

United States Bankruptcy Court Southern District of New York		Voluntary Petition
Name of Debtor (if individual, enter Last, First, Middle): IFL 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 Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 20-4489652		Last four digits of Social Security or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 38 Park Avenue, 2nd Floor Rutherford, NJ 07070		Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 07070-0000		ZIP CODE
County of Residence or of the Principal Place of Business: Bergen		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 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).	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 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 \$2,190,000 <hr style="border-top: 1px dashed black;"/> 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 type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5001-10,000 <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 checked="" type="checkbox"/> \$500,001 to \$1 million <input 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 Debts <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input checked="" type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input 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): IFL Corp.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: - None -		Case Number:	Date Filed:
Location Where Filed:		Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)			
Name of Debtor: - None -		Case Number:	Date Filed:
District:		Relationship:	Judge:
Exhibit A		Exhibit B	
(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		(To be completed if debtor is an individual whose debts are primarily consumer debts.)	
<input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.		I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. § 342(b).	
		X _____ Signature of Attorney for Debtor(s)	_____ Date
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property <i>Check all applicable boxes.</i>			
<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)).			

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): IFL Corp.</p>
Signatures	
<p>Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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.</p> <p>[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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p>Signature of a Foreign Representative</p> <p>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.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p>Signature of Attorney*</p> <p>X /s/ S. Jason Teele _____ Signature of Attorney for Debtor(s) S. Jason Teele (SJT 7390) Sharon L. Levine (SL 2109) Timothy R. Wheeler (TW 3466) _____ Printed Name of Attorney for Debtor(s) Lowenstein Sandler PC _____ Firm Name 65 Livingston Avenue Roseland, NJ 07068 _____ Address (973)597-2500 Fax: (973)597-2400 _____ Telephone Number</p> <p>_____ Date: September 15, 2008</p> <p><small>*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.</small></p>	<p>Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>X _____ _____ Date</p> <p>Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.</p> <p>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</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p>
<p>Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>X /s/ Michael C. Keefe _____ Signature of Authorized Individual Michael C. Keefe _____ Printed Name of Authorized Individual Executive Vice President _____ Title of Authorized Individual</p> <p>_____ Date: September 15, 2008</p>	

IFL CORP.
RESOLUTIONS ADOPTED BY
UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS

The undersigned, being the sole director serving on the Board of Directors of IFL Corp., a Delaware corporation, hereby adopts the following resolutions by written consent:

RESOLVED, that the officers of IFL Corp. (the "Company") and each of them, are authorized and empowered in the name and on behalf of the Company, with the assistance of the Company's counsel, accountants and advisers, to (i) prepare, execute and file with the appropriate court a petition under chapter 11 of the Bankruptcy Code and (ii) take such other and further steps as may be necessary, appropriate or advisable to obtain for the Company any and all relief to which it may be entitled under chapter 11 of the Bankruptcy Code;

RESOLVED, that Lowenstein Sandler PC is hereby retained as legal counsel to the Company and Vested Capital is hereby retained as restructuring and financial adviser to the Company in connection with the matters referred to in the foregoing resolution, in each case, on such terms and conditions as may be agreed to in the name and on behalf of the Company by the President or Executive Vice President or any other officer designated in writing by either of them; and

RESOLVED, that the President or the Executive Vice President or any other officer designated by either of them in writing is hereby, individually, authorized and empowered in the name and on behalf of the Company or otherwise, to do all such acts and to execute, deliver and file all such agreements, certificates, instruments and documents, and to pay all such expenses and taxes as such officer shall deem necessary, appropriate or advisable in order to carry out the intent and accomplish the purposes of the foregoing resolutions, such acts, executions, deliveries, or filings to be conclusive evidence that such officer deemed the same to be necessary, appropriate or advisable; and all acts of any directors or officers of the Company having occurred prior to the date hereof in order to carry out the intent and accomplish the purposes of the foregoing resolutions are hereby approved, adopted, ratified and confirmed in all respects.

Dated: September 12, 2008

/s/ Michael C. Keefe
Michael C. Keefe

**United States Bankruptcy Court
Southern District of New York**

In re IFL Corp.

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>
Winnercom, Inc. 6120 S. Yale 2nd Floor Tusa, OK 74136	Winnercom, Inc. 6120 S. Yale 2nd Floor Tusa, OK 74136			30,000.00
Ken Shamrock/Ken Shamrock Inc. 697-955 Hill Creek Road Susanville, CA 96130	Ken Shamrock/Ken Shamrock Inc. 697-955 Hill Creek Road Susanville, CA 96130			25,000.00
William Morris Agency, LLC 151 El Camino Drive Beverly Hills, CA 90212	William Morris Agency, LLC 151 El Camino Drive Beverly Hills, CA 90212			21,567.65
RUSPIT, LLC c/o Leo Khorlinsky FKS Financial Management Consulting Grp. 500 Lake Cook Road, Suite 100 Deerfield, IL 60015	RUSPIT, LLC c/o Leo Khorlinsky FKS Financial Management Consulting Grp. Deerfield, IL 60015			16,000.00
Pat Miletich 4048 Raleigh Avenue Bettendorf, IA 52722	Pat Miletich 4048 Raleigh Avenue Bettendorf, IA 52722			16,000.00
Renzio Gracie 5 Windsor Terrace Holmdel, NJ 07733	Renzio Gracie 5 Windsor Terrace Holmdel, NJ 07733			16,000.00
Matt Lindland 20405 S. East Tara Lara Lane Eagle Creek, OR 97022	Matt Lindland 20405 S. East Tara Lara Lane Eagle Creek, OR 97022			16,000.00
Iraglyphix, Inc. 6627 Cobia Circle Boynton Beach, FL 33437	Iraglyphix, Inc. 6627 Cobia Circle Boynton Beach, FL 33437			12,500.00
Ian Freeman P.O. Box 94 Stanley, County Durham DH 9YW ENGLAND	Ian Freeman P.O. Box 94 Stanley, County Durham DH 9YW ENGLAND			12,500.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(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>
Ungaretti & Harris 70 W. Madison Street, Ste. 3500 Chicago, IL 60602-4224	Ungaretti & Harris 70 W. Madison Street, Ste. 3500 Chicago, IL 60602-4224			10,905.60
Getty Images 75 Varick Street New York, NY 10016	Getty Images 75 Varick Street New York, NY 10016			9,016.67
Headline Entertainment 7655 San Fernando Road Burbank, CA 91505	Headline Entertainment 7655 San Fernando Road Burbank, CA 91505			7,572.80
Lisa Claire Woody 10752 Via Capri Lane Clermont, FL 34711	Lisa Claire Woody 10752 Via Capri Lane Clermont, FL 34711			7,339.03
Street & Smith's Sports Group 120 West Morehead Street Suite 320 Charlotte, NC 28202	Street & Smith's Sports Group 120 West Morehead Street Suite 320 Charlotte, NC 28202			7,253.33
ITHelp911, Inc. 2148 E. 38th Stret Brooklyn, NY 11234	ITHelp911, Inc. 2148 E. 38th Stret Brooklyn, NY 11234			5,606.71
Clear Channel Broadcasting 75 Oxford Street Providence, RI 02905	Clear Channel Broadcasting 75 Oxford Street Providence, RI 02905			3,990.00
Dolphin Bay 2780 S. Jones Blvd. Suite 1 Las Vegas, NV 89146	Dolphin Bay 2780 S. Jones Blvd. Suite 1 Las Vegas, NV 89146			2,909.80
Cozen & O'Conner P.O. Box 7777 Philadelphia, PA 19175-0775	Cozen & O'Conner P.O. Box 7777 Philadelphia, PA 19175-0775			2,616.72
TapouT Magazine 5252 Orange Avenue Suite 109 Cypress, CA 90630	TapouT Magazine 5252 Orange Avenue Suite 109 Cypress, CA 90630			2,050.00
MMA Entertainment, Inc. 3150 Almaden Expressway Suite 233A San Jose, CA 95118	MMA Entertainment, Inc. 3150 Almaden Expressway Suite 233A San Jose, CA 95118			2,000.00

In re IFL Corp.
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 Executive Vice President 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 September 15, 2008

Signature /s/ Michael C. Keefe
Michael C. Keefe
Executive Vice 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.

