

BI (Official Form 1)(12/11)

United States Bankruptcy Court Southern District of California	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): The Restful Group, L.P.	Name of Joint Debtor (Spouse) (Last, First, Middle):
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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):
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Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 05-0563116	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
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Street Address of Debtor (No. and Street, City, and State): 12760 High Bluff Drive Suite 280 San Diego, CA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 92130	ZIP Code

County of Residence or of the Principal Place of Business: San Diego	County of Residence or of the Principal Place of Business:
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Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

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 type="checkbox"/> Corporation (includes LLC and LLP) <input checked="" 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 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

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
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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
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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
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THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): The Restful Group, L.P.	
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: Restful Group B, LLC	Case Number: 12-16037-LT11	Date Filed: 12/05/12	
District: Southern District of California	Relationship: Affiliate	Judge: Laura S. Taylor	
Exhibit A		Exhibit 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.)		(To be completed if debtor is an individual whose debts are primarily consumer debts.)	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		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).	
		X _____ Signature of Attorney for Debtor(s) (Date)	
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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> 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.)			
<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.			
Information Regarding the Debtor - Venue (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.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (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)).			

<p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): The Restful Group, L.P.</p>
Signatures	
<p>Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p>Signature of a Foreign Representative</p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p>Signature of Attorney*</p> <p>X <u>/s/ David B. Golubchik</u> Signature of Attorney for Debtor(s)</p> <p><u>David B. Golubchik 185520</u> Printed Name of Attorney for Debtor(s)</p> <p><u>Levene, Neale, Bender, Yoo & Brill LLP</u> Firm Name</p> <p><u>10250 Constellation Blvd.</u> <u>Suite 1700</u> <u>Los Angeles, CA 90067</u> Address</p> <p><u>(310) 229-1234</u> Telephone Number</p> <p>_____ Date</p> <p><small>*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.</small></p>	<p>Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>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:</p> <p>_____ If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p>
<p>Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X <u>/s/ Barry Seidman</u> Signature of Authorized Individual</p> <p><u>Barry Seidman</u> Printed Name of Authorized Individual</p> <p><u>CEO of General Partner</u> Title of Authorized Individual</p> <p>_____ Date</p>	

CSD 1801 [12/01/09]

Name, Address, Telephone No. & I.D. No.

David B. Golubchik 185520
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067
(310) 229-1234
185520

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF CALIFORNIA
 325 West "F" Street, San Diego, California 92101-6991

In Re
The Restful Group, L.P.

BANKRUPTCY NO.

Debtor.

**DECLARATION RE: ELECTRONIC FILING OF
 PETITION, SCHEDULES & STATEMENTS**

PART I - DECLARATION OF PETITIONER

I [We] Barry Seidman and _____, the undersigned debtor(s), *hereby declare under penalty of perjury* that the information I have given my attorney and the information provided in the electronically filed petition, statements, and schedules is true and correct. I consent to my attorney sending my petition, this declaration, statements and schedules to the United States Bankruptcy Court. I understand that this DECLARATION RE: ELECTRONIC FILING is to be filed with the Clerk once all schedules have been filed electronically but, in no event, no later than 14 days following the date the petition was electronically filed. I understand that failure to file the signed original of this DECLARATION will cause my case to be dismissed pursuant to 11 U.S.C. § 707(a)(3) without further notice.

[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 11 United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter specified in this petition.

[If petitioner is a corporation or 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 specified in this petition.

Dated:

Signed: /s/ Barry Seidman
Barry Seidman
 (Applicant)



PART II - DECLARATION OF ATTORNEY

I *declare under penalty of perjury* that I have informed the petitioner, if an individual, 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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b). In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that I have no knowledge after an inquiry that the information in the schedules is incorrect.

Dated:

/s/ David B. Golubchik
David B. Golubchik 185520
 Attorney for Debtor(s)

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Southern District of California

In re The Restful Group, L.P.

