

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): SurgiLight, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN(if more than one, state all): 35-1990562	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN(if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 375 Park Ave, Suite 3406 New York, NY	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 10152	ZIP CODE
County of Residence or of the Principal Place of Business: New York	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):
2100 Alafaya Trail, #600, Orlando, FL ZIP CODE **32826**

<p align="center">Type of Debtor (Form of Organization) (Check one box.)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.) _____</p>	<p align="center">Nature of Business (Check one box)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input type="checkbox"/> Other</p> <hr/> <p align="center">Tax-Exempt Entity (Check box, if applicable)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)</p>	<p align="center">Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <hr/> <p align="center">Nature of Debts (Check one box)</p> <p><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."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
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<p align="center">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached</p> <p><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.</p> <p><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.</p>	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.</p> <p>-----</p> <p>Check all applicable boxes</p> <p><input type="checkbox"/> A plan is being filed with this petition</p> <p><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).</p>
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<p>Statistical/Administrative Information</p> <p><input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input checked="" 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.</p>	THIS SPACE IS FOR COURT USE ONLY																				
<p>Estimated Number of Creditors</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td><td>50-99</td><td>100-199</td><td>200-999</td><td>1,000-5,000</td><td>5,001-10,000</td><td>10,001-25,000</td><td>25,001-50,000</td><td>50,001-100,000</td><td>Over 100,000</td> </tr> </table>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000	
<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>												
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<p>Estimated Assets</p> <table style="width:100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td><td>\$50,001 to \$100,000</td><td>\$100,001 to \$500,000</td><td>\$500,001 to \$1 million</td><td>\$1,000,001 to \$10 million</td><td>\$10,000,001 to \$50 million</td><td>\$50,000,001 to \$100 million</td><td>\$100,000,001 to \$500 million</td><td>\$500,000,001 to \$1 billion</td><td>More than \$1 billion</td> </tr> </table>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	
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<p>Estimated Liabilities</p> <table style="width:100%; text-align: center;"> <tr> <td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input checked="" type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td><td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td><td>\$50,001 to \$100,000</td><td>\$100,001 to \$500,000</td><td>\$500,001 to \$1 million</td><td>\$1,000,001 to \$10 million</td><td>\$10,000,001 to \$50 million</td><td>\$50,000,001 to \$100 million</td><td>\$100,000,001 to \$500 million</td><td>\$500,000,001 to \$1 billion</td><td>More than \$1 billion</td> </tr> </table>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion	
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): SurgiLight, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed: NONE	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: NONE	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;">Exhibit A</p> (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.		<p style="text-align: center;">Exhibit B</p> (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X Not Applicable _____ 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 (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following). <div style="text-align: right; margin-right: 100px;"> _____ (Name of landlord that obtained judgment) </div> <div style="text-align: right; margin-right: 100px;"> _____ (Address of landlord) </div>			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

SurgiLight, Inc.

Signatures

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

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

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

X Not Applicable

Signature of Debtor

X Not Applicable

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

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

(Check only **one** box.)

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

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

X Not Applicable

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Attorney

X

Signature of Attorney for Debtor(s)

Douglas T. Tabachnik Bar No. DT 6337

Printed Name of Attorney for Debtor(s) / Bar No.

Law Offices of Douglas T. Tabachnik, PC

Firm Name

63 West Main Street Suite C

Address

Freehold, NJ 07728

(732) 780-2760

(732) 780-2761

Telephone Number

10/1/2008

Date

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

Signature of Non-Attorney Petition Preparer

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

Not Applicable

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

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

Address

X Not Applicable

Date

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

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X s/ Edward J. Tobin

Signature of Authorized Individual

Edward J. Tobin

Printed Name of Authorized Individual

Chairman and CEO

Title of Authorized Individual

10/1/2008

Date

**UNITED STATES BANKRUPTCY COURT
Southern District of New York
Manhattan Division**

In re: SurgiLight, Inc.
Debtor

Case No.
Chapter **11**

Exhibit "A" to Voluntary Petition

1. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is .

