B1 (Official Form 1) (04/13)

UNITED STATES BANKRUPTCY COURT District of Delaware	VOLUNTARY PETITION

Name of Debtor (if individual, enter Last, First, Middle): Quantason, LLC	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): 27-0614679	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):
Street Address of Debtor (No. and Street, City, and State): Howard Hughes Center 6080 Center Drive, Suite 910 Los Angeles, California ZIP CODE 90045	Street Address of Joint Debtor (No. and Street, City, and State): ZIP CODE
County of Residence or of the Principal Place of Business: Los Angeles County	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP CODE	Mailing Address of Joint Debtor (if different from street address): ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): ZIP CODE	

Type of Debtor
(Form of Organization)
(Check **one** box.)

- ☐ Individual (includes Joint Debtors)
  See Exhibit D on page 2 of this form.
- ☑ Corporation (includes LLC and LLP)
- ☐ Partnership
- ☐ 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.)

- ☐ Health Care Business
- ☐ Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)
- ☐ Railroad
- ☐ Stockbroker
- ☐ Commodity Broker
- ☐ Clearing Bank
- ☑ Other

Chapter of Bankruptcy Code Under Which the Petition is Filed (Check **one** box.)

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11
- ☐ Chapter 12
- ☐ Chapter 13
- ☐ Chapter 15 Petition for Recognition of a Foreign Main Proceeding
- ☐ 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.)

- ☐ Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).

Nature of Debts
(Check **one** box.)

- ☐ 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."
- ☑ Debts are primarily business debts.

Filing Fee (Check one box.)

- ☑ Full Filing Fee attached.
- ☐ 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.
- ☐ 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:
- ☑ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
- ☐ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).

Check if:
- ☑ 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:
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information

- ☑ 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.

THIS SPACE IS FOR COURT USE ONLY

Estimated Number of Creditors

☑ 1-49	☐ 50-99	☐ 100-199	☐ 200-999	☐ 1,000-5,000	☐ 5,001-10,000	☐ 10,001-25,000	☐ 25,001-50,000	☐ 50,001-100,000	☐ Over 100,000

Estimated Assets

☐ $0 to $50,000	☐ $50,001 to $100,000	☐ $100,001 to $500,000	☐ $500,001 to $1 million	☑ $1,000,001 to $10 million	☐ $10,000,001 to $50 million	☐ $50,000,001 to $100 million	☐ $100,000,001 to $500 million	☐ $500,000,001 to $1 billion	☐ More than $1 billion

Estimated Liabilities

☐ $0 to $50,000	☐ $50,001 to $100,000	☐ $100,001 to $500,000	☐ $500,001 to $1 million	☑ $1,000,001 to $10 million	☐ $10,000,001 to $50 million	☐ $50,000,001 to $100 million	☐ $100,000,001 to $500 million	☐ $500,000,001 to $1 billion	☐ More than $1 billion

Voluntary Petition *(This page must be completed and filed in every case.)*	Name of Debtor(s): Quantason, LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)		
Location Where Filed:	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:	Case Number:	Date Filed:
District:	Relationship:	Judge:

Exhibit A

(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.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have 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?

☐ 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)).

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

Name of Debtor(s): Quantason, LLC

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 _____
Signature of Attorney for Debtor(s)
R. Craig Martin
Printed Name of Attorney for Debtor(s)
DLA Piper, LLP (US)
Firm Name
1201 N. Market Street, Suite 2100
Wilmington, DE 19801
Address
(302) 468-5700
Telephone Number
04/23/2014
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 _____
Signature

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

X _____
Signature of Authorized Individual
Lawerence R. Perkins
Printed Name of Authorized Individual
President and CEO
Title of Authorized Individual
04/23/2014
Date

UNANIMOUS WRITTEN CONSENT OF THE CLASS A UNIT HOLDERS AND BOARD OF MANAGERS OF QUANTASON, LLC

The undersigned, constituting all of the Class A Unit Holders and members of the Board of Managers of Quantason, LLC, a Delaware limited liability company (the "Company"), and acting pursuant to the Fourth Amended and Restated Operating Agreement of the Company, hereby adopt the following resolutions, in their capacity as Class A Unit Holders and Managers as applicable, by written consent, effective as of March 21, 2014.

WHEREAS, upon careful consideration and after seeking alternative solutions, the following resolutions were adopted and recorded in the minute book of the Company, and they have not been modified or rescinded and are still in full force and effect:

RESOLVED, that it is desirable and in the best interests of the Company, its creditors, shareholders, employees and other interested parties, to file a voluntary petition (the "Petition") for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and the same is hereby authorized and approved; and it is further,

RESOLVED, that the Managers and Chief Executive Officer (each an "Authorized Person," and together the "Authorized Persons") be, and each of them hereby is, authorized, empowered and directed, in the name and on behalf of the Company to prepare, execute and verify the Petition in such form as the officer executing the same shall deem appropriate and as required by law and to file such petition, thereby commencing the chapter 11 case in the Bankruptcy Court together with such statements, schedules, exhibits and reports as may be required from time to time by the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure or order of court, and to prepare and execute all other papers and take all other actions necessary or appropriate in connection with the Company's chapter 11 case, or any superseding or other bankruptcy case; and it is further,

