

B1 (Official Form 1)(4/10)

United States Bankruptcy Court District of Massachusetts	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): Strategic Labor, Inc	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): FDBA Subito Technologies, Inc.	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) 52-2388458	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): 91 Prescott Street Worcester, MA	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 01605	ZIP Code
County of Residence or of the Principal Place of Business: Worcester	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):	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
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Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000	
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Strategic Labor, Inc	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align:center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align:center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>		
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			

(Name of landlord that obtained judgment)			

(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition

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

Name of Debtor(s):
Strategic Labor, 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.

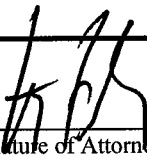
X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X  _____
Signature of Attorney for Debtor(s)

Stephen F. Gordon BBO No. 203600
Printed Name of Attorney for Debtor(s)

The Gordon Law Firm LLP
Firm Name

**101 Federal Street
Boston, MA 02110**
Address

(617) 261-0100 Fax: (617) 261-0789
Telephone Number

June 28, 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 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  _____
Signature of Authorized Individual

Michael J. Gondek
Printed Name of Authorized Individual

President
Title of Authorized Individual

June 28, 2010
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 Non-Attorney Bankruptcy Petition Preparer

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

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

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

Address

X _____

Date

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

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

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

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

DEBTOR'S MOST RECENT TAX RETURN

File copy

Form 1120 Department of the Treasury Internal Revenue Service

U.S. Corporation Income Tax Return

OMB No. 1545-0123 2008

- A Check if: 1a Consolidated return (attach Form 951) 1b Life/nonlife consolidated return 2 Personal holding co. (attach Sch. PH) 3 Personal service corp. (see instructions) 4 Schedule M-3 attached

Name: Strategic Labor, Inc. Number, street, and room or suite no. If a P.O. box, see instructions: 100 Grove Street - Suite 401 City or town, state, and ZIP code: Worcester, MA 01605

B Employer identification number: 52-2388458 G Date incorporated: 12/31/2002 D Total assets (see instructions): \$ 1,641,392

Income section table with columns for line number, description, and amount. Includes lines 1a through 11.

Deductions section table with columns for line number, description, and amount. Includes lines 12 through 27.

Tax, Refundable Credits, and Payments section table with columns for line number, description, and amount. Includes lines 28 through 36.

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 taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer, Date, Title, Preparer's signature, Date, Firm's name, EIN, Preparer's SSN or PTIN, Check if self-employed, Refunded.

Form 1120 (2008)

Schedule A Cost of Goods Sold (see instructions)

Page 2

1	Inventory at beginning of year	1	
2	Purchases	2	
3	Cost of labor	3	109,154
4	Additional section 263A costs (attach schedule)	4	
5	Other costs (attach schedule)	5	240,235
6	Total. Add lines 1 through 5	6	349,389
7	Inventory at end of year	7	0
8	Cost of goods sold. Subtract line 7 from line 6. Enter here and on page 1, line 2	8	349,389

9a Check all methods used for valuing closing inventory:

- (i) Cost
- (ii) Lower of cost or market
- (iii) Other (Specify method used and attach explanation.) ▶

b Check if there was a writedown of subnormal goods

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶

d If the LIFO inventory method was used for this tax year, enter percentage (or amounts) of closing inventory computed under LIFO 9d

e If property is produced or acquired for resale, do the rules of section 263A apply to the corporation? Yes No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If "Yes," attach explanation Yes No

Schedule C Dividends and Special Deductions (see instructions)

	(a) Dividends received	(b) %	(c) Special deductions (a) × (b)
1 Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock)		70	
2 Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock)		80	
3 Dividends on debt-financed stock of domestic and foreign corporations		See instructions	
4 Dividends on certain preferred stock of less-than-20%-owned public utilities		42	
5 Dividends on certain preferred stock of 20%-or-more-owned public utilities		48	
6 Dividends from less-than-20%-owned foreign corporations and certain FSCs		70	
7 Dividends from 20%-or-more-owned foreign corporations and certain FSCs		80	
8 Dividends from wholly owned foreign subsidiaries		100	
9 Total. Add lines 1 through 8. See instructions for limitation			
10 Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958		100	
11 Dividends from affiliated group members		100	
12 Dividends from certain FSCs		100	
13 Dividends from foreign corporations not included on lines 3, 6, 7, 8, 11, or 12		100	
14 Income from controlled foreign corporations under subpart F (attach Form(e) 5471)			
15 Foreign dividend gross-up			
16 IC-DISC and former DISC dividends not included on lines 1, 2, or 3			
17 Other dividends			
18 Deduction for dividends paid on certain preferred stock of public utilities			
19 Total dividends. Add lines 1 through 17. Enter here and on page 1, line 4			
20 Total special deductions. Add lines 9, 10, 11, 12, and 18. Enter here and on page 1, line 29b			