2. The following financial data is the latest available information and refers to debtor's condition on 10/1/2008.

a.	Total assets	\$	15,700.00
b.	Total debts (including debts listed in 2.c., below)	\$	5,894,032.10

Approximate
number of
holders

c. Debt securities held by more than 500 holders.

secured	<input checked="" type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$3,201,340.38	4
secured	<input type="checkbox"/>	unsecured	<input checked="" type="checkbox"/>	subordinated	<input type="checkbox"/>	\$2,692,691.72	102
d.	Number of shares of preferred stock					9,543,000	5
e.	Number of shares of common stock					96,584,549	212

Comments, if any:

GEM Surgilight Investors, LLC owns 100% of the Preferred Class B stock (9.5 million shares), which is convertible into a fully diluted 55% of Common Stock.

3. Brief description of debtor's business:

The Debtor is and has been in the business of the sale and development of ophthalmic lasers and related products and services based on its own and licensed intellectual property, primarily for use in refractive and presbyopia procedures.

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

GEM Global Yield Fund, Ltd.	51.813%
Family Partners, Ltd.	9.375%
Knobbe, Martens, Olson & Bear LLP	7.3%

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

In re SurgiLight, Inc., Case No. _____
Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
Richard Ajayi, Ph.D 102 Arrowhead Court Winter Springs, FL 32792			UNLIQUIDATED	\$9,500.00
Timothy J. Shea 189 Winding Oaks Lane Oviedo, FL 32765			UNLIQUIDATED	\$212,398.00
Edward Tobin 9 West 57th street 46th Floor New York, NY 10019			UNLIQUIDATED	\$200,000.00
McKenna Long & Aldridge PO Box 116573 Atlanta, GA 30368			UNLIQUIDATED	\$193,107.92
Dr Neatrou, MD Beach Eye Care 1201 First Colonial Road Virginia Beach, VA 23454			CONTINGENT	\$155,000.00
Dr Brian Renelle Texas Eye & Laser 1872 Norwood Drive Hurst, TX 76054			CONTINGENT	\$155,000.00

In re SurgiLight, Inc., Case No. _____
 Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
Dr Schwartz, DO Schwartz Laser Eye Center, PLLC 8416 E Shea Blvd Suite C-101 Scottsdale, AZ 85260			CONTINGENT	\$155,000.00
Mark E Murphy 506 Stephanie Court Lake Mary, FL 32746			UNLIQUIDATED	\$149,377.00
LightVision Technologies, Corp 5F#13 No.40-2 Sec.1 MingShang N. Rd. Kuei-Shan Yaoyuan, Taiwan, R.O.C.			CONTINGENT	\$120,000.00
Ming Yi Hwang 2100 Alafaya Trail Suite 600 Orlando, FL 32826			UNLIQUIDATED	\$93,729.00
The Business Law Group 919 Outer Road Suite A Orlando, FL 32814-6653			UNLIQUIDATED	\$92,250.00
Payne & Fears, LLP 4 Park Plaza Suite 1100 irvine, CA 92614			UNLIQUIDATED	\$90,279.07

In re SurgiLight, Inc., Case No. _____
 Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	<i>Amount of claim [if secured also state value of security]</i>
Godfrey & Kahn 780 North Water Street Milwaukee, WI 53202-3590			UNLIQUIDATED	\$90,049.00
Changsheng Guo, PhD IgNex Inc. 3536 SW Texas Street Portland, OR 97219			UNLIQUIDATED	\$80,000.00
Ramesh Shori 9501 Shoshone Avenue Northridge, CA 91325			UNLIQUIDATED	\$59,500.00
Shahua Hui 2100 Alafaya Trail Suite 600 Orlando, FL 32826			UNLIQUIDATED	\$53,053.00
Hsueh-Yueh Chang 8F, No. 7, Chung-Po North Rd Taipei, Taiwan			UNLIQUIDATED	\$53,042.00
Chai Chuan Chen #38 Ho Kun Taiping Village Lin-Ko Taipei, Taiwan			UNLIQUIDATED	\$53,042.00

In re SurgiLight, Inc., Case No. _____
 Debtor Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

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Tuan Tran 10049 Black Walnut Court Orlando, FL 32832			UNLIQUIDATED	\$43,971.00
JT Lin 730 Willow Run Lane Winter Springs, FL 32708			UNLIQUIDATED	\$35,967.00
Nesenoff & Miltenberg LLP 363 Seventh Avenue Fifth Floor New York, NY 10001			UNLIQUIDATED	\$35,136.28

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

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

Date: 10/1/2008

Signature: s/ Edward J. Tobin

Edward J. Tobin, Chairman and CEO

(Print Name and Title)