RESOLVED, that it may be desirable and in the best interests of the Company that the Company sell its assets and, therefore, the Company is hereby authorized to enter into a sales process in connection with the chapter 11 case for the purpose of effectuating a sale or sales of the Company's assets, and the Company is further authorized to file a motion to approve such sale or sales and for any related relief and to close such sale or sales, subject to Bankruptcy Court approval in the Company's chapter 11 case; and it is further,

RESOLVED, that the law firm of DLA Piper LLP (US) shall continue to be, and hereby is, engaged as bankruptcy counsel for the Company, subject to any requisite approval of the Bankruptcy Court; and it is further,

RESOLVED, that each Authorized Person is hereby severally authorized, directed and empowered, in the name of and on behalf of the Company, to engage professionals and advisors that such Authorized Person may deem necessary, proper, or desirable in connection with the Company's chapter 11 case, whether or not any such professional or advisor is currently providing services to the Company, subject to any requisite approval of the Bankruptcy Court; and it is further,

RESOLVED, that each Authorized Person is hereby severally authorized, directed and empowered, in the name of and on behalf of the Company, to execute, verify and cause to be filed requests for first-day relief from the Bankruptcy Court that such Authorized Person may deem necessary,

PS E.R.

proper, or desirable in connection with the Petitions, with a view to the successful prosecution thereunder; and it is further,

RESOLVED, that each Authorized Person is hereby severally authorized, directed and empowered, in the name of and on behalf of the Company, (i) to take or cause to be taken any and all actions, and to make or cause to be made all payments (including but not limited to payments of expenses, retainers and filing fees), (ii) to make or cause to be made all federal, state and local governmental, administrative and/or regulatory filings as may be required or advisable under the laws or regulations of any jurisdiction, and (iii) to negotiate, enter into, execute, deliver and perform all other documents, agreements, certificates or instruments as may be necessary, appropriate, convenient or proper, in each case to effectuate the intent of, and the transactions contemplated by, the foregoing resolutions, and the execution and delivery thereof by such Authorized Person is to be conclusive evidence of such approval; and it is further,

RESOLVED, that each Authorized Person is hereby severally authorized, directed and empowered to cause the Company to enter into, execute, deliver, certify, file, record, and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates or other documents, and to take such other actions, as in the judgment of such Authorized Person shall be necessary, proper, and desirable to prosecute to a successful completion the Company's chapter 11 cases consistent with the foregoing resolutions, and to carry out and put into effect the purposes of the foregoing resolutions, and the transactions contemplated by these resolutions, such Authorized Person's authority thereunto to be evidenced by the taking of such actions; and it is further,

RESOLVED, that any and all acts taken and any and all certificates, instruments, agreements or other documents executed on behalf of the Company by any Authorized Person prior to the adoption of the foregoing resolutions with regard to any of the transactions, actions, certificates, instruments, agreements or other documents authorized or approved by the foregoing resolutions be, and they hereby are, ratified, confirmed adopted and approved; and it is further

RESOLVED, that notwithstanding the execution of this Unanimous Written Consent, none of the Class A Unit Holders shall be deemed to have waived, and do hereby explicitly reserve, all rights to make and/or file any objection or opposition that any of them may deem appropriate with respect to any action taken by the Company in connection with or related to the chapter 11 case, including but not limited to, a sale of Company assets.

[Signature page follows]

PS E.R.

This Unanimous Written Consent of the Class A Unit Holders of Quantason, LLC has been executed effective as of the date first written above. This Unanimous Written Consent may be executed in counterparts, each of which shall be deemed an original and all of which shall constitute a single instrument.

3/21/14 Edmond Rambod

Edmond Rambod

Edward Ray

3/24/14 Peter Seidel

Peter S. Seidel

Robert M. Snukal

This Unanimous Written Consent of the Class A Unit Holders of Quantason, LLC has been executed effective as of the date first written above. This Unanimous Written Consent may be executed in counterparts, each of which shall be deemed an original and all of which shall constitute a single instrument.

3/21/14 Edmond Rambod
Edmond Rambod

Edward Ray
Edward Ray

Peter S. Seidel

Robert M. Snukal
Robert M. Snukal

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
Quantason, LLC,[1]	:	Case No. 14-xxxxxx (XXX)
Debtor.	:	

LIST OF CREDITORS HOLDING THE TWENTY LARGEST UNSECURED CLAIMS

The debtor in this chapter 11 case (the "Debtor") filed a voluntary petition in this Court on April 23, 2014 (the "Petition Date") for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532. The following is a list of the Debtor's twenty largest unsecured creditors (the "Top 20 List"), based on the Debtor's books and records as of the Petition Date. The Top 20 List was prepared in accordance with Rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtor's chapter 11 case. The Top 20 List does not include: (1) persons who come within the definition of an "insider" set forth in 11 U.S.C. § 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the twenty largest unsecured claims. The information presented in the Top 20 List shall not constitute an admission by, nor is it binding on, the Debtor. The failure of the Debtor to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtor's right to contest the validity, priority, and/or amount of any such claim.

(1) NAME OF CREDITOR AND COMPLETE MAILING ADDRESS INCLUDING ZIP CODE	(2) NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT, DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	(3) NATURE OF CLAIM (trade debt, bank loan, government contract, etc.)	(4) C U D S	(5) AMOUNT OF CLAIM (if secured also state value of security)
Myles Gothelf (Former CEO of Debtor) 5000 Parkway Calabasas #220 Calabasas, CA 91302	N/A	Unpaid salary, accrued vacation and severance.	D	$310,876.18

[1] The mailing address for Quantason, LLC is Howard Hughes Center 6080 Center Drive, Suite 910 Los Angeles, California 90045.

