

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): ULTIPRF, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	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) No./Complete EIN (if more than one, state all) 87-0738034	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): 316 Mid-Valley Center #142 Carmel, CA <div style="text-align: right; font-size: small;">ZIP Code 93923</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: Monterey	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): 9 Spray Ave., Monterey, CA 93940; 18 Spray Ave., Monterey, CA 93940; 209 Dunecrest Lane, Monterey, CA 93940	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input checked="" 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 type="checkbox"/> Other <hr/> 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 type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (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. Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000 Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input 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
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): ULTIPRF, LLC
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: United States Bankruptcy Court, ND Cal. (San Jose)	Case Number: 13-52602	Date Filed: 5/13/13
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 11 U.S.C. §342(b). <input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)
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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?

Yes, and Exhibit C is attached and made a part of this petition.

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.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

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.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

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)

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)

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

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.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition

Name of Debtor(s):
ULTIPRF, LLC

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

Signatures

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

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

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

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Gregory A. Rougeau
Signature of Attorney for Debtor(s)

Gregory A. Rougeau 194437
Printed Name of Attorney for Debtor(s)

Diamond McCarthy LLP
Firm Name

150 California St., Suite 2200
San Francisco, CA 94111

Address

Email: grougeau@diamondmccarthy.com
(415) 692-5200 Fax: (415) 263-9200

Telephone Number

June 6, 2014
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

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Carol P. Frederick
Signature of Authorized Individual

Carol P. Frederick
Printed Name of Authorized Individual

Manager/Member
Title of Authorized Individual

June 6, 2014
Date

Date

LLC RESOLUTION

A meeting of the Member of ULTI PRF, LLC (the "LLC") was held on June 6, 2014.

The following resolutions were adopted by such Member:

WHEREAS, the LLC is in serious financial condition and is unable to continue without debt relief; and

WHEREAS, it appears to the LLC's Member that it is in the best interests of the LLC, its Member, and creditors, to commence a case under Chapter 11 of Title 11, United States Bankruptcy Code (the "Bankruptcy Code");

NOW, THEREFORE, be it hereby resolved, that the Member finds and determines that it is in the best interest of the LLC, its Member, and creditors, for it to commence a case under Chapter 11 of the Bankruptcy Code;

BE IT FURTHER RESOLVED that the Member and agents of the LLC be, and each of them hereby is, empowered and directed without further action to prepare, sign and file, or cause to be prepared, signed and filed, a petition for the commencement of a case under Chapter 11 of the Bankruptcy Code, in the United States Bankruptcy Court for the Northern District of California;

BE IT FURTHER RESOLVED that Carol P. Frederick, the sole Manager and Member of the LLC, is designated and authorized to act as the "Authorized Individual" for the signing of the Chapter 11 Voluntary Petition and as the LLC's "Responsible Individual" as may be required by the Local Bankruptcy Rules for the Northern District of California, and

BE IT FURTHER RESOLVED that the Member and agents of the LLC are authorized, empowered and directed to retain the Law Firm of Diamond McCarthy LLP, to commence the aforementioned Chapter 11 case, and to do all things, and to prepare, sign and file all papers or

documents necessary or proper to the commencement of said Chapter 11 case; Diamond McCarthy LLP is authorized to take such actions in the bankruptcy case which Diamond McCarthy LLP, in its discretion, concludes are necessary to Diamond McCarthy LLP's and/or the LLC's fulfillment of its fiduciary obligations in the bankruptcy case.

BE IT FURTHER RESOLVED that this LLC Resolution and its terms hereunder shall remain in effect unless otherwise agreed upon or amended by the Member.