Schedule E Compensation of Officers (see instructions for page 1, line 12)

Note: Complete Schedule E only if total receipts (line 1a plus lines 4 through 10 on page 1) are \$500,000 or more.

(a) Name of officer	(b) Social security number	(c) Percent of time devoted to business	(d) Percent of corporation stock owned		(f) Amount of compensation
			(d) Common	(e) Preferred	
1 Michael Gondak	023-64-5969	100 %	20 %	%	
James Gondak	021-34-2609	100 %	50.5 %	%	176,923
Richard Gondak	023-64-6342	100 %	27 %	%	99,950
		%	%	%	161,346
2 Total compensation of officers		%	%	%	438,219
3 Compensation of officers claimed on Schedule A and elsewhere on return					0
4 Subtract line 3 from line 2. Enter the result here and on page 1, line 12					438,219

Form 1120 (2008)

Schedule J Tax Computation (see instructions)

Page 3

1	Check if the corporation is a member of a controlled group (attach Schedule O (Form 1120))		
2	Income tax. Check if a qualified personal service corporation (see instructions)		0
3	Alternative minimum tax (attach Form 4626)		0
4	Add lines 2 and 3		0
5a	Foreign tax credit (attach Form 1118)		
b	Credit from Form 8834	5a	
c	General business credit (attach Form 3800)	5b	
d	Credit for prior year minimum tax (attach Form 8927)	5c	
e	Bond credits from Form 8912	5d	
6	Total credits. Add lines 5a through 5e	5e	
7	Subtract line 6 from line 4	6	0
8	Personal holding company tax (attach Schedule PH (Form 1120))	7	0
9	Other taxes. Check if from: <input type="checkbox"/> Form 4255 <input type="checkbox"/> Form 8611 <input type="checkbox"/> Form 8997 <input type="checkbox"/> Form 8866 <input type="checkbox"/> Form 8902 <input type="checkbox"/> Other (attach schedule)	8	0
10	Total tax. Add lines 7 through 9. Enter here and on page 1, line 31	9	0
		10	0

Schedule K Other Information (see instructions)

1	Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶	Yes	No
2	See the instructions and enter the:		
a	Business activity code no. ▶ 541519		
b	Business activity ▶ Software Sales / Service		
c	Product or service ▶ Workforce Scheduling		
3	Is the corporation a subsidiary in an affiliated group or a parent-subsidary controlled group? If "Yes," enter name and EIN of the parent corporation ▶		✓
4	At the end of the tax year:		
a	Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), or trust own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (v).		✓

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Percentage Owned in Voting Stock

b Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote?
 For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Percentage Owned in Voting Stock
Michael Gondek	023-64-5969	USA	20
James Gondek	021-34-2609	USA	50.5
Richard Gondek	023-64-6342	USA	27

Form 1120 (2008)

Schedule K Continued

Page 4

6 At the end of the tax year, did the corporation:

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 not included on Form 851, Affiliations Schedule? For rules of constructive ownership, see instructions. If "Yes," complete (i) through (iv).

Yes No table with a checkmark in the No column.

Table with 4 columns: (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 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 (iv).

Yes No table with a checkmark in the No column.

Table with 4 columns: (i) Name of Entity, (ii) Employer Identification Number (if any), (iii) Country of Organization, (iv) Maximum Percentage Owned in Profit, Loss, or Capital.

6 During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? (See sections 301 and 316.) If "Yes," file Form 5452, Corporate Report of Nondividend Distributions. If this is a consolidated return, answer here for the parent corporation and on Form 851 for each subsidiary.

Yes No table with a checkmark in the No column.

7 At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of (a) the total voting power of all classes of the corporation's stock entitled to vote or (b) the total value of all classes of the corporation's stock? For rules of attribution, see section 318. If "Yes," enter:

Yes No table with a checkmark in the No column.