(1)	(2)	(3)	(4)	(5)
NAME OF CREDITOR AND COMPLETE MAILING ADDRESS INCLUDING ZIP CODE	NAME , TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE, OF EMPLOYEE, AGENT, DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (trade debt, bank loan, government contract, etc.)	C U D S	AMOUNT OF CLAIM (if secured also state value of security)
Continuum 1220 Washington Street West Newton, MA 02465	Continuum 1220 Washington Street West Newton, MA 02465	Trade Debt		$23,867.98
Polytec, Inc. (West Coast) 16400 Bake Pky, Suite 200 Irvine, CA 62618	Polytec, Inc. (West Coast) 16400 Bake Pky, Suite 200 Irvine, CA 62618	Trade Debt		
Matthew Pelc 415 Chase Avenue Los Angeles, CA 90066	N/A	Accrued Vacation	D	$273.97
State of Delaware Division of Corporations PO Box 898 Dover, DE 19903	State of Delaware Division of Corporations PO Box 898 Dover, DE 19903	Taxes		$243.25
Capital Corporate Services, Inc. 1111B. South Governors Ave. Dover, DE 19904	Capital Corporate Services, Inc. 1111B. South Governors Ave. Dover, DE 19904	Trade Debt		$200.00

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
Quantason, LLC,[1]	:	Case No. 14-xxxxxx (XXX)
Debtor.	:	

DECLARATION CONCERNING THE DEBTOR'S LIST OF CREDITORS HOLDING THE TWENTY LARGEST UNSECURED CLAIMS

I, Lawrence R. Perkins, CRO of Quantason, LLC, a Delaware limited liability corporation and the entity named as debtor in this case, declare under penalty of perjury under the laws of the United States of America that I have reviewed the List of Creditors Holding the Twenty Largest Unsecured Claims submitted herewith and that the information contained therein is true and correct to the best of my information and belief.

Dated: April 23, 2014

Name: Lawrence R. Perkins
Title: CRO

[1] The mailing address for Quantason, LLC is Howard Hughes Center 6080 Center Drive, Suite 910 Los Angeles, California 90045.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
Quantason, LLC,[1]	:	Case No. 14-xxxxxx (XXX)
Debtor.	:	

LIST OF CREDITORS

The debtor in this chapter 11 case (the "Debtor") filed a petition in this Court on April 23, 2014 for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532. Contemporaneously with the filing of the petition, the Debtor filed a list of creditors (the "Creditor List"). Due to its voluminous nature, the Creditor List is being submitted to the Court electronically as an attachment hereto.

[information provided in electronic format]

[1] The mailing address for Quantason, LLC is Howard Hughes Center 6080 Center Drive, Suite 910 Los Angeles, California 90045.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
Quantason, LLC,[1]	:	Case No. 14-xxxxxx (XXX)
Debtor.	:	

DECLARATION REGARDING CREDITOR LIST

I, Lawrence R. Perkins, CRO of Quantason, LLC, a Delaware limited liability corporation and the entity named as debtor in this case, declare under penalty of perjury under the laws of the United States of America that I have reviewed the Creditor List submitted herewith and that the information contained therein is true and correct to the best of my information and belief.

Dated: April 23, 2014

Name: Lawrence R. Perkins
Title: CRO

[1] The mailing address for Quantason, LLC is Howard Hughes Center 6080 Center Drive, Suite 910 Los Angeles, California 90045.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
Quantason, LLC,[1]	:	Case No. 14-xxxxxx (XXX)
Debtor.	:	

LIST OF EQUITY SECURITY HOLDERS[2]

Name and Last Known Address or Place of Business of Holder	Security Class	Number of Securities/ Kind of Interest
Edmond Rambod Bel Air Crest 11731 Folkstone Lane Los Angeles, California 90077-1311	Class A	51.22%
Robert M. Snukal 516 23rd Street Santa Monica, CA 90402	Class A	17.53%
Peter Seidel 1031 North Crescent Heights Boulevard, Suite 2A West Hollywood, California 90046	Class A	8.72%
Edward Ray 1011 Morris Avenue Bryn Mawr, Pennsylvania 19010	Class A	8.60%

[1] The mailing address for Quantason, LLC is Howard Hughes Center 6080 Center Drive, Suite 910 Los Angeles, California 90045.

[2] The following table sets forth, as of December 14, 2013, certain information concerning persons owning in excess of 5% of the outstanding shares of the Debtor's common stock.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
Quantason, LLC,[1]	:	Case No. 14-xxxxxx (XXX)
Debtor.	:	

DECLARATION CONCERNING THE DEBTOR'S LIST OF EQUITY SECURITY HOLDERS

I, Lawrence R. Perkins, CRO of Quantason, LLC, a Delaware limited liability corporation and the entity named as debtor in this case, declare under penalty of perjury under the laws of the United States of America that I have reviewed the List of Equity Security Holders submitted herewith and that the information contained therein is true and correct to the best of my information and belief.

Dated: April 23, 2014

Name: Lawrence R. Perkins
Title: CRO

[1] The mailing address for Quantason, LLC is Howard Hughes Center 6080 Center Drive, Suite 910 Los Angeles, California 90045.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
Quantason, LLC,[1]	:	Case No. 14-xxxxxx (XXX)
Debtor.	:	

STATEMENT PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 1007(a)(1)

For its Statement Pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(1), Quantason, LLC (the "Debtor") respectfully represents that no corporation directly or indirectly owns 10% or more of any class of the Debtor's equity interests.