/s/ Carol P. Frederick
Carol P. Frederick
Manager/ Member

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

In re ULTIPRF, 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>
Barger & Wolen LLP Attn: Gary Bresee 650 California St., 9th Fl San Francisco, CA 94108	Barger & Wolen LLP Attn: Gary Bresee 650 California St., 9th Fl San Francisco, CA 94108	Legal services rendered.		12,500.00
Diaz Electric Attn: Roberto Diaz 314 Noche Buena Seaside, CA 93955	Diaz Electric Attn: Roberto Diaz 314 Noche Buena Seaside, CA 93955	Services rendered.		18,000.00
Gas N Save 2000 Del Monte Blvd. Seaside, CA 93955	Gas N Save 2000 Del Monte Blvd. Seaside, CA 93955			10,000.00
Hometech Architecture 619 N. First St. San Jose, CA 95112	Hometech Architecture 619 N. First St. San Jose, CA 95112	Services rendered.		17,000.00
Ogden & Fricks LLP Attn: John W. Fricks, Esq. 656 Santa Rosa St. Suite 2B, Second Fl. San Luis Obispo, CA 93401	Ogden & Fricks LLP Attn: John W. Fricks, Esq. 656 Santa Rosa St. San Luis Obispo, CA 93401	Legal services rendered.		150,000.00

Debtor(s) _____

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

(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>

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

I, the Manager/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 June 8, 2014

Signature /s/ Carol P. Frederick
Carol P. Frederick
Manager/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
Northern District of California**

In re ULTIPRF, LLC

Debtor(s)

Case No. _____

Chapter 11

CREDITOR MATRIX COVER SHEET

I declare that the attached Creditor Mailing Matrix, consisting of 3 sheets, contains the correct, complete and current names and addresses of all priority, secured and unsecured creditors listed in debtor's filing and that this matrix conforms with the Clerk's promulgated requirements.

Date: June 8, 2014

/s/ Gregory A. Rougeau

Signature of Attorney

Gregory A. Rougeau 194437

Diamond McCarthy LLP

150 California St., Suite 2200

San Francisco, CA 94111

(415) 692-5200 Fax: (415) 263-9200

29th Street Capital
4251 23rd Street
San Francisco, CA 94114

29th Street Capital
c/o Daren Tong, Esq.
Miller & Tong LLP
250 California St. # 1400
Daly City, CA 94014

Barger & Wolen LLP
Attn: Gary Bresee
650 California St., 9th Fl
San Francisco, CA 94108

Curtis Marine
670 East H St. #D
Benicia, CA 94510

Diaz Electric
Attn: Roberto Diaz
314 Noche Buena
Seaside, CA 93955

Employment Development Dept.
Bankruptcy Unit- MIC 92E
P.O. Box 826880
Sacramento, CA 94280

Franchise Tax Board
P.O. Box 1673
Sacramento, CA 95812

Franchise Tax Board
Bankruptcy Unit
P.O. 2952
Sacramento, CA 95812

Gas N Save
2000 Del Monte Blvd.
Seaside, CA 93955

Hometech Architecture
619 N. First St.
San Jose, CA 95112

Internal Revenue Service
Special Procedures Section
1301 Clay Street, Stop 1400S
Oakland, CA 94612

Internal Revenue Service
P.O. Box 105416
Atlanta, GA 30348-5416

Internal Revenue Service
Ogden, UT 84201-0030

Internal Revenue Service
P.O. Box 7346
Philadelphia, PA 19101-7346

John Frederick
316 Mid Valley Center #142
Carmel, CA 93923

Mary A. Zeeb
Treasurer- Tax Collector
County of Monterey
168 W. Alisal Street, 1st Floor
Salinas, CA 93901

MCF Construction
9945 Eddy Rd.
Carmel, CA 93923

Meyers Law Group, P.C.
Attn: Merle Meyers
44 Montgomery St., Suite 1010
San Francisco, CA 94104

Meyers Law Group, P.C.
c/o Stephen L. Porter, Esq.
Whitehead & Porter LLP
220 Montgomery St., Suite 1850
San Francisco, CA 94105

Mike Frederick
316 Mid Valley Center #142
Carmel, CA 93923

Ogden & Fricks LLP
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656 Santa Rosa St.
Suite 2B, Second Fl.
San Luis Obispo, CA 93401