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B1 (Official Form 1			
Voluntary Petitic	on e completed and filed in every case.)	Name of Debtor(s): RAL Gleem, Inc.	
	ptcy Cases Filed Within Last 8 Years (If more than two, attach addit	tional sheet.)	
Location Where Filed: Ba	nkruptcy Court Eastern District of New York	Case Number: 13-47672 (Involuntary CH. 7)	Date Filed: December 31, 2013
Location		Case Number:	Date Filed:
Where Filed:	ptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor	(If more then one attach additional sheet)	
Name of Debtor:	NONE	Case Number:	Date Filed:
District:	NONE	Relationship:	Judge:
District.		Ketauonsmp.	Judge.
10Q) with the Sec of the Securities E	Exhibit A If debtor is required to file periodic reports (e.g., forms 10K and curities and Exchange Commission pursuant to Section 13 or 15(d) Exchange Act of 1934 and is requesting relief under chapter 11.)	Exhibit (To be completed if debto whose debts are primarily I, the attorney for the petitioner named in the informed the petitioner that [he or she] may p of title 11, United States Code, and have exp such chapter. I further certify that I have delive by 11 U.S.C. § 342(b). X Signature of Attorney for Debtor(s) (or is an individual consumer debts.) foregoing petition, declare that I have proceed under chapter 7, 11, 12, or 13 lained the relief available under each
	Exhib wn or have possession of any property that poses or is alleged to pose a xhibit C is attached and made a part of this petition.		blic health or safety?
Exhibit D, c If this is a joint pe	by every individual debtor. If a joint petition is filed, each spouse must completed and signed by the debtor, is attached and made a part of this etition: also completed and signed by the joint debtor, is attached and made a p	petition.	
X	Information Regarding (Check any app Debtor has been domiciled or has had a residence, principal place preceding the date of this petition or for a longer part of such 180 day	licable box.) of business, or principal assets in this District	for 180 days immediately
x	There is a bankruptcy case concerning debtor's affiliate, general part	ner, or partnership pending in this District.	
	Debtor is a debtor in a foreign proceeding and has its principal place no principal place of business or assets in the United States but is a District, or the interests of the parties will be served in regard to the r	a defendant in an action or proceeding [in a fee	
	Certification by a Debtor Who Resides (Check all appli		
	Landlord has a judgment against the debtor for possession of debt	or's residence. (If box checked, complete the fo	bllowing.)
		(Name of landlord that obtained judgment)	
		(Address of landlord)	
	Debtor claims that under applicable nonbankruptcy law, there are entire monetary default that gave rise to the judgment for possessi		
	Debtor has included with this petition the deposit with the court of of the petition.	f any rent that would become due during the 30-	day period after the filing
	Debtor certifies that he/she has served the Landlord with this certi	fication. (11 U.S.C. § 362(1)).	

