B1_(Official)	Form 1)(04	/13)										
			United		Banki		Court				Volu	ıntary Petition
	ebtor (if indi		er Last, First,	Middle):		· · · · ·	Name	of Joint De	ebtor (Spouse)) (Last, First,	Middle):	
	All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):						used by the J maiden, and			years		
Last four dig (if more than one 20-2490		Sec. or Indi	vidual-Taxpa	nyer L.D. (ITIN)/Com	plete EIN	Last for	our digits o	f Soc. Sec. or	Individual-T	axpayer I,D	o. (ITIN) No./Complete EIN
Attn: Ala	an C. Skla Rampart E	ar	Street, City, a	and State)	:	ZIP Code		Address of	Joint Debtor	(No. and Str	eet, City, an	d State): ZIP Code
		of the Princ	cipal Place o	f Business		89145	Count	y of Reside	ence or of the	Principal Pla	ice of Busin	ess;
Mailing Add	lress of Deb	otor (if diffe	rent from str	eet addres	ss):		Mailir	ng Address	of Joint Debte	or (if differer	nt from stree	et address):
					-	ZIP Code	•					ZIP Code
Location of (if different					412 S. Be os Angel	•						<u> </u>
☐ Individua See Exhib ☐ Corporat ☐ Partnersl ☐ Other (If check this ☐ Country of do Each country by, regarding ☐ Filling Fee attach sign debtor is a Form 3A. ☐ Filling Fee	of Organizati al (includes al (includes al Don page tion (include hip debtor is not s box and stat Chapter I ebtor's center in which a fe to against d Fil g Fee attachee to be paid in med applicatio unable to pay e waiver required application	Joint Debte 2 of this form as LLC and one of the ale type of entited the type of entitle type of entitle type of the type of type of the type of the type of the type of type of type of the type of t	bove entities, ty below.) rests: ding ing: (applicable to urt's considerat installments. able to chapter	Sing in I Rail Stoce Con Con Clear Other Code C	(Check Ith Care Bu gle Asset Re I U.S.C. § I coad ekbroker amodity Bra aring Bank er Tax-Exe (Check box tor is a tax-exe Title 26 of e (the Interna s only). Must ang that the (b). See Office als only). Must	cal Estate a 101 (51B) oker mpt Entity , if applicable cempt organithe United S al Revenue C Check Check ital Check BB.	y le) ization states tode). one box: Debtor is a si Debtor's agg are less than all applicabl A plan is bei Acceptances in accordance	defined "incurr a perso mall business a small busi regate nonco \$2,490,925 (ee boxes; ng filed with of the plan w	er 7 er 9 er 11 er 12 er 13 are primarily co d in 11 U.S.C. § ed by an indivioual, family, or Chap debtor as definences debtor as debtor as definences debtor as definences debtor as	Petition is Fi Cl of Cr of Nature (Check onsumer debts, 101(8) as dual primarily household pur ter 11 Debte aled in 11 U.S.6 defined in 11 U.S.6 repetition from	napter 15 Pe a Foreign N napter 15 Pe a Foreign N e of Debts c one box) for pose." D.S.C. § 101(51D) J.S.C. § 101(5 and 4/01/16 an one or more	tition for Recognition Main Proceeding tition for Recognition Ionmain Proceeding Debts are primarily business debts.
■ Debtor e	estimates that estimates that Il be no fund	nt funds will nt, after any ds available	exempt prop for distribut	e for distri erty is ex	bution to u cluded and	nsecured cı administra	reditors.	es paid,				
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 A	\$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				
Estimated L. \$0 to \$50,000	iabilities	\$100,001 to \$500,000		\$1,000,001 to \$10	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion				

