

B1 (Official Form 1)(1/08)

<b>United States Bankruptcy Court Southern District of California</b>		<b>Voluntary Petition</b>
Name of Debtor (if individual, enter Last, First, Middle): <b>Pacers, Inc.</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) No./Complete EIN (if more than one, state all) <b>95-3034733</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>3334 Midway Dr. San Diego, CA</b> <div style="text-align: right; font-size: small;">ZIP Code <b>92110</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>San Diego</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):		
<b>Type of Debtor</b> (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.)	<b>Nature of Business</b> (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  <hr/> <b>Tax-Exempt Entity</b> (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).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (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  <b>Nature of Debts</b> (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.
<b>Filing Fee</b> (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.		<b>Chapter 11 Debtors</b> 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 \$2,190,000.  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).
<b>Statistical/Administrative Information</b> *** Michael T. O'Halloran CLS-B #99085 *** <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
<b>Estimated Number of Creditors</b> <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		
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
<b>Estimated Liabilities</b> <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		

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Pacers, Inc.	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years</b> (If more than two, attach additional sheet)			
Location Where Filed: - None -		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: - None -		Case Number:	Date Filed:
District:		Relationship:	Judge:
<b>Exhibit A</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.		<b>Exhibit B</b>  (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)	
<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 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)).			

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

Name of Debtor(s):  
 Pacers, Inc.

**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/ Michael T. O'Halloran CLS-B  
 Signature of Attorney for Debtor(s)

Michael T. O'Halloran CLS-B #99085  
 Printed Name of Attorney for Debtor(s)

Law Office of Michael T. O'Halloran  
 Firm Name

1010 Second Avenue, Suite 1727  
San Diego, CA 92101-4908

\_\_\_\_\_  
 Address

Email: MTO@Debtsd.com

619-233-1727 Fax: 619-233-6526  
 Telephone Number

August 27, 2009  
 Date

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

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

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

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

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

\_\_\_\_\_  
 Address

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

\_\_\_\_\_  
 Date

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

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

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

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

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

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

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

**X** /s/ Jason Mohney  
 Signature of Authorized Individual

Jason Mohney  
 Printed Name of Authorized Individual

President  
 Title of Authorized Individual

August 27, 2009  
 Date

\_\_\_\_\_  
 Date

B4 (Official Form 4) (12/07)

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

In re Pacers, Inc.

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>
Lisa Breedlove 3546 28th St. San Diego, CA 92104	Lisa ~Breedlove	Lawsuit		911,181.00
Tollis, Inc. P.O. Box 408 Durand, MI 48429	Tollis, Inc. P.O. Box 408 Durand, MI 48429	Rent		270,000.00
LFP Productions, LLC 8484 Wilshire Blvd., Suite 900 Beverly Hills, CA 90211	LFP Productions, LLC 8484 Wilshire Blvd., Suite 900 Beverly Hills, CA 90211	License fees		14,000.00
Betty Bogosian 3128 Zola Street San Diego, CA 92106	Betty Bogosian 3128 Zola Street San Diego, CA 92106	Rent		6,265.00
Sysco Food Services 12180 Kirkham Road Poway, CA 92064	Sysco Food Services 12180 Kirkham Road Poway, CA 92064	All tangible assets		5,810.00 (0.00 secured)
HNIC, Inc. 3639 Midway Drive, Ste. B #335 San Diego, CA 92110	HNIC, Inc. 3639 Midway Drive, Ste. B #335 San Diego, CA 92110	Consulting fees		4,977.00
Deja Vu Consulting, Inc. 3800 Capitol City Blvd, Ste. 1 Lansing, MI 48906	Deja Vu Consulting, Inc. 3800 Capitol City Blvd, Ste. 1 Lansing, MI 48906	License and consulting fees contract		3,250.00
SP Media P.O. Box 675936 Rancho Santa Fe, CA 92067	SP Media P.O. Box 675936 Rancho Santa Fe, CA 92067	Advertising		3,150.00
Showgirls of San Diego, Inc. 2720 Midway Drive San Diego, CA 92110	Showgirls of San Diego, Inc. 2720 Midway Drive San Diego, CA 92110	Maintenance contract		1,375.00
Radiant Systems P.O. Box 198755 Atlanta, GA 30384	Radiant Systems P.O. Box 198755 Atlanta, GA 30384	Restock fee	Disputed	1,032.00
Old Variety, Inc. P.O. Box 408 Durand, MI 48429	Old Variety, Inc. P.O. Box 408 Durand, MI 48429	Advertising contract		800.00
San Diego Pedi Cab 619 C Street San Diego, CA 92101	San Diego Pedi Cab 619 C Street San Diego, CA 92101	Advertising		625.00

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

In re Pacers, Inc.