United States Bankruptcy Court
Southern District of New York

In re IFL Corp.
Debtor

Case No. _____

Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	3	891,000.00		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		0.00	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	10		238,340.68	
G - Executory Contracts and Unexpired Leases	Yes	2			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		20			
			Total Assets	891,000.00	
			Total Liabilities	238,340.68	

**United States Bankruptcy Court
Southern District of New York**

In re IFL Corp.
Debtor

Case No. _____

Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re IFL Corp.
 Debtor

Case No. _____

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total > **0.00** (Total of this page)

Total > **0.00**

(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petitioner is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply 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 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		PNC Bank 1 Engle St. Englewood, NJ 07631 Acct. No. 80-3231-0288 Smith Barney 666 Third Avenue, 3rd Floor New York, NY 10017 Acct. No. 146-73370-18 427	-	128,000.00
3. Security deposits with public utilities, telephone companies, landlords, and others.		\$2,500 security deposit with Dolphin Bay for Las Vegas Office.	-	2,500.00
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
			Sub-Total >	130,500.00
			(Total of this page)	

2 continuation sheets attached to the Schedule of Personal Property

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Amounts due from Headblade for promotional consideration provided at May 16, 2008 event at Mohegan Sun	-	7,500.00
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			

Sub-Total > **7,500.00**
(Total of this page)

Sheet 1 of 2 continuation sheets attached to the Schedule of Personal Property

In re IFL Corp.
 Debtor

Case No. _____

SCHEDULE B - PERSONAL PROPERTY
 (Continuation Sheet)

Type of Property	NON O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Claim against ProElite for breach of contract; claim against CBS for tortious interference with ProElite contract (amount stated is gross amount of potential claim)	-	750,000.00
22. Patents, copyrights, and other intellectual property. Give particulars.		See Exhibit A	-	Unknown
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		Trailer	-	3,000.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.	X			
29. Machinery, fixtures, equipment, and supplies used in business.	X			
30. Inventory.	X			
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.		Video Library	-	Unknown

Sub-Total >	753,000.00
(Total of this page)	
Total >	891,000.00

Sheet 2 of 2 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

EXHIBIT “A”

IFL Corp.

Intellectual Property
(Registered, Allowed, Published or Pending)

Trademarks, Trade Names and Service Marks

MARK	COUNTRY	STATUS	APP NO	APP DATE	REG NO	REG DATE	CLASS
ANACONDAS*	United States of America	Registered	78770112	09-Dec-2005	3399717	18-Mar-2008	41 Int.
BATTLEGROUNDS	United States of America	Published	77103709	09-Feb-2007			41 Int.
BATTLEGROUNDS IFL	United States of America	Published	77103697	09-Feb-2007			41 Int.
CONDORS	United States of America	Registered	77049856	22-Nov-2006	3300902	02-Oct-2007	41 Int.
IFL	United States of America	Registered	77179000	11-May-2007	3372084	22-Jan-2008	25 Int., 41 Int.
IFL BATTLEGROUNDS	United States of America	Published	77138713	23-Mar-2007			41 Int. 09 Int., 16 Int., 25 Int., 28 Int., 41 Int.
IFL INTERNATIONAL FIGHT LEAGUE & Design	United States of America	ALLOWED	78598351	30-Mar-2005			
IFL INTERNATIONAL FIGHT LEAGUE & Fist Design	United States of America	Pending	77363137	03-Jan-2008			
INTERNATIONAL FIGHT LEAGUE	United States of America	Pending	77178978	11-May-2007			25 Int., 41 Int.
PITBULLS*	United States of America	Registered	78770116	09-Dec-2005	3406920	01-Apr-2008	41 Int.
SCORPION*S	United States of America	Registered	78854819	05-Apr-2006	3357718	18-Dec-2007	41 Int.
THE SILVERBACKS*	United States of America	Registered	78770114	09-Dec-2005	3304224	02-Oct-2007	41 Int.
TORONTO DRAGONS*	United States of America	Pending	78906748	13-Jun-2006			41 Int.

* Debtor asserts that it is the owner of these marks, although filing with the Patent and Trademark Office is by another entity

IFL Corp.

Copyrighted Materials
(Recorded)

Television Broadcasts

FSN Shows

<u>AIR DATE</u>	<u>EVENT DATE / VENUE</u>	<u>SHOW CONTENT</u>
2006		
5/21	4/20 / Atlantic City	Anacondas vs. Silverbacks
5/28	4/20 / Atlantic City	Pitbulls vs. Tiger Sharks
6/4	6/3 / Atlantic City	Tiger Sharks vs. Silverbacks
9/24	9/9 / Portland	Anacondas vs. Sabres
10/1	9/9 / Portland	Superfight show w/ Horn vs. Lindland Superfight
10/2	9/23 / Moline	Pitbulls vs. Silverbacks w/ Gracie vs. Miletich (2-hour Best Damn Sports Show Period special)
10/8	9/9 / Portland	Tigersharks vs. Wolfpack
11/12	9/23 / Moline	Razorclaws vs. Dragons
11/19	11/2 / Portland	Dragons vs. Silverbacks - Semifinal #1
9- 11/26	11/2 / Portland	Anacondas vs. Wolfpack - Semifinal #2
10- 12/31	12/29 / Mohegan	Silverbacks vs. Wolfpack
2007		
2/23	1/19 / Oakland	Condors vs. Tiger Sharks
3/2	1/19 / Oakland	Lions vs. Razorclaws
3/9	2/2 / Houston	Scorpions vs. Sabres
3/16	2/2 / Houston	Anacondas vs. Silverbacks
3/23	2/23 / Atlanta	Dragons vs. Wolfpack
3/30	2/23 / Atlanta	Pitbulls vs. Red Bears
4/6	3/17 / Los Angeles	Anacondas vs. Razorclaws
4/13	4/13 Uncasville, CT	Wolfpack vs. Pitbulls (same day show)
4/20	3/17 / Los Angeles	Condors vs. Sabres
4/27	4/7 / Moline	Lions vs. Silverbacks I
5/4	4/7 / Moline	Lions vs. Silverbacks II
5/11	4/7 / Moline	Red Bears vs. Tiger Sharks
5/18	4/13 / Uncasville	Dragons vs. Scorpions
6/1		IFL's Greatest Hits- Knockout special

6/8		SPECIAL: Meet the Stars (Highlight and background of four IFL stars- Horodecki, Rothwell, Patterson, Hieron)
6/15	5/19 / Chicago	Condors vs. Razorclaws
6/22	5/19 / Chicago	Red Bears vs. Silverbacks
6/29	6/1 / Everett, WA	Sabres vs. Wolfpack
7/6	6/1 / Everett, WA	Anacondas vs. Tigersharks
7/13	6/16 / Reno	Dragons vs. Pitbulls
7/20	6/16 / Reno	Lions vs. Scorpions
7/27		SPECIAL: Meet the Stars #2 (Highlight and background of four IFL stars- Benji Radach, Vladimir Matyushenko, John Gunderson)
8/17		Season recap of team finalist number one
8/24		Season recap of team finalist number two
8/31		Special: Meet the Stars #3 (Four best fighters backstories and highlights)
9/9	8/2 / Meadowlands, NJ	IFL semi-final one
9/16	8/2 / Meadowlands, NJ	IFL semi-final two
9/23	9/20 / Florida	IFL final
2008		
4/19/08	11/3/07 / Chicago	Grand Prix Semi-Final Part 1
4/26/08	11/3/07 / Chicago	Grand Prix Semi-Final Part 2
5/3/08	12/29/07 / Uncasville	Grand Prix Final Part 1: Fabiano vs LC Davis / Hieron vs Heleno / Radach vs Horwich
5/10/08	12/29/07 / Uncasville	Grand Prix Final Part 2: Schultz vs. Horodecki / Nelson vs Jaoude
5/17/08	2/29/08 / Las Vegas	IFL Lightweight Championship - Ryan Schultz vs John Gunderson; plus Dias vs Defranco
5/24/08	2/29/08 / Las Vegas	IFL Heavyweight Championship - Roy Nelson vs Fabio Scherner; plus: Ellenberger vs. Healy & Ferreira vs Polley
5/31/08	2/29/08 / Las Vegas	IFL Middleweight Championship - Matt Horwich vs Ryan McGivern; plus: Loveland vs Dennis Davis
6/7/08	4/4 / Meadowlands, NJ	IFL Light Heavyweight Championship - Vladimir Matyushenko vs Jamal Patterson
6/14/08	4/4 / Meadowlands, NJ	IFL Featherweight Championship - Wagnney Fabiano vs. Shad Lierley
6/21/08	4/4 / Meadowlands, NJ	IFL Welterweight Championship - Jay Hieron vs Mark Miller
6/28/08	5/16 / Uncasville, CT	IFL Championship
7/5/08	5/16 / Uncasville, CT	IFL Championship
7/12/08	5/16 / Uncasville, CT	IFL Championship