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>
PBS Investments 12760 High Bluff Dr. Suite 280 San Diego, CA 92130	PBS Investments 12760 High Bluff Dr. Suite 280 San Diego, CA 92130			460,000.00
Chalant, LLC, 1000 Wilson Blvd, #700 Arlington, VA 22209	Chalant, LLC, 1000 Wilson Blvd, #700 Arlington, VA 22209		Contingent Disputed	300,000.00
Cervantes Sainz Torre del Bosque Bld. M. Avila Camacho -Lomas de Chapultepec Mexico D.F. 11000	Cervantes Sainz Torre del Bosque Bld. M. Avila Camacho -Lomas de Chapultepec Mexico D.F. 11000			236,201.67
Tim Mullen 1955 N. Burling Street Chicago, IL 60614	Tim Mullen 1955 N. Burling Street Chicago, IL 60614			179,540.00
Al Thomas 440 S. LaSalle Street Suite 1636 Chicago, IL 60605	Al Thomas 440 S. LaSalle Street Suite 1636 Chicago, IL 60605			112,000.00
Jay Spillane c/o Spillane Trial Group PLC 15260 Ventura Blvd, Suite 1140 Sherman Oaks, CA 91403-5346	Jay Spillane c/o Spillane Trial Group PLC 15260 Ventura Blvd, Suite 1140 Sherman Oaks, CA 91403-5346			89,000.00
Kuhn & Koviak, Inc. 7676 Hazard Center Drive Suite 700 San Diego, CA 92108	Kuhn & Koviak, Inc. 7676 Hazard Center Drive Suite 700 San Diego, CA 92108			82,871.03
Philip Brodie P.O. Box 9295 Rancho Santa Fe, CA 92067	Philip Brodie P.O. Box 9295 Rancho Santa Fe, CA 92067			80,000.00
Arnold Zousmer P.O. Box 9906 Rancho Santa Fe, CA 92067	Arnold Zousmer P.O. Box 9906 Rancho Santa Fe, CA 92067			78,625.00

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

In re **The Restful Group, L.P.**

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>
Ken Lieberman 1112 Hohlfelder Rd Chicago, IL 60614	Ken Lieberman 1112 Hohlfelder Rd Chicago, IL 60614			65,000.00
Joey Lynch 9100 Wilshire Boulevard Suite 715 E. Tower Beverly Hills, CA 90212-3415	Joey Lynch 9100 Wilshire Boulevard Suite 715 E. Tower Beverly Hills, CA 90212-3415			60,000.00
Michael Edwards 3439 N. Greenview Avenue Chicago, IL 60657	Michael Edwards 3439 N. Greenview Avenue Chicago, IL 60657			50,245.00
William Floersch 50 Locust Rd. Winnetka, IL 60093	William Floersch 50 Locust Rd. Winnetka, IL 60093			19,008.26
Jeffrey Wolfson 2879 Woodmere Dr. Northbrook, IL 60062	Jeffrey Wolfson 2879 Woodmere Dr. Northbrook, IL 60062			15,000.00
Michael Frazin 395 Landis Lane Deerfield, IL 60015	Michael Frazin 395 Landis Lane Deerfield, IL 60015			15,000.00
Sandi Sorkin 3328 Lake Knoll Road Northbrook, IL 60062	Sandi Sorkin 3328 Lake Knoll Road Northbrook, IL 60062			12,500.00
Robert deRose P.O. Box 8167 Rancho Santa Fe, CA 92067	Robert deRose P.O. Box 8167 Rancho Santa Fe, CA 92067			11,934.53
Phil Teuscher 615 East 6th Street Hinsdale, IL 60521	Phil Teuscher 615 East 6th Street Hinsdale, IL 60521			10,000.00
Gary Pleason 1451 Lori-Lyn Lane Northbrook, IL 60062	Gary Pleason 1451 Lori-Lyn Lane Northbrook, IL 60062			10,000.00
Michael Frazin 395 Landis Lane Deerfield, IL 60015	Michael Frazin 395 Landis Lane Deerfield, IL 60015			10,000.00

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

In re The Restful Group, L.P.
Debtor(s)

Case No. _____

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

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

I, the CEO of General Partner of the partnership 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 12/5/12

Signature /s/ Barry Seidman
Barry Seidman
CEO of General Partner

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.

CSD 1008 [08/21/00]

Name, Address, Telephone No. & I.D. No.

David B. Golubchik 185520
 10250 Constellation Blvd.
 Suite 1700
 Los Angeles, CA 90067
 (310) 229-1234
 185520

UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF CALIFORNIA
 325 West "F" Street, San Diego, California 92101-6991

In Re
 The Restful Group, L.P.