B1 (Official For	m 1)(04/13)	(D. 4)	Page 2		
Voluntar	y Petition	Name of Debtor(s): LHAX GROUP LLC			
(This page mu	st be completed and filed in every case)				
	All Prior Bankruptcy Cases Filed Within Las	8 Years (If more than two,			
Location Where Filed:	- None -	Case Number:	Date Filed:		
Location Where Filed:		Case Number:	Date Filed:		
Pe	nding Bankruptcy Case Filed by any Spouse, Partner, or		more than one, attach additional sheet)		
Name of Debte - None -	or:	Case Number:	Date Filed:		
District:		Relationship:	Judge:		
	Exhibit A	(To be completed if debtor is a	Exhibit B a individual whose debts are primarily consumer debts.)		
forms 10K at	leted if debtor is required to file periodic reports (e.g., and 10Q) with the Securities and Exchange Commission section 13 or 15(d) of the Securities Exchange Act of 1934 sting relief under chapter 11.)	I, the attorney for the petitioned have informed the petitioned	ner named in the foregoing petition, declare that I that [he or she] may proceed under chapter 7, 11, States Code, and have explained the relief available urther certify that I delivered to the debtor the notice		
□ Exhibit.	A is attached and made a part of this petition.	X Signature of Attorney for	r Debtor(s) (Date)		
	Ext	nibit C			
1	r own or have possession of any property that poses or is alleged to Exhibit C is attached and made a part of this petition.	pose a threat of imminent and i	dentifiable harm to public health or safety?		
		nibit D			
(To be compl	eted by every individual debtor. If a joint petition is filed, ea	ch spouse must complete an	d attach a separate Exhibit D.)		
☐ Exhibit : If this is a joi	D completed and signed by the debtor is attached and made	a part of this petition.			
☐ Exhibit	nt pention. D also completed and signed by the joint debtor is attached a	and made a part of this petiti	on.		
	Information Regardin				
	(Check any a	oplicable box)			
	Debtor has been domiciled or has had a residence, princip days immediately preceding the date of this petition or for	a longer part of such 180 da	lys man in any other district.		
	There is a bankruptcy case concerning debtor's affiliate, g	eneral partner, or partnership	pending in this District.		
	the United States in				
	Certification by a Debtor Who Reside (Check all app	licable boxes)			
	Landlord has a judgment against the debtor for possession	of debtor's residence. (If box	checked, complete the following.)		
: :	(Name of landlord that obtained judgment)	_ 			
	(Address of landlord)				
0	Debtor claims that under applicable nonbankruptcy law, the entire monetary default that gave rise to the judgment	nere are circumstances under for possession, after the judg	which the debtor would be permitted to cure ment for possession was entered, and		
	Debtor has included with this petition the deposit with the after the filing of the petition.	court of any rent that would	become due during the 30-day period		
	Debtor certifies that he/she has served the Landlord with	his certification. (11 U.S.C.	§ 362(l)).		

31 (Official Form 1)(04/13)	Page 3
Voluntary Petition	Name of Debtor(s): LHAX GROUP LLC
(This page must be completed and filed in every case)	LIAX GROOT LES
(Inis page must be completed that filed in every case) Sign	natures
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	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
Telephone Number (If not represented by attorney)	Signature of Non-Attorney Bankruptcy Petition Preparer
Signature of Attorney* Signature of Attorney for Debtor(s) Matthew C. Zirzow 7222 Printed Name of Attorney for Debtor(s) LARSON & ZIRZOW, LLC Firm Name 810 S. Casino Center Blvd. #101 Las Vegas, NV 89101	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 bankrutpcy 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.)
Email: mzirzow@lzlawnv.com (702) 382-1170 Fax: (702) 382-1169 Telephone Number S/6/IS 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	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
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition X Signature of Authorized Individual Alan C. Sklar Printed Name of Authorized Individual President of Great North Trading Co. Ltd., Manager Title of Authorized Individual	Names and Social-Security numbers of all other individuals who prepared of 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.

		District of Nevada		
In re	LHAX GROUP 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)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]

cial Form 4) (12/07) - Cont. LHAX GROUP LLC	21. ()	Case No.	
	Debtor(s)		

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code -	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed, or subject to setoff	Amount of claim [if secured, also state value of security]
			<u> </u>	<u> </u>

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

I, the President of Great North Trading Co. Lt	d., Manager of the corporation named as the debtor in this
case, declare under penalty of perjury that I have read t	he foregoing list and that it is true and correct to the best of
my information and belief.	1/1

Date _____ May 6, 2013

Signature

Atan C. Sklar

President of Great North Trading Co. Ltd., 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.

n re	LHAX GROUP LLC		, Case No		
-		Debtor	Chapter		1
	$oldsymbol{ ext{LIST C}}$ wing is the list of the Debtor's equity security	OF EQUITY SECURITY		Y3) for filing in this c	hapter 11 case
Nar	wing is the list of the Debtor's equity security ne and last known address place of business of holder	Security Class	Number of Securities	Kind of Interest	
Gre	at North Trading, LLC S. Rampart Blvd., Ste. 350		100%	Member ·	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the President of Great North Trading Co. Ltd., Manager 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.