[1] The mailing address for Quantason, LLC is Howard Hughes Center 6080 Center Drive, Suite 910 Los Angeles, California 90045.

Dated: April 23, 2014
Wilmington, Delaware

Respectfully submitted,

/s/ R. Craig Martin

R. Craig Martin (DE 5032)
Daniel N. Brogan (DE 5723)
DLA Piper LLP (US)
1201 N. Market Street, Suite 2100
Wilmington, Delaware 19801
Telephone: (302) 468-5700
Facsimile: (302) 394-2341
Email: craig.martin@dlapiper.com
daniel.brogan@dlapiper.com

-and-

Kimberly D. Newmarch (DE 4340)
DLA Piper LLP (US)
203 North LaSalle Street, 19th Floor
Chicago, Illinois 60601
Telephone: (312) 368-4000
Facsimile: (312) 236-7516
Email: kim.newmarch@dlapiper.com

Proposed Attorneys For Debtor And Debtor In Possession

ANNEX 1

(Balance Sheet, Income Statement and Tax Returns)

Form **1065**

Department of the Treasury
Internal Revenue Service

U.S. Return of Partnership Income

For calendar year 2012, or tax year beginning _____, 2012,
ending _____, 20 ____.

▶ Information about Form 1065 and its separate instructions is at www.irs.gov/form1065.

OMB No. 1545-0099

2012

A Principal business activity: RESEARCH	Print or type.	QUANTASON LLC c\o GOTHELF 5000 N PKWY CALABASAS #220 CALABASAS, CA 91302	D Employer identification number: 27-0614679
B Principal product or service: MEDICAL			E Date business started: 7/23/2009
C Business code number: 541700			F Total assets (see instrs): $

G Check applicable boxes: (1) ☐ Initial return (2) ☐ Final return (3) ☐ Name change (4) ☐ Address change (5) ☐ Amended return
(6) ☐ Technical termination — also check (1) or (2)

H Check accounting method: (1) ☒ Cash (2) ☐ Accrual (3) ☐ Other (specify) ▶

I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year ▶ 30

J Check if Schedules C and M-3 are attached ☐

Caution. *Include only trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.*

Income	1a	Gross receipts or sales	1a		
	b	Returns and allowances	1b		
	c	Balance. Subtract line 1b from line 1a		1c	
	2	Cost of goods sold (attach Form 1125-A)		2	
	3	Gross profit. Subtract line 2 from line 1c		3	
	4	Ordinary income (loss) from other partnerships, estates, and trusts (attach statement)		4	
	5	Net farm profit (loss) (attach Schedule F (Form 1040))		5	
	6	Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797)		6	
	7	Other income (loss) (attach statement)		7	
	8	Total income (loss). Combine lines 3 through 7		8	
Deductions (See instrs for limitations)	9	Salaries and wages (other than to partners) (less employment credits)		9	227,459.
	10	Guaranteed payments to partners		10	
	11	Repairs and maintenance		11	5,397.
	12	Bad debts		12	
	13	Rent		13	52,943.
	14	Taxes and licenses		14	17,235.
	15	Interest		15	1,602.
	16a	Depreciation (If required, attach Form 4562)	16a 46,847.		
	b	Less depreciation reported on Form 1125-A and elsewhere on return	16b	16c	46,847.
	17	Depletion (Do not deduct oil and gas depletion.)		17	
	18	Retirement plans, etc.		18	1,240.
	19	Employee benefit programs		19	
	20	Other deductions (attach statement) See Statement 1		20	207,926.
	21	Total deductions. Add the amounts shown in the far right column for lines 9 through 20		21	560,649.
	22	Ordinary business income (loss). Subtract line 21 from line 8		22	-560,649.

COPY

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member manager) is based on all information of which preparer has any knowledge.

▶ _____ ▶ _____
Signature of general partner or limited liability company member manager — Date

May the IRS discuss this return with the preparer shown below (see instrs)? ☒ Yes ☐ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Myles S. Gothelf	Myles S. Gothelf			P00286952

Firm's name ▶ Gothelf & Associates — Firm's EIN ▶ 95-3889915

Firm's address ▶ 5000 Parkway Calabasas STE 220, Calabasas, CA 91302-3909 — Phone no. (818) 222-7211

Schedule B Other Information

		Yes	No
1	What type of entity is filing this return? Check the applicable box:		
	a ☐ Domestic general partnership b ☐ Domestic limited partnership		
	c ☒ Domestic limited liability company d ☐ Domestic limited liability partnership		
	e ☐ Foreign partnership f ☐ Other ▸		
2	At any time during the tax year, was any partner in the partnership a disregarded entity, a partnership (including an entity treated as a partnership), a trust, an S corporation, an estate (other than an estate of a deceased partner), or a nominee or similar person?	X	
3	At the end of the tax year:		
	a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization, or any foreign government own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If 'Yes,' attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership		X
	b Did any individual or estate own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If 'Yes,' attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership	X	
4	At the end of the tax year, did the partnership:		
	a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If 'Yes,' complete (i) through (iv) below		X

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock

b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If 'Yes,' complete (i) through (v) below			X