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

**CERTIFICATE OF RESOLUTIONS OF THE DIRECTORS OF
SURGILIGHT, INC.**

The undersigned, being duly authorized at a meeting held on this 1st day of October 2008, hereby certifies as follows: On the date hereof the resolutions referenced below were duly adopted by unanimous vote of the directors at a meeting held among all of the members of the Board of Directors (the "Board") of SurgiLight, Inc., a corporation incorporated under the laws of the State of Florida (the "Corporation"):

RESOLVED, that, in the judgment of the Board of Directors, it is desirable and in the best interests of the Corporation, its creditors and other interested parties that a petition be filed by the Corporation, seeking relief under the provisions of Chapter 11 of title 11, United States Code (the "Bankruptcy Code"), and the filing of such a petition is authorized hereby; and it is further

RESOLVED, that each of the President and Chief Executive Officer, the Senior Vice President and Chief Financial Officer, the Vice President and Treasurer, the Secretary of the Corporation and each of the other officers of the Corporation are hereby authorized, on behalf of and in the name of the Corporation, to execute and verify such a petition and to cause the same to be filed with a court of competent jurisdiction (the "Bankruptcy Court") at such time as the officer executing that petition on behalf of this Corporation shall determine; and it is further

RESOLVED, that each of the President and Chief Executive Officer, the Senior Vice President and Chief Financial Officer, the Vice President and Treasurer, the Secretary of the Corporation, and each of the other officers of the Corporation are hereby authorized on behalf of the Corporation to prepare and verify the schedules, lists and other papers and to take any and all action which they may deem necessary or proper in the Chapter 11 case; and it is further

RESOLVED, that each of the President and Chief Executive Officer, the Chief Financial Officer, the Treasurer, the Secretary, and each of the other officers of the Corporation are hereby authorized on behalf of the Corporation to enter into an agreement with another entity affiliated with a secured creditor, GEM SurgiLight Investors, LLC (the "Purchasing Entity") to allow the Purchasing Entity to purchase the assets of the Corporation.

RESOLVED, that each of the President and Chief Executive Officer, Chief Financial Officer, Secretary, and each of the other officers of the Corporation are hereby authorized on behalf of the Corporation (a) to enter into a arrangement regarding the sale of the assets of the Corporation to the Purchasing Entity containing substantially the terms and conditions that have been submitted or otherwise described to the directors of the Corporation (the "Asset Purchase Agreement"), to fund the reorganization of the Corporation and the agreements and instruments to be entered into in connection therewith, and to pay and perform all of the other obligations to be incurred by the Corporation under the Asset Purchase Agreement and the other agreements and instruments to be entered into by the Corporation in connection therewith, (b) to grant superpriority liens on the assets in favor of the Purchasing Entity according to the terms of the Asset Purchase Agreement, (c) to enter into a stipulated or consensual order or similar arrangement regarding the use of cash collateral containing substantially the terms and conditions that have been submitted or otherwise described to the directors of the Corporation (the "Cash Collateral Stipulation") and (d) to do or cause to be done all acts or things and to execute and deliver, or cause to be executed and delivered, all instruments, certificates and other documents in the name of and on behalf of the Corporation as such officers may deem necessary, advisable or appropriate to effectuate and carry out the provisions of this resolution and

perform the obligations of the Corporation under the Asset Purchase Agreement and the agreements and instruments to be entered into in connection therewith; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any officer or officers of the Corporation to seek relief under Chapter 11 of the Bankruptcy Code or in connection with the Corporation's Chapter 11 case, or any matter related thereto (including all matters relating to the Cash Collateral Stipulation), are hereby adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation; and it is further

RESOLVED, that the Corporation shall retain and employ the firm of McLaughlin & Stern, LLP as bankruptcy and reorganization co-counsel to the Corporation in connection with the aforesaid reorganization case and for all other relevant purposes; and it is further

RESOLVED, that the Corporation shall retain and employ the Law Offices of Douglas T. Tabachnik, P.C., as bankruptcy and reorganization co-counsel to the Corporation in connection with the aforesaid reorganization case and for all other relevant purposes; and it is further

RESOLVED, that the Corporation shall retain and employ the accounting firm of Trebatch Lichtenstein Avrutine and Corporation as accountants to the Corporation in connection with the aforesaid reorganization case and for all other relevant purposes; and it is further

