

B1 (Official Form 1)(12/11)

**United States Bankruptcy Court
District of Nevada**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Industrial Office Complex, 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) No./Complete EIN (if more than one, state all) 20-2591258		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): 2975 Industrial Rd. Las Vegas, NV		Street Address of Joint Debtor (No. and Street, City, and State):	
ZIP Code 89109		ZIP Code	
County of Residence or of the Principal Place of Business: Clark		County of Residence or of the Principal Place of Business:	
Mailing Address of Debtor (if different from street address): 3281 S. Highland Dr., Ste. 813 Las Vegas, NV		Mailing Address of Joint Debtor (if different from street address):	
ZIP Code 89109-1046		ZIP Code	

Location of Principal Assets of Business Debtor (if different from street address above):

<p>Type of Debtor (Form of Organization) (Check one box)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p>	<p>Nature of Business (Check one box)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p>	<p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p>
<p>Chapter 15 Debtors</p> <p>Country of debtor's center of main interests:</p> <p>Each country in which a foreign proceeding by, regarding, or against debtor is pending:</p>	<p>Tax-Exempt Entity (Check box, if applicable)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p>Nature of Debts (Check one box)</p> <p><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."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>

<p>Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><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.</p> <p><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.</p>	<p>Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><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).</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition.</p> <p><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).</p>
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Statistical/Administrative Information *** Talitha B. Gray, Esq. Nevada Bar No. 9040 ***

Debtor estimates that funds will be available for distribution to unsecured creditors.

Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$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

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$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

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Industrial Office Complex, LLC	
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:
Exhibit A		Exhibit B	
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		(To be completed if debtor is an individual whose debts are primarily consumer debts.)	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).	
		X _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			

(Name of landlord that obtained judgment)			

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

Voluntary Petition

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

Name of Debtor(s):
Industrial Office Complex, 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 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.

Signature of Attorney*

X _____
Signature of Attorney for Debtor(s)

Talitha B. Gray, Esq. Nevada Bar No. 9040

Printed Name of Attorney for Debtor(s)

Gordon Silver

Firm Name

**3960 Howard Hughes Parkway
Ninth Floor
Las Vegas, NV 89169**

Address

(702) 796-5555 Fax: (702) 369-2666

Telephone Number

10-18-12

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

Mustapha Assi

Printed Name of Authorized Individual

Manager

Title of Authorized Individual

10-18-12

Date

ORIGINAL

**ACTION BY WRITTEN CONSENT OF THE SOLE
MANAGER OF INDUSTRIAL OFFICE COMPLEX, LLC,
a Nevada limited liability company**

The undersigned, being the sole manager ("*Manager*") of Industrial Office Complex, LLC, a Nevada limited liability company (the "*Company*"), hereby ratifies and adopts the following resolutions, effective as of the 10th day of October, 2012 (the "*Effective Date*"):

RESOLVED: Mustapha Assi, the Manager of the Company, is hereby authorized to execute and file on behalf of the Company a petition for relief under Chapter 11 of Title 11 of the United States Code (the "*Bankruptcy Code*"), in the United State Bankruptcy Court for the District of Nevada.

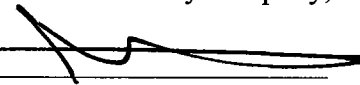
FURTHER RESOLVED: Mustapha Assi, shall be designated as the natural person responsible for carrying out the duties of the debtor and debtor-in-possession, including, but not limited to, executing all pleadings and paperwork required to effectuate the reorganization of the Company under the Bankruptcy Code.

FURTHER RESOLVED: The Manager authorizes, directs, and ratifies the Company's hiring of the law firm of Gordon Silver to represent the Company in such bankruptcy case.

IN WITNESS WHEREOF, the undersigned has executed this consent as of the Effective Date.

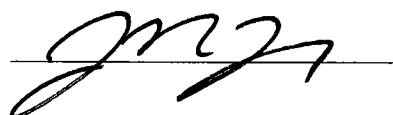
INDUSTRIAL OFFICE COMPLEX, LLC
a Nevada limited liability company

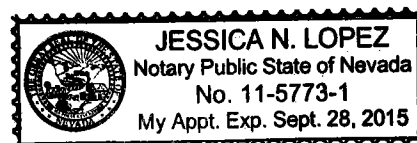
By: INDUSTRIAL OFFICE COMPLEX, LLC
a Nevada limited liability company, its manager

By: 
Name: Mustapha Assi
Title: Manager

State of Nevada
County of Clark

This instrument was acknowledged before me by Mustapha Assi on October 17, 2012.