Case 1-14-40444-cec Doc 1 Filed 01/31/14 Entered 01/31/14 12:22:19

oluntary Petition	Name of Deliter(s) RAL Gleem, Inc.
This page must be completed and filed in every case 1. Signal	19769
	Signature of a Foreign Representative
Signature(s) of Debtor(s) (Individual Joint) declare under penalty of perjury that the information provided in this petition is true nd correct.	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.
nd correct. If petitioner is an individual whose debts are provinity consumer debts and bias bosen to file under chapter 7) 1 am aware that I may proceed under chapter 7, 11, 12, r 13 of title 11, Unsted States Code, understand the relief available under each such	(Check only one box.)
r 13 of title 11. United States Code, independent to reaction preparer signs the pointion] 4 hapter, and choose to proceed under chapter 7. If no attorney represents me and no bankruptcy pention preparer signs the pointion] 4 usve obtained and read the notice required by 11 U.S.C. § 342(b).	I request relief in secondance with chapter 15 of title 11. United States Code Uvrished copies of the documents required by 11 U.S.C. § 1515 are intached. Pursuant to 11 U.S.C. § 1511.1 request relief in accordance with the
request relief in accordance with the chapter of title 11. United States Code, peorfied in this pention.	chapter of title 11 specified in this perman. A centrical copy of the order granting recognition of the foreign main proceeding is attached.
X Soprature of Debtor	X (Signature of Foreign Representative)
X Sugnature of Joint Debtor	(Printed Name of Foreign Representative)
Lelephone Number (if not represented by attorney)	Thate
Dute Signature of Attorney*	Signature of Non-Attorney Bankruptcy Petition Preparer
Segmentar of Attorney for Debtor(s) Michael S. Fox, Esq. Printed Name of Attorney for Debtor(s) Olshan Frome Wolosky LLP Firm Name 65 East 55th Street New York, New York 10022	I declare under penalty of perjury that (1) I arn a bankruptcy petition preparer as defined in H U.S.C. § 110, (2) I prepared this document for compensation and have previded the debior with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(h), 110(h), and 342(b), and, (3) if rules or required under 11 U.S.C. §§ 110(h), 110(h), and 342(b), and, (3) if rules or guidelines have been promalgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for ares courgeable by bankruptcy petition preparers. I have given the debion notice of the maximum amount before preparing any document for filling for a debion or no opting any fee from the debion, as required in that section. Official Form 19 o situation!
(212) 451-2300 Telephone Number 2014	Prunied Name and title, if may of Backrogney Pesition Prepares
Date Bar No.: MF-2612 Fax: (212) 451-2222 F-mail: mfox@olshanlaw.com	Social-Security miniber (If the bankruptcy petition preparer is not an individual state the Social-Security number of the officer, principal, responsible period of partner of the bankruptcy petition preparer () (Required by 11 U.S.C. § 110.)
"In a case in which § 707/6644(D) applies, this signature also constitutes a "In a case in which § 707/6644(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.	Address
Signature of Debtor (Corporation Partnership)	
I declare under penalty of perjury that the information provided in this pention is tru- and correct, and that I have been authorized to file this petition on behalf of th	ar N September
denter The debtor requests the relief in accordance with the chapter of title 13. United Sinti	 Date Signature of bankruptcy petition preparer to officer, principal, responsible person, and above
Code, sportfied in this portion	Signature of bunkruptcy potential propagate of wided above partner whese Social Sciently number is provided above
Signature of Authorized Individual Bruce Rosen Protod Name of Authorized Individual President	Names and Social-Sociarity mambers of all other individuals who prepared or assist in preparing this document unless the bankruptcy petition preparer is not instructual.
Tale of Authorized Individual 130/2014	If more than one person prepared this document, attach additional sheets conform to the appropriate official form for each person
	A bankruptcy petition preparer's failure to comply with the provisions of title 11 of the Federal Bales of Bankruptcy Procedure may result in fines or imprisonment both. ITUSC § 110: 18 USC § 156

Page 1.

RESOLUTIONS OF THE BOARD OF RAL GLEEM, INC.

WHEREAS, the Board of Directors (the "**Board**") of RAL Gleem, Inc. (the "**Company**"), a New York corporation, acting pursuant to the laws of the State of New York, has considered the financial and operational aspects of the Company's business;

WHEREAS, the Board has reviewed the historical performance of the Company, the Company's current liquidity and capital needs and the current and long-term liabilities of the Company;

WHEREAS, on December 31, 2013, an involuntary chapter 7 bankruptcy petition (the "**Involuntary Petition**") was filed against the Company in the United States Bankruptcy Court for the Eastern District of New York (the "**Bankruptcy Court**"); and

WHEREAS, the Board believes that it is desirable and in the best interests of the Company, its creditors, employees, stockholders and other parties in interest to convert the Involuntary Petition, pursuant to section 706 of title 11 of the United States Code (the "**Bankruptcy Code**"), to a voluntary petition for relief under chapter 11 of the Bankruptcy Code;

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, employees, stockholders and other parties in interest to act in accordance with the following resolutions:

RESOLVED, that the Corporation shall be and hereby is authorized to file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code in the Bankruptcy Court.