(i) Percentage owned and (ii) Owner's country

(c) The corporation may have to file Form 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Enter the number of Forms 5472 attached

8 Check this box if the corporation issued publicly offered debt instruments with original issue discount. If checked, the corporation may have to file Form 8281, Information Return for Publicly Offered Original Issue Discount Instruments.

9 Enter the amount of tax-exempt interest received or accrued during the tax year \$

10 Enter the number of shareholders at the end of the tax year (if 100 or fewer) 4

11 If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here. If the corporation is filing a consolidated return, the statement required by Regulations section 1.1502-21(b)(3) must be attached or the election will not be valid.

12 Enter the available NOL carryover from prior tax years (do not reduce it by any deduction on line 29a.) \$ 1,065,851

13 Are the corporation's total receipts (line 1a plus lines 4 through 10 on page 1) for the tax year and its total assets at the end of the tax year less than \$250,000?

If "Yes," the corporation is not required to complete Schedules L, M-1, and M-2 on page 5. Instead, enter the total amount of cash distributions and the book value of property distributions (other than cash) made during the tax year. \$

Yes No table with a checkmark in the No column.

Form 1120 (2008)

Page 5

Schedule L Balance Sheets per Books		Beginning of tax year		End of tax year	
		(a)	(b)	(c)	(d)
Assets					
1	Cash		(55,665)		232,302
2a	Trade notes and accounts receivable	96,419		158,679	
	b Less allowance for bad debts	(0)	96,419	(0)	158,679
3	Inventories		0		0
4	U.S. government obligations		0		0
5	Tax-exempt securities (see instructions)		0		0
6	Other current assets (attach schedule)		215,582		406,694
7	Loans to shareholders		0		0
8	Mortgage and real estate loans		0		0
9	Other investments (attach schedule)		0		0
10a	Buildings and other depreciable assets	24,729		25,569	
	b Less accumulated depreciation	(20,473)	4,256	(22,932)	2,637
11a	Depletable assets	0		0	
	b Less accumulated depletion	(0)	0	(0)	0
12	Land (net of any amortization)		0		0
13a	Intangible assets (amortizable only)	1,178,624		1,361,518	
	b Less accumulated amortization	(695,687)	482,937	(912,185)	449,333
14	Other assets (attach schedule)		355,725		393,747
15	Total assets		1,099,253		1,641,392
Liabilities and Shareholders' Equity					
16	Accounts payable		202,648		18,838
17	Mortgages, notes, bonds payable in less than 1 year		0		0
18	Other current liabilities (attach schedule)		1,227,399		2,015,691
19	Loans from shareholders		86,182		99,072
20	Mortgages, notes, bonds payable in 1 year or more		0		35,567
21	Other liabilities (attach schedule)		0		0
22	Capital stock: a Preferred stock	0		0	
	b Common stock	10,000	10,000	10,000	10,000
23	Additional paid-in capital		532,300		532,300
24	Retained earnings—Appropriated (attach schedule)		(959,276)		(1,070,076)
25	Retained earnings—Unappropriated				
26	Adjustments to shareholders' equity (attach schedule)				
27	Less cost of treasury stock				
28	Total liabilities and shareholders' equity		1,099,253		1,641,392

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

Note: Schedule M-3 required instead of Schedule M-1 if total assets are \$10 million or more—see instructions

1	Net income (loss) per books	- 155,387	7	Income recorded on books this year not included on this return (itemize):	
2	Federal income tax per books			Tax-exempt interest \$	
3	Excess of capital losses over capital gains				
4	Income subject to tax not recorded on books this year (itemize):				
5	Expenses recorded on books this year not deducted on this return (itemize):		8	Deductions on this return not charged against book income this year (itemize):	
	a Depreciation \$			a Depreciation \$	
	b Charitable contributions \$			b Charitable contributions \$	
	c Travel and entertainment \$ 684				
6	Add lines 1 through 5	-156,071	9	Add lines 7 and 8	
			10	Income (page 1, line 28)—line 6 less line 9	-156,071

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Line 25, Schedule L)

1	Balance at beginning of year	-1,065,851	5	Distributions:	
2	Net income (loss) per books	-155,387		a Cash	
3	Other increases (itemize):			b Stock	
				c Property	
			6	Other decreases (itemize):	
4	Add lines 1, 2, and 3	-1,221,238	7	Add lines 5 and 6	
			8	Balance at end of year (line 4 less line 7)	-1,221,238

Form 1120 (2008)

Form **4562**

Depreciation and Amortization
 (Including Information on Listed Property)

OMB No. 1545-0172

2008

Department of the Treasury
 Internal Revenue Service (99)

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

Attachment Sequence No. 67

Name(s) shown on return

Business or activity to which this form relates

Strategic Labor, Inc.