B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of Nevada**

In re Industrial Office Complex, LLC

Debtor(s)

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Helix Electric Attn: Managing Member 3078 East Sunset Road, Ste. 9 Las Vegas, NV 89120	Helix Electric Attn: Managing Member 3078 East Sunset Road, Ste. 9 Las Vegas, NV 89120			130,000.00
W.J. Richardson Construction Attn: Managing Member 8924 Spanish Ridge Las Vegas, NV 89148	W.J. Richardson Construction Attn: Managing Member 8924 Spanish Ridge Las Vegas, NV 89148			113,000.00
Doug Walton 5215 Ponderosa Way Las Vegas, NV 89118	Doug Walton 5215 Ponderosa Way Las Vegas, NV 89118			60,000.00
Euro Kitchen & Cabinet Attn: Managing Member 5455 S. Fort Apache Unit 108-155 Las Vegas, NV 89148	Euro Kitchen & Cabinet Attn: Managing Member 5455 S. Fort Apache Unit 108-155 Las Vegas, NV 89148			28,000.00
Ethos Three Architecture Attn: Managing Member 8985 Eastern Ave., Ste. 220 Las Vegas, NV 89123	Ethos Three Architecture Attn: Managing Member 8985 Eastern Ave., Ste. 220 Las Vegas, NV 89123			10,000.00
Gary Stanhiser 200 Hoover St., #1713 Las Vegas, NV 89101	Gary Stanhiser 200 Hoover St., #1713 Las Vegas, NV 89101			5,000.00
2010 CRE-Venture, LLC Attn: Managing Member 2450 Broadway, 6th Floor Santa Monica, CA 90404	2010 CRE-Venture, LLC Attn: Managing Member 2450 Broadway, 6th Floor Santa Monica, CA 90404	Commercial property located at 2975 Industrial Road, Las Vegas, Nevada; Parcel No. 162-09-302-007.	Disputed	Unknown (Unknown secured)

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

In re Industrial Office Complex, LLC
Debtor(s)

Case No. _____

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

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

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 10-18-12

Signature 
Mustapha Assi
Manager

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
District of Nevada**

In re Industrial Office Complex, LLC
Debtor(s)

Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

I, the Manager of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: 10-18-12



Mustapha Assi/Manager
Signer/Title

ECF:

Office of the United States Trustee
300 Las Vegas Blvd. South, Rm 4300
Las Vegas, NV 89101

Mail/Request for Notice:

INDUSTRIAL OFFICE COMPLEX, LLC
3281 S. HIGHLAND DR., STE. 813
LAS VEGAS, NV 89109-1046

2010 CRE-VENTURE, LLC
ATTN: MANAGING MEMBER
2450 BROADWAY, 6TH FLOOR
SANTA MONICA, CA 90404

2010-1 CRE VENTURE, LLC
C/O ALLYSON R. NOTO, ESQ.
SYLVESTER & POLEDNAK, LTD.
1731 VILLAGE CENTER CIRCLE
LAS VEGAS, NV 89134

CLARK COUNTY ASSESSOR
C/O BANKRUPTCY CLERK
500 S. GRAND CENTRAL PKWY
P.O. BOX 551401
LAS VEGAS, NV 89155-1401

CLARK COUNTY TREASURER
C/O BANKRUPTCY CLERK
500 S. GRAND CENTRAL PARKWAY
P.O. BOX 551220
LAS VEGAS, NV 89155-1220

CRO INTERNATIONAL INVESTMENTS
NINA FILIPOVIC & MICHELLE KENNEDY
25 CHATEAU WHISTLER
LAS VEGAS, NV 89148

DEPT. OF EMPLOYMENT, TRAINING &
REHABILITATION, EMPLOYMENT
SECURITY DIV.
500 EAST THIRD ST.
CARSON CITY, NV 89713

DOUG WALTON
5215 PONDEROSA WAY
LAS VEGAS, NV 89118

ETHOS THREE ARCHITECTURE
ATTN: MANAGING MEMBER
8985 EASTERN AVE., STE. 220
LAS VEGAS, NV 89123

EURO KITCHEN & CABINET
ATTN: MANAGING MEMBER
5455 S. FORT APACHE UNIT 108-155
LAS VEGAS, NV 89148

GARY STANHISER
200 HOOVER ST., #1713
LAS VEGAS, NV 89101

HELIX ELECTRIC
ATTN: MANAGING MEMBER
3078 EAST SUNSET ROAD, STE. 9
LAS VEGAS, NV 89120

INTERNAL REVENUE SERVICE
P.O. BOX 7346
PHILADELPHIA, PA 19101-7346

M.A. ENGINEERING, INC.
3821 S. HIGHLAND DR., STE. 813
LAS VEGAS, NV 89109

NEVADA DEPARTMENT OF TAXATION
BANKRUPTCY SECTION
555 E. WASHINGTON AVE., #1300
LAS VEGAS, NV 89101

PHIL T. VARRICCHIO
3000 W. CHARLESTON BLVD., STE. 3
LAS VEGAS, NV 89102

STATE OF NEVADA DMV
ATTENTION LEGAL DIVISION
555 WRIGHT WAY
CARSON CITY, NV 89711

W.J. RICHARDSON CONSTRUCTION
ATTN: MANAGING MEMBER
8924 SPANISH RIDGE
LAS VEGAS, NV 89148