

B1 (Official Form 1)(1/08)

<b>United States Bankruptcy Court District of Connecticut</b>		<b>Voluntary Petition</b>
Name of Debtor (if individual, enter Last, First, Middle): <b>HC Innovations, Inc.</b>		Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>20-2119286</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>10 Progress Drive, Suite 200 Shelton, CT</b>		Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code <b>06484</b>		ZIP Code
County of Residence or of the Principal Place of Business: <b>Fairfield</b>		County of Residence or of the Principal Place of Business:
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):		
<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 checked="" 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 type="checkbox"/> Other <hr/> <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
<b>Filing Fee</b> (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.  Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.		THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000		
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		
<b>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 type="checkbox"/> \$1,000,001 to \$10 million <input checked="" type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion		

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): <b>HC Innovations, Inc.</b>
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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>See Attached EXHIBIT 1</b>	Case Number:	Date Filed:
District: <b>Connecticut</b>	Relationship: <b>Affiliate</b>	Judge: <b>Shiff</b>

<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><input checked="" type="checkbox"/> _____ 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):  
**HC Innovations, Inc.**

**Signatures**

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

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

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

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of a Foreign Representative**

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

(Check only one box.)

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

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

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X** /s/ Jon P. Newton  
Signature of Attorney for Debtor(s)

Jon P. Newton ct03376  
Printed Name of Attorney for Debtor(s)

Reid and Riege, P.C.  
Firm Name

One Financial Plaza  
Hartford, CT 06103-2600

\_\_\_\_\_  
Address

860.278.1150 Fax: 860.240.1002  
Telephone Number

February 19, 2010  
Date

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

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

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

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

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

\_\_\_\_\_  
Address

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

\_\_\_\_\_  
Date

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

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

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

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

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

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

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

**X** /s/ Scott Walker  
Signature of Authorized Individual

Scott Walker  
Printed Name of Authorized Individual

Chief Financial Officer  
Title of Authorized Individual

February 19, 2010  
Date

**EXHIBIT 1**

HM Strategies, Inc.

Enhanced Care Initiatives of Tennessee, Inc.

Enhanced Care Initiatives of Alabama, Inc.

Enhanced Care Initiatives of Massachusetts, Inc.

Enhanced Care Initiatives of New York, Inc.

Enhanced Care Initiatives, Inc.

Texas Enhanced Care Initiatives, Inc.

HC INNOVATIONS, INC.  
ENHANCED CARE INITIATIVES, INC.  
ENHANCED CARE INITIATIVES OF TENNESSEE, INC.  
TEXAS ENHANCED CARE INITIATIVES, INC.  
ENHANCED CARE INITIATIVES OF MASSACHUSETTS, INC.  
ENHANCED CARE INITIATIVES OF NEW YORK, INC.  
ENHANCED CARE INITIATIVES OF ALABAMA, INC.  
HM STRATEGIES, INC.

JOINT RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE ABOVE  
(the "Corporations")

The undersigned, being all of the directors of the Corporations, hereby unanimously consent to and approve the adoption of the following resolutions:

RESOLVED: That the Chief Executive Officer and/or the Chief Financial Officer of the Corporations be, and they hereby are, authorized, when and in their best judgment and sole discretion it becomes necessary or either of them deem it is desirable and for the best interests of the Corporations, their creditors, and other interested parties, to file petitions on behalf of the Corporations under the provisions of Chapter 11 of the Bankruptcy Code; and it is further

RESOLVED: That the form of petitions under said Chapter 11 be such as is satisfactory to counsel to the Corporations and that the Chief Executive Officer and/or Chief Financial Officer of the Corporations be, and they hereby are, authorized on behalf of and in the name of the Corporations, to execute and verify petitions, substantially in such form, and to cause the same to be filed with the United States Bankruptcy Court for the District of Connecticut; and it is further

RESOLVED: That, upon the Chief Executive Officer and/or Chief Financial Officer determining that said petitions should be filed, the officers of the Corporations be, and they hereby are, authorized to execute and file all petitions, schedules, lists, and other papers and documents and to take any and all actions which the Chief Executive Officer and/or Chief Financial Officer deem necessary and proper in connection with such proceedings under Chapter 11; and it is further

RESOLVED: That the Chief Executive Officer and/or Chief Financial Officer are authorized in connection therewith, to retain and employ as special legal counsel to represent the Corporations, on a general retainer, the law firm of Reid and Riege, P.C. and as general counsel to the Corporations, on a general retainer, the Law Offices of Paul M. Finigan, and such other legal and accounting or other expertise which they may deem necessary and proper, and the current employment of each such firm is hereby ratified and approved.

IN WITNESS WHEREOF, we have hereunto set our hands as directors of the Corporations and affixed the corporate seal this 17<sup>th</sup> day of February, 2010.