MyNetwork IFL Battleground Shows

AIRDATE

STORY

- 03/12/07 The International Fight League premieres on network television. 72 of the greatest fighters in the world, 9 mixed martial arts bouts, and the main event: the IFL World Championship Title Fight
- 03/19/07 Did a bad referee call cost Bas Rutten and his LA Anacondas their shot at the championship? Now the Anacondas are getting their re-match. Plus, 10 mixed martial arts bouts and the first ever IFL Superfight on network TV.
- 03/26/07 The first family of Mixed Martial Arts, the legendary Gracie family, are out to prove the dominance of Brazilian Jiu-Jitsu. Renzo Gracie's New York Pitbulls take on the IFL's best teams in their climb to the top in 9 featured bouts.
- 04/09/07 IFL Battleground goes to Portland to meet Olympian Matt Lindland and his Wolfpack. The show will have a minimum of nine fights, including lightweight Ryan Schultz's return to the ring following his devastating knockout shown in episode one.
- 04/16/07 Cain and Able, IFL style. Meet the brotherly rivalry of world champions Ken and Frank Shamrock and go behind the scenes as they build their teams for their first-ever head to head match up. IFL Battleground will also go international for the first time, as we see the multi-cultural blend Tokyo Sabres, led by Japanese champion Ken Yasuda...a total of 11 fights.
- 04/23/07 The IFL goes to the Pacific Northwest and meets the Seattle Tigersharks and world champion kick-boxer Maurice Smith, and then goes to Orange County California to meet the Condors and their Brazilian influence of world champion Marco Ruas...a total of 11 bouts.
- 04/30/07 Meet MMA legend, coach Don "The Predator" Frye, his Tucson Scorpions, his family. His popular website advice column "Dear Don" becomes a weekly feature. Also why Tokyo Sabres' coach Ken Yasuda keeps firing players. Team "survivors" Vladimir "The Janitor" Matuschenko, and two of LA's own, South Central's Savant Young and Antonio McKee.
- 05/07/07 A battle for IFL supremacy as Renzo Gracie's first place New York Pitbulls face last season World Champ finalists, Olympian Matt Lindland's Portland Wolfpack. Is Gracie's boundless confidence any match for such unexpected personalities as formerly homeless Matt Horwich, who uses God's motivation to beat his opponents? Plus Wolfpack Ryan Schultz returns after December's devastating knockout.
- 05/14/07 Knockouts in and out of the ring...We count down the IFL's greatest knockouts of all time. The athletes and coaches tell what its like to both take and give the knockout blow. Plus the nationwide auditions begin in LA for the first-ever IFL ring-girl search. You won't believe who shows up...
- 05/21/07 The IFL goes to America's heartland as Ken Shamrocks Nevada Lions battle Pat Miletich's Quad Cities Silverbacks with a spot in the IFL semi-finals at stake. The event will feature undefeated heavyweight Ben Rothwell against

once beaten Roy Nelson in a meeting of two of the IFL's best, along with two of top lightweights Bart Palaczewski and John Gunderson doing battle.

- 06/04/07 The IFL takes you to the Windy City to meet world champion Igor Zinoviev and his Red Bears, led by military sharp shooter and Chicago native Mark Miller. We will also go indepth to meet some of the IFL's biggest stars, including New York's Jamal Patterson, Orange County's submission expert Jeremy Williams and the Anacondas knock out artist Chris Horodecki.
- 06/11/07 IFL Battleground goes to Portland to meet Olympian Matt Lindland and his Wolfpack. The show will have a minimum of nine fights, including lightweight Ryan Schultz's return to the ring following his devastating knockout shown in episode one.
- 06/18/07 IFL Greatest Knockouts In and Out of the Ring...Knockouts in and out of the ring...We count down the IFL's greatest knockouts of all time. The athletes and coaches tell what it's like to both take and give the knockout blow. Plus the nationwide auditions begin in LA for the first-ever IFL ring-girl search. You won't believe who shows up...
- 06/25/07 The Orange County Condors return to the ring against Frank Shamrock's Razorclaws, the first match since the tragic death of Jeremy Williams. It's also a match-up of the coaches as world champion Maurice Smith meets Marco Ruas in a superfight.
- 07/02/07 The Silverbacks look to stay alive in the playoff hunt as they battle the revitalized Chicago Red Bears. Undefeated heavyweight Ben "North Star" Rothwell and once-beaten lightweight Bart Palaczewski return to the ring for Quad Cities, while Igor Zinoviev's Red Bears bring Chicago native Mike Miller in to meet UFC veteran Josh Neer.
- 07/09/07 The Tokyo Sabres, looking to finish the regular season undefeated, take on Matt Lindland's Portland Wolfpack, who need a big win to stay alive. Tokyo's Savant Young slugs it out with Ryan Schultz and Kaz Hamanaka looks for his first win against eccentric Wolfpack star Matt Horwich. We also take to the seas for the IFL's trip to Fleet Week aboard the USS Wasp, and the IFL Ring Card Girl competition continues.
- 07/16/07 The IFL's top team, the Los Angeles Anacondas, looks to grab momentum heading into the playoffs, facing off against the hometown Seattle Tiger Sharks. The Tiger Sharks, needing a convincing win to reach the postseason, send tough-nosed Shad Lierley against rising superstar Chris Horodecki and local hero Brad Blackburn versus dangerous Jay Hieron. The second segment of the IFL's work with the USO also airs this week.
- 07/23/07 The IFL makes it's first trip to Las Vegas and the stakes are high as Carlos Newton's Dragon's led by undefeated lightweight Waggney Fabiano try to send Renzo Gracie's Pitbulls, led by star middleweight Delson Heleno from the ranks of the unbeaten and knock them from playoff contention. The IFL's ring girl search enters its final stages in a special show from Las Vegas as well.

- 08/13/07 The first IFL regular season comes to an end as the homestanding Nevada Lions, coached by Ken Shamrock, meet the Tucson Scorpions, led by world champion Don Frye. The final spots for the IFL's Grand Prix are on the line as Lions stars Roy "Big Country" Nelson, lightweight star and Houston native John Gunderson try to grab spots for the individual belt competition. Undefeated light heavyweight Mike Whitehead and Lions welterweight Pat Healy also have spots on the line for the Grand Prix. The IFL also goes back to sea to visit with the Marines on board the Winston Churchill as they head into new York for Fleet Week.
- 08/20/07 SEASON RECAP
- 08/27/07 Grand Prix preview show
- 09/10/07 Semi-final number one: Undefeated heavyweight Ben Rothwell leads the Quad Cities Silverbacks against the Los Angeles Anacondas, led by undefeated Benji Radich with a berth in the IFL finals on the line.
- 09/17/07 Semi- final number Two: The last berth in the IFL finals is on the line as the New York Pitbulls, led by heavyweight Bryan Vitell, go up against the Tokyo Sabres, led by the undefeated duo of Antonio Mckee and Vladimir "The Janitor" Matyushenko
- 09/24/07 Season Final: The first full IFL season concludes, as the two greatest schools in the sport of Mixed Martial Arts, the Miletich Fighting System, the Quad Cities Silverbacks goes head to head with the Gracie Jiu-Jitsu system, the New York Pitbulls, for worldwide team supremacy. See if undefeated heavyweight Ben Rothwell can continue his run, or if the Pitbulls can bring the New York area their first team title of any kind since the 2000 New York Yankees

DVDs: Warner Brothers Home Video

- 2007 IFL Greatest Knockouts & Extreme Action
- 2007 IFL Championship 2007

In addition, Debtor has numerous other tapes or events, interviews and background material used as the source for the edited shows televised on FSN and MyNetwork. In addition, Debtor has numerous still images and photos of athletes, coaches and events.