Workforce Scheduling

Identifying number

52-2388458

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 the instructions for a higher limit for certain businesses.	1	\$250,000
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	\$200,000
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	250,000
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 2007 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instructions)	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 2009. 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	2,459

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 2008	17	
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		<input type="checkbox"/>

Section B—Assets Placed in Service During 2008 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
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property						
h Residential rental property			25 yrs.		S/L	
			27.5 yrs.	MM	S/L	
i Nonresidential real property			27.5 yrs.	MM	S/L	
			39 yrs.	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

20a Class life						
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 instr.	22	
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	

For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2008)

Page 2

Part V Listed Property (include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A--Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

Table with columns: (a) Type of property, (b) Date placed in service, (c) Business/Investment use percentage, (d) Cost or other basis, (e) Basis for depreciation, (f) Recovery period, (g) Method/Convention, (h) Depreciation deduction, (i) Elected section 179 cost. Includes rows 25-29.

Section B--Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

Table with columns: (a) Vehicle 1, (b) Vehicle 2, (c) Vehicle 3, (d) Vehicle 4, (e) Vehicle 5, (f) Vehicle 6. Rows 30-36.

Section C--Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

Table with columns: Yes, No. Rows 37-41.

Part VI Amortization

Table with columns: (a) Description of costs, (b) Date amortization begins, (c) Amortizable amount, (d) Code section, (e) Amortization period or percentage, (f) Amortization for this year. Rows 42-44.

Strategic Labor, Inc.

52-2388458

Line 17 (Form 1120) - Taxes and Licenses

1	From Form 5735 - Professional Corporation Tax Credit	1	
2	State franchise tax	2	
3	State income tax	3	
4	Local property taxes	4	
5	Payroll taxes	5	
6	Licenses	6	51,404
7	Other	7	817
8		8	
9	Totals for taxes and licenses	9	52,221

Strategic Labor, Inc.

52-2388458

Line 18, Sch L (Form 1120) - Other Current Liabilities

	Beginning	End
1 Accrued payroll	22,680	-5,772
2 Deferred income from support contracts	85,931	171,685
3 Line of credit	0	0
4 Deferred product development costs	0	0
5 Convertible Debt	825,000	1,060,000
6 Accrued Expenses	116,700	266,960
7 Deferred Revenue	177,083	504,313
8 Other	25	28,505
9		
10 Total other current liabilities	<u>1,227,399</u>	<u>2,015,691</u>

Strategic Labor, Inc.

52-2388458

Line 26 (Form 1120) – Other Deductions

1	From Form 4562 – Amortization			
2	Travel, Meals and Entertainment		1	216,488
	a Travel			
	b Total meals and entertainment		2a	17,447
	c 50% of line b	2b	642	
	d Subtract line c from line b.	2c	321	
3	Bank charges		2d	321
4	Dues and subscriptions		3	1,485
5	Equipment rent		4	5,589
6	Escrow services		5	2,130
7	Insurance		6	1,810
8	Office supplies and expenses		7	11,587
9	Postage and shipping		8	4,802
10	Payroll fees		9	1,265
11	Professional fees		10	1,713
12	Small tools and equipment		11	147,360
13	Telephone expense		12	845
14	Utilities		13	15,643
15	Web conferencing		14	837
16	Total other deductions		15	734
			16	429,646

Line 5, Sch A (Form 1120) – Other Costs for Cost of Goods Sold

1	Travel, Meals and Entertainment			
	a Travel			
	b Total meals and entertainment		1a	18,371
	c 50% of line b	1b	725	
	d Subtract line c from line b	1c	383	
2	Depreciation		1d	362
3	Compensation of officers		2	
4	Salesperson wages and commissions		3	
5	Indirect labor		4	163,599
6	Rent		5	
7	Amortization		6	
8	Supplies		7	
9	Cost of Reporting Tool		8	
10	Support Services for Reporting Tool		9	8,379
11	Consulting fees		10	9,473
12	Marketing materials		11	38,408
13	Total other costs		12	918
14	Reduction of expenses for offsetting credits (see attached statement)		13	240,235
15	Total other costs less expenses for offsetting credits		14	0
			15	240,235

Line 6, Sch L (Form 1120) – Other Current Assets

	Beginning	End
1 Prepaid expenses		
2 Deferred contract obligations	1 6,749	4,149
3	2 208,833	402,545
4	3	
5	4	
6	5	
7	6	
8	7	
9	8	
10 Total other current assets	9	
	10 215,582	406,694

ADDITIONAL INFORMATION

Tax Payer: Strategic Labor, Inc.