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital

		Yes	No
5	Did the partnership file Form 8893, Election of Partnership Level Tax Treatment, or an election statement under section 6231(a)(1)(B)(ii) for partnership-level tax treatment, that is in effect for this tax year? See Form 8893 for more details		X
6	Does this partnership satisfy all four of the following conditions?		
	a The partnership's total receipts for the tax year were less than $250,000.		
	b The partnership's total assets at the end of the tax year were less than $1 million.		
	c Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return.		
	d The partnership is not filing and is not required to file Schedule M-3	X	
	If 'Yes,' the partnership is not required to complete Schedules L, M-1, and M-2; Item F on page 1 of Form 1065; or Item L on Schedule K-1.		
7	Is this partnership a publicly traded partnership as defined in section 469(k)(2)?		X
8	During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?		X
9	Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction?		X
10	At any time during calendar year 2012, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If 'Yes,' enter the name of the foreign country. ▸		X

Schedule B Other Information *(continued)*

		Yes	No
11	At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If 'Yes,' the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See Instructions		X
12a	Is the partnership making, or had it previously made (and not revoked), a section 754 election? See Instructions for details regarding a section 754 election.		X
b	Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If 'Yes,' attach a statement showing the computation and allocation of the basis adjustment. See Instructions		X
c	Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d)) or substantial basis reduction (as defined under section 734(d))? If 'Yes,' attach a statement showing the computation and allocation of the basis adjustment. See Instructions		X
13	Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than disregarded entities wholly-owned by the partnership throughout the tax year) ► ☐		
14	At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in partnership property?		X
15	If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, enter the number of Forms 8858 attached. See Instructions ►		
16	Does the partnership have any foreign partners? If 'Yes,' enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this partnership. ►		X
17	Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return ►		
18a	Did you make any payments in 2012 that would require you to file Form(s) 1099? See Instructions	X	
b	If 'Yes,' did you or will you file all required Form(s) 1099?	X	
19	Enter the number of Form(s) 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations, attached to this return ►		
20	Enter the number of partners that are foreign governments under section 892 ► 0		

Designation of Tax Matters Partner (see instructions)
Enter below the general partner or member-manager designated as the tax matters partner (TMP) for the tax year of this return:

Name of designated TMP ►	MYLES GOTHELF	Identifying number of TMP ►	[redacted]
If the TMP is an entity, name of TMP representative ►		Phone number of TMP ►	
Address of designated TMP ►	5000 PARKWAY CALABASAS, #220 CALABASAS, CA 91302		

Form 1065 (2012) QUANTASON LLC 27-0614679 Page 4

Schedule K	Partners' Distributive Share Items		Total amount
Income (Loss)	1 Ordinary business income (loss) (page 1, line 22)	1	-560,649.
	2 Net rental real estate income (loss) (attach Form 8825)	2	
	3a Other gross rental income (loss) 3a		
	b Expenses from other rental activities (attach stmt) 3b		
	c Other net rental income (loss). Subtract line 3b from line 3a	3c	
	4 Guaranteed payments	4	
	5 Interest income	5	811.
	6 Dividends: a Ordinary dividends	6a	
	b Qualified dividends 6b		
	7 Royalties	7	
	8 Net short-term capital gain (loss) (attach Schedule D (Form 1065))	8	
	9a Net long-term capital gain (loss) (attach Schedule D (Form 1065))	9a	
	b Collectibles (28%) gain (loss) 9b		
	c Unrecaptured section 1250 gain (attach statement) 9c		
	10 Net section 1231 gain (loss) (attach Form 4797)	10	
	11 Other income (loss) (see instructions) Type ►	11	
Deductions	12 Section 179 deduction (attach Form 4562)	12	
	13a Contributions	13a	
	b Investment interest expense	13b	
	c Section 59(e)(2) expenditures: (1) Type ► (2) Amount ►	13c (2)	
	d Other deductions (see instructions) Type ►	13d	
Self-Employment	14a Net earnings (loss) from self-employment	14a	-352,354.
	b Gross farming or fishing income	14b	
	c Gross nonfarm income	14c	
Credits	15a Low-income housing credit (section 42(j)(5))	15a	
	b Low-income housing credit (other)	15b	
	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468)	15c	
	d Other rental real estate credits (see instructions) Type ►	15d	
	e Other rental credits (see instructions) Type ►	15e	
	f Other credits (see instructions) Type ►	15f	
Foreign Transactions	16a Name of country or U.S. possession ►		
	b Gross income from all sources	16b	
	c Gross income sourced at partner level	16c	
	Foreign gross income sourced at partnership level		
	d Passive category ► e General category ► f Other ►	16f	
	Deductions allocated and apportioned at partner level		
	g Interest expense ► h Other ►	16h	
	Deductions allocated and apportioned at partnership level to foreign source income		
	i Passive category ► j General category ► k Other ►	16k	
	l Total foreign taxes (check one): ► Paid ☐ Accrued ☐	16l	
	m Reduction in taxes available for credit (attach statement)	16m	
	n Other foreign tax information (attach statement)		
Alternative Minimum Tax (AMT) Items	17a Post-1986 depreciation adjustment	17a	5,641.
	b Adjusted gain or loss	17b	
	c Depletion (other than oil and gas)	17c	
	d Oil, gas, and geothermal properties – gross income	17d	
	e Oil, gas, and geothermal properties – deductions	17e	
	f Other AMT items (attach stmt)	17f	
Other Information	18a Tax-exempt interest income	18a	
	b Other tax-exempt income	18b	
	c Nondeductible expenses	18c	2,488.
	19a Distributions of cash and marketable securities	19a	
	b Distributions of other property	19b	
	20a Investment income	20a	-811.
	b Investment expenses	20b	
	c Other items and amounts (attach stmt)		

Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16l					1	-559,838.
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt organization	(vi) Nominee/Other
a General partners						
b Limited partners		-369,664.	-110,202.	-23,842.	-15,619.	-40,511.

