

B1 (Official Form 1)(12/11)

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|--|---|---|
| United States Bankruptcy Court District of Nevada | | Voluntary Petition |
| Name of Debtor (if individual, enter Last, First, Middle): Submarina, 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): | | 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) 21-0781699 | | 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): 4801 Woodway Drive, Suite 300E Houston, TX | | Street Address of Joint Debtor (No. and Street, City, and State): |
| ZIP Code 77056 | | ZIP Code |
| County of Residence or of the Principal Place of Business: Harris | | 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 | 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 |
| 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) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code). | 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. |
| 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 type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (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). |
| 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 type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | | |
| 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 type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | | |

| | | | |
|---|--|--|--------------------------------------|
| Voluntary Petition <i>(This page must be completed and filed in every case)</i> | | Name of Debtor(s): Submarina, 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: Kerensa Investment Fund 1, LLC | | Case Number: 11-24352-MKN | Date Filed: 9/09/11 |
| District: Nevada | | Relationship: | Judge: Michael K. Nakagawa |
| 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.) <input type="checkbox"/> 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 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 checked="" 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):
Submarina, Inc.

Signatures

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

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

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

X _____
 Signature of Debtor

X _____
 Signature of Joint Debtor

 Telephone Number (If not represented by attorney)

 Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X _____
 Signature of Foreign Representative

 Printed Name of Foreign Representative

 Date

Signature of Attorney*

X /s/ Matthew L. Johnson
 Signature of Attorney for Debtor(s)

Matthew L. Johnson 6004
 Printed Name of Attorney for Debtor(s)

Matthew L. Johnson & Associates, PC
 Firm Name

Lakes Business Park
8831 W. Sahara Avenue
Las Vegas, NV 89117

 Address

Email: mjohnson@mjohnsonlaw.com
(702) 471-0065 Fax: (702) 471-0075

 Telephone Number

October 25, 2012
 Date

 Date

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

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

 Address

X _____

 Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Bruce N. Rosenthal
 Signature of Authorized Individual

Bruce N. Rosenthal
 Printed Name of Authorized Individual

President and CEO
 Title of Authorized Individual

October 25, 2012
 Date

 Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of Nevada**

In re Submarina, Inc.

Debtor(s)

Case No.

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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

| (1) | (2) | (3) | (4) | (5) |
|---|--|---|--|---|
| <i>Name of creditor and complete mailing address including zip code</i> | <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i> | <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i> | <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i> | <i>Amount of claim [if secured, also state value of security]</i> |
| American Express PO Box 360001 Fort Lauderdale, FL 33336-0001 | American Express PO Box 360001 Fort Lauderdale, FL 33336-0001 | Credit card purchases | Disputed | 51,741.61 |
| Bank of America PO Box 15731 Wilmington, DE 19885-5710 | Bank of America PO Box 15731 Wilmington, DE 19885-5710 | Credit card purchases | Disputed | 40,789.12 |
| Bruce N. Rosenthal 400 4th Avenue South Street Saint Petersburg, FL 33701 | Bruce N. Rosenthal 400 4th Avenue South Street Saint Petersburg, FL 33701 | Vendor | | 4,651.59 |
| Cordero & Davenport Advertising 800 West Ivy Street, Suite B San Diego, CA 92101 | Cordero & Davenport Advertising 800 West Ivy Street, Suite B San Diego, CA 92101 | Vendor | | 6,133.81 |
| Custom Business Solutions 12 Morgan Irvine, CA 92618 | Custom Business Solutions 12 Morgan Irvine, CA 92618 | Vendor | | 7,380.00 |
| Direct Pak 12243 Branford Street Sun Valley, CA 91352 | Direct Pak 12243 Branford Street Sun Valley, CA 91352 | Vendor | Disputed | 40,000.00 |
| Gateway San Marcos 11440 West Bernardo Court Suite 240 San Diego, CA 92127 | Gateway San Marcos 11440 West Bernardo Court Suite 240 San Diego, CA 92127 | Vendor | Contingent Unliquidated Disputed | 400,000.00 |
| Hendrix & Weehage LLP 500 N. State College Blvd, #1100 Orange, CA 92868-1625 | Hendrix & Weehage LLP 500 N. State College Blvd, #1100 Orange, CA 92868-1625 | Legal services | | 5,644.05 |
| Hendrix Law, P.C. Joseph A. Hendrix 500 N. State College Blvd, #1100 Orange, CA 92868 | Hendrix Law, P.C. Joseph A. Hendrix 500 N. State College Blvd, #1100 Orange, CA 92868 | Legal services | | 7,155.57 |
| JH Cohn, LLP 4180 Ruffin Road, Suite 235 San Diego, CA 92123 | JH Cohn, LLP 4180 Ruffin Road, Suite 235 San Diego, CA 92123 | Auditors | | 36,900.86 |