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, 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 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor" ,include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Subtotal (Total of this page)								
Total (Report on Summary of Schedules)							0.00	0.00

0 continuation sheets attached

In re IFL Corp.

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

 Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

 Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

 Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

 Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

 Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

 Deposits by individuals

Claims of individuals up to \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

 Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

 Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

 Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

1 continuation sheets attached

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

**Taxes and Certain Other Debts
Owed to Governmental Units**

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B T O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			For notice purposes only					
State of New Jersey - Taxation 50 Barrack Street - CN240 1st Floor Lobby - Bank Div. Trenton, NJ 08695	-						0.00	0.00
Account No.			For notice purposes only					
State of New York - Taxation Bankruptcy Division P.O. Box 5300 Albany, NY 12205	-						0.00	0.00
Account No.			For notice purposes only					
US Treasury - Taxation Bankruptcy Division 1500 Pennsylvania Avenue, NW Washington, DC 20220	-						0.00	0.00
Account No.								
Account No.								

Sheet 1 of 1 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

Subtotal (Total of this page)	0.00	0.00
Total (Report on Summary of Schedules)	0.00	0.00

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, 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 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. American Express 2975 W. Corporate Lakes Blvd Fort Lauderdale, FL 33331-3626		-					197.08
Account No. CFW Media LLC 39097 Treasure Center Chicago, IL 60694		-					950.00
Account No. Clear Channel Broadcasting 75 Oxford Street Providence, RI 02905		-					3,990.00
Account No. Cozen & O'Conner P.O. Box 7777 Philadelphia, PA 19175-0775		-					2,616.72
Subtotal (Total of this page)							7,753.80

9 continuation sheets attached

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No. Dolphin Bay 2780 S. Jones Blvd. Suite 1 Las Vegas, NV 89146	-					2,909.80
Account No. Embarq 5454 W. 110th Street Overland, KS 66211	-					130.92
Account No. First Unum Life Insurance 2211 Congress Street Portland, ME 04122	-	For notice purposes only				0.00
Account No. Getty Images 75 Varick Street New York, NY 10016	-					9,016.67
Account No. Graphics Service Bureau 370 Park Avenue South New York, NY 10010	-					189.22
Subtotal (Total of this page)						12,246.61

Sheet no. 1 of 9 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Headline Entertainment 7655 San Fernando Road Burbank, CA 91505	-						7,572.80	
Account No. Ian Freeman P.O. Box 94 Stanley, County Durham DH 9YW ENGLAND	-						12,500.00	
Account No. International Sunprints, Inc. 2950 W. Catalina Drive Phoenix, AZ 85017	-	For notice purposes only.		X	X	X	0.00	
Account No. Iraglyphix, Inc. 6627 Cobia Circle Boynton Beach, FL 33437	-						12,500.00	
Account No. ITHelp911, Inc. 2148 E. 38th Stret Brooklyn, NY 11234	-						5,606.71	
Sheet no. <u>2</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	38,179.51

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Jay Larkin 3 Deer Run Sparkill, NY 10976	-			X	X	X	Unknown	
Account No. Ken Shamrock/Ken Shamrock Inc. 697-955 Hill Creek Road Susanville, CA 96130	-						25,000.00	
Account No. Lasser Productions 3522 Ashford-Dunwoody Atlanta, GA 30319	-	For notice purposes only					0.00	
Account No. Lisa Claire Woody 10752 Via Capri Lane Clermont, FL 34711	-						7,339.03	
Account No. Matt Lindland 20405 S. East Tara Lara Lane Eagle Creek, OR 97022	-						16,000.00	
Sheet no. <u>3</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	48,339.03

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Meadowlands Hospital 55 Meadowlands Parkway Secaucus, NJ 07094	-						1,612.54	
Account No. Mixed Martial Arts 1240 South East Street Amherst, MA 01002	-						1,500.00	
Account No. MMA Entertainment, Inc. 3150 Almaden Expressway Suite 233A San Jose, CA 95118	-						2,000.00	
Account No. Morgan Lewis P.O. Box 8500 S-6050 Philadelphia, PA 17178	-						1,264.00	
Account No. Nevada Power P.O. Box 98910 Las Vegas, NV 89151-0001	-						178.46	
Sheet no. <u>4</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	6,555.00

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Orleans Hotel and Casino 4500 W. Tropicana Avenue Las Vegas, NV 89103		-					640.40	
Account No. Oxford Healthplans P.O. Box 10275 Newark, NJ 07193-0275		-	For notice purposes only				0.00	
Account No. Pat Miletich 4048 Raleigh Avenue Bettendorf, IA 52722		-					16,000.00	
Account No. Pitney Bowes 2225 American Drive Neenah, WI 54956		-					123.07	
Account No. Plum Benefits, LLC 535 8th Avenue New York, NY 10018		-					175.50	
Sheet no. <u>5</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	16,938.97

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. PSE&G P.O. Box 14444 New Brunswick, NJ 08906	-						336.38	
Account No. Renzio Gracie 5 Windsor Terrace Holmdel, NJ 07733	-						16,000.00	
Account No. RUSPIT, LLC c/o Leo Khorlinsky FKS Financial Management Consulting Grp. 500 Lake Cook Road, Suite 100 Deerfield, IL 60015	-						16,000.00	
Account No. Shaker Group, Inc. 862 Albany Shaker Road Latham, NY 12110	-		For notice purposes only				0.00	
Account No. Staples Business Advantage Dept NY 85106 P.O. Box 30851 Hartford, CT 06150	-						70.03	
Sheet no. <u>6</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	32,406.41

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Street & Smith's Sports Group 120 West Morehead Street Suite 320 Charlotte, NC 28202		-					7,253.33	
Account No. Sun Life Financial One Sun Life Executive Wellesley Hills, MA 02481		-	For notice purposes only				0.00	
Account No. Superior Office Systems 240 West 35th Street 17th Floor New York, NY 10001		-					325.13	
Account No. TapouT Magazine 5252 Orange Avenue Suite 109 Cypress, CA 90630		-					2,050.00	
Account No. The Digital Chameleon 3 Lois Street Norwalk, CT 06581		-					692.85	
Sheet no. <u>7</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	10,321.31

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.					
Account No. Ungaretti & Harris 70 W. Madison Street, Ste. 3500 Chicago, IL 60602-4224	-						10,905.60	
Account No. URO Center Ltd. 9669 North Kenton, Suite 306 Skokie, IL 60076	-						529.00	
Account No. Verizon 140 West Street Saint Charles, MO 63304	-						1,277.62	
Account No. 585094323-00001 Verizon Wireless P.O. Box 3397 Bloomington, IL 61702	-						551.60	
Account No. 970899937-00001 Verizon Wireless P.O. Box 3397 Bloomington, IL 61702	-						220.49	
<p align="right">Subtotal (Total of this page)</p>							13,484.31	

Sheet no. 8 of 9 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

In re IFL Corp.,
Debtor

Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. Verizon/MCI 500 Technology Drive, Ste 840 Weldon Springs, MO 63304		-					548.08	
Account No. Vladimir Matyushenko 316 Maryland Street #5 El Segundo, CA 90245		-	For notice purposes only				0.00	
Account No. William Morris Agency, LLC 151 El Camino Drive Beverly Hills, CA 90212		-					21,567.65	
Account No. Winnercom, Inc. 6120 S. Yale 2nd Floor Tusa, OK 74136		-					30,000.00	
Account No. 								
Sheet no. <u>9</u> of <u>9</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	52,115.73
							Total (Report on Summary of Schedules)	238,340.68

In re IFL Corp.