Schedule L Balance Sheets per Books	Beginning of tax year (a)	Beginning of tax year (b)	End of tax year (c)	End of tax year (d)
Assets				
1 Cash				
2a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (attach stmt)				
7a Loans to partners (or persons related to partners)				
b Mortgage and real estate loans				
8 Other investments (attach stmt)				
9a Buildings and other depreciable assets				
b Less accumulated depreciation				
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12a Intangible assets (amortizable only)				
b Less accumulated amortization				
13 Other assets (attach stmt)				
14 Total assets				
Liabilities and Capital				
15 Accounts payable				
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities (attach stmt)				
18 All nonrecourse loans				
19a Loans from partners (or persons related to partners)				
b Mortgages, notes, bonds payable in 1 year or more				
20 Other liabilities (attach stmt)				
21 Partners' capital accounts				
22 Total liabilities and capital				

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return

Note. Schedule M-3 may be required instead of Schedule M-1 (see instructions).

1 Net income (loss) per books		6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize): a Tax-exempt interest $	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):		7 Deductions included on Schedule K, lines 1 through 13d, and 16l, not charged against book income this year (itemize): a Depreciation $	
3 Guaranteed pmts (other than health insurance)		8 Add lines 6 and 7	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize): a Depreciation $ b Travel and entertainment $		9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	
5 Add lines 1 through 4			

Schedule M-2 Analysis of Partners' Capital Accounts

1 Balance at beginning of year		6 Distributions: a Cash	
2 Capital contributed: a Cash		b Property	
b Property		7 Other decreases (itemize):	
3 Net income (loss) per books		8 Add lines 6 and 7	
4 Other increases (itemize):		9 Balance at end of year. Subtract line 8 from line 5	
5 Add lines 1 through 4			

SCHEDULE B-1
(Form 1065)
(December 2011)
Department of the Treasury
Internal Revenue Service

Information on Partners Owning 50% or More of the Partnership

► Attach to Form 1065. See instructions.

OMB No. 1545-0099

Name of partnership: QUANTASON LLC

Employer identification number (EIN): 27-0614679

Part IV Entities Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3a)

Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, tax-exempt organization, or any foreign government that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital

Part V Individuals or Estates Owning 50% or More of the Partnership (Form 1065, Schedule B, Question 3b)

Complete columns (i) through (iv) below for any individual or estate that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Maximum Percentage Owned in Profit, Loss, or Capital
EDMOND RAMBOD	[redacted]	United States	51.220

Form **4562**

Department of the Treasury Internal Revenue Service (99)

Depreciation and Amortization (Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No. 1545-0172

2012

Attachment Sequence No. 179

Name(s) shown on return: QUANTASON LLC

Identifying number: 27-0614679

Business or activity to which this form relates: Form 1065

Part I Election To Expense Certain Property Under Section 179

Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013. Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	6,006.

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	26,600.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B — Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19 a 3-year property						
b 5-year property		267,641.	5	MQ	200DB	13,382.
c 7-year property		24,048.	7	MQ	200DB	859.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C — Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20 a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations — see instructions	22	46,847.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Quantason LLC
Profit & Loss
January through December 2013

	Jan - Dec 13
Ordinary Income/Expense	
Expense	
Administration Fees	1,755.00
Advertising and Promotion	1,560.00
Automobile Expense	
Gas/Fuel	5,656.51
Parking	936.51
Rental	634.01
Service	572.90
Automobile Expense - Other	175.52
Total Automobile Expense	7,975.45
Bank Service Charges	36.43
Business Meals	7,953.23
Company Parking	12,175.50
Computer Expense	
Software	29,709.24
Computer Expense - Other	6,795.48
Total Computer Expense	36,504.72
Consulting Expense	78,026.00
Continuing Education	850.00
Delivery	
Postage	3,808.17
Total Delivery	3,808.17
Dues and Subscriptions	1,851.50
Entertainment	1,243.58
Finance Charge	1,390.08
Insurance Expense	
Dental Insurance	4,796.00
General Liability Insurance	11,096.67
Health Insurance	32,959.50
Life Insurance	25,311.58
Workers' Comp	3,696.12
Total Insurance Expense	77,859.87
Internet Expense	
Web Hosting & Design	2,158.15
Internet Expense - Other	468.00
Total Internet Expense	2,626.15
Laboratory Fees	578.55
License Fees	1,000.00
Maintenance	1,250.00
Materials	16,939.26
Miscellaneous Expense	838.20
Moving Expense	-25,719.50
Office Supplies	13,569.50
Outside Service	160,697.60
Payroll Fees	3,164.89
Pension	11,047.44
Printing and Reproduction	1,256.17
Professional Fees	
Application Filing Fee	200.00
Legal	147,415.15
Total Professional Fees	147,615.15
Promotion	1,570.17
Reference Materials	
Books	1,625.20
Reference Materials - Other	1,071.20
Total Reference Materials	2,696.40
Regulatory Fees	2,000.00
Rent Expense	115,200.78