BANKRUPTCY NO.

Debtor.

VERIFICATION OF CREDITOR MATRIX

PART I (check and complete one):

New petition filed. Creditor diskette required.

TOTAL NO. OF CREDITORS: 62

Conversion filed on _____. See instructions on reverse side.

- Former Chapter 13 converting. Creditor diskette required.
- Post-petition creditors added. Scannable matrix required.
- There are no post-petition creditors. No matrix required.

TOTAL NO. OF CREDITORS: _____

Amendment or Balance of Schedules filed concurrently with this original scannable matrix affecting Schedule of Debts and/or Schedule of Equity Security Holders. See instructions on reverse side.

- Names and addresses are being ADDED.
- Names and addresses are being DELETED.
- Names and addresses are being CORRECTED.

PART II (check one):

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

The above-named Debtor(s) hereby verifies that there are no post-petition creditors affected by the filing of the conversion of this case and that the filing of a matrix is not required.

Date: 12/5/12

151 Barry Seidman
 Barry Seidman/CEO of General Partner
 Signer/Title

REFER TO INSTRUCTIONS ON REVERSE SIDE

INSTRUCTIONS

- 1) Full compliance with Special Requirements for Mailing Addresses (CSD 1007) is required.
- 2) A creditors matrix with Verification is required whenever the following occurs:
 - a) A new petition is filed. Diskette required.
 - b) A case is converted on or after SEPTEMBER 1, 2000. (See paragraph 4b concerning post-petition creditors.)
 - c) An amendment to a case on or after SEPTEMBER 1, 2000, which adds, deletes or changes creditor address information on the debtor's Schedule of Debts and/or Schedule of Equity Security Holders. Scannable matrix format required.
- 3) The scannable matrix must be originally typed or printed. It may not be a copy.
- 4) CONVERSIONS:
 - a) When converting a Chapter 13 case filed before SEPTEMBER 1, 2000, to another chapter, ALL creditors must be listed on the mailing matrix at the time of filing and accompanied by a Verification. Diskette required.
 - b) For Chapter 7, 11, or 12 cases converted on or after SEPTEMBER 1, 2000, only post-petition creditors need be listed on the mailing matrix. The matrix and Verification must be filed with the post-petition schedule of debts and/or schedule of equity security holders. If there are no post-petition creditors, only the verification form is required. Scannable matrix format required.
- 5) AMENDMENTS AND BALANCE OF SCHEDULES:
 - a) Scannable matrix format required.
 - b) The matrix with Verification is a document separate from the amended schedules and may not be used to substitute for any portion of the schedules. **IT MUST BE SUBMITTED WITH THE AMENDMENT/BALANCE OF SCHEDULES.**
 - c) Prepare a separate page for each type of change required: ADDED, DELETED, or CORRECTED. On the **REVERSE** side of each matrix page, indicate which category that particular page belongs in. Creditors falling in the same category should be placed on the same page in alphabetical order.
- 6) Please refer to CSD 1007 for additional information on how to avoid matrix-related problems.

AL THOMAS
P.O. Box 30580
Ft. Lauderdale, FL 33303

Al Thomas
440 S. LaSalle Street
Suite 1636
Chicago, IL 60605

Arnold Zousmer
P.O. Box 9906
Rancho Santa Fe, CA 92067

Barry Seidman
P.O. Box 9813
Rancho Santa Fe, CA 92067

Barry Seidman
12760 High Bluff Dr.
Suite 280
San Diego, CA 92130

Cervantes Sainz
Torre del Bosque Bld. M.
Avila Camacho -Lomas de Chapultepec
Mexico D.F. 11000

Chalant, LLC,
1000 Wilson Blvd, #700
Arlington, VA 22209

Charles Lidman
4311 Vista De La Tierra
Del Mar, CA 92014

Davide Golia
14380 Stage Coach Road
Poway, CA 92064

Edward Tilly
417 Caesar Drive
Barrington, IL 60010

Emanuel Oscar
336 West Upas Street
San Diego, CA 92103

Franchise Tax Board
Bankruptcy Section, MS A-340
PO Box 2952
Sacramento, CA 95812-2952