Date 1/2015

Alan C. Sklar

President of Great North Trading Co. Ltd., 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.

Signature

In re	LHAX GROUP LLC		Case No.	
		Debtor(s)	Chapter	11

VERIFICATION OF CREDITOR MATRIX

I, the President of Great North Trading Co. Ltd., 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.

May 6, 2015

Alan C. Sklar/President of Great North Trading Co. Ltd., Manager

LHAX GROUP LLC ATTN: ALAN C. SKLAR 410 S. RAMPART BLVD., SUITE 350 LAS VEGAS, NV 89145

MATTHEW C. ZIRZOW LARSON & ZIRZOW, LLC 810 S. CASINO CENTER BLVD. #101 LAS VEGAS, NV 89101

UNITED STATES TRUSTEE
300 LAS VEGAS BLVD., SOUTH #4300
LAS VEGAS, NV 89101

DEPT. OF EMPLOYMENT, TRAINING & REHAB EMPLOYMENT SECURITY DIVISION 500 EAST THIRD STREET CARSON CITY, NV 89713

INTERNAL REVENUE SERVICE ATTN: BANKRUPTCY DEPT/MANAGING AGENT P.O. BOX 7346 PHILADELPHIA, PA 19101

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

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

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

ALAN C. SKLAR 410 S. RAMPART BLVD., SUITE 350 LAS VEGAS, NV 89145

BANK OF AMERICA ATTN: BANKRUPTCY DEPT/ MANAGING AGENT 450 AMERICAN ST SIMI VALLEY, CA 93065

BANK OF AMERICA ATTN: CORRESPONDENCE UNIT/ CA6-919-02-41 PO BOX 5170 SIMI VALLEY, CA 93062 BEVERLYWOOD HOMES ASSOCIATION ATTN: MANAGING AGENT 9911 WEST PICO BOULEVARD SUITE 1410 LOS ANGELES, CA 90035

CALIFORNIA STATE BOARD OF EQUALIZATION ATTN; ACCOUNT INFORMATION GROUP, MIC 29 PO BOX 942879 SACRAMENTO, CA 94279-0074

CALIFORNIA STATE BOARD OF EQUALIZATION EXECUTIVE DIRECTOR 450 N. STREET, MIC: 73 SACRAMENTO, CA 95814-0073

CALIFORNIA STATE BOARD OF EQUALIZATION ACCOUNT INFORMATION GROUP, MIC: 29 PO BOX 942879 SACRAMENTO, CA 94279-0029

COUNTRYWIDE HOME LOANS, INC. ATTN: MANAGING AGENT 4500 PARK GRANADA BOULEVARD CALABASAS, CA 91302

CTC FORECLOSURE SERVICES CORPORATION C/OC T CORPORATION SYSTEM 350 N. ST. PAUL ST. STE. 2900 DALLAS, TX 75201

CTC FORECLOSURE SERVICES CORPORATION ATTN: MANAGING AGENT P.O. BOX 4281 WOODLAND HILLS, CA 91365-4281

CTC FORECLOSURE SERVICES CORPORATION ATTN: MANAGING AGENT 4500 PARK GRANADA CALABASAS, CA 91302

CURRENT RESIDENT 2412 S. BEVERLY DR. LOS ANGELES, CA 90034

FIRST AMERICAN TITLE INSURANCE COMPANY NATIONAL COMMERCIAL SERVICES ATTN: MANAGING AGENT 2500 PASEO VERDE PARKWAY, #120 HENDERSON, NV 89074

FRANCHISE TAX BOARD BANKRUPTCY SECTION, MS A340 PO BOX 2952 SACRAMENTO, CA 95812-2952 KENNETH L. AND RISA MILMAN 2412 S. BEVERLY DR. LOS ANGELES, CA 90034

