100,000,001 - \$500 million

\$500,000,001 - \$1 billion

\$1,000,000,001 - \$10 billion

\$10,000,000,001 - \$50 billion

More than \$50 billion

Debtor **Aquarius Land & Water, Inc.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
I have been authorized to file this petition on behalf of the debtor.
I have examined the information in this petition and have a reasonable belief that the information is true and correct.
I declare under penalty of perjury that the foregoing is true and correct.

Executed on **January 17, 2018**
MM / DD / YYYY

X /s/ Vincent P. Loduca
Signature of authorized representative of debtor
Title **President**

Vincent P. Loduca
Printed name

18. Signature of attorney

X /s/ Gabriel E. Liberman
Signature of attorney for debtor

Date **January 17, 2018**
MM / DD / YYYY

Gabriel E. Liberman
Printed name

Law Offices of Gabriel Liberman, APC
Firm name

**2033 Howe Ave., STE 140
Sacramento, CA 95825**
Number, Street, City, State & ZIP Code

Contact phone (916) 485-1111 Email address Attorney@4851111.com

303010
Bar number and State

RESOLUTION TO FILE CHAPTER 11 BANKRUPTCY
of
AQUARIUS LAND & WATER, INC.

WHEREAS, AQUARIUS LAND & WATER, INC. (the "Corporation") is insolvent and unable to pay its debts when due, and WHEREAS, the CORPORATION and its creditors would best be served by reorganization of the CORPORATION under Chapter 11 of the Bankruptcy Code, be it:

RESOLVED, that the CORPORATION file as soon as practicable for reorganization pursuant to Chapter 11 of the Bankruptcy Code.

The undersigned hereby certifies that he/she is the duly elected and qualified Secretary and the custodian of the books and records and seal of AQUARIUS LAND & WATER, INC. a corporation duly formed pursuant to the laws of the state of California and that the foregoing is a true record of a resolution duly adopted at a meeting and that said meeting was held in accordance with state law and the Bylaws of the above-named Corporation on December 6, 2017, and that said resolution is now in full force and effect without modification or rescission.

IN WITNESS WHEREOF, We, the undersigned, being all the directors of the Corporation consent and agree that the following corporate resolution was made on this 6th day of December in the year 2017.




 Director Signature

Vincent P. Loduca

 Printed Name

Dec 6, 2017

 Date



 Director Signature

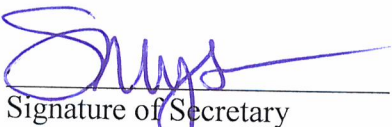
Serge Mysim

 Printed Name

12/6/17

 Date

The Secretary of the Corporation, certifies that the above is true and correct of the resolution that was duly adopted at a meeting of the dated meeting of board of directors.



 Signature of Secretary

12/6/17

 Date

Serge Mysim

 Printed name of Secretary

Fill in this information to identify the case:

Debtor name Aquarius Land & Water, Inc.

United States Bankruptcy Court for the: EASTERN DISTRICT OF CALIFORNIA

Case number (if known): _____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders 12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Eugene Ellis Wells Trust 401 W. Arnstrong Road Lodi, CA 95242		18950 Lime Kiln Road, Sonora, California		\$4,910,474.05	\$4,000,000.00	\$910,474.05
FGL Environmental 2500 Stagecoach Rd Stockton, CA 95215		Unsecured Debt				\$2,318.00
Land & Structure Civil Engineers 105 S Stewart Street Sonora, CA 95370		Unsecured Debt				\$2,263.75
PG&E Bankruptcy Unit P.O. Box 8329 Stockton, CA 95208		Utility Bill				\$254.04
SM Financial Services 300 Harding Blvd #114 Roseville, CA 95678		Unsecured Debt for professional services to Serge Mysin, CPA				\$6,000.00

U.S.D.O.J. - Office of the U.S. Trustee
Eastern District of CA / Sacramento
Robert T. Matsui U.S. Courthouse
501 "I" St., 7th Floor, Room 7-500
Sacramento, CA 95814

Aquarius Land & Water, Inc.
300 Harding Blvd. Suite 114
Roseville, CA 95678

CVA Logistics, Inc.
300 Harding Blvd. #114
Roseville, CA 95678

Elizabeth Ann Castelanelli
401 W. Annstrong Road
Lodi, CA 95242

Eugene Ellis Wells Trust
401 W. Arnstrong Road
Lodi, CA 95242

FGL Environmental
2500 Stagecoach Rd
Stockton, CA 95215

First American Title Company, Trustee
4080 Truxel Rd Suite 290
Sacramento, CA 95834

Land & Structure Civil Engineers
105 S Stewart Street
Sonora, CA 95370

Larry L. Castelanelli as Trustee
401 W. Annstrong Road
Lodi, CA 95242-1000

PG&E
Bankruptcy Unit
P.O. Box 8329
Stockton, CA 95208

Ricky Lee Castelanelli as Trustee
401 W. Annstrong Road
Lodi, CA 95242

SM Financial Services
300 Harding Blvd #114
Roseville, CA 95678

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

In re **Aquarius Land & Water, Inc.**

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 **Aquarius Land & Water, Inc.** 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*]

January 17, 2018

Date

/s/ Gabriel E. Liberman**Gabriel E. Liberman**

Signature of Attorney or Litigant

Counsel for **Aquarius Land & Water, Inc.****Law Offices of Gabriel Liberman, APC****2033 Howe Ave., STE 140
Sacramento, CA 95825**