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, 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 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
360ep, Inc. 200 Alexander Park, Suite 205 Princeton, NJ 08542	Independent Agency Agreement
Alfred Haber Distribution, Inc 111 Grand Avenue Palisades Park, NJ 07650	Distribution Agreement
Brothers Entertainment Merchandising Inc. 16255 Ventura Blvd, Suite 1106 Encino, CA 91436	License Agreement
Dolphin Bay 2780 S. Jones Blvd. Suite 1 Las Vegas, NV 89146	Lease Agreement
Getty Images 75 Varick Street New York, NY 10016	Services and License Agreement
Headline Entertainment 7655 San Fernando Road Burbank, CA 91505	License Agreement
Ian Freeman P.O. Box 94 Stanley, County Durham DH 9YW ENGLAND	Coach Agreement
International Sunprints, Inc. 2950 W. Catalina Drive Phoenix, AZ 85017	License Agreement
Ken Shamrock and Ken Shamrock Inc. 697-955 Hill Creek Road Susanville, CA 96130	Coach Agreement
Matt Lindland 20405 S. East Tara Lara Lane Eagle Creek, OR 97022	Coach Agreement
Pat Miletich 4048 Raleigh Avenue Bettendorf, IA 52722	Coach Agreement

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Renzio Gracie 5 Windsor Terrace Holmdel, NJ 07733	Coach Agreement
RUSPIT, LLC c/o Leo Khorlinsky FKS Financial Management Consulting Grp. 500 Lake Cook Road, Suite 100 Deerfield, IL 60015	Coach Agreement
SportsGist, LLC 180 Old Tappan Road Westwood, NJ 07675	License Agreement
The Topps Company Inc. One Whitetail Street New York, NY 10004	License Agreement
Trends International, Inc. 5188 West 74th Street Indianapolis, IN 46268	License Agreement
US Express Leasing 10 Waterview Blvd. Parsippany, NJ 07054	Equipment Lease
Warner Bros. Home Entertainment, Inc. 4000 Warner Boulevard Burbank, CA 91522	License Agreement

In re IFL Corp.
Debtor

Case No. _____

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, 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 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
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**United States Bankruptcy Court
Southern District of New York**

In re IFL Corp.
Debtor(s)

Case No. _____
Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Executive Vice President of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 22 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date September 15, 2008

Signature /s/ Michael C. Keefe
Michael C. Keefe
Executive Vice 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.

**United States Bankruptcy Court
Southern District of New York**

In re IFL Corp. _____
Debtor(s)

Case No. _____
Chapter 11 _____

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, 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).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$990,060.00	Total 2006
\$5,658,582.00	Total 2007
\$1,236,990.00	2008 YTD

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
--------	--------

3. Payments to creditors

None *Complete a. or b., as appropriate, and c.*

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See attached Schedule 1		\$0.00	\$0.00

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See attached Schedule 2		\$0.00	\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
------------------------------------	----------------------	---------------------------------	--------------------------

None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
---	-----------------	--------------------------------------

Schedule 1

Schedule 1
IFL Corp.
Payments in excess of \$5475 made
June 17, 2008 - September 11, 2008

Date	Num	Name	Amount
6/18/2008	5005	Eclipse Productions, Inc. 4005 Carenon Lane Valrico, FL 33596	\$6,010.87
6/18/2008	5007	Matjik Creative, Inc. 1100 Spring Street, Suite 760 Atlanta, GA 30309	\$19,437.50
6/18/2008	5011	Wagner Media 16505 Air Center Blvd. Houston, TX 77032	\$5,950.00
6/24/2008	5028	Lasser Productions 3522 Ashford-Dunwoody Road, #104 Atlanta, GA 30319	\$6,774.19
6/24/2008	5029	LDM Worldiwd Corporation P.O. Box 13008 Burton, WA 98013	\$10,679.58
6/24/2008	5030	Mahoney Cohen & Co., CPA, PC 1065 Avenue of the Americas New York, NY 10018	\$5,500.00
6/24/2008	5044	Upper Saddle River Productions, Inc. 285 Gregory Road Franklin Lakes, NJ 07417	\$7,918.90
6/25/2008		Cott Beverages 6525 Riscount Road Mississauga, ON L4V1H6	\$25,000.00
6/27/2008	2569	Favorito, Joseph A. 723 Beechcrest Drive River Vale, NJ 07675	\$6,023.63
6/27/2008	2575	Keefe, Michael C. 26 Stockmar Drive Basking Ridge, NJ 07920	\$7,104.42
6/27/2008	2577	Larkin, Jay G. 3 Deer Run Sparkill, NY 10976	\$9,012.11
6/27/2008	2582	Selva, Mark J. 235 W. 19th Street - 1D New York, NY 10011	\$5,475.58
6/27/2008	2583	Selva, Mark J. 235 W. 19th Street - 1D New York, NY 10011	\$5,475.58
6/27/2008	2588	Bas Rutten Enterprises 1772 J-Avendia De Los Arboles #222 Thousand Oaks, CA 91362	\$12,291.66
7/1/2008	5045	Lasser Productions 3522 Ashford-Dunwoody Road, #104 Atlanta, GA 30319	\$53,266.73
7/2/2008	5051	KinderWorks Limited 3335 Chestnut Creek Drive Rier Vale, NJ 07675	\$10,000.00
7/2/2008	5052	Matjik Creative, Inc. 1100 Spring Street, Suite 760 Atlanta, GA 30309	\$10,000.00

7/2/2008	5056	Rothstein Kass & Co., P.C. 4 Becker Farm Road Roseland, NJ 07068			\$13,500.00
7/7/2008		Mystic Marriott Hotel & Spa 625 North Road, Route 117 Groton, CT 06340			\$11,124.96
7/9/2008	5068	Marketing Inspirations, Inc. 3040 Highlands Parkway, Suite D Smyrna, GA 30082			\$7,500.00
7/9/2008	5072	Oxford Healthplans P.O. Box 10275 Newark, NJ 07193-0275			\$10,509.46
7/14/2008	2599	Favorito, Joseph A. 723 Beechcrest Drive River Vale, NJ 07675			\$6,389.13
7/14/2008	2603	Keefe, Michael C. 26 Stockmar Drive Basking Ridge, NJ 07920			\$7,104.42
7/14/2008	2605	Larkin, Jay G. 3 Deer Run Sparkill, NY 10976			\$9,012.11
7/14/2008	2611	Bas Rutten Enterprises 1772 J-Avendia De Los Arboles #222 Thousand Oaks, CA 91362			\$12,291.66
7/14/2008	2617	Sperry, Mario 56 Nellywood Ct. Henderson, NV 89012			\$10,000.00
7/17/2008	5088	Sheraton Meadowlands Hotel and Conference Center 2 Meadowlands Plaza East Rutherford, NJ 07073			\$20,000.00
7/22/2008	5090	AICCO, Inc. 1001 Winstead Drive, Suite 500 Cary NC 27513			\$42,665.39
7/24/2008	5091	424 West 33rd Street LLC c/o Newmark, Knight & Frank 125 Park Avenue New York, NY 10017			\$50,000.00
7/24/2008		Vested Capital, Inc. 909 Third Avenue New York, NY 10022			\$17,500.00
7/24/2008		Lowenstein Sandler PC 65 Livingston Avenue Roseland, NJ 07068			\$250,000.00
7/25/2008		PNC Mastercard Attn: Noel Flowers 1 Engle Street Englewood, NJ 07631			\$10,729.52
7/30/2008	2618	Favorito, Joseph A. 723 Beechcrest Drive River Vale, NJ 07675			\$6,389.13
7/30/2008	2623	Keefe, Michael C. 26 Stockmar Drive Basking Ridge, NJ 07920			\$7,104.42
7/30/2008	2625	Larkin, Jay G. 3 Deer Run Sparkill, NY 10976			\$9,012.11
7/30/2008	2629	Bas Rutten Enterprises 1772 J-Avendia De Los Arboles #222 Thousand Oaks, CA 91362			\$12,291.66
8/6/2008	5096	Mahoney Cohen & Co., CPA, PC 1065 Avenue of the Americas New York, NY 10018			\$11,000.00

8/6/2008	5098	Oxford Healthplans P.O. Box 10275 Newark, NJ 07193-0275			\$9,808.42
8/8/2008		American Express 2975 W. Corporate Lakes Blvd. Fort Lauderdale, FL 33331-3626			\$7,805.78
8/14/2008	2638	Keefe, Michael C. 26 Stockmar Drive Basking Ridge, NJ 07920			\$7,239.09
8/14/2008	2641	Larkin, Jay G. 3 Deer Run Sparkill, NY 10976			\$9,012.11
8/27/2008	5114	Vested Capital, Inc. 909 Third Avenue New York, NY 10022			\$17,500.00
8/30/2008	2646	Keefe, Michael C. 26 Stockmar Drive Basking Ridge, NJ 07920			\$7,329.09
8/30/2008	2647	Larkin, Jay G. 3 Deer Run Sparkill, NY 10976			\$9,012.11
9/3/2008	5116	Oxford Healthplans P.O. Box 10275 Newark, NJ 07193-0275			\$19,879.46
9/10/2008	5123	New York State Insurance Fund 199 Church Street New York, NY 10007			\$8,113.74