Quantason LLC
Profit & Loss
January through December 2013

	Jan - Dec 13
Repairs	2,670.57
Salaries	
Director Fees	127,558.22
Officers'	496,419.76
Others	446,039.30
Total Salaries	1,070,017.28
Security Alarm	4,658.00
Taxes	
Payroll Tax Expense	58,459.67
Taxes - Other	1,515.00
Total Taxes	59,974.67
Telephone Expense	
Hardware	7,712.73
Telephone Expense - Other	5,481.16
Total Telephone Expense	13,193.89
Travel Expense	
Air Fare	18,381.41
Lodging	10,357.89
Travel Expense - Other	1,222.73
Total Travel Expense	29,962.03
Utilities	
Internet	293.70
Telephone Expense	4,134.18
Total Utilities	4,427.88
Total Expense	1,874,224.61
Net Ordinary Income	-1,874,224.61
Other Income/Expense	
Other Income	
Interest Income	1,627.69
Total Other Income	1,627.69
Net Other Income	1,627.69
Net Income	**-1,872,596.92**

Quantason LLC
Balance Sheet
As of December 31, 2013

	Dec 31, 13
ASSETS	
Current Assets	
Checking/Savings	
Bank - Wells Fargo	143,848.08
Bank - Wells Fargo Savings	427,438.38
Trust Account	24,991.57
Total Checking/Savings	596,278.03
Total Current Assets	596,278.03
Fixed Assets	
Accumulated Depreciation	-123,425.00
Equipment	577,119.79
Furniture	38,010.56
Total Fixed Assets	491,705.35
Other Assets	
Security Deposits Asset	36,209.42
Total Other Assets	36,209.42
TOTAL ASSETS	**1,124,192.80**
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	891,266.39
Total Accounts Payable	891,266.39
Credit Cards	
CitiExecutive-MasterCard	1,274.39
CitiSelect-American Express	855.05
Total Credit Cards	2,129.44
Other Current Liabilities	
Payroll Taxes Payable	-487.31
Total Other Current Liabilities	-487.31
Total Current Liabilities	892,908.52
Total Liabilities	892,908.52
Equity	
Capital Contributions	
Carolyn F Bivens	250,000.00
Ed Rambod	218,079.07
Ed Ray	120,506.00
Gregory Bonanni	250,056.27
Jeffrey Le Sage	250,056.27
John Rasic	250,056.27
Martin Sarafa	250,056.27
Michael Digregorio	200,000.00
Myles Gothelf	32,700.00
Peter Seidel	1,500,377.71
Robert Snukal ETAL.	2,265,000.00
Sage Group ETAL.	105,150.00
William Stavropoulos	250,056.27
Total Capital Contributions	5,942,094.13
Retained Earnings	-3,838,212.93
Net Income	-1,872,596.92
Total Equity	231,284.28
TOTAL LIABILITIES & EQUITY	**1,124,192.80**

Quantason LLC
Profit & Loss
January through February 2014

	Jan - Feb 14
Ordinary Income/Expense	
Expense	
Administration Fees	376.00
Automobile Expense	
Gas/Fuel	936.35
Parking	233.08
Automobile Expense - Other	1,500.00
Total Automobile Expense	2,669.43
Business Licenses and Permits	194.50
Business Meals	748.60
Company Parking	960.00
Computer Expense	
Software	503.11
Total Computer Expense	503.11
Consulting Expense	12,500.00
Continuing Education	850.00
Delivery	
Postage	150.40
Total Delivery	150.40
Entertainment	1,772.87
Finance Charge	1.33
Insurance Expense	
Dental Insurance	1,742.00
Health Insurance	10,231.00
Life Insurance	3,615.94
Workers' Comp	1,080.13
Total Insurance Expense	16,669.07
Internet Expense	
Web Hosting & Design	585.00
Total Internet Expense	585.00
License Fees	1,950.00
Materials	1,944.33
Office Supplies	1,192.43
Outside Service	10,015.20
Payroll Fees	564.52
Pension	3,389.32
Professional Fees	
Legal	24,584.00
Mediation	3,550.00
Total Professional Fees	28,134.00
Reference Materials	
Books	50.57
Reference Materials - Other	299.60
Total Reference Materials	350.17
Rent Expense	22,649.43
Salaries	
Officers'	82,166.66
Others	103,430.60
Total Salaries	185,597.26
Taxes	
Payroll Tax Expense	18,665.36
Total Taxes	18,665.36
Telephone Expense	
Hardware	67.50
Telephone Expense - Other	899.82
Total Telephone Expense	967.32

Quantason LLC
Profit & Loss
January through February 2014

	Jan - Feb 14
Travel Expense	
Air Fare	908.00
Lodging	469.82
Travel Expense - Other	332.50
Total Travel Expense	1,710.32
Utilities	
Internet	99.80
Telephone Expense	440.95
Total Utilities	540.75
Total Expense	315,650.72
Net Ordinary Income	-315,650.72
Other Income/Expense	
Other Income	
Interest Income	38.83
Total Other Income	38.83
Net Other Income	38.83
Net Income	**-315,611.89**