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

In re **Submarina, Inc.**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

| (1) <i>Name of creditor and complete mailing address including zip code</i> | (2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i> | (3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i> | (4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i> | (5) <i>Amount of claim [if secured, also state value of security]</i> |
|--|---|--|---|--|
| JTW Area Developers Inc. 4710 Cove Street Hemet, CA 92545 | JTW Area Developers Inc. 4710 Cove Street Hemet, CA 92545 | Vendor | | 30,352.46 |
| Justine McQuade 11752 Wills Creek Road San Diego, CA 92131 | Justine McQuade 11752 Wills Creek Road San Diego, CA 92131 | Accounting services | | 9,625.00 |
| Kerensa & Company, Inc. 1805 North Carson Street, Suite 559 Carson City, NV 89701 | Kerensa & Company, Inc. 1805 North Carson Street, Suite 559 Carson City, NV 89701 | Management fee | | 60,000.00 |
| Lounsbery Ferguson Altona & Peak LLP 960 Canterbury Place, Suite 300 Escondido, CA 92025 | Lounsbery Ferguson Altona & Peak LLP 960 Canterbury Place, Suite 300 Escondido, CA 92025 | Legal services | | 22,194.36 |
| Marie Zeller 9172 Bernardo Lakes Drive San Diego, CA 92127 | Marie Zeller 9172 Bernardo Lakes Drive San Diego, CA 92127 | Vendor | Disputed Subject to Setoff | 412,351.88 |
| Osborn Law 295 Madison Avenue New York, NY 10007 | Osborn Law 295 Madison Avenue New York, NY 10007 | Legal Fees | | 95,000.00 |
| San Diego Chargers PO Box 609609 San Diego, CA 92160 | San Diego Chargers PO Box 609609 San Diego, CA 92160 | Vendor | | 33,288.00 |
| Sanderson & Associates, Ltd. 400 N Racine Avenue, #211 Chicago, IL 60642 | Sanderson & Associates, Ltd. 400 N Racine Avenue, #211 Chicago, IL 60642 | Legal services | | 6,000.00 |
| SD Subbros, Inc. 5454 Grossmont Center Drive, Suite A La Mesa, CA 91942 | SD Subbros, Inc. 5454 Grossmont Center Drive, Suite A La Mesa, CA 91942 | Vendor | | 397,500.00 |
| Strasburger Price LLP PO Box 50100 Dallas, TX 75250-9989 | Strasburger Price LLP PO Box 50100 Dallas, TX 75250-9989 | Legal services | | 130,317.23 |

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

In re Submarina, Inc.
Debtor(s)

Case No. _____

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

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

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

Date October 25, 2012

Signature /s/ Bruce N. Rosenthal
Bruce N. Rosenthal
President and CEO

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

Submarina, Inc.
4801 Woodway Drive, Suite 300E
Houston, TX 77056

Matthew L. Johnson
Matthew L. Johnson & Associates, PC
Lakes Business Park
8831 W. Sahara Avenue
Las Vegas, NV 89117

Above and Beyond
16635 Noyes Avenue
Irvine, CA 92606

Agreements

Alfredo Gutierrez, Jr.
Fourt Gutierrez, Inc.
313 East Eula Drive
Montebello, CA 90640

American Express
Acct No xxxx-xxxxxx-x1006
PO Box 360001
Fort Lauderdale, FL 33336-0001

Bank of America
Acct No xxxx-xxxx-xxxx-3779
PO Box 15731
Wilmington, DE 19885-5710

Bank of America
Acct No xxxx-xxxx-xxxx-9837
PO Box 15731
Wilmington, DE 19885-5710

Bruce N. Rosenthal
400 4th Avenue South Street
Saint Petersburg, FL 33701

Cassidy Turley
As Managing Agent for
Civic View Corporate Center
721 Emerson Road, Suite 505
Saint Louis, MO 63141

Charles L. Lowder
450 Vaughn Court
Aurora, IL 60502

Cordero & Davenport Advertising
800 West Ivy Street, Suite B
San Diego, CA 92101

Custom Business Solutions
12 Morgan
Irvine, CA 92618

Dell Commercial Credit
PO Box 689020
Des Moines, IA 50368-9020

Direct Pak
12243 Branford Street
Sun Valley, CA 91352

DMV & Public Safety - State of Nevada
Bankruptcy Section
555 Wright Way
Carson City, NV 89711

Eddie Alcantar
M & E Global, Inc.
330 S. Miraleste Drive, #219
San Pedro, CA 90732

Franchise Gator
599 Crossville Road, #200
Roswell, GA 30075

Franchise Opportunities Network
7840 Roswell Road
Building 100, Suite 210
Atlanta, GA 30350

Gateway San Marcos
11440 West Bernardo Court
Suite 240
San Diego, CA 92127

Great America Leasing
PO Box 660831
Dallas, TX 75266-0831

Hendrix & Weehage LLP
500 N. State College Blvd, #1100
Orange, CA 92868-1625

Hendrix Law, P.C.
Joseph A. Hendrix
500 N. State College Blvd, #1100
Orange, CA 92868