GARY PLEASON
1451 Lori-Lyn Lane
Northbrook, IL 60062

Gary Savin
650 Vernon
Glencoe, IL 60022

Greg Novak
2741 Cameron Ct.
Darien, IL 60561

Harry Rotenberg
343 Via Andalusia
Encinitas, CA 92024

HARVEY SILVERMAN
791 Park Avenue, Apt. 5B
New York, NY 10021

Harvey Silverman
P.O. Box 141
Wainscott, NY 11975

HOWARD SORKIN
9655 Woods Drive, Unit 1310
Skokie, IL 60077

Irl Grodsky
3012 Mary Kay Lane
Glenview, IL 60026

IRS - Insolvency Division
PO Box 7346
Philadelphia, PA 19101-7346

Irvin Tischler
4638 Berniel Dr.
Phoenix, AZ 85028

Jay Spillane
c/o Spillane Trial Group PLC
15260 Ventura Blvd, Suite 1140
Sherman Oaks, CA 91403-5346

JEFFERY WOLFSON
45 LAKEWOOD DR
Glencoe, IL 60022

Jeffrey Annenberg
144 Ravine Drive
Highland Park, IL 60036

Jeffrey Wolfson
2879 Woodmere Dr.
Northbrook, IL 60062

Jim Iaco
5172 Cheltenham Terrace
San Diego, CA 92130

Joey Lynch
9100 Wilshire Boulevard
Suite 715 E. Tower
Beverly Hills, CA 90212-3415

KEN LIEBERMAN
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Glencoe, IL 60022

Ken Lieberman
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Chicago, IL 60614

Kim Kanakes
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Chicago, IL 60635

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7676 Hazard Center Drive
Suite 700
San Diego, CA 92108

Levy Family
1965 N Maud Ave Unit D
Chicago, IL 60614

Marty Ehrlich
12544 High Bluff Dr
San Diego, CA 92130

Michael Batter
1930 Balboa
Del Mar, CA 92014

MICHAEL EDWARDS
4431 N. Hermitage Avenue
Chicago, IL 60640

Michael Edwards
3439 N. Greenview Avenue
Chicago, IL 60657

Michael Frazin
395 Landis Lane
Deerfield, IL 60015

Michael Gordon
P.O. Box 9277
Rancho Santa Fe, CA 92067

Miles & Stockbridge P.C.
1751 Pinnacle Drive
Suite 500
Mc Lean, VA 22102-3833

Nicholas Giordano
1755 Governors Way
Blue Bell, PA 19422

Pat Fitzgerald
4141 S. Peoria Street
Chicago, IL 60609

PBS Investments
12760 High Bluff Dr.
Suite 280
San Diego, CA 92130

Phil Pieslor
3676 Windswept Terrace
San Diego, CA 92130

Phil Teuscher
615 East 6th Street
Hinsdale, IL 60521

Philip Brodie
P.O. Box 9295
Rancho Santa Fe, CA 92067

PHILIP TEUSCHER
615 East 6th Street
Hinsdale, IL 60521

Robert deRose
P.O. Box 8167
Rancho Santa Fe, CA 92067

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New York, NY 10021

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Chicago, IL 60605

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Delray Beach, FL 33446

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440 S. Lasalle Street
Ste. 950
Chicago, IL 60605

Sandi Sorkin
3328 Lake Knoll Road
Northbrook, IL 60062

Sloan Smith
129 Yolo St
Corte Madera, CA 94925

Steven Beatty
15300 3rd Dr SE
Mill Creek, WA 98012

Tim Mcgugan
13705 Bell Road
Homer Glen, IL 60491

Tim Mullen
1955 N. Burling Street
Chicago, IL 60614

TIMOTHY MCGUGGAN
13705 S. Bell Road
Lockport, IL 60491

TIMOTHY MULLEN
1955 N. Burling Street
Chicago, IL 60614

Vytis Kligys
10049 Carrigan Drive
Ellicott City, MD 21042

William Floersch
50 Locust Rd.
Winnetka, Il 60093

William McGowan
38 W. 648 West Mary Lane
St. Charles, IL 60175

CSD 1004 [10/17/05]

Name, Address, Telephone No. & I.D. No.

