

B1 (Official Form 1)(04/13)

<b>United States Bankruptcy Court Southern District of California</b>		<b>Voluntary Petition</b>
Name of Debtor (if individual, enter Last, First, Middle): <b>Purefitness Carlsbad, 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)/Complete EIN (if more than one, state all) <b>20-2064151</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>701 B Street Suite 366-368 San Diego, CA</b> <div style="text-align: right; font-size: small;">ZIP Code <b>92101</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>6215 El Camino Real Carlsbad, CA 92009</b>		
<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	<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>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:	<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>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 \$2,490,925 (amount subject to adjustment on 4/01/16 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).
<b>Statistical/Administrative Information</b> <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 checked="" 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 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		

<p><b>Voluntary Petition</b></p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): <b>Purefitness Carlsbad, Inc.</b></p>
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**All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location Where Filed: <b>- None -</b>	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: <b>- None -</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;"><b>Exhibit A</b></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;"><b>Exhibit B</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><b>X</b> _____ 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 with 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)).

<p><b>Voluntary Petition</b></p> <p><i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): <b>Purefitness Carlsbad, Inc.</b></p>
<b>Signatures</b>	
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></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><b>X</b> _____ Signature of Debtor</p> <p><b>X</b> _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></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><b>X</b> _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;"><b>Signature of Attorney*</b></p> <p><b>X</b> <u>/s/ Julian McMillan</u> Signature of Attorney for Debtor(s)</p> <p><u>Julian McMillan 241937</u> Printed Name of Attorney for Debtor(s)</p> <p><u>McMillan Law Group</u> Firm Name</p> <p><u>2751 Roosevelt Road</u> <u>Suite 204</u> <u>San Diego, CA 92106</u> Address</p> <p style="text-align: right;"><b>Email: leslie@mcmillanlawgroup.com</b></p> <p><u>858-499-8951 Fax: 619-241-8291</u> Telephone Number</p> <p><u>April 24, 2014</u> 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 style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></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><b>X</b> _____ 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><i>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.</i></p>
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></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><b>X</b> <u>/s/ Michael London</u> Signature of Authorized Individual</p> <p><u>Michael London</u> Printed Name of Authorized Individual</p> <p><u>CEO</u> Title of Authorized Individual</p> <p><u>April 24, 2014</u> Date</p>	

B4 (Official Form 4) (12/07)

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

In re Purefitness Carlsbad, 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>
<b>Bueno Marketing 14324 Salida Del Sol San Diego, CA 92127</b>	<b>Bueno Marketing 14324 Salida Del Sol San Diego, CA 92127</b>	<b>Services</b>		<b>2,767.40</b>
<b>Business Yellow Pages 6750 N. Andrews Avenue 200 Fort Lauderdale, FL 33309</b>	<b>Business Yellow Pages 6750 N. Andrews Avenue 200 Fort Lauderdale, FL 33309</b>	<b>Services</b>		<b>729.88</b>
<b>CA Board of Equalization PO Box 942879 Sacramento, CA 94279</b>	<b>CA Board of Equalization PO Box 942879 Sacramento, CA 94279</b>			<b>1,500.00</b>
<b>California Bank &amp; Trust PO Box 549 Lawndale, CA 90260</b>	<b>California Bank &amp; Trust PO Box 549 Lawndale, CA 90260</b>			<b>134,768.00</b> <b>(0.00 secured)</b>
<b>Carroll Business Supply PO Box 1425 El Cajon, CA 92022</b>	<b>Carroll Business Supply PO Box 1425 El Cajon, CA 92022</b>	<b>Services</b>		<b>1,177.88</b>
<b>CIT 134 Wooding Avenue Danville, VA 24541</b>	<b>CIT 134 Wooding Avenue Danville, VA 24541</b>	<b>Services</b>		<b>2,523.00</b>
<b>Consolidated International Cor 2500 Hoover Avenue Suite A National City, CA 91950</b>	<b>Consolidated International Cor 2500 Hoover Avenue Suite A National City, CA 91950</b>	<b>Services</b>		<b>2,190.87</b>
<b>Empire Cleaning Supply 12821 S Figueroa Street Los Angeles, CA 90061</b>	<b>Empire Cleaning Supply 12821 S Figueroa Street Los Angeles, CA 90061</b>	<b>Services</b>		<b>12,468.07</b>
<b>Firestone Financial Corp 27 Christina Street PO Box 610325 Newton Highlands, MA 02461</b>	<b>Firestone Financial Corp 27 Christina Street PO Box 610325 Newton Highlands, MA 02461</b>			<b>92,964.00</b> <b>(0.00 secured)</b>
<b>Franchise Tax Board P.O. Box 942867 Sacramento, CA 94267</b>	<b>Franchise Tax Board P.O. Box 942867 Sacramento, CA 94267</b>			<b>2,230.16</b>

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

In re Purefitness Carlsbad, Inc.