Schedule 2

SCHEDULE 2 Payments to Insiders**Payments made to Insiders within one year of commencement of case.**

Date	Name	Amount	Still Owing
09/15/07	Salvatore A. Bucci	\$ 7,305.43	\$ 0.00
09/15/07	Joseph A. Favorito	\$ 6,369.31	\$ 0.00
09/15/07	Michael C. Keefe	\$ 7,075.24	\$ 0.00
09/15/07	Kurt Otto	\$ 7,218.12	\$ 0.00
09/15/07	Jonathan S. Rosan	\$ 5,013.41	\$ 0.00
09/15/07	Mark J. Selva	\$ 5,459.67	\$ 0.00
09/15/07	Gareb Shamus	\$ 7,068.68	\$ 0.00
09/30/07	Salvatore A. Bucci	\$ 6,975.61	\$ 0.00
09/30/07	Joseph A. Favorito	\$ 6,369.31	\$ 0.00
09/30/07	Mark J. Selva	\$ 5,459.67	\$ 0.00
09/30/07	Gareb Shamus	\$ 7,068.68	\$ 0.00
09/30/07	Michael C. Keefe	\$ 7,075.24	\$ 0.00
09/30/07	Jay G. Larkin	\$ 4,288.15	\$ 0.00
09/30/07	Kurt Otto	\$ 7,218.12	\$ 0.00
09/30/07	Jonathan S. Rosan	\$ 5,013.41	\$ 0.00
10/15/07	Joseph A. Favorito	\$ 6,370.61	\$ 0.00
10/15/07	Michael C. Keefe	\$ 7,076.54	\$ 0.00
10/15/07	Jay G. Larkin	\$ 7,065.42	\$ 0.00
10/15/07	Kurt Otto	\$ 7,219.42	\$ 0.00
10/15/07	Jonathan S. Rosan	\$ 5,014.71	\$ 0.00
10/15/07	Mark J. Selva	\$ 5,460.97	\$ 0.00
10/15/07	Gareb Shamus	\$ 7,069.98	\$ 0.00
10/31/07	Joseph A. Favorito	\$ 6,370.61	\$ 0.00
10/31/07	Michael C. Keefe	\$ 7,076.54	\$ 0.00
10/31/07	Jay G. Larkin	\$ 7,065.42	\$ 0.00
10/31/07	Kurt Otto	\$ 7,219.42	\$ 0.00
10/31/07	Jonathan S. Rosan	\$ 5,014.71	\$ 0.00
10/31/07	Mark J. Selva	\$ 5,460.97	\$ 0.00
11/15/07	Joseph A. Favorito	\$ 6,370.61	\$ 0.00
11/15/07	Michael C. Keefe	\$ 7,076.54	\$ 0.00
11/15/07	Jay G. Larkin	\$ 7,065.42	\$ 0.00
11/15/07	Kurt Otto	\$ 7,219.42	\$ 0.00
11/15/07	Jonathan S. Rosan	\$ 5,014.71	\$ 0.00

11/15/07	Mark J. Selva	\$ 5,460.97	\$ 0.00
11/15/07	Gareb Shamus	\$ 7,069.98	\$ 0.00
11/30/07	Joseph A. Favorito	\$ 6,370.61	\$ 0.00
11/30/07	Michael C. Keefe	\$ 7,076.54	\$ 0.00
11/30/07	Jay G. Larkin	\$ 7,065.42	\$ 0.00
11/30/07	Kurt Otto	\$ 7,219.42	\$ 0.00
11/30/07	Mark J. Selva	\$ 5,460.97	\$ 0.00
11/30/07	Gareb Shamus	\$ 1,594.87	\$ 0.00
12/15/07	Joseph A. Favorito	\$ 6,370.61	\$ 0.00
12/15/07	Michael C. Keefe	\$ 7,076.54	\$ 0.00
12/15/07	Jay G. Larkin	\$ 7,065.42	\$ 0.00
12/15/07	Kurto Otto	\$ 7,219.42	\$ 0.00
12/15/07	Mark J. Selva	\$ 5,460.97	\$ 0.00
			\$ 0.00
12/31/07	Joseph A. Favorito	\$ 6,352.26	\$ 0.00
12/31/07	Michael C. Keefe	\$ 7,054.57	\$ 0.00
12/31/07	Jay G. Larkin	\$ 7,022.65	\$ 0.00
12/31/07	Kuto Otto	\$ 7,198.57	\$ 0.00
12/31/07	Mark J. Selva	\$ 5,438.29	\$ 0.00
01/15/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
01/15/08	Michael C. Keefe	\$ 6,484.42	\$ 0.00
01/15/08	Jay G. Larkin	\$ 7,089.17	\$ 0.00
01/15/08	Kurt Otto	\$ 6,598.72	\$ 0.00
01/15/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
			\$ 0.00
01/31/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
01/31/08	Michael C. Keefe	\$ 6,484.42	\$ 0.00
01/31/08	Jay G. Larkin	\$ 7,089.17	\$ 0.00
01/31/08	Kurt Otto	\$ 6,598.72	\$ 0.00
01/31/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
01/31/08	Gareb Shamus	\$ 10,416.67	\$ 0.00
02/15/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
02/15/08	Michael C. Keefe	\$ 6,484.42	\$ 0.00
02/15/08	Jay G. Larkin	\$ 7,089.17	\$ 0.00
02/15/08	Kurt Otto	\$ 6,598.72	\$ 0.00
02/15/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
			\$ 0.00
02/29/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00

02/29/08	Michael C. Keefe	\$ 6,484.42	\$ 0.00
02/29/08	Jay G. Larkin	\$ 7,089.17	\$ 0.00
02/29/08	Kurto Otto	\$ 6,598.72	\$ 0.00
02/29/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
			\$ 0.00
03/15/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
03/15/08	Michael C. Keefe	\$ 6,484.42	\$ 0.00
03/15/08	Jay G. Larkin	\$ 7,089.17	\$ 0.00
03/15/08	Kurt Otto	\$ 6,598.72	\$ 0.00
03/15/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
03/31/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
03/31/08	Michael C. Keefe	\$ 6,484.42	\$ 0.00
03/31/08	Jay G. Larkin	\$ 7,782.52	\$ 0.00
03/31/08	Kut Otto	\$ 6,598.72	\$ 0.00
03/31/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
04/15/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
04/15/08	Michael C. Keefe	\$ 6,484.42	\$ 0.00
04/15/08	Jay G. Larkin	\$ 8,172.53	\$ 0.00
04/15/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
04/15/08	Gareb Shamus	\$ 1,041.67	\$ 0.00
04/30/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
04/30/08	Michael C. Keefe	\$ 6,670.42	\$ 0.00
04/30/08	Jay G. Larkin	\$ 8,172.53	\$ 0.00
04/30/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
04/30/08	Shamus Gareb	\$ 10,416.67	\$ 0.00
05/15/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
05/15/08	Michael C. Keefe	\$ 7,104.42	\$ 0.00
05/15/08	Jay G. Larkin	\$ 8,712.45	\$ 0.00
05/15/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
05/15/08	Gareb Shamus	\$ 10,416.67	\$ 0.00
05/31/08	Joseph A. Favorito	\$ 5,846.63	\$ 0.00
05/31/08	Michael C. Keefe	\$ 7,104.42	\$ 0.00
05/31/08	Jay G. Larkin	\$ 9,012.11	\$ 0.00
05/31/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
05/31/08	Gareb Shamus	\$ 1,923.08	\$ 0.00
06/15/08	Joseph A. Favortio	\$ 5,846.63	\$ 0.00