David B. Golubchik 185520
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067
(310) 229-1234
185520

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF CALIFORNIA
 325 West "F" Street, San Diego, California 92101-6991

In Re
The Restful Group, L.P.

BANKRUPTCY NO.

Debtor.

DECLARATION RE: FILING OF PETITION, SCHEDULES, & STATEMENTS ON DISKETTE

The undersigned debtor(s), *declare under penalty of perjury* that information provided in this petition, statements, and schedules as marked below is true and correct.

PART I - Select one:

- COMPLETE PETITION including all Schedules, Statements, and List of Creditors.
- PETITION and List of Creditors filed with the following Schedules and Statements. (Remainder to be filed within 15 days.)

CHECK ITEMS BEING FILED WITH PETITION

- | | | | | |
|---|---|--|---|--|
| <input type="checkbox"/> Schedule A | <input type="checkbox"/> Schedule D | <input type="checkbox"/> Schedule G | <input type="checkbox"/> Schedule J | <input type="checkbox"/> Chapter 13 Plan, if any |
| <input type="checkbox"/> Schedule B | <input type="checkbox"/> Schedule E | <input type="checkbox"/> Schedule H | <input type="checkbox"/> Summary of Schedules | <input type="checkbox"/> Attorney Fee Disclosure, if any |
| <input type="checkbox"/> Schedule C | <input type="checkbox"/> Schedule F | <input type="checkbox"/> Schedule I | <input type="checkbox"/> Statement of Financial Affairs | <input type="checkbox"/> Statement of Intention, if any |
| <input type="checkbox"/> Statement of Currently Monthly Income & Means Test Calculation (Individual Chapter 7 debtors only) | <input type="checkbox"/> Statement of Currently Monthly Income (Individual Chapter 11 debtors only) | <input type="checkbox"/> Statement of Current Monthly Income & Calculation of Commitment Period & Disposable Income (Chapter 13) | | |

PART II - Select one:

- [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 11 United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter specified in this petition.
- [If petitioner is a corporation or 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 specified in this petition.

Dated:

Signed: /s/ Barry Seidman
Barry Seidman
 CEO of General Partner

Dated:

/s/ David B. Golubchik
David B. Golubchik 185520
 Attorney for Debtor(s)

CSD 1004

**CERTIFICATE OF THE RESTFUL GROUP, L.P.,
AUTHORIZING FILING OF PETITION UNDER
CHAPTER 11 OF THE BANKRUPTCY CODE**

I, Barry Seidman, hereby certify as follows:

1. I am the Chief Executive Officer of Pearly Gates, Inc. the sole General Partner of The Restful Group, L.P. ("RGLP").
2. By Action by Unanimous Written Consent of General Partner dated December 4, 2012, the following resolutions were duly enacted, and the same remain in full force and effect, without modification, as of the date hereof:

NOW THEREFORE BE IT RESOLVED, in accordance with the L.P. Agreement including Article 5 Section 27 and Article 7 Section 44, Pearly Gates, Inc. as the sole General Partner of RGLP ("General Partner") deems it to be in the best interest of RGLP that Barry Seidman, Chief Executive Officer of the General Partner ("Seidman"), is hereby authorized to determine, based upon past, current and subsequent events and advice of counsel, whether it is desirable and in the best interests of RGLP, its creditors, and other interested parties, that RGLP file a Petition under the provisions of Chapter 11 of Title 11, United States Code (the "Bankruptcy Code");

FURTHER RESOLVED, that Seidman is hereby authorized and directed on behalf of and in the name of RGLP to execute a Chapter 11 bankruptcy petition and all related documents and papers on behalf of RGLP in order to enable RGLP to commence a Chapter 11 bankruptcy case;

FURTHER RESOLVED, that Seidman is hereby authorized and directed on behalf of and in the name of RGLP to execute and file and to cause counsel for RGLP to prepare with the assistance of RGLP as appropriate all petitions, schedules, lists and other papers, documents and pleadings in connection with RGLP's bankruptcy case, and to take any and all action which Seidman deems necessary and proper in connection with RGLP's bankruptcy case;

