

**United States Bankruptcy Court
District of Nevada**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): S.TWO CORP	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all): 20-0017872	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN(if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 9410 PROTOTYPE DR., STE 1 RENO, NV	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 89521	ZIP CODE
County of Residence or of the Principal Place of Business: WASHOE	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):	
ZIP CODE	

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
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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.
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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 checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (<i>amount subject to adjustment on 4/01/13 and every three years thereafter</i>). 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 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
(This page must be completed and filed in every case)

Name of Debtor(s):
S.TWO CORP

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.

Not Applicable
 Signature of Debtor

Not Applicable
 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 the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

Not Applicable
 (Signature of Foreign Representative)

 (Printed Name of Foreign Representative)

 Date

Signature of Attorney

s/ Chris D. Nichols
 Signature of Attorney for Debtor(s)

Chris D. Nichols, Esq. Bar No. 003123
 Printed Name of Attorney for Debtor(s) / Bar No.

Petroni & Nichols, Ltd.
 Firm Name

417 West Plumb Lane Reno, NV 89509
 Address

 Address

775 786-7600
 Telephone Number

7/17/2012
 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 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.

Not Applicable
 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

Signature of Debtor (Corporation/Partnership)

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

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

s/ CHRISTOPHER ROMINE
 Signature of Authorized Individual

CHRISTOPHER ROMINE
 Printed Name of Authorized Individual

PRESIDENT & CEO
 Title of Authorized Individual

7/17/2012
 Date

Not Applicable

 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 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.

United States Bankruptcy Court

District of Nevada

In re:

Case No. _____
Chapter **11**

S.TWO CORP

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **CHRISTOPHER ROMINE**, declare under penalty of perjury that I am the **PRESIDENT & CEO** of **S.TWO CORP**, a **NEVADA** Corporation and that on **07/13/2012** the following resolution was duly adopted by the **BOARD OF DIRECTORS** of this Corporation:

"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 **CHRISTOPHER ROMINE, PRESIDENT & 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 **CHRISTOPHER ROMINE, PRESIDENT & 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 **CHRISTOPHER ROMINE, PRESIDENT & CEO** of this Corporation, is authorized and directed to employ **Chris D. Nichols, Esq.**, attorney and the law firm of **Petroni & Nichols, Ltd.** to represent the Corporation in such bankruptcy case."

Executed on: 7/17/2012

Signed: s/ CHRISTOPHER ROMINE
CHRISTOPHER ROMINE

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
District of Nevada**

In re S.TWO CORP, Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(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>
DAN BROWER 5365 MAE ANNE, BLDG B #14A RENO, NV 89523		NOTE		\$491,550.00
SARNER FAMILY TRUST 44 MESA CT ATHERTON, CA 94207		NOTE		\$261,000.00
PRISM 14252 CULVER DR STE A129 IRVINE, CA 92604		ENGINEERING SERVICES		\$165,444.30
DAN BROWER 5366 MAE ANNE BLDG B#14A RENO, NV 89523		NOTE		\$118,650.00
WELLS FARGO BANK P O BOX 6995 PORTLAND OR 97228		CREDIT CARD		\$52,843.00
YUCCA LLP 19900 MacArthur Blvd Ste 650 IRVINE, CA 92612		NOTE		\$50,000.00

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

In re **S.TWO CORP**

Case No. _____

Debtor

Chapter **11****LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(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>
CHRIS ROMINE 320 McCLELLAN DR WASHOE VALLEY, NV 89704		NOTE		\$40,600.00
MIKE MORRISON 101 SCHOLZ PL #122 NEWPORT BEACH, CA 92625	NOTE MIKE MORRISON 101 SCHOLZ PL #122 NEWPORT BEACH, CA 92625	NOTE		\$38,280.00
BARRY L. MOSS 2386 MAR EAST ST TIBURON, CA 94920	NOTE BARRY L. MOSS 2386 MAR EAST ST TIBURON, CA 94920	NOTE		\$34,800.00
JAMES RANALI 13485 FIELDCREEK LANE RENO, NV 89511	NOTE JAMES RANALI 13485 FIELDCREEK LANE RENO, NV 89511	NOTE		\$33,930.00
EDWIN THOMAS HANFORD TRUST 2 PINWOOD RD MANHASSET, NY 11030	NOTE EDWIN THOMAS HANFORD TRUST 2 PINWOOD RD MANHASSET, NY 11030	NOTE		\$29,000.00
E FRANCONI & KATHERIN m. FRANCONI TRUST 1614 VISALIA AVE BERKELEY, CA 94707		NOTE		\$29,000.00