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

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>
Custom Printing 1033 Cudahy Place #A San Diego, CA 92110	Custom Printing 1033 Cudahy Place #A San Diego, CA 92110	Advertising	Disputed	561.00
Bell ATM Service, Inc. 8100 S. Akron St. #308 Englewood, CO 80112	Bell ATM Service, Inc. 8100 S. Akron St. #308 Englewood, CO 80112	Services		333.00
San Diego City Beat 50 S. De Lacey Ave., Ste 200 Pasadena, CA 91105	San Diego City Beat 50 S. De Lacey Ave., Ste 200 Pasadena, CA 91105	Advertising		294.00
Seth Aro 4882 Mt. Royal Pl. San Diego, CA 92117	Seth Aro 4882 Mt. Royal Pl. San Diego, CA 92117	Unclaimed payroll check		271.00
Michelle Leiva 5084 Guava #110 La Mesa, CA 91941	Michelle Leiva 5084 Guava #110 La Mesa, CA 91941	Unclaimed payroll checks		227.00
Jorge Aragon 018 Henry Chula Vista, CA 91911	Jorge Aragon 018 Henry Chula Vista, CA 91911	Wages		211.00
Air Ads Inc. 1900 Joe Crosson Dr. El Cajon, CA 92020	Air Ads Inc. 1900 Joe Crosson Dr. El Cajon, CA 92020	Advertising		125.00
Jessica Dodge 6586 Ambrosia Dr. #5408 Coronado, CA 92118	Jessica Dodge 6586 Ambrosia Dr. #5408 Coronado, CA 92118	Unclaimed payroll check		50.00

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

I, the President 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 August 27, 2009Signature /s/ Jason Mohney  
Jason Mohney  
President

*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.

Air Ads Inc.  
1900 Joe Crosson Dr.  
El Cajon, CA 92020

Jorge Aragon  
018 Henry  
Chula Vista, CA 91911

Seth Aro  
4882 Mt. Royal Pl.  
San Diego, CA 92117

Bell ATM Service, Inc.  
8100 S. Akron St. #308  
Englewood, CO 80112

Betty Bogosian  
3128 Zola Street  
San Diego, CA 92106

Mikel Bohi  
2112 Garnet Ave. #!A  
San Diego, CA 92109

Lisa Breedlove  
3546 28th St.  
San Diego, CA 92104

Kristen Chapman  
1666 Garnet Ave. #612  
San Diego, CA 92109

Custom Printing  
1033 Cudahy Place #A  
San Diego, CA 92110

Deja Vu Consulting, Inc.  
3800 Capitol City Blvd, Ste. 1  
Lansing, MI 48906

Jessica Dodge  
6586 Ambrosia Dr. #5408  
Coronado, CA 92118

Lisa Fisher  
328 S. Ames St.  
Denver, CO 80226

Franchise Tax Board  
Bankruptcy Section MS A340  
P.O. Box 2952  
Sacramento, CA 95812-2952

Hatch Irrigation  
9732 San Remo Ct.  
Santee, CA 92071

HNIC, Inc.  
3639 Midway Drive, Ste. B #335  
San Diego, CA 92110

Internal Revenue Service  
P.O. Box 21126  
Philadelphia, PA 19114-0326

Michelle Leiva  
5084 Guava #110  
La Mesa, CA 91941

LFP Productions, LLC  
8484 Wilshire Blvd., Suite 900  
Beverly Hills, CA 90211

Christina Miki  
8433 Alado Pl.  
El Cajon, CA 92021

David Baxter Norris  
402 West Broadway, Suite 1140  
San Diego, CA 92101

Old Variety, Inc.  
P.O. Box 408  
Durand, MI 48429

Esse Peter  
801 Ash St., #604  
San Diego, CA 92101

Sarah Peterson  
2967 1/2 A St.  
San Diego, CA 92102

Radiant Systems  
P.O. Box 198755  
Atlanta, GA 30384

Miranda Robson  
1164 E. 1300 S.  
Salt Lake City, UT 84105

San Diego City Beat  
50 S. De Lacey Ave., Ste 200  
Pasadena, CA 91105

San Diego Pedi Cab  
619 C Street  
San Diego, CA 92101



Showgirls of San Diego, Inc.  
2720 Midway Drive  
San Diego, CA 92110

SP Media  
P.O. Box 675936  
Rancho Santa Fe, CA 92067

State Board of Equalization  
P.O. Box 942879  
Sacramento, CA 94279-0001

Sysco Food Services  
12180 Kirkham Road  
Poway, CA 92064

Tollis, Inc.  
P.O. Box 408  
Durand, MI 48429

Variety News & Distribution Co  
P.O. Box 408  
Durand, MI 48429

John Williams  
8586 Glenhaven St.  
San Diego, CA 92123

John Williams  
8586 Glenhaven St.  
San Diego, CA 92123