FURTHER RESOLVED, that RGLP hereby retains the law offices of Levene, Neale, Bender, Yoo & Brill L.L.P. ("LNBYB") as bankruptcy counsel for RGLP for purposes of, among other things, representing RGLP in its Chapter 11 case; and

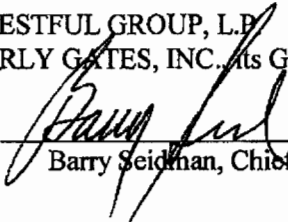
FURTHER RESOLVED, that Seidman's execution of a pre-petition retainer agreement with LNBYB on behalf of and in the name of RGLP is hereby confirmed, ratified, adopted and

[remainder of page intentionally left blank]

authorized and Seidman is hereby authorized and directed on behalf of and in the name of RGLP to execute RGLP's employment application of LNBYB as bankruptcy counsel to RGLP in RGLP's Chapter 11 bankruptcy case.

Dated: December 4, 2012

THE RESTFUL GROUP, L.P.
By: PEARLY GATES, INC. its GENERAL PARTNER

By: 
Barry Seidman, Chief Executive Officer

ACTION BY UNANIMOUS WRITTEN CONSENT OF GENERAL PARTNER

The undersigned, being the sole General Partner of The Restful Group, L.P., a California limited partnership, does hereby approve and adopt the following resolutions by written consent pursuant to the provisions of The Restful Group Limited Partnership Agreement dated August 1, 2003 ("L.P. Agreement").

FILING PETITION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

WHEREAS, The Restful Group, L.P. ("RGLP")'s primary investment is in Cementerio Jardines de la Vida Eterna S. de R. L. de C.V., a company organized and operating in Mexico, ("Jardines SRL."). RGLP's primary activity is to raise funds for the development and operation of Cementerios Jardines de la Vida Eterna ("Jardines Cemetery").

WHEREAS, RGLP and certain of its management personnel have been named in several legal actions by several RGLP investors, an effect of which is that RGLP has incurred significant legal expenses and has allocated a substantial amount of its management's and other personnel's time in defending itself. In addition, there have been management changes at Jardines SRL and Jardines Cemetery which require oversight and direction from RGLP's management.

WHEREAS, the General Partner has evaluated RGLP's current situation and has deemed it to be in the best interest of RGLP to consult with outside counsel, and has consulted with such outside counsel, to determine if bankruptcy would be in the best interests of RGLP.

NOW THEREFORE BE IT RESOLVED, in accordance with the L.P. Agreement including Article 5 Section 27 and Article 7 Section 44, Pearly Gates, Inc. as the sole General Partner of RGLP ("General Partner") deems it to be in the best interest of RGLP that Barry Seidman, Chief Executive Officer of the General Partner ("Seidman"), is hereby authorized to determine, based upon past, current and subsequent events and advice of counsel, whether it is desirable and in the best interests of RGLP, its creditors, and other interested parties, that RGLP file a Petition under the provisions of Chapter 11 of Title 11, United States Code (the "Bankruptcy Code");

FURTHER RESOLVED, that Seidman is hereby authorized and directed on behalf of and in the name of RGLP to execute a Chapter 11 bankruptcy petition and all related documents and papers on behalf of RGLP in order to enable RGLP to commence a Chapter 11 bankruptcy case;

FURTHER RESOLVED, that Seidman is hereby authorized and directed on behalf of and in the name of RGLP to execute and file and to cause counsel for RGLP to prepare with the assistance of RGLP as appropriate all petitions, schedules, lists and other papers, documents and pleadings in connection with RGLP's bankruptcy case, and to take any

and all action which Seidman deems necessary and proper in connection with RGLP's bankruptcy case;

FURTHER RESOLVED, that RGLP hereby retains the law offices of Levene, Neale, Bender, Yoo & Brill L.L.P. ("LNBYB") as bankruptcy counsel for RGLP for purposes of, among other things, representing RGLP in its Chapter 11 case;

FURTHER RESOLVED, that Seidman's execution of a pre-petition retainer agreement with LNBYB on behalf of and in the name of RGLP is hereby confirmed, ratified, adopted and authorized and Seidman is hereby authorized and directed on behalf of and in the name of RGLP to execute RGLP's employment application of LNBYB as bankruptcy counsel to RGLP in RGLP's Chapter 11 bankruptcy case;

FURTHER RESOLVED, that the General Partner is authorized and directed, in the name and on behalf of RGLP, to execute all documents, agreements and other papers and to take all other actions as it deems necessary or advisable in order to carry into effect the purpose and intent of the foregoing; and

FURTHER RESOLVED, that all actions previously taken by or on behalf of the General Partner related to the foregoing resolutions are hereby ratified, confirmed, adopted and approved.