/s/ Richard F. Delater  
Richard F. Delater

/s/ Orlo Dietrich  
Orlo Dietrich

/s/ Kenneth D. Lane  
Kenneth D. Lane

/s/ Jeffrey L. Zwicker  
Jeffrey L. Zwicker

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
District of Connecticut**

In re **HC Innovations, 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>Brahma Finance (BVI) Limited ATTN: Pres./Managing Agent 900-700 West Georgia Street VANCOUVER BC V7Y 1H4</b>	<b>Brahma Finance (BVI) Limited ATTN: Pres./Managing Agent 900-700 West Georgia Street BC V7Y 1H4</b>	<b>Amount shown is secured; unsecured amount undetermined</b>		<b>4,126,270.00</b>
<b>Brahma Finance (BVI) Limited ATTN: Pres./Managing Agent 900-700 West Georgia Street VANCOUVER BC V7Y 1H4</b>	<b>Brahma Finance (BVI) Limited ATTN: Pres./Managing Agent 900-700 West Georgia Street BC V7Y 1H4</b>	<b>Amount shown is secured; unsecured amount undetermined</b>		<b>2,498,595.00</b>
<b>SAI Systems International Inc. ATTN: Pres. 12 Progress Drive Shelton, CT 06484</b>	<b>SAI Systems International Inc. ATTN: Pres. 12 Progress Drive Shelton, CT 06484</b>	<b>Trade debt</b>	<b>Disputed</b>	<b>634,139.90</b>
<b>James Bigl Trust 4010 NE 26th Avenue Lighthouse Point, FL 33064</b>	<b>James Bigl Trust 4010 NE 26th Avenue Lighthouse Point, FL 33064</b>	<b>Amount shown is secured; unsecured amount undetermined</b>		<b>375,032.00</b>
<b>Stephen Urciuoli 91 Kings Highway S Westport, CT 06880-4718</b>	<b>Stephen Urciuoli 91 Kings Highway S Westport, CT 06880-4718</b>	<b>Note payable</b>		<b>334,925.00</b>
<b>David Chess 1900 Elm Street Stratford, CT 06615</b>	<b>David Chess 1900 Elm Street Stratford, CT 06615</b>	<b>Note payable</b>		<b>333,589.00</b>
<b>Charles Brunie 21 Elm Rock Road Bronxville, NY 10708-4202</b>	<b>Charles Brunie 21 Elm Rock Road Bronxville, NY 10708-4202</b>	<b>Note payable</b>		<b>320,072.00</b>
<b>Polaris Partners LP 530 Fifth Ave 25th Floor New York, NY 10036-5100</b>	<b>Polaris Partners LP 530 Fifth Ave 25th Floor New York, NY 10036-5100</b>	<b>Note payable</b>		<b>128,096.00</b>
<b>Leslie &amp; Paul Le Febvre 180 Sheridan Road Winnetka, IL 60093-1555</b>	<b>Leslie &amp; Paul Le Febvre 180 Sheridan Road Winnetka, IL 60093-1555</b>	<b>Loan; Amount shown is secured; unsecured amount undetermined</b>		<b>124,970.00</b>

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

In re **HC Innovations, 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>McCorkle Court Reporters, Inc</b> ATTN: Pres. 200 N LaSalle St, Ste 300 Chicago, IL 60601	<b>McCorkle Court Reporters, Inc</b> ATTN: Pres. 200 N LaSalle St, Ste 300 Chicago, IL 60601	Amount shown is secured; unsecured amount is undetermined		62,487.00
<b>Adam LeFevre</b> 2025 Wasjomgtpm Ave. Wilmette, IL 60091	<b>Adam LeFevre</b> 2025 Wasjomgtpm Ave. Wilmette, IL 60091	Loan; Amount shown is secured; unsecured amount undetermined	Unliquidated	61,569.00
<b>Steven Chess</b> 2707 Meadwood Ct Weston, FL 33332	<b>Steven Chess</b> 2707 Meadwood Ct Weston, FL 33332	Note payable		60,679.00
<b>Robert Chess</b> 420 Montclair Drive Weston, FL 33326-3590	<b>Robert Chess</b> 420 Montclair Drive Weston, FL 33326-3590	Note payable		60,679.00
<b>Gersten Savage KWM LLP</b> ATTN: Pres./Managing Agent 600 Lexington Ave New York, NY 10022-6018	<b>Gersten Savage KWM LLP</b> ATTN: Pres./Managing Agent 600 Lexington Ave New York, NY 10022-6018	Trade debt		54,247.83
<b>Ryan LeFebvre</b> 180 Sheridan Road Winnetka, IL 60093-1555	<b>Ryan LeFebvre</b> 180 Sheridan Road Winnetka, IL 60093-1555	Loan; Amount shown is secured; unsecured amount undetermined		43,098.00
<b>A. Mannino</b> 91 Kings Highway South Westport, CT 06880	<b>A. Mannino</b> 91 Kings Highway South Westport, CT 06880	Note payable		35,130.00
<b>Christopher Urciuoli</b> 91 Kings Highway South Westport, CT 06880	<b>Christopher Urciuoli</b> 91 Kings Highway South Westport, CT 06880	Note payable		32,305.00
<b>Dustin LeFebvre</b> 930 West Huron St., #202 Chicago, IL 60622-5914	<b>Dustin LeFebvre</b> 930 West Huron St., #202 Chicago, IL 60622-5914	Loan; Amount shown is secured; unsecured amount undetermined		31,243.00
<b>Vi Tiliak</b> 6424 Cedar Road Oak Forest, IL 60452-1502	<b>Vi Tiliak</b> 6424 Cedar Road Oak Forest, IL 60452-1502	Loan; Amount shown is secured; unsecured amount undetermined		30,785.00
<b>Jerome Adler</b> 1199 Oxford Court Highland Park, IL 60035	<b>Jerome Adler</b> 1199 Oxford Court Highland Park, IL 60035	Loan; Amount shown is secured; unsecured amount undetermined		30,304.00