EIN: 52-2388458

Form 1120 2008

- A. Form 1120 - Schedule I - Item # 5 - Ownership of 50% or more:
James Gondek 021-34-2609 50.5%

- B. Form 1120 - Schedule L - Line 14 - Other Assets:
Projected deferred tax asset based upon accumulated tax loss carry forward \$393,747

DEBTOR'S MOST RECENT BALANCE SHEET

Strategic Labor, Inc.
Balance Sheet
As of May 31, 2010

	<u>Total</u>
ASSETS	
Current Assets	
Bank Accounts	
1000-00 Cash & Cash Equivalents - All	-5,101.62
Total Bank Accounts	\$ -5,101.62
Accounts Receivable	
1100-00 Accounts Receivable	50,421.29
Total Accounts Receivable	\$50,421.29
Other Current Assets	
1150-00 Contract Receivables	60,200.00
1200-00 Prepaid Expenses	1,949.00
1275-00 Security Deposits	2,200.00
Total Other Current Assets	\$64,349.00
Total Current Assets	\$109,668.67
Fixed Assets	
1300-00 Furniture & Equipment	2,217.76
Total Fixed Assets	\$2,217.76
Other Assets	
1500-00 Intangible Assets	380,972.04
1900-00 Deferred Tax Asset	532,831.00
Total Other Assets	\$913,803.04
TOTAL ASSETS	\$1,025,689.47
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
2000-00 Accounts Payable	48,730.52
Total Accounts Payable	\$48,730.52
Other Current Liabilities	
2150-00 Due Factoring Agent	33,340.00
2200-00 Deferred Liabilities	328,042.34
2250-00 Accrued Expenses	330,216.74
2300-00 Short Term Debt	1,399,377.83
2325-00 Stock Warrants	25.00
2340-00 Outstanding Tax Liens	486,083.17
Total Other Current Liabilities	\$2,577,085.08
Total Current Liabilities	\$2,625,815.60
Long Term Liabilities	
2350-00 Shareholder Loans	266,071.41
2400-00 Long Term Debt	11,381.24
Total Long Term Liabilities	\$277,452.65
Total Liabilities	\$2,903,268.25
Equity	
3000-00 Common Stock	10,000.00
3100-00 Paid-In Capital	532,300.00
3200-00 Retained Earnings	-1,626,127.68
3300-00 Opening Balance Equity	-482,754.65
Net Income	-310,996.45
Total Equity	\$ -1,877,578.78
TOTAL LIABILITIES AND EQUITY	\$1,025,689.47

Monday, Jun 21, 2010 09:52:46 AM PDT GMT-7 - Accrual Basis

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**DEBTOR'S MOST RECENT PROFIT/LOSS
STATEMENT**

Strategic Labor, Inc.**Profit & Loss**

January - May, 2010

	<u>Total</u>
Income	
4000-00 Product License	0.00
4100-00 Services	55,954.00
4200-00 Recurring Revenue	149,781.26
Total Income	\$205,735.26
Cost of Goods Sold	
4900-00 Cost of Revenue	43,916.93
Total Cost of Goods Sold	\$43,916.93
Gross Profit	\$161,818.33
Expenses	
5101-00 Amortization & Depreciation	82,387.35
5301-00 Administrative	121,173.40
5501-00 Consulting Services	44,444.15
5701-00 Facilities	8,100.00
5901-00 Operations	59,231.99
6101-00 Sales & Marketing	51,365.60
7001-00 Interest Payments	106,112.29
Total Expenses	\$472,814.78
Net Operating Income	\$ -310,996.45
Net Income	\$ -310,996.45

Monday, Jun 21, 2010 09:51:11 AM PDT GMT-7 - Accrual Basis

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