06/15/08	Michael C. Keefe	\$ 7,104.42	\$ 0.00
06/15/08	Jay G. Larkin	\$ 9,012.11	\$ 0.00
06/15/08	Mark J. Selva	\$ 4,933.08	\$ 0.00
06/30/08	Joseph A. Favorito	\$ 6,032.63	\$ 0.00
06/30/08	Michael C. Keefe	\$ 7,104.42	\$ 0.00
06/30/08	Jay G. Larkin	\$ 9,012.11	\$ 0.00
06/30/08	Mark J. Selva	\$ 5,119.08	\$ 0.00
06/30/08	Mark J. Selva	\$ 5,475.58	\$ 0.00
06/30/08	Mark J. Selva	\$ 5,475.58	\$ 0.00
07/15/08	Joseph A. Favorito	\$ 6,389.13	\$ 0.00
07/15/08	Michael C. Keefe	\$ 7,104.42	\$ 0.00
07/15/08	Jay G. Larkin	\$ 9,012.11	\$ 0.00
07/31/08	Joseph A. Favorito	\$ 6,389.13	\$ 0.00
07/31/08	Michael C. Keefe	\$ 7,104.42	\$ 0.00
07/31/08	Jay G. Larkin	\$ 9,012.11	\$ 0.00
08/15/08	Michael C. Keefe	\$ 7,239.09	\$ 0.00
08/15/08	Jay G. Larkin	\$ 9,012.11	\$ 0.00
08/31/08	Joseph A. Favorito	\$ 1,879.35	\$ 0.00
08/31/08	Michael C. Keefe	\$ 7,239.09	\$ 0.00
08/31/08	Jay G. Larkin	\$ 9,012.11	\$ 0.00
09/15/07	Michael C. Keefe	\$ 7,248.87	\$ 0.00

5. Repossessions, foreclosures and returns

- None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

- None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

- None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

- None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

- None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Lowenstein Sandler PC 65 Livingston Avenue Roseland, NJ 07068	July 24, 2008	\$250,000.00

10. Other transfers

- None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

- None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
PNC Bank 1 Engle St. Englewood, NJ 07631	Business Checking 80-3193-0581	\$0.00 03/13/2008
PNC 1 Engle St. Englewood, NJ 07631	Business Checking 08-2672-2251	\$7.71 12/31/2007

12. Safe deposit boxes

- None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

- None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

- None List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
424 West 33rd Street, Suite 650 New York, New York 10001	International Fight League	November 2006 to July 2008
1010 Sixth Avenue, 3rd Floor New York, New York 10018	International Fight League	April 2006 to October 2006

16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18 . Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
Stanley Gloss, Controller	March 27, 2006 to present

None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
Rothstein Kass	4 Becker Farm Road Roseland, NJ 07068	2006 to present
Mahoney Cohen & Co.	1065 Ave of Americas New York, NY 10018	2008

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
IFL Corp.	38 Park Avenue, 2nd Floor Rutherford, NJ 07070

- None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS

DATE ISSUED

20. Inventories

- None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

INVENTORY SUPERVISOR

DOLLAR AMOUNT OF INVENTORY
(Specify cost, market or other basis)

- None b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY
RECORDS**21. Current Partners, Officers, Directors and Shareholders**

- None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

- None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS

TITLE

NATURE AND PERCENTAGE
OF STOCK OWNERSHIP
100% of Common Stock (1,000 Shares)

International Fight League, Inc.
38 Park Avenue, 2nd Floor
Rutherford, NJ 07070

Jay Larkin**President and Chief Executive
Officer****Michael Keefe****Director, Executive Vice
President****Stanley Gloss****Controller****22. Former partners, officers, directors and shareholders**

- None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME

ADDRESS

DATE OF WITHDRAWAL

- None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS

TITLE

DATE OF TERMINATION

Gareb Shamus**President and CEO****11/19/2007****Kurt Otto****Commissioner****03/31/2008****Salvatore A. Bucci****EVP, CFO and Treasurer****09/30/2007****Mark Selva****SVP, Marketing****06/12/2008**

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
Joseph Favorito	SVP, Communications	07/31/2008
Joel Ehrlich	President, Sales and Chief Marketing Officer	06/30/2007
Jonathan Rosan	VP and General Counsel	09/01/2007

23. Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Jay Larkin President and Interim Chief Executive Officer	Base salary paid semi-monthly	\$11,458.33 per pay period September 21, 2007 to March 20, 2008; \$13,451.67 per pay period March 21, 2008 to present
Michael Keefe Executive Vice President, General Counsel, Corporate Secretary and Acting Chief Financial Officer	Base Salary paid semi-monthly	\$10,000.00 per pay period August 1, 2007 to present
Michael Keefe Executive Vice President, General Counsel, Corporate Secretary and Acting Chief Financial Officer	Guaranteed bonus	\$25,000.00 February 29, 2008
Joseph Favorito	Base salary paid semi-monthly	\$8,750.00 per pay period August 1, 2007 to July 31, 2008
Joseph Favorito	Severance payment paid July 31, 2008	\$32,307.69
Mark Selva	Base salary paid semi-monthly	\$8,750.00 per pay period August 1, 2007 to June 15, 2008
Mark Selva	Severance payment paid June 30, 2008	\$17,500.00
Stanley Gloss	Base salary paid semi-monthly	\$4,583.33 per pay period January 1, 2008 to February 29, 2008 \$5,500.00 per pay period March 1, 2008 to present
Gareb Shamus Former Chairman, Chief Executive Officer and President	Consulting fees paid semi-monthly	\$10,416.67 per pay period from November 20, 2007 to May 19, 2008
Gareb Shamus Former Chairman, Chief Executive Officer and President	Base Salary paid semi-monthly	\$10,416.67 per pay period from August 2007 to November 19, 2007
Kurt Otto Former Commissioner	Base salary paid semi-monthly	\$10,416.67 per pay period from September 2007 to March 31, 2008

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Kurt Otto	Match maker fee	April 4, 2008 \$10,000
Kurt Otto	Match maker fee	May 16, 2008 \$10,000
Salvatore Bucci	Base salary	September 2007 \$20,000.00
Executive Vice President and Chief Financial Officer		

24. Tax Consolidation Group.

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION International Fight League, Inc.	TAXPAYER IDENTIFICATION NUMBER (EIN) 04-2893483
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25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER IDENTIFICATION NUMBER (EIN)
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DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date September 15, 2008

Signature /s/ Michael C. Keefe
Michael C. Keefe
Executive Vice President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: 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
Southern District of New York**

In re **IFL Corp.** _____
Debtor(s)

Case No. _____
Chapter **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 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.....	\$	<u>0.00</u>
Prior to the filing of this statement I have received.....	\$	<u>0.00</u>
Balance Due.....	\$	<u>0.00</u>

2. The source of the 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]

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

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: **September 15, 2008**

/s/ S. Jason Teele

**S. Jason Teele (SJT 7390)
Lowenstein Sandler PC
65 Livingston Avenue
Roseland, NJ 07068
973-597-2500 Fax: 973-597-2400**

United States Bankruptcy Court
Southern District of New York

In re IFL Corp.
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
International Fight League, Inc 38 Park Avenue, 2nd Floor Rutherford, NJ 07070	Common Stock	1,000 Shares	100%

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Executive Vice 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 September 15, 2008

Signature /s/ Michael C. Keefe
Michael C. Keefe
Executive Vice 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.