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

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
<b>Get 1 Free 4180 Ruffin Road Suite 235 San Diego, CA 92123</b>	<b>Get 1 Free 4180 Ruffin Road Suite 235 San Diego, CA 92123</b>			<b>5,500.00</b>
<b>Indcor Properties SWCA East Howell 59 LLC. PO Box 101257 Pasadena, CA 91189</b>	<b>Indcor Properties SWCA East Howell 59 LLC. PO Box 101257 Pasadena, CA 91189</b>		<b>Disputed</b>	<b>55,625.00  (0.00 secured)</b>
<b>IRS 880 Front Street San Diego, CA 92101</b>	<b>IRS 880 Front Street San Diego, CA 92101</b>			<b>3,000.00</b>
<b>La Mesa Heating 8015 Alida Street La Mesa, CA 91942</b>	<b>La Mesa Heating 8015 Alida Street La Mesa, CA 91942</b>	<b>Services</b>		<b>1,140.00</b>
<b>North County Scaffold 2219 Micro Pl Escondido, CA 92029</b>	<b>North County Scaffold 2219 Micro Pl Escondido, CA 92029</b>			<b>2,000.00</b>
<b>Office Depot Credit PO Box 689020 DC 20368</b>	<b>Office Depot Credit PO Box 689020 DC 20368</b>	<b>Supplies</b>		<b>712.33</b>
<b>Popular Community Bank Banco Popular PO Box 4601 Oak Park, IL 60303</b>	<b>Popular Community Bank Banco Popular PO Box 4601 Oak Park, IL 60303</b>			<b>1,446,433.00  (0.00 secured)</b>
<b>Popular Community Bank Banco Popular PO Box 4601 Oak Park, IL 60303</b>	<b>Popular Community Bank Banco Popular PO Box 4601 Oak Park, IL 60303</b>			<b>100,871.00  (0.00 secured)</b>
<b>San Diego Copiers PO Box 601127 San Diego, CA 92160</b>	<b>San Diego Copiers PO Box 601127 San Diego, CA 92160</b>	<b>Services</b>		<b>1,789.98</b>
<b>Wells Fargo</b>	<b>Wells Fargo</b>			<b>274,426.00  (0.00 secured)</b>

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

In re Purefitness Carlsbad, Inc.  
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 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 April 24, 2014

Signature /s/ Michael London  
**Michael London**  
**CEO**

*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.

Alison Kenpler  
2115 Sea Island Place  
San Marcos, CA 92078

ASSA ABLOY Entrance Sys  
1520 S. Sinclair Street  
Anaheim, CA 92806

Bueno Marketing  
14324 Salida Del Sol  
San Diego, CA 92127

Business Yellow Pages  
6750 N. Andrews Avenue  
200  
Fort Lauderdale, FL 33309

CA Board of Equalization  
PO Box 942879  
Sacramento, CA 94279

California Bank & Trust  
PO Box 549  
Lawndale, CA 90260

California Bank & Trust  
2399 Gateway Oaks Drive  
#110  
Sacramento, CA 95833

California Commercial Security  
4241 Ponderosa Avenue  
Suite D  
San Diego, CA 92123

Carroll Business Supply  
PO Box 1425  
El Cajon, CA 92022

Casey Ayala  
7111 Loma Vista Drive  
La Mesa, CA 91942

Charlotte Walsh  
907 Caminito Estrada  
Unit B

CIT  
134 Wooding Avenue  
Danville, VA 24541

City of Carlsbad  
1635 Faraday Avenue  
Carlsbad, CA 92008

Consolidated International Cor  
2500 Hoover Avenue  
Suite A  
National City, CA 91950

Empire Cleaning Supply  
12821 S Figueroa Street  
Los Angeles, CA 90061

Farrah Shirlipour  
3210 Caminito East Bluff  
Apt 56  
La Jolla, CA 92037

Firestone Financial Corp  
27 Christina Street  
PO Box 610325  
Newton Highlands, MA 02461

Franchise Tax Board  
P.O. Box 942867  
Sacramento, CA 94267



Get 1 Free  
4180 Ruffin Road  
Suite 235  
San Diego, CA 92123

Golden State Laundry  
1729 Coolidge Avenue  
National City, CA 91950

Indcor Properties SWCA East  
Howell 59 LLC.  
PO Box 101257  
Pasadena, CA 91189

Irene Ekdahl  
1630 James Drive  
Carlsbad, CA 92008

IRS  
880 Front Street  
San Diego, CA 92101

Jaclyn Tang  
2818 Rancho Rancho  
Carlsbad, CA 92009

La Mesa Heating  
8015 Alida Street  
La Mesa, CA 91942

Mark Strube  
1561 Green Oak Road  
Vista, CA 92081

Metro Fire & Safety  
2733 Via Orange Way  
#103  
Spring Valley, CA 91978

North County Scaffold  
2219 Micro Pl  
Escondido, CA 92029

Office Depot Credit  
PO Box 689020  
DC 20368

Peter Duncan  
Pyle Syms & Duncan  
401 B Street, Suite 1500  
San Diego, CA 92101

Popular Community Bank  
Banco Popular  
PO Box 4601  
Oak Park, IL 60303

Rayne Water  
2011 West Vista Way  
Vista, CA 92085

San Diego Copiers  
PO Box 601127  
San Diego, CA 92160

Saunaworkz  
10322 Trask Avenue  
Unit A  
Garden Grove, CA 92843

Teldata  
11487 Wooside Avenue  
Santee, CA 92071

Uline  
2200 S. Lakeside Drive  
Waukegan, IL 60085

Waxie  
PO Box 60227  
Los Angeles, CA 90060

Wells Fargo

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

In re Purefitness Carlsbad, Inc.

Debtor(s)

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

Chapter 11

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Purefitness Carlsbad, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

April 24, 2014

Date

/s/ Julian McMillan

Julian McMillan 241937

Signature of Attorney or Litigant  
Counsel for Purefitness Carlsbad, Inc.

**McMillan Law Group**

2751 Roosevelt Road

Suite 204

San Diego, CA 92106

858-499-8951 Fax:619-241-8291

leslie@mcmillanlawgroup.com