RESOLVED, that any appropriate officer or officers of the Corporation are hereby authorized on behalf of the Corporation to retain any additional professionals as are, in their judgment, necessary or desirable in order to carry out the intent of the foregoing resolutions or the aforesaid reorganization case; and it is further

RESOLVED, that each of the President and Chief Executive Officer, the Senior Vice President and Chief Financial Officer, the Vice President and Treasurer, the Secretary or any other appropriate officer or officers of the Corporation, are hereby authorized on behalf of the Corporation to execute and deliver such documents and take such actions as are, in their judgment, necessary or desirable in order to carry out the taking of any such action, to be conclusive evidence of the Board of Directors' approval thereof.

RESOLVED, that these resolutions may be executed in one or more counterparts, each of which shall be deemed to be an original but all of which, when taken together, shall be deemed to be one and the same instrument.

IN WITNESS WHEREOF, the undersigned has executed this certification on this 1st day of October 2008.

/s/ Edward J. Tobin
Edward J. Tobin, Chairman and Chief Executive Officer

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

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 AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO. Colette Cozean 21581 Midcrest Drive Lake Forest, CA 92630			Security Agreement _____ VALUE \$0.00		X		350,779.38	0.00
ACCOUNT NO. GEM SurgiLight Investors LLC 9 West 57th Street 46th Floor New York, NY 10019			Security Agreement _____ VALUE \$0.00		X		2,105,758.00	0.00
ACCOUNT NO. Knobbe Martens Olsen & Bear, LLP 1901 Avenue of the Stars Suite 1500 Los Angeles, CA 90067			legal fees Legal fees _____ VALUE \$0.00		X		124,688.00	0.00
ACCOUNT NO. Knobbe Martens Olsen & Bear, LLP 1901 Avenue of the Stars Suite 1500 Los Angeles, CA 90067			Security Agreement _____ VALUE \$0.00		X		560,584.00	0.00

1 continuation sheets attached

Subtotal >
(Total of this page)

Total >
(Use only on last page)

\$ 3,141,809.38	\$ 0.00
\$	\$

(Report also on Summary of Schedules) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions, Above.)	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCOUNT NO.			Security Agreement <hr/> VALUE \$0.00		X		59,531.00	0.00
Stuart Michelson 5680 South Lake Burkett L Winter Park, FL 32792								

Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Secured Claims

Subtotal >
(Total of this page)

Total >
(Use only on last page)

\$ 59,531.00	\$ 0.00
\$ 3,201,340.38	\$ 0.00

(Report also on Summary of Schedules) (If applicable, report also on Statistical Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.

Debtor

Case No. _____

(If known)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS 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 SurgiLight, Inc.
Debtor

Case No. _____
(If known)

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

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBITOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM	AMOUNT ENTITLED TO PRIORITY	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
ACCOUNT NO.									

Sheet no. 1 of 1 continuation sheets attached to Schedule of Creditors Holding Priority Claims

Subtotals >
(Totals of this page)

\$	0.00	\$	0.00	\$	0.00
\$	0.00				
		\$	0.00	\$	0.00

Total >
(Use only on last page of the completed Schedule E. Report also on the Summary of Schedules.)

Total >
(Use only on last page of the completed Schedule E. If applicable, report also on the Statistical Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

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 <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO. _____ ADP PO Box 23487 Newark, NJ 07189		Trade Debt		X		4,005.28
ACCOUNT NO. _____ ADT Security Services PO Box 371967 Pittsburgh, PA 15250-796		Trade Debt		X		347.94
ACCOUNT NO. _____ Alafaya Corporate Center c/o First Capital Prop Gr 1516 E Hillcrest St Suite 210 Orlando, FL 32803		Trade Debt		X		19,691.40
ACCOUNT NO. _____ Anaheim Precision Manuf. 341 W. Blueridge Orange, CA 92865		Trade Debt		X		550.00
ACCOUNT NO. _____ Andrew Carpenter 285 Organza Place Chuluota, FL 32766		Trade Debt		X		6,000.00

20 Continuation sheets attached

Subtotal >	\$	30,594.62
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
 Debtor