Hudson Printing
2780 Loker Avenue
Carlsbad, CA 92010

Internal Revenue Service
Attn: Bankruptcy Unit
Stop 5028
110 City Parkway
Las Vegas, NV 89106

Internal Revenue Service
Attn: Centralized Insolvency Operation
P.O. Box 21126
Philadelphia, PA 19114-0326

Jeff Warfield
JTW Area Developers, Inc.
4710 Cove Street
Hemet, CA 92545

JH Cohn, LLP
4180 Ruffin Road, Suite 235
San Diego, CA 92123

John M. Borlas
IT&E Overseas, Inc.
PO Box 24885
Barrigada, GU 96921

JTJM Inc.
Attn: Jeffrey L. Warfield
4710 Cove Street
Hemet, CA 92545

JTW Area Developers Inc.
4710 Cove Street
Hemet, CA 92545

Justine McQuade
11752 Wills Creek Road
San Diego, CA 92131

Kaasi Associate LLC
60 Holbrook Road
Holbrook, NY 11741

Kerensa & Company, Inc.
1805 North Carson Street, Suite 559
Carson City, NV 89701

Lounsbery Ferguson Altona & Peak LLP
960 Canterbury Place, Suite 300
Escondido, CA 92025

MailFinance
PO Box 45840
San Francisco, CA 94145-0840

Marie Zeller
9172 Bernardo Lakes Drive
San Diego, CA 92127

Matt Kennedy
Kennedy - SD Subbros, Inc.
5454 Grossmont Center Drive
Suite A
La Mesa, CA 91942

MFV Expositions
210 East Route 4, Suite 304
Paramus, NJ 07652

MTI Marketing
6190 Yarrow Drive
Carlsbad, CA 92011

Office of the U.S. Trustee
Dept. of Justice
300 Las Vegas Blvd., S, Suite 4300
Las Vegas, NV 89101

Osborn Law
295 Madison Avenue
New York, NY 10007

Ray Hedgecock
Hedgecock Franchising, LLC
4350 Valnorth Drive
Valdosta, GA 31602

Robert Hanna
Hanna - R&US, LLC
3422 Clearwater Drive
Clarksville, TN 37042

Robert Pina
4102 Moriah Court
Spring, TX 77386

San Diego Chargers
PO Box 609609
San Diego, CA 92160

Sanderson & Associates, Ltd.
400 N Racine Avenue, #211
Chicago, IL 60642

SD Subbros, Inc.
5454 Grossmont Center Drive, Suite A
La Mesa, CA 91942

State of Nevada
Dept of Motor Vehicles & Public Safety
Motor Carrier Bureau
555 Wright Way
Carson City, NV 89711-0600

State of Nevada
Employment Security Division
PO Box 43147
Las Vegas, NV 89116-1147

State of Nevada Business License
1500 College Parkway Ste. 115
Carson City, NV 89706

Strasburger Price LLP
PO Box 50100
Dallas, TX 75250-9989

T-Mobile
PO Box 51843
Los Angeles, CA 90051-6143

Touchpoint Technologies, Inc.
2319 Oak Myrtle Lane, Suite 104
Wesley Chapel, FL 33544

**United States Bankruptcy Court
District of Nevada**

In re **Submarina, Inc.**

Debtor(s)

Case No.
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

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

None [*Check if applicable*]

October 25, 2012

Date

/s/ Matthew L. Johnson

Matthew L. Johnson 6004

Signature of Attorney or Litigant
Counsel for **Submarina, Inc.**

Matthew L. Johnson & Associates, PC

Lakes Business Park

8831 W. Sahara Avenue

Las Vegas, NV 89117

(702) 471-0065 Fax:(702) 471-0075

mjohnson@mjohnsonlaw.com

**United States Bankruptcy Court
District of Nevada**

In re Submarina, Inc.

Debtor(s)

Case No. _____

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Bruce N. Rosenthal**, declare under penalty of perjury that I am the **President and CEO** of **Submarina, Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 25 day of October , 2012 .

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation is authorized and directed to employ **Matthew L. Johnson 6004**, attorney and the law firm of **Matthew L. Johnson & Associates, PC** to represent the corporation in such bankruptcy case."

Date October 25, 2012

Signed /s/ Bruce N. Rosenthal

Bruce N. Rosenthal

Resolution of Board of Directors
of
Submarina, Inc.

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Bruce N. Rosenthal, President and CEO** of this Corporation is authorized and directed to employ **Matthew L. Johnson 6004**, attorney and the law firm of **Matthew L. Johnson & Associates, PC** to represent the corporation in such bankruptcy case.

Date October 25, 2012

Signed _____

Date October 25, 2012

Signed _____