RESOLVED, that effective as of January 30, 2014, the officer of the Company, Bruce Rosen as President (an "Authorized Officer") be, and hereby is, authorized on behalf of the Company to execute, verify and file all petitions, schedules, lists, and other papers or documents, and to take and perform any and all further actions and steps that any such Authorized Officer deems necessary, desirable and proper in connection with the Company's chapter 11 case, with a view to the successful prosecution of such case;

RESOLVED, that the Authorized Officer, on behalf of the Company, are authorized, empowered and directed to retain the law firm of Olshan Frome Wolosky LLP ("**Olshan**"), and provide Olshan a retainer as general and bankruptcy counsel to represent and assist the Company in carrying out its duties under chapter 11 of the Bankruptcy Code, and to take any and all actions to advance the Company's rights in connection therewith, and the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and to cause to be filed an appropriate application for authority to retain the services of Olshan;

RESOLVED, that, effective as of January 30, 2014, the Authorized Officer of the Company be, and hereby are, authorized and directed to employ any other professionals necessary to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the officers of the Company are hereby authorized and directed to execute

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appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the chapter 11 case and cause to be filed appropriate applications with the bankruptcy court for authority to retain the services of any other professionals, as necessary, and on such terms as are deemed necessary, desirable and proper;

RESOLVED, that the Authorized Officer be, and each of them hereby is, authorized on behalf of the Company to take any and all actions, to execute deliver, certify, file and/or record and perform any and all documents, agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities or certificates and to take any and all actions and steps deemed by any such Authorized Officer to be necessary or desirable to carry out the purpose and intent of each of the foregoing resolutions and, effective as of January 30, 2014 to effectuate a successful chapter 11 case;

RESOLVED, that any and all actions heretofore taken by any Authorized Officer or the directors of the Company in the name and on behalf of the Company in furtherance of the purpose and intent of any or all of the foregoing resolutions be, and hereby are, ratified, confirmed, and approved in all respects.

GLEEM, INC. Bruce Rosen Mike Liberman

Gil Applebaum

2459095-1

B 4 (Official Form 4) (12/07)

In re RAL Gleem, Inc.,

UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF NEW YORK

	Case No.	
Debtor		
	Chapter	11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(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]
Bruce Rosen 16 Wendy Road Syosset, NY 11791		Loan		\$702,591.00
Independent Chemical Corp. 79-51 Cooper Avenue Glendale, NY 11385- 7592		Trade Debt		\$131,684.30
Tynagh Properties c/o Howard Elman Warshaw, Inc. 63-15 Traffic Avenue Ridgewood, NY 11385		Trade Debt		\$53,641.98
Redwood Packaging c/o Santora Packaging 234 Franklin Avenue Nutley, NJ 07110		Trade Debt		\$52,172.94
Mike Lieberman 2655 Rachel Street South Bellmore, NY 11710		Loan		\$36,797.00
Gil Applebaum 918 Midway Woodmere, NY 11710		Loan		\$36,697.00

B 4 (Official Form 4) (12/07)

S & S Soap Co., Inc. 815 E. 135th Street Bronx, NY 10454	Trade Debt	\$22,824.50
Speyer & Perlberg LLP 115 Broadhollow Road, Suite 250 Melville, NY 11747	Trade Debt	\$21,082.74
J. Tech Sales LLC 6531 Park of Commerce Blvd, Suite 170 Boca Raton, FL 33487	Trade Debt	\$9,283.00
T & E Sales PO Box 791 Edison, NJ 08818- 0791	Trade Debt	\$6,808.40
Beta Plastics Corp. 120 Amor Avenue Carlstadt, NJ 07072	Trade Debt	\$6,679.00
Astro-Med, Inc. PO Box 842554 Boston, MA 02284- 2554	Trade Debt	\$6,153.29
Nexeo Solutions, LLC 62190 Collections Center Drive Chicago, IL 60693- 0621	Trade Debt	\$5,002.40
Arol Chemical 649 Ferry Street Newark, NJ 07105	Trade Debt	\$4,758.60
The Hartford PO Box 660916 Dallas, TX 75266- 0916	Trade Debt	\$4,035.90
Group Research Corp PO Box 690126 East Elmhurst, NY 11369	Trade Debt	\$2,910.00

B 4 (Official Form 4) (12/07)

Andrea Aromatics PO Box 3091 Princeton, NJ 08543- 3091		Trade Debt		\$2,334.75
Diamond Chemical Co PO Box 51021 Newark, NJ 07101- 2121		Trade Debt		\$1,776.60
American Cleaning Solutions 39-30 Review Avenue Long Island City, NY 11101		Trade Debt		\$1,716.00
Dewolf Chemical Co 300 Jefferson Blvd, Suite 206 Warwick, Road Island 022888		Trade Debt		\$1,564.17
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

(. Direc Rosen, the president of RAT Odeen, his mathée as the debten in this case, declare under penalty of perjacy that I have read the foregoing this of the eases. Hokung 20% argest 1, received Clafins and that it is true, independent is the best of my information (and that it is true, independent is the best of my information (and that it is true, independent is the best of my information (and that it is true, independent is the best of my information (and the left).

