

B1 (Official Form 1)(12/11)

United States Bankruptcy Court Southern District of California		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): LiquidBreaker, LLC, a California limited liability company		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) 26-2320117		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): 5575 Magnatron Blvd., Ste. H San Diego, CA <div style="text-align: right;">ZIP Code 92111</div>		Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP Code</div>
County of Residence or of the Principal Place of Business: San Diego		County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>		Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP Code</div>
Location of Principal Assets of Business Debtor (if different from street address above):		
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 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	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
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	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).	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.
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (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).
Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
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 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		
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 checked="" 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		

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): LiquidBreaker, LLC, a California limited liability company
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <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.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>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).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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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
 (This page must be completed and filed in every case)

Name of Debtor(s):
LiquidBreaker, LLC, a California limited liability company

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/ John L. Smaha 95855
 Signature of Attorney for Debtor(s)

John L. Smaha 95855 (Bar No. 95855)
 Printed Name of Attorney for Debtor(s)

Smaha Law Group
 Firm Name

7860 Mission Center Ct. #100
San Diego, CA 92108

 Address

Email: jsmaha@smaha.com

619-688-1557 Fax: 619-688-1558
 Telephone Number

September 13, 2012
 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/ Rick LaPointe
 Signature of Authorized Individual

Rick LaPointe
 Printed Name of Authorized Individual

President
 Title of Authorized Individual

September 13, 2012
 Date

**RESOLUTIONS OF THE MEMBERS OF
LIQUIDBREAKER, LLC
A CALIFORNIA LIMITED LIABILITY COMPANY**

A meeting of the Members of LIQUIDBREAKER, LLC, a California limited liability company authorized to do business within the State of California, was held on September 13, 2012 via telephone conference at SMAHA LAW GROUP, 7860 Mission Center Court, Ste. 100, San Diego, California.

Based upon exigent circumstances the following resolutions were made by a majority of the Members of LIQUIDBREAKER, LLC:

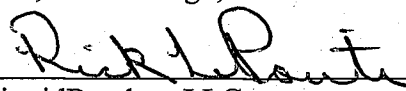
BE IT RESOLVED, that LiquidBreaker, LLC by and through Rick LaPointe as its President, are authorized to execute a petition under Chapter 11 of the United States Bankruptcy Code placing LiquidBreaker, LLC, into protection under Chapter 11 of the United States Bankruptcy Code.

BE IT FURTHER RESOLVED, that Rick LaPointe is authorized to take any and all actions necessary for the purposes of proposing and executing a Plan of Reorganization for LiquidBreaker, LLC including but not limited to, signing statements of financial affairs, liabilities and assets, plans of reorganization, sale of the assets of the company and all other matters necessary thereto.

BE IT FURTHER RESOLVED, that Rick LaPointe is authorized to open debtor-in-possession bank accounts under his or others signatures, at any financial institution allowed under the guidelines of the United States Trustee for the Southern District of California.

BE IT FURTHER RESOLVED, that Rick LaPointe is authorized to employ the law firm of Smaha Law Group as Debtor's counsel to represent the Debtor as debtor-in-possession in its Chapter 11 Bankruptcy proceeding.

Executed this 13th day of September 2012, at San Diego, California.



LiquidBreaker, LLC

By: Rick LaPointe

Its: President

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Southern District of California

In re LiquidBreaker, LLC, a California limited liability company

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>
Andrew Avina 1512 La Playa Avenue, #202 San Diego, CA 92109	Andrew Avina 1512 La Playa Avenue, #202 San Diego, CA 92109	Vendor		282.00
Brett International 6F No. 43, Lane 325 Juang Jhing Road Taipei Taiwan	Brett International 6F No. 43, Lane 325 Juang Jhing Road Taipei Taiwan	Vendor		361,000.00
Drake Sales 7652 Slater Avenue, Ste. A-D Huntington Beach, CA 92647	Drake Sales 7652 Slater Avenue, Ste. A-D Huntington Beach, CA 92647	Vendor		716.70
Falcon Waterfree Technologies c/o Bergman Pacey Goldsmith 10880 Wilshire Blvd., Ste. 900 Los Angeles, CA 90024-4101	Falcon Waterfree Technologies c/o Bergman Pacey Goldsmith 10880 Wilshire Blvd., Ste. 900 Los Angeles, CA 90024-4101	Litigation Claim	Unliquidated Disputed	Unknown
Fusion Proto Mfg, Inc. 440 Industrial Road Tecate, CA 91980	Fusion Proto Mfg, Inc. 440 Industrial Road Tecate, CA 91980	Vendor		7,007.91
Grayson Lafrenz 3709 Balboa Terrace, Unit F San Diego, CA 92117	Grayson Lafrenz 3709 Balboa Terrace, Unit F San Diego, CA 92117	Commissions		2,389.10
R.S. Huges 1281-B Liberty Way Vista, CA 92081	R.S. Huges 1281-B Liberty Way Vista, CA 92081	Vendor		252.09
Robert Rodrigues 410 E. Balboa Avenue Newport Beach, CA 92661	Robert Rodrigues 410 E. Balboa Avenue Newport Beach, CA 92661	Vendor		2,389.10
Think3D, LLC 6362 Paseo Aspada Carlsbad, CA 92008	Think3D, LLC 6362 Paseo Aspada Carlsbad, CA 92008	Vendor	Unliquidated	10,000.00
Veritex 550 South Hope St., Ste. 1775 Los Angeles, CA 90071	Veritex 550 South Hope St., Ste. 1775 Los Angeles, CA 90071	Vendor		8,839.95

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

In re LiquidBreaker, LLC, a California limited liability company
 Debtor(s)

Case No. _____

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 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 September 13, 2012

Signature /s/ Rick LaPointe
Rick LaPointe
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.

Andrew Avina
1512 La Playa Avenue, #202
San Diego, CA 92109

Board of Equalization
Cabrillo Commerce Center
P.O. Box 4800, Unit #66
Portland, OR 97208

Brett International
6F No. 43, Lane 325
Juang Jhing Road
Taipei Taiwan

Cardmember Service
P.O. Box 94014
Palatine, IL 60094-4014

Chase Card Services
P.O. Box 94014
Palatine, IL 60094-4014

Drake Sales
7652 Slater Avenue, Ste. A-D
Huntington Beach, CA 92647

Falcon Waterfree Technologies
c/o Bergman Pacey Goldsmith
10880 Wilshire Blvd., Ste. 900
Los Angeles, CA 90024-4101

Fish & Associates, PC
2603 Main Street, Ste. 1000
Irvine, CA 92614

Fusion Proto Mfg, Inc.
440 Industrial Road
Tecate, CA 91980

Giovanni Fima
2392 Fire Mountain Drive
Oceanside, CA 92054

Grayson Lafrenz
3709 Balboa Terrace, Unit F
San Diego, CA 92117

R.S. Huges
1281-B Liberty Way
Vista, CA 92081

Robert Rodrigues
410 E. Balboa Avenue
Newport Beach, CA 92661

Robert Shipley
5857 Owens Avenue, Ste. 200
Carlsbad, CA 92008

State of California
Franchise Tax Board
P.O. Box 942840
Sacramento, CA 94240

Think3D, LLC
6362 Paseo Aspada
Carlsbad, CA 92008

UPS
P.O. Box 650580
Dallas, TX 75265-0580

Veritex
550 South Hope St., Ste. 1775
Los Angeles, CA 90071