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

In re S.TWO CORP, Case No. _____
 Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(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>
RJD ASSOCIATES 28791 VIA BUENA VISTA SAN JUAN CAPISTRANO, CA 92675		MANAGEMENT SERVICES		\$25,500.00
RSH VENTURES LLC 12400 STATE HWY 71 W, STE 350-245 AUSTIN, TX 78738		NOTE		\$23,200.00
ROBERT W. MCINTYRE TRUST 1061 FULTON ST PALO ALTO CA 94201-3313		NOTE		\$20,880.00
JEFF BURKLAND 100 E. STRAWBERRY DR MILL VALLEY, CA 94941		NOTE		\$19,720.00
SEAN JACOBSON 1510 OAK CREEK DR #304 PALO ALTO, CA 94304		NOTE		\$11,600.00
TED WHITE 163 LESSAY NEWPORT COAST, CA 92657		NOTE		\$11,600.00

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

In re S.TWO CORP, Case No. _____
 Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(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>
JANET FURMAN BOWMAN TRUST 645 CHAPMAN DR CORTE MADERA, CA 94925		NOTE		\$11,600.00
CHARLES THIAM-BENG TAN 943 CORRIENTE POINT DR redwood city, ca 94065		NOTE		\$11,600.00

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

I, CHRISTOPHER ROMINE, PRESIDENT & 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: 7/17/2012

Signature: s/ CHRISTOPHER ROMINE

CHRISTOPHER ROMINE, PRESIDENT & CEO

 (Print Name and Title)

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.

Name, Address, Telephone No. & I.D. No.

Chris D. Nichols, Esq.
Petroni & Nichols, Ltd.
417 West Plumb Lane
Reno, NV 89509
Phone: **775 786-7600**
I.D. No.: **003123**

Fax:

UNITED STATES BANKRUPTCY COURT
District of Nevada

In Re

S.TWO CORP

Debtor(s).

BANKRUPTCY NO.
CHAPTER NO. **11**

**DECLARATION RE: ELECTRONIC FILING OF PETITION
SCHEDULES, STATEMENTS AND PLAN (if applicable)**

PART I - DECLARATION OF PETITIONER

I CHRISTOPHER ROMINE

the undersigned debtor(s) hereby declare under penalty of perjury that the information I have given my attorney and the information provided in the electronically filed petition, statements, schedules, amendments and plan (if applicable) as indicated above is true and correct. I consent to my attorney filing my petition, this declaration, statements, schedules and plan (if applicable) as indicated above to the United States Bankruptcy Court. I understand that this DECLARATION RE: ELECTRONIC FILING is to be filed with the Clerk once all schedules have been filed electronically but, in no event, no later than 15 days following the date the petition was electronically filed. I understand that failure to file the signed original of this DECLARATION will cause my case to be dismissed pursuant to 11 U.S.C § 707(a)(3) without further notice.

- If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7 or 13. I am aware that I may proceed under chapter 7, 11, 12, or 13 of 11 United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7 or 13. I request relief in accordance with the chapter specified in this petition.
- [If petitioner is a corporation or 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 specified in this petition.

Dated: 7/17/2012

Signed: s/ CHRISTOPHER ROMINE
CHRISTOPHER ROMINE
(Applicant)

PART II - DECLARATION OF ATTORNEY

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.

Dated: 7/17/2012

Signed: /s/ Chris D. Nichols
Chris D. Nichols, Esq.
Attorney for Debtor(s)

**United States Bankruptcy Court
District of Nevada**

In re: **S.TWO CORP**

Case No.

List of Equity Security Holders

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED
BARRY L. MOSS 2386 MAR-EAST ST TIBURON, CA 94920	PREFERRED	83,333	STOCK
BRUCE POHORILES, A SOLE PROPRIETOR MONEY PURCHASE PLAN TR UA 1-1-1999 19 LAVENHAM ROAD NOVATO, CA 94949	PREFERRED	83,333	STOCK
CHRISTINE DINH-TAN AND CHARLES TAN 943 CORRIENTE POINTE DR. REDWOOD CITY CA 94065	PREFERRED	46,667	STOCK
CHRISTOPHER & MERRY ROMINE 320 MCCLELLAN DR WASHOE VALLEY, NV 89704	COMMON	250,000	STOCK
COLIN WIEL INVESTMENTS C/O WAYPOINT REAL ESTATE GROUP P O BOX 1226 OAKLAND CA 94604	PREFERRED	166,667	STOCK
DANIEL B BROWER LIVING TRUST P O BOX 18087 RENO, NV 89511	COMMON	3,700,000	STOCK
DANIEL B. BROWER LIVING TRUST P O BOX 18087 RENO, NV 89511	COMMON	300,000	STOCK
DAVID EMERSON 2739 REGENT ST BERKELEY CA 94705	PREFERRED	46,667	STOCK
DOMINIQUE M GAGNON 2025 WARMLANDS AVE VISTA CA 92084	PREFERRED	187,500	STOCK
EDGAR L. LOWE FAMILY TRUST 51 GEORGE LANE SAUSALITO, CA 94965	PREFERRED	83,333	STOCK
FRED WEIL & JOAN WEIL 340 CALLE LA MONTANA LA MORAGA CA 94556	PREFERRED	41,667	STOCK

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: **S.TWO CORP**

Case No.