Case No. _____
 (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		134.11
Aspen Publishers, Inc. A/R Department PO Box 64054 Baltimore, MD 21264-4054							
ACCOUNT NO.			Trade Debt		X		2,324.70
AT&T PO Box 78522 Phoenix, AZ 85062-8522							
ACCOUNT NO.			Trade Debt		X		1,538.04
Bellsouth PO Box 70807 Charlotte, NC 28272-0807							
ACCOUNT NO.			Wages		X		34,609.00
Blaine Johnson 875 Royalwood Lane Oviedo, FL 32765							
ACCOUNT NO.			Trade Debt		X		200.00
British Standards Institu PO Box 16206 London W4 4ZL United Kingdom							

Sheet no. 1 of 20 continuation sheets attached to Schedule of Creditors
 Holding Unsecured
 Nonpriority Claims

Subtotal >	\$	38,805.85
Total >	\$	

(Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable on the Statistical
 Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		25,158.33
Brown McCarroll, LLP 111 Congress Avenue #1400 Austin, TX 78701-4043							
ACCOUNT NO.			Trade Debt		X		18,000.00
Bryant Bureau 2435 Kimberly Road Suite 110N Bettendorf, IA 52722-350							
ACCOUNT NO.			Trade Debt		X		2,447.00
BusinessWire Attn: A/R 44 Montgomery St. #3900 San Fransico, CA 94104							
ACCOUNT NO.			Trade Debt		X		1,550.00
CableLink Solutions PO Box 10182 Murfreesboro, TN 37129							
ACCOUNT NO.			Trade Debt		X		209.81
CCH Inc. PO Box 4307 Carol Stream, IL 60197-4							

Sheet no. 2 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	47,365.14
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			deferred equity		X		53,042.00
Chai Chuan Chen #38 Ho Kun Taiping Village Lin-Ko Taipai, Taiwan							
ACCOUNT NO.			Sales refund		X		80,000.00
Changsheng Guo, PhD IgNex Inc. 3536 SW Texas Street Portland, OR 97219							
ACCOUNT NO.			Trade Debt		X		16,000.00
ClinReg Consulting Services, Inc 733 Bolsana Drive Laguna Beach, CA 92651							
ACCOUNT NO.			Trade Debt		X		3,082.30
Courtney Belsher 1283 San Paulo Circle Placentia, CA 92870							
ACCOUNT NO.			Trade Debt		X		10,000.00
Craig Collins 2100 Alafaya Trail Suite 600 Orlando, FL 32826							

Sheet no. 3 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	162,124.30
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.		Trade Debt		X		5,859.56
Daley & Mohan 150 Northe Wacker Drive Chicago, IL 60606						
ACCOUNT NO.		Monies advanced to company		X		32,009.00
Dan Valente 82 Cambridge St. Burlington, MA 01803						
ACCOUNT NO.		Trade Debt		X		786.13
Dept of Health & Human Services 5600 Fishers Lane Rockville, MD 20857						
ACCOUNT NO.		Trade Debt		X		126.49
Digi-Key Corporation-351929 PO Box 250 Thief River Falls, MN 56						
ACCOUNT NO.		Refund	X			155,000.00
Dr Brian Renelle Texas Eye & Laser 1872 Norwood Drive Hurst, TX 76054						

Sheet no. 4 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	193,781.18
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Refund	X			155,000.00
Dr Neatrou, MD Beach Eye Care 1201 First Colonial Road Virginia Beach, VA 23454							
ACCOUNT NO.			Refund	X			25,000.00
Dr Pamel, MD Manhattan Eye Ear & Throat Hospita 115 E 61st Street New York, NY 10021							
ACCOUNT NO.			Refund	X			5,000.00
Dr Richard S Kalski, MD 6161 Sunset Drive Suite B Miami, FL 33143							
ACCOUNT NO.			Refund	X			155,000.00
Dr Schwartz, DO Schwartz Laser Eye Center, PLLC 8416 E Shea Blvd Suite C-101 Scottsdale, AZ 85260							
ACCOUNT NO.			Refund	X			5,000.00
Dr. Bosem, MD 2300 N Commerce Pkwy Weston, FL 33326							

Sheet no. 5 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	345,000.00
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Refund		X		20,000.00
Dr. Livecchi, MD Eye Centers of Florida 4101 Evans Avenue Ft Meyers, FL 33901							
ACCOUNT NO.			Trade Debt		X		280.54
Earl K Wood, Tax Collector Orange County Tax Collect PO Box 2551 Orlando, FL 32802-2551							
ACCOUNT NO.			Wages		X		200,000.00
Edward Tobin 9 West 57th street 46th Floor New York, NY 10019							
ACCOUNT NO.			Trade Debt		X		500.00
Edward Tobin 9 West 57th street 46th Floor New York, NY 10019							
ACCOUNT NO.			Trade Debt		X		811.98
Efrin Gonzalez 24252 Juaneno Drive Mission Viajo, CA 92691							