**United States Bankruptcy Court
Southern District of New York**

In re IFL Corp.
Debtor(s)

Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

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

Date: September 15, 2008

/s/ Michael C. Keefe
Michael C. Keefe/Executive Vice President
Signer/Title

IFL Corp. -

IRS
79 TWO BRIDGES ROAD, 2ND FLOOR
FAIRFIELD, NJ 07004

U.S. TRUSTEE
33 WHITEHALL STREET, 21ST FL.
NEW YORK, NY 10004

SECURITIES & EXCHANGE COMMISSION
ATTN: BANKRUPTCY NOTICES DIVISION
450 5TH STREET NW ROOM 6228
MAIL STOP 6-6
WASHINGTON, DC 20549

360EP, INC.
200 ALEXANDER PARK, SUITE 205
PRINCETON, NJ 08542

ALFRED HABER DISTRIBUTION, INC
111 GRAND AVENUE
PALISADES PARK, NJ 07650

AMERICAN EXPRESS
2975 W. CORPORATE LAKES BLVD
FORT LAUDERDALE, FL 33331-3626

BROTHERS ENTERTAINMENT
MERCHANDISING INC.
16255 VENTURA BLVD, SUITE 1106
ENCINO, CA 91436

CFW MEDIA LLC
39097 TREASURE CENTER
CHICAGO, IL 60694

CLEAR CHANNEL BROADCASTING
75 OXFORD STREET
PROVIDENCE, RI 02905

COZEN & O'CONNOR
P.O. BOX 7777
PHILADELPHIA, PA 19175-0775

IFL Corp. -

DELAWARE ATTORNEY GENERAL
820 N. FRENCH STREET
WILMINGTON, DE 19801

DOLPHIN BAY
2780 S. JONES BLVD.
SUITE 1
LAS VEGAS, NV 89146

EMBARQ
5454 W. 110TH STREET
OVERLAND, KS 66211

FIRST UNUM LIFE INSURANCE
2211 CONGRESS STREET
PORTLAND, ME 04122

GETTY IMAGES
75 VARICK STREET
NEW YORK, NY 10016

GRAPHICS SERVICE BUREAU
370 PARK AVENUE SOUTH
NEW YORK, NY 10010

HEADLINE ENTERTAINMENT
7655 SAN FERNANDO ROAD
BURBANK, CA 91505

IAN FREEMAN
P.O. BOX 94
STANLEY, COUNTY DURHAM DH 9YW
ENGLAND

IAN FREEMAN
P.O. BOX 94
STANLEY, COUNTY DURHAM DH 9YW
ENGLAND

INTERNATIONAL SUNPRINTS, INC.
2950 W. CATALINA DRIVE
PHOENIX, AZ 85017

IFL Corp. -

IRAGLYPHIX, INC.
6627 COBIA CIRCLE
BOYNTON BEACH, FL 33437

ITHELP911, INC.
2148 E. 38TH STRET
BROOKLYN, NY 11234

JAY LARKIN
3 DEER RUN
SPARKILL, NY 10976

KEN SHAMROCK AND KEN SHAMROCK INC.
697-955 HILL CREEK ROAD
SUSANVILLE, CA 96130

KEN SHAMROCK/KEN SHAMROCK INC.
697-955 HILL CREEK ROAD
SUSANVILLE, CA 96130

LASSER PRODUCTIONS
3522 ASHFORD-DUNWOODY
ATLANTA, GA 30319

LISA CLAIRE WOODY
10752 VIA CAPRI LANE
CLERMONT, FL 34711

MATT LINDLAND
20405 S. EAST TARA LARA LANE
EAGLE CREEK, OR 97022

MEADOWLANDS HOSPITAL
55 MEADOWLANDS PARKWAY
SECAUCUS, NJ 07094

MIXED MARTIAL ARTS
1240 SOUTH EAST STREET
AMHERST, MA 01002

MMA ENTERTAINMENT, INC.
3150 ALMADEN EXPRESSWAY
SUITE 233A
SAN JOSE, CA 95118

IFL Corp. -

MORGAN LEWIS
P.O. BOX 8500 S-6050
PHILADELPHIA, PA 17178

N.Y. STATE ATTORNEY GENERAL
120 BROADWAY
NEW YORK, NY 10271

NEVADA DEPARTMENT OF TAXATION
1550 COLLEGE PARKWAY
CARSON CITY, NV 89706

NEVADA POWER
P.O. BOX 98910
LAS VEGAS, NV 89151-0001

ORLEANS HOTEL AND CASINO
4500 W. TROPICANA AVENUE
LAS VEGAS, NV 89103

OXFORD HEALTHPLANS
P.O. BOX 10275
NEWARK, NJ 07193-0275

PAT MILETICH
4048 RALEIGH AVENUE
BETTENDORF, IA 52722

PITNEY BOWES
2225 AMERICAN DRIVE
NEENAH, WI 54956

PLUM BENEFITS, LLC
535 8TH AVENUE
NEW YORK, NY 10018

PSE&G
P.O. BOX 14444
NEW BRUNSWICK, NJ 08906

RENZIO GRACIE
5 WINDSOR TERRACE
HOLMDEL, NJ 07733

IFL Corp. -

RUSPIT, LLC
C/O LEO KHORLINSKY
FKS FINANCIAL MANAGEMENT CONSULTING GRP.
500 LAKE COOK ROAD, SUITE 100
DEERFIELD, IL 60015

SHAKER GROUP, INC.
862 ALBANY SHAKER ROAD
LATHAM, NY 12110

SPORTSGIST, LLC
180 OLD TAPPAN ROAD
WESTWOOD, NJ 07675

STAPLES BUSINESS ADVANTAGE
DEPT NY 85106
P.O. BOX 30851
HARTFORD, CT 06150

STATE OF NEVADA
OFFICE OF ATTORNEY GENERAL
100 N. CARSON STREET
CARSON CITY, NV 89701-4717

STATE OF NEW JERSEY - TAXATION
50 BARRACK STREET - CN240
1ST FLOOR LOBBY - BANK DIV.
TRENTON, NJ 08695

STATE OF NEW YORK - TAXATION
BANKRUPTCY DIVISION
P.O. BOX 5300
ALBANY, NY 12205

STREET & SMITH'S SPORTS GROUP
120 WEST MOREHEAD STREET
SUITE 320
CHARLOTTE, NC 28202

SUN LIFE FINANCIAL
ONE SUN LIFE EXECUTIVE
WELLESLEY HILLS, MA 02481

IFL Corp. -

SUPERIOR OFFICE SYSTEMS
240 WEST 35TH STREET
17TH FLOOR
NEW YORK, NY 10001

TAPOUT MAGAZINE
5252 ORANGE AVENUE
SUITE 109
CYPRESS, CA 90630

THE DIGITAL CHAMELEON
3 LOIS STREET
NORWALK, CT 06581

THE TOPPS COMPANY INC.
ONE WHITETAIL STREET
NEW YORK, NY 10004

TRENDS INTERNATIONAL, INC.
5188 WEST 74TH STREET
INDIANAPOLIS, IN 46268

U.S. ATTORNEY'S OFFICE
SOUTHERN DISTRICT OF NEW YORK
1 ST. ANDREWS PLACE
NEW YORK, NY 10007

U.S. ATTORNEY'S OFFICE
DISTRICT OF NEW JERSEY
970 BROAD STREET, 7TH FLOOR
NEWARK, NJ 07102

U.S. ATTORNEY'S OFFICE
DISTRICT OF DELAWARE
1007 ORANGE STREET
WILMINGTON, DE 19899

U.S. ATTORNEY'S OFFICE
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SUITE 5000
LAS VEGAS, NV 89101

UNGARETTI & HARRIS
70 W. MADISON STREET, STE. 3500
CHICAGO, IL 60602-4224

IFL Corp. -

URO CENTER LTD.
9669 NORTH KENTON, SUITE 306
SKOKIE, IL 60076

US EXPRESS LEASING
10 WATERVIEW BLVD.
PARSIPPANY, NJ 07054

US TREASURY - TAXATION
BANKRUPTCY DIVISION
1500 PENNSYLVANIA AVENUE, NW
WASHINGTON, DC 20220

VERIZON
140 WEST STREET
SAINT CHARLES, MO 63304

VERIZON WIRELESS
P.O. BOX 3397
BLOOMINGTON, IL 61702

VERIZON/MCI
500 TECHNOLOGY DRIVE, STE 840
WELDON SPRINGS, MO 63304

VLADIMIR MATYUSHENKO
316 MARYLAND STREET #5
EL SEGUNDO, CA 90245

WARNER BROS. HOME ENTERTAINMENT, INC.
4000 WARNER BOULEVARD
BURBANK, CA 91522

WILLIAM MORRIS AGENCY, LLC
151 EL CAMINO DRIVE
BEVERLY HILLS, CA 90212

WINNERCOM, INC.
6120 S. YALE
2ND FLOOR
TUSA, OK 74136

**United States Bankruptcy Court
Southern District of New York**

In re IFL Corp.
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 IFL Corp. 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*]

September 15, 2008
Date

/s/ S. Jason Teele
S. Jason Teele (SJT 7390)
Signature of Attorney or Litigant
Counsel for IFL Corp.
Lowenstein Sandler PC
65 Livingston Avenue
Roseland, NJ 07068
973-597-2500 Fax:973-597-2400