List of Equity Security Holders

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED
JAMES A. RANNALLI 13485 FIELDCREEK LN RENO, NV 89511	COMMON	900,000	STOCK
JANET F. BOWMAN TRUSTEE JANET FURMAN BOWMAN TRUST 645 CORTE MADERA, CA 94925	PREFERRED	41,667	STOCK
JEFFREY DAVID BURKLAND 100 E STRAWBERRY DR MILL VALLEY, CA 94941	PREFERRED	25,000	STOCK
JULIE C. BROWER P O BOX 18087 RENO, NV 8951	COMMON	200,000	STOCK
KATHRYN A. BROWER P O BOX 18087 RENO, NV 89511	COMMON	200,000	STOCK
LOUIS JOHN RAGO 61 CHAMBERLAIN NOVATO, CA 94947	PREFERRED	83,333	STOCK
MICHAEL & RENELTJE MORRISON 701 SCHOLZ PLC #182 NEWPORT BEACH, CA 92663	COMMON	750,000	STOCK
NICOLA A. BROWER P O BOX 18087 RENO, NV 89511	COMMON	200,000	STOCK
RICHARD & VALERIE GUNST TRUSTEES OF THE RICHARD AND VALERIE GUNST 1997 TRUST 656 UNIVERSITY DR LOMPOC, CA 93436	PREFERRED	41,666	STOCK
RICHARD DADAMO 28791 VIA BUENA VISTA SAN JUAN CAPISTRANO, CA 92675	COMMON	100,000	STOCK
ROBERT MCINTYRE TRUST 1061 FULTON STREET PALO ALTO, CA 94301	PREFERRED	45,000	STOCK
RODRIGO ENRIQUEZ 2192 167TH AVE SAN LEANDRO, CA 94578	PREFERRED	41,666	STOCK

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: **S.TWO CORP**

Case No.

List of Equity Security Holders

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED
SAJJAD & AYESHA MASUD 782 RANGER CIRCLE FOSTER CITY, CA 94404	PREFERRED	46,667	STOCK
SCOTT WOODSON CLIFFORD and ALEXANDRA BIRLE CLIFFORD, THE 219 LAUREL GROVE AVE KENTFIELD, CA 94904	PREFERRED	125,000	STOCK
SEAN JACOBSON 1510 OAK CREEK DR # 304 PALO ALTO, CA 94304	PREFERRED	25,000	STOCK
STEPHEN & ROSSANA BERTANI-ROACH 815 KILEY PKWY #601 SPARKS, NV 89436	COMMON	1,300,000	STOCK
STEPHEN L. CRAIG 1439 RAINBOW DRIVE SAN MATEO, CA 94402	PREFERRED	46,667	STOCK
THE E FRANCONI AND KATHERINE M. FRANCONI DECLARATION OF TRUST 1201 BRIDKYARD WAY, #411 RICHMOND, CA 94801	PREFERRED	41,666	STOCK
THE EDWIN THOMAS HANFORD TRUST 2 PINWOOD ROAD MANHASSET, NY 11030	PREFERRED	83,333	STOCK
THEODORE WHITE 163 LESSAY NEWPORT COAST, CA 92657	COMMON	450,000	STOCK
TRUST A OF THE CARLSON FAMILY TRUST 2364 A VALLEJO STREET SAN FRANCISCO, CA 94123	PREFERRED	41,666	STOCK
WILLIAM GAUSMAN JR. AND PATRICIA J. GAUSMAN 1998 TRUST 401 SAINT ANDREWS WAY LOMPOC CA 93436	PREFERRED	41,666	STOCK

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

I, **CHRISTOPHER ROMINE, PRESIDENT & CEO** of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

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: **S.TWO CORP**

Case No.

List of Equity Security Holders

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED
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Date: 7/17/2012

s/ CHRISTOPHER ROMINE
**CHRISTOPHER ROMINE, PRESIDENT & CEO, S.TWO
CORP**

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.