Quantason LLC
Balance Sheet
As of February 28, 2014

	Feb 28, 14
ASSETS	
Current Assets	
Checking/Savings	
Bank - Wells Fargo	247,789.00
Bank - Wells Fargo Savings	7,477.21
Trust Account	24,991.57
Total Checking/Savings	280,257.78
Total Current Assets	280,257.78
Fixed Assets	
Accumulated Depreciation	-123,425.00
Equipment	592,361.11
Furniture	38,010.56
Total Fixed Assets	506,946.67
Other Assets	
Security Deposits Asset	36,209.42
Total Other Assets	36,209.42
TOTAL ASSETS	**823,413.87**
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	891,266.39
Total Accounts Payable	891,266.39
Credit Cards	
CitiExecutive-MasterCard	16,571.58
CitiSelect-American Express	390.82
Total Credit Cards	16,962.40
Other Current Liabilities	
Payroll Taxes Payable	-487.31
Total Other Current Liabilities	-487.31
Total Current Liabilities	907,741.48
Total Liabilities	907,741.48
Equity	
Capital Contributions	
Carolyn F Bivens	250,000.00
Ed Rambod	218,079.07
Ed Ray	120,506.00
Gregory Bonanni	250,056.27
Jeffrey Le Sage	250,056.27
John Rasic	250,056.27
Martin Sarafa	250,056.27
Michael Digregorio	200,000.00
Myles Gothelf	32,700.00
Peter Seidel	1,500,377.71
Robert Snukal ETAL.	2,265,000.00
Sage Group ETAL.	105,150.00
William Stavropoulos	250,056.27
Total Capital Contributions	5,942,094.13
Retained Earnings	-5,710,809.85
Net Income	-315,611.89
Total Equity	-84,327.61
TOTAL LIABILITIES & EQUITY	**823,413.87**

Quantason LLC
Profit & Loss
January through March 2014

	Jan - Mar 14
Ordinary Income/Expense	
Expense	
Administration Fees	376.00
Automobile Expense	
Gas/Fuel	1,115.62
Parking	257.08
Automobile Expense - Other	2,497.27
Total Automobile Expense	3,869.97
Business Licenses and Permits	194.50
Business Meals	770.22
Company Parking	720.00
Computer Expense	
Software	542.11
Total Computer Expense	542.11
Consulting Expense	17,500.00
Continuing Education	972.79
Delivery	
Postage	226.30
Total Delivery	226.30
Entertainment	1,772.87
Finance Charge	5.89
Insurance Expense	
Dental Insurance	1,742.00
Health Insurance	7,172.75
Life Insurance	3,615.94
Workers' Comp	1,636.47
Total Insurance Expense	14,167.16
Internet Expense	
Web Hosting & Design	585.00
Total Internet Expense	585.00
License Fees	1,950.00
Materials	1,995.25
Office Supplies	1,277.75
Outside Service	10,015.20
Payroll Fees	739.03
Pension	5,117.31
Professional Fees	
Legal	120,584.00
Mediation	3,550.00
Total Professional Fees	124,134.00
Reference Materials	
Books	50.57
Reference Materials - Other	299.60
Total Reference Materials	350.17
Rent Expense	33,652.21
Salaries	
Officers'	122,499.99
Others	166,422.64
Total Salaries	288,922.63
Taxes	
Payroll Tax Expense	25,596.94
Total Taxes	25,596.94
Telephone Expense	
Hardware	67.50
Telephone Expense - Other	899.82
Total Telephone Expense	967.32

Quantason LLC
Profit & Loss
January through March 2014

	Jan - Mar 14
Travel Expense	
Air Fare	908.00
Lodging	469.82
Travel Expense - Other	332.50
Total Travel Expense	1,710.32
Utilities	
Internet	111.80
Telephone Expense	440.95
Total Utilities	552.75
Total Expense	538,683.69
Net Ordinary Income	-538,683.69
Other Income/Expense	
Other Income	
Interest Income	38.83
Total Other Income	38.83
Net Other Income	38.83
Net Income	**-538,644.86**

Quantason LLC
Balance Sheet
As of March 31, 2014

	Mar 31, 14
ASSETS	
Current Assets	
Checking/Savings	
Bank - Wells Fargo	10,370.03
Bank - Wells Fargo Savings	7,477.21
Trust Account	24,991.57
Total Checking/Savings	42,838.81
Total Current Assets	42,838.81
Fixed Assets	
Accumulated Depreciation	-123,425.00
Equipment	592,361.11
Furniture	38,010.56
Total Fixed Assets	506,946.67
Other Assets	
Security Deposits Asset	36,209.42
Total Other Assets	36,209.42
TOTAL ASSETS	**585,994.90**
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable	891,266.39
Total Accounts Payable	891,266.39
Other Current Liabilities	
Payroll Taxes Payable	2,089.09
Total Other Current Liabilities	2,089.09
Total Current Liabilities	893,355.48
Total Liabilities	893,355.48
Equity	
Capital Contributions	
Carolyn F Bivens	250,000.00
Ed Rambod	218,079.07
Ed Ray	120,506.00
Gregory Bonanni	250,056.27
Jeffrey Le Sage	250,056.27
John Rasic	250,056.27
Martin Sarafa	250,056.27
Michael Digregorio	200,000.00
Myles Gothelf	32,700.00
Peter Seidel	1,500,377.71
Robert Snukal ETAL.	2,265,000.00
Sage Group ETAL.	105,150.00
William Stavropoulos	250,056.27
Total Capital Contributions	5,942,094.13
Retained Earnings	-5,710,809.85
Net Income	-538,644.86
Total Equity	-307,360.58
TOTAL LIABILITIES & EQUITY	**585,994.90**