LOS ANGELES COUNTY TREASURER AND TAX COLLECTOR 225 N. HILL STREET LOS ANGELES, CA 90012

MERSCORP HOLDINGS, INC. ATTN: MANAGING AGENT 13059 COLLECTIONS CENTER DRIVE CHICAGO, IL 60693

MORTGAGE ELECTRONIC REGISTRATION SYSTEMS ATTN: MANAGING AGENT 1818 LIBRARY STREET, SUITE 300 RESTON, VA 20190

OFFICE OF THE ASSESSOR KENNETH HAHN HALL OF ADMINISTRATION 500 W. TEMPLE STREET, ROOM 225 LOS ANGELES, CA 90012-2770

STEWART TITLE GUARANTY COMPANY ATTN: MANAGING AGENT POLICY SERIAL NO. CNJP-1597-808313 P.O. BOX 2029 HOUSTON, TX 77252

STEWART TITLE GUARANTY COMPANY C/O EQUITY TITLE COMPANY ATTN: MANAGING AGENT 425 BROADWAY, SUITE 300 GLENDALE, CA 91204

THUNDERBOLT HOLDINGS LTD., LLC ATTN: BANKRUPTCY DEPT/MANAGING AGENT 130 SHORE ROAD SUITE 226 PORT WASHINGTON, NY 11050

GREAT NORTH TRADING, LLC 410 S. RAMPART BLVD., STE. 350 LAS VEGAS, NV 89145

In re	LHAX GROUP LLC		Case No.	
		Debtor(s)	Chapter	11
	CORPO	RATE OWNERSHIP STATEMENT	(RULE 7007.1))
or recu a (are) class o Great 410 S.	usal, the undersigned counsel for corporation(s), other than the dof the corporation's(s') equity into North Trading, LLC. Rampart Blvd., Ste. 350	cy Procedure 7007.1 and to enable the are LHAX GROUP LLC in the above callebtor or a governmental unit, that directerests, or states that there are no entities	ptioned action, c ctly or indirectly	ertifies that the following is own(s) 10% or more of any
Las V	egas, NV 89145			
□ Nor	ne [Check if applicable]			· .
	5/6/15	Math	4	
Date	7.7	Matthew C. Zirzow 7222 Signature of Attorney or Litig	cont /	
		Counsel for LHAX GROUP L		
		LARSON & ZIRZOW, LLC 810 S. Casino Center Blvd. #10	01	
		Las Vegas, NV 89101 (702) 382-1170 Fax:(702) 382-1	169	
		mzirzow@lzlawnv.com ′		

In re	LHAX GROUP LLC		Case N	ło.	
		Debtor(s)	Chapte	er 11	
DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)					
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 are compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for serve be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:				paid to me, for services rendered or to	
	For legal services, I have agreed to accep	t	s	ee below	
	Prior to the filing of this statement I have	received	s <u>S</u>	e below	
	Balance Due	***************************************	\$	0.00	
2. T	he source of the compensation paid to me wa	s:			
	☐ Debtor ☐ Other (specify):	Alan C. Sklar			
3. Т	The source of compensation to be paid to me i	s:			
	☐ Debtor ☐ Other (specify):	Alan C. Sklar			
4. I have not agreed to share the above-disclosed compensation with any other person unless they are members a				nembers and associates of my law firm.	
[I have agreed to share the above-disclosed copy of the agreement, together with a list	compensation with a person or persons who of the names of the people sharing in the cor			
5. I	return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:				
b c	 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] 				
6. B	by agreement with the debtor(s), the above-dis	sclosed fee does not include the following ser	rvice:		
CERTIFICATION					
I this ba	certify that the foregoing is a complete staten inkruptcy proceeding.	Matthew C. Zirzow 7 LARSON & ZIRZOW, 810 S. Casino Cente Las Vegas, NV 8910 (702) 382-1170 Fax: mzirzow@lzlawnv.cc	222 , LLC r Blvd. #101 1 : (702) 382-1		

Counsel received \$7,500 from Alan C. Sklar f/b/o Debtor prior to the petition date and applied the sum of \$3,586.75 for pre-petition fees and costs, including the filing fee, thus leaving a balance in trust for post-petition services of \$3,913.25.