B 203
(12/94)

UNITED STATES BANKRUPTCY COURT
District of Nevada

In re: S.TWO CORP
Debtor

Case No. _____
Chapter 11

**DISCLOSURE OF COMPENSATION OF ATTORNEY
FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	AS INCURRED
Prior to the filing of this statement I have received	\$	16,046.00
Balance Due	\$	

2. The source of compensation paid to me was:

Debtor Other (specify)

3. The source of compensation to be paid to me is:

Debtor Other (specify)

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a) Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b) Preparation and filing of any petition, schedules, statement of affairs, and plan which may be required;
- c) Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d) [Other provisions as needed]

None

6. By agreement with the debtor(s) the above disclosed fee does not include the following services:

None

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: 7/17/2012

/s/ Chris D. Nichols
Chris D. Nichols, Esq., Bar No. 003123

Petroni & Nichols, Ltd.
Attorney for Debtor(s)

**United States Bankruptcy Court
District of Nevada**

In re **S.TWO CORP**

Case No.

Debtor.

Chapter **11**

STATEMENT OF CORPORATE OWNERSHIP

Comes now **S.TWO CORP** (the "Debtor") and pursuant to Fed. R. Bankr. P. 1007(a) and 7007.1 state as follows:

_____ All corporations that directly or indirectly own 10% or more of any class of the corporation's equity interests are listed below:

Owner	% of Shares Owned
None	

OR,

There are no entities to report.

By /s/ **Chris D. Nichols**

Chris D. Nichols, Esq.
Signature of Attorney

Counsel for **S.TWO CORP**

Bar no.: **003123**

Address.: **Petroni & Nichols, Ltd.**
417 West Plumb Lane
Reno, NV 89509

Telephone No.: **775 786-7600**

Fax No.:

E-mail address:

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

S.TWO CORP

Bankruptcy No.:

Chapter **11**

VERIFICATION OF CREDITOR
MATRIX

Debtor(s).

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 7/17/2012

Signature s/ CHRISTOPHER ROMINE
CHRISTOPHER ROMINE

S.TWO CORP
9410 PROTOTYPE DR., STE 1
RENO, NV 89521

EDWIN THOMAS HANFORD TRUST
2 PINWOOD RD
MANHASSET, NY 11030

NEVADA LABOR COMMISSION
675 FAIRVIEW DRIVE
SUITE 226
CARSON CITY, NV 89710

Chris D. Nichols, Esq.
Petroni & Nichols, Ltd.
417 West Plumb Lane
Reno, NV 89509

HOLLAND & HART
P O BOX 17283
DENVER CO 80217

NV DEPARTMENT OF MOTOR VEHICLES
ATTN: LEGAL DIVISION
855 WRIGHT WAY
CARSON CITY, NV 89711

BARRY L. MOSS
2386 MAR EAST ST
TIBURON, CA 94920

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

OFFICE OF THE US TRUSTEE
300 BOOTH STREET
ROOM 3009
RENO, NV 89509

CHARLES THIAM-BENG TAN
943 CORRIENTE POINT DR
redwood city, ca 94065

IPFS CORP
201 W NORTH RIVER DR, STE 101
SPOKANE, WA 99201

PRISM
14252 CULVER DR
STE A129
IRVINE, CA 92604

CHRIS ROMINE
320 McCLELLAN DR
WASHOE VALLEY, NV 89704

JAMES RANALI
13485 FIELDCREEK LANE
RENO, NV 89511

RJD ASSOCIATES
28791 VIA BUENA VISTA
SAN JUAN CAPISTRANO, CA 92675

DAN BROWER
5365 MAE ANNE, BLDG B #14A
RENO, NV 89523

JANET FURMAN BOWMAN TRUST
645 CHAPMAN DR
CORTE MADERA, CA 94925

ROBERT W. MCINTYRE TRUST
1061 FULTON ST
PALO ALTO CA 94201-3313

DAN BROWER
5366 MAE ANNE BLDG B#14A
RENO, NV 89523

JEFF BURKLAND
100 E. STRAWBERRY DR
MILL VALLEY, CA 94941

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12400 STATE HWY 71 W, STE 350-2
AUSTIN, TX 78738

DEPT. OF TAXATION
BANKRUPTCY SECTION
555 E. WASHINGTON AVE.
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LAS VEGAS, NV 89101

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P O BOX 1226
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100 E STRAWBERRY DR
MILL VALLEY, CA 94941

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OF THE RICHARD AND VALERIE GUNS
1997 TRUST
656 UNIVERSITY DR
LOMPOC, CA 93436

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943 CORRIENTE POINTE DR.
REDWOOD CITY CA 94065

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SAN JUAN CAPISTRANO, CA 92675

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SAN LEANDRO, CA 94578

TRUST A OF THE CARLSON FAMILY T
2364 A VALLEJO STREET
SAN FRANCISCO, CA 94123

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FOSTER CITY, CA 94404

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J. GAUSMAN 1998 TRUST
401 SAINT ANDREWS WAY
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ALEXANDRA BIRLE CLIFFORD, THE
219 LAUREL GROVE AVE
KENTFIELD, CA 94904

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1510 OAK CREEK DR # 304
PALO ALTO, CA 94304

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