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Blue Kisen President

UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF NEW YORK

In Re:

RAL Gleem, Inc.,

Debtor

Case No.

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007, Fed. R. Bank, P. for filing in this Chapter 11 case.

Security Holder's Registered Name and Last Known Address or Place of Business	Class of Security	Number of Securities or Percentage	Kind of Interest
Bruce Rosen 16 Wendy Roady Syosset, NY 11791		33% Hz	
Mike Liberman 2655 Rachel Street South Bellmore, NY 11710		33% 1/3	
Gil Applebaum 918 Midway Woodmere, NY 11710		33% 1/3	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

 Bruce Rosen, President, 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: January 30, 2014

Signature:

Printed Name Bruce Rosen Title: President

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.

List of Lights Security Holders (Page)

United States Bankruptcy Court Eastern District of New York

In re RAL Gleem, Inc.

Case No.

Debtor.

Chapter 11

STATEMENT OF CORPORATE OWNERSHIP

Comes now RAL Gleem, Inc. (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:

OR,

X There are no entities to report.

By:

Michael S. Fox, Esq. Signature of Attorney

Counsel for RAL Gleem, Inc. Bar no.: MF-2612 Address.: 65 East 55th Street New York, New York 10022

Telephone No.: (212) 451-2300 Fax No.: (212) 451-2222 E-mail address: mfox@olshanlaw.com

UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF NEW YORK

In Re:

Case No.

RAL Gleem, Inc.

Debtor(s)

DECLARATION RE: ELECTRONIC FILING OF PETITION, SCHEDULES & STATEMENTS

PART I - DECLARATION OF PETITIONER

I (WE) <u>RAL Gleem, Inc.</u>, the undersigned debtor(s), hereby declare under penalty of perjury that the information provided in the electronically filed petition, statements, and schedules is true and correct and that I signed these documents prior to electronic filing. I consent to my attorney sending my petition, statements and schedules to (he United States Bankruptcy Court. I understand that this DECLARATION RE: ELECTRONIC FILING is to be executed at the First Meeting of Creditors and filed with the Trustee. I understand that failure to file the signed and dated original of this DECLARATION may cause my case to be dismissed pursuant to 11 U.S.C. § 707(a)(3) without further notice. I (we) further declare under penalty of perjupy that I (we) signed the original Statement of Social Security Number (s), (Official Form B21), prior to the electronic filing of the petition and have verified the 9digit social security number displayed on the Notice of Meeting of Creditors to be accurate.

If petitioner is an individual whose debts are primarily consumer debts and who has chosen to file under a chapter: 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 chapter, and choose to proceed under this chapter. I request relief in accordance with the chapter specified in this petition. I (WE) and, the undersigned debtor(s), *hereby declare under penalty of perjury* that the information provided in the electronically filed petition, statements, and schedules is true and correct.

If petitioner is a corporation or partnership: I declare under a penalty of perjury that the information provided in the electronically filed 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.

If petitioner files an application to pay filing fees in installments: I certify that I completed an application to pay the filing fee in installments. I am aware that if the fee is not paid within 120 days of the filing date of filing the petition, the bankruptcy case may be dismissed and, if dismissed, I may not receive a discharge of my debts.

Dated: Signed: (Applicant)

(Joint Applicant)

PART II - DECLARATION OF ATTORNEY

I declare under penalty of perjury that the debtor(s) signed the petition, schedules, statements, etc., including the Statement of Social Security Number(s) (Official Form B21) before I electronically transmitted the petition, schedules, and statements to the United States Bankruptcy Court, and have followed all other requirements in Administrative Orders and Administrative Procedures, including submission of the electronic entry of the debtor(s) Social Security number into the Court's electronic records. If an individual, I further declare that I have informed the petitioner (if an individual) that [he or she] may qualify to proceed under chapter 7, 11, 12 or 13 of Title 11, United States Code, and have explained the relief available under each chapter. This declaration is based on the information of which I have knowledge.

30/11 Dated:

ttorney for Debtor(s	
Address of Attorney	65 East 55th Street
	New York, New York 10022

Rev. 10/15/10