Sheet no. 6 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	221,592.52
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		5,673.56
ESCRS 10 Hagan Court Lad Lane Dublin 2 Ireland							
ACCOUNT NO.			Trade Debt		X		22,735.00
Exhibitree 9700 Toledo Way Irvine, CA 92618							
ACCOUNT NO.			Trade Debt		X		1,512.45
Federal Express PO Box 1140 Memphis, TN 38101-1140							
ACCOUNT NO.			Trade Debt		X		558.25
Fisher Scientific Attn: 756586 PO Box 360153 Pittsburgh, PA 15250-615							
ACCOUNT NO.			Trade Debt		X		61.00
Fluke Electronics 7272 Collections Center D Chicago, IL 60693							

Sheet no. 7 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	30,540.26
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		10,569.63
Frenkel of California 725 S. Figueroa Street #2200 Los Angeles, CA 90017							
ACCOUNT NO.			Trade Debt		X		6,882.93
Gifford, Krass, Groh Sprinkle Anderson 2701 Troy Center Drive Suite 330 Troy, MI 48084							
ACCOUNT NO.			Legal services		X		90,049.00
Godfrey & Kahn 780 North Water Street Milwaukee, WI 53202-3590							
ACCOUNT NO.			Trade Debt		X		7,987.47
Godfrey & Kahn 780 N Water Street Milwaukee, WI 53202-35							
ACCOUNT NO.			Trade Debt		X		1,000.00
Handren Associates, Inc. 5818 Pr. Caroline Place Leesburg, FL 34748							

Sheet no. 8 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	116,489.03
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
 Debtor

Case No. _____
 (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		1,021.60
Hopping Green & Sams, PA PO Box 6526 Tallahassee, FL 32314							
ACCOUNT NO.			Deferred equity owed		X		53,042.00
Hsueh-Yueh Chang 8F, No. 7, Chung-Po North Rd Taipai, Taiwan							
ACCOUNT NO.			Trade Debt		X		23,119.61
Int'l Marketing & Consulting c/o Robert Freiberg 112 River View Drive Kalispell, MT 59901							
ACCOUNT NO.			Trade Debt		X		2,008.68
Jeffrey S Dawson, PA 5728 Major Blvd. Suite 610 orlando, FL 32819							
ACCOUNT NO.			Trade Debt		X		646.60
John Fisher 417 Palmtree Drive Bradenton, FL 34210							

Sheet no. 9 of 20 continuation sheets attached to Schedule of Creditors
 Holding Unsecured
 Nonpriority Claims

Subtotal >	\$	79,838.49
Total >	\$	

(Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable on the Statistical
 Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Royalties		X		35,967.00
JT Lin 730 Willow Run Lane Winter Springs, FL 32708							
ACCOUNT NO.			Trade Debt		X		1,492.25
Keith & Miller Cert. Court Reporters 100 N Stanton Suite 2000 El Paso, TX 79901							
ACCOUNT NO.			Trade Debt		X		1,535.00
Lares Research 295 Lockheed Avenue Chico, CA 95973							
ACCOUNT NO.			Trade Debt		X		5,040.86
Lauara Kolbe 256 Fairway Point Circle Orlando, FL 32828							
ACCOUNT NO.			Commissions		X		5,700.00
Lee Chow, PhD 8603 Butternut Blvd Orlando, FL 32817							

Sheet no. 10 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	49,735.11
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Refund	X			120,000.00
LightVision Technologies, Corp 5F#13 No.40-2 Sec.1 MingShang N. Rd. Kuei-Shan Yaoyuan, Taiwan, R.O.C.							
ACCOUNT NO.			Trade Debt		X		20,500.00
Louis P. Valente 82 Cambridge Street Burlington, MA 01803							
ACCOUNT NO.			Trade Debt		X		1,000.00
Maitland Realty Company PO Box 940605 Maitland, FL 32794-0605							
ACCOUNT NO.			Trade Debt		X		149,377.00
Mark E Murphy 506 Stephanie Court Lake Mary, FL 32746							
ACCOUNT NO.			Trade Debt		X		1,350.00
MCI / Verizon PO Box 96022 Charlotte, NC 28296-0022							