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

In re **HC Innovations, Inc.**

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

Debtor(s)

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

(Continuation Sheet)

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

I, the Chief Financial Officer 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 **February 19, 2010**

Signature /s/ Scott Walker

**Scott Walker**  
**Chief Financial Officer**

*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.

A. Mannino  
91 Kings Highway South  
Westport, CT 06880

Adam LeFevre  
2025 Wasjomgtpm Ave.  
Wilmette, IL 60091

Brahma Finance (BVI) Limited  
ATTN: Pres./Managing Agent  
900-700 West Georgia Street  
VANCOUVER  
BC V7Y 1H4

Charles Brunie  
21 Elm Rock Road  
Bronxville, NY 10708-4202

Christopher Urciuoli  
91 Kings Highway South  
Westport, CT 06880

Command Financial Press  
75 Varick Street  
New York, NY 10013

Control Solutions  
ATTN: Michelle Carozella  
400 Amherst St, Ste 201  
Nashua, NH 03063

David Chess  
1900 Elm Street  
Stratford, CT 06615

Dustin LeFebvre  
930 West Huron St., #202  
Chicago, IL 60622-5914

Freidberg Smith & Co CPAs  
ATTN: Pres./Managing Agent  
855 Main Street  
Bridgeport, CT 06604

Gersten Savage KWM LLP  
ATTN: Pres./Managing Agent  
600 Lexington Ave  
New York, NY 10022-6018

James Bigl Trust  
4010 NE 26th Avenue  
Lighthouse Point, FL 33064

Jeffery L Zwicker  
3332 Cayman Lane  
Naples, FL 34119

Jerome Adler  
1199 Oxford Court  
Highland Park, IL 60035

Ken Lame Living Trust  
8813 S Blue Jay Circle  
Salt Lake City, UT 84121

Kenneth D. Lame  
8813 S. Blue Jay Circle  
Salt Lake City, UT 84121

Leslie & Paul Le Febvre  
180 Sheridan Road  
Winnetka, IL 60093-1555

McCorkle Court Reporters, Inc  
ATTN: Pres.  
200 N LaSalle St, Ste 300  
Chicago, IL 60601

National Corporate Research  
ATTN: Pres./Managing Agent  
225 West 34th Street, Suite 910  
New York, NY 10122

Orlo Dietrich  
c/o Ansley Capital Group  
ATTN: Pres./Managing Agent  
55 South Main St., Ste. 367  
Naperville, IL 60540

Pacific Aerie Holding LLC  
as Collateral Agent  
ATTN: Pres./Managing Agent  
8813 S Blue Jay Circle  
Salt Lake City, UT 84121

Polaris Partners LP  
530 Fifth Ave 25th Floor  
New York, NY 10036-5100

Richard Delater  
901 Via Lugano  
Winter Park, FL 32789

Richard F. Delater  
901 Via Lugano  
Winter Park, FL 32789

Robert Chess  
420 Montclair Drive  
Weston, FL 33326-3590

Ryan LeFebvre  
180 Sheridan Road  
Winnetka, IL 60093-1555

SAI Systems International Inc.  
ATTN: Pres.  
12 Progress Drive  
Shelton, CT 06484

Stephen Urciuoli  
91 Kings Highway S  
Westport, CT 06880-4718

Steven Chess  
2707 Meadwood Ct  
Weston, FL 33332

Stock Quotes Professional Inc  
ATTN: Pres./Managing Agent  
4470 W Sunset Blvd, Ste 381  
Los Angeles, CA 90027

Thompson Hine Iola  
335 Madison Ave., 12 Fl  
New York, NY 10017-4611

Thomson Reuters (markets) LLC  
ATTN: Pres./Managing Agent  
195 Broadway, 7th Floor  
New York, NY 10007

Vi Tiliak  
6424 Cedar Road  
Oak Forest, IL 60452-1502

Welwyn Management  
ATTN: Pres./Managing Agent  
901 Via Lugano  
Winter Park, FL 32789