JOINT ACTION BY WRITTEN CONSENT OF THE SOLE MEMBER AND THE SOLE MANAGER OF LHAX GROUP LLC

On this 6th day of May, 2015, the undersigned, constituting the sole Member and the sole Manager of LHAX Group LLC, a Nevada limited-liability company (the "*Company*"), do hereby take the following action by their written consent, in accordance with the provisions of Nevada Revised Statutes Chapter 86 *et seq.* and the Amended and Restated Operating Agreement of the Company.

WHEREAS, the Company has advanced approximately \$320,000 in funding to or for the benefit of Kenneth L. and Risa Milman pursuant to a certain Non-Recourse Secured Promissory Note (the "Note"), which Note and sum evidenced thereby, together with interest thereon, is secured by a certain Deed of Trust and Assignment of Rents (the "Deed of Trust") upon that certain real property commonly described as 2412 South Beverly Drive, Los Angeles, California 90035 (the "Property"); and

WHEREAS, Bank of America, Nationstar Mortgage, and/or an affiliate thereof or other lender (the "Senior Lender") holds a security interest against the Property that is purported to be senior in interest to the lien of the Company against the Property pursuant to the Deed of Trust; and

WHEREAS, reflecting the current value of the Property, and giving effect to the sums purported to be owed on a priority basis to the Senior Lender, the Note held by the Company continues to represent substantial value; and

WHEREAS, the Company, although it has not received any notices from the Senior Lender, has been advised that the Senior Lender plans to imminently foreclose upon the Property, which foreclosure would have the effect of wiping out the Company's value represented by the Note, which would render the Company insolvent.

NOW, THEREFORE, BE IT RESOLVED, that the sole Member and the sole Manager of the Company, having considered all relevant matters related thereto, have determined in their judgment that it is desirable and in the best interests of the Company and its creditors and other interest parties that a voluntary petition for relief be filed under the provisions of chapter 11 of title 11 of the United States Code;

RESOLVED FURTHER, any officer of the Manager of the Company (the "Authorized Person") shall be authorized, empowered, and directed, in the name, and on behalf of the Company, to execute and verify a petition and amendments thereto under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Nevada at such time as such Authorized Person executing the same shall determine;

RESOLVED FURTHER, that Alan C. Sklar (the "Responsible Person") shall be designated as the responsible person in the Company's chapter 11 bankruptcy case pursuant to Rule 9001(5) of the Federal Rules of Bankruptcy Procedure, and 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;

RESOLVED FURTHER, that the law firm of Larson & Zirzow, LLC is engaged and shall continue its engagement as attorneys for the company in the chapter 11 case, subject to any requisite bankruptcy court approval;

RESOLVED FURTHER, that the Responsible Person, and such other persons as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such person, be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute and file all motions, applications, pleadings, and other papers, and to take and perform any and all further acts and deeds which he or she deems necessary, proper, or desirable in connection with the chapter 11 case, with a view to the successful prosecution of such case;

RESOLVED FURTHER, that the Responsible Person, and such other persons as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Persons of Responsible Person, be, and each hereby are, authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, declarations, applications, certificates or other documents, and to take such other action as in the judgment of such person shall be or become necessary, proper, and desirable to effectuate a successful chapter 11 reorganization of the business of the company;

RESOLVED FURTHER, that any and all past actions heretofore taken by the Authorized Persons or the Responsible Person of the Company in the name and on behalf of the company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved; and

RESOLVED FURTHER, that this Joint Action by Written Consent may be delivered by facsimile or electronic transmission, which will be an original and the foregoing shall be deemed to be adopted and in full force and effect, as of the date first above written.

IN WITNESS WHEREOF, the undersigned, constituting the sole Member and the sole Manager of the Company, by execution hereof, hereby approve this Joint Action by Written Consent as of the date first above written.

SOLE MEMBER:

By:

GREAT NORTH TRADING LLC, a Nevada limited-liability company

By: Great North Trading Co. Ltd., a Nevada corporation, Manager

Alan C. Sklar, President

SOLE MANAGER:

GREAT NORTH TRADING CO. LTD.,

a Nevada corporation

By:

Alan C. Sklar, President