IN WITNESS WHEREOF, the undersigned has executed this written consent as of the date written below.

DATED AS OF: December 4, 2012

GENERAL PARTNER,

PEARLY GATES, INC.

By: 
Barry Seidman, Chief Executive Officer

By: see attached
Steven Pearl, Secretary

and all action which Seidman deems necessary and proper in connection with RGLP's bankruptcy case;

FURTHER RESOLVED, that RGLP hereby retains the law offices of Levene, Neale, Bender, Yoo & Brill L.L.P. ("LNBYB") as bankruptcy counsel for RGLP for purposes of, among other things, representing RGLP in its Chapter 11 case;

FURTHER RESOLVED, that Seidman's execution of a pre-petition retainer agreement with LNBYB on behalf of and in the name of RGLP is hereby confirmed, ratified, adopted and authorized and Seidman is hereby authorized and directed on behalf of and in the name of RGLP to execute RGLP's employment application of LNBYB as bankruptcy counsel to RGLP in RGLP's Chapter 11 bankruptcy case;

FURTHER RESOLVED, that the General Partner is authorized and directed, in the name and on behalf of RGLP, to execute all documents, agreements and other papers and to take all other actions as it deems necessary or advisable in order to carry into effect the purpose and intent of the foregoing; and

FURTHER RESOLVED, that all actions previously taken by or on behalf of the General Partner related to the foregoing resolutions are hereby ratified, confirmed, adopted and approved.

IN WITNESS WHEREOF, the undersigned has executed this written consent as of the date written below.

DATED AS OF: December 4, 2012

GENERAL PARTNER:

PEARLY GATES, INC.

By: _____
Barry Seidman, Chief Executive Officer

By: _____
Steven Pearl, Secretary

CSD 1801 [12/01/09]

Name, Address, Telephone No. & I.D. No.

David B. Golubchik 185520
10250 Constellation Blvd.
Suite 1700
Los Angeles, CA 90067
(310) 229-1234
185520

UNITED STATES BANKRUPTCY COURT
 SOUTHERN DISTRICT OF CALIFORNIA
 325 West "F" Street, San Diego, California 92101-6991

In Re
The Restful Group, L.P.

BANKRUPTCY NO.

Debtor.

**DECLARATION RE: ELECTRONIC FILING OF
 PETITION, SCHEDULES & STATEMENTS**

PART I - DECLARATION OF PETITIONER

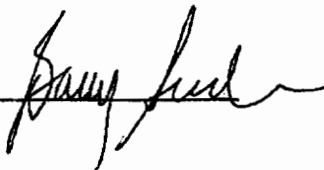
I [We] **Barry Seidman** and _____, the undersigned debtor(s), *hereby declare under penalty of perjury* that the information I have given my attorney and the information provided in the electronically filed petition, statements, and schedules is true and correct. I consent to my attorney sending my petition, this declaration, statements and schedules to the United States Bankruptcy Court. I understand that this DECLARATION RE: ELECTRONIC FILING is to be filed with the Clerk once all schedules have been filed electronically but, in no event, no later than 14 days following the date the petition was electronically filed. I understand that failure to file the signed original of this DECLARATION will cause my case to be dismissed pursuant to 11 U.S.C. § 707(a)(3) without further notice.

[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 11 United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. I request relief in accordance with the chapter specified in this petition.

[If petitioner is a corporation or 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 specified in this petition.

Dated:

Signed: /s/ Barry Seidman
Barry Seidman
 (Applicant)



PART II - DECLARATION OF ATTORNEY

I *declare under penalty of perjury* that I have informed the petitioner, if an individual, 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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b). In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that I have no knowledge after an inquiry that the information in the schedules is incorrect.

Dated:

/s/ David B. Golubchik
David B. Golubchik 185520
 Attorney for Debtor(s)

CSD 1801