Sheet no. 11 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$ 292,227.00
Total >	\$

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		193,107.92
McKenna Long & Aldridge PO Box 116573 Atlanta, GA 30368							
ACCOUNT NO.			Trade Debt		X		1,200.00
Mediate First, Inc. 200 East Robinson Street #1200 Orlando, FL 32801							
ACCOUNT NO.			Trade Debt		X		1,621.15
Ming Yi Hwang 2100 Alafaya Trail Suite 600 Orlando, FL 32826							
ACCOUNT NO.			Wages		X		93,729.00
Ming Yi Hwang 2100 Alafaya Trail Suite 600 Orlando, FL 32826							
ACCOUNT NO.			Trade Debt		X		4,370.00
NAMSA PO Box 710970 Cincinnati, OH 45271-0970							

Sheet no. 12 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	>	\$	294,028.07
Total	>	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
 Debtor

Case No. _____
 (If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.				X		35,136.28
Nesenoff & Miltenberg LLP 363 Seventh Avenue Fifth Floor New York, NY 10001		Trade Debt				
ACCOUNT NO.				X		752.22
Netspoke PO Box 404625 Atlanta, GA 30384-4625		Trade Debt				
ACCOUNT NO.				X		350.78
Newark Electronics PO Box 94151 Palatine, IL 60094-4151		Trade Debt				
ACCOUNT NO.				X		1,250.00
Nick Mamalis, MD Moran Eye Center 50 North Medical Drive Salt Lake City, UT 84132		Trade Debt				
ACCOUNT NO.				X		500.00
Nick Pliam, MD Bay City Capital, LLC 750 Battery Street Suite 400 San Fransisco, CA 94111		Trade Debt				

Sheet no. 13 of 20 continuation sheets attached to Schedule of Creditors
 Holding Unsecured
 Nonpriority Claims

Subtotal >	\$	37,989.28
Total >	\$	

(Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable on the Statistical
 Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		4,500.00
NY Workers Comp Board Bureau of Compliance 100 Broadway Albany, NY 12241-0005							
ACCOUNT NO.			Trade Debt		X		8,900.00
Parks Tschopp Whitcomb & Orr, PA 2600 Maitland Center Pkwy Suite 330 Maitland, FL 32751							
ACCOUNT NO.			Trade Debt		X		3,363.31
Paul Hastings Janovsky & Walker 695 Town Center Drive 17th Floor Costa Mesa, CA 92614							
ACCOUNT NO.			Trade Debt		X		90,279.07
Payne & Fears, LLP 4 Park Plaza Suite 1100 Irvine, CA 92614							
ACCOUNT NO.			Trade Debt		X		8,545.00
PR Newswire GPO Box 5897 New York, NY 10087-5897							

Sheet no. 14 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	115,587.38
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		544.15
Practioners Publishing Company PO Box 71687 Chicago, IL 60694-1687							
ACCOUNT NO.			Trade Debt		X		59,500.00
Ramesh Shori 9501 Shoshone Avenue Northridge, CA 91325							
ACCOUNT NO.			Trade Debt		X		528.95
RIA PO Box 6159 Carol Stream, IL 60197							
ACCOUNT NO.			Director fees		X		9,500.00
Richard Ajayi, Ph.D 102 Arrowhead Court Winter Springs, FL 32792							
ACCOUNT NO.			Monies advanced to company		X		9,500.00
Richard Ajayi, Ph.D 102 Arrowhead Court Winter Springs, FL 32792							

Sheet no. 15 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	79,573.10
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBETOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Trade Debt		X		13,000.00
Richard L Brown & Co., PA PO Box 18545 Tampa, FL 33679-8545							
ACCOUNT NO.			Accrued vacation		X		2,942.00
Richard Reffner 723 N Bellamy Drive Quincy, FL 32351-1329							
ACCOUNT NO.			Trade Debt		X		21,817.97
Ripley Woodbury 1124 Main Street Irvine, CA 92614							
ACCOUNT NO.			Trade Debt		X		585.95
Rocky Mountain Instrument Co. 106 Laser Drive Bldg. 1 Lafayette, CO 80026							
ACCOUNT NO.			Trade Debt		X		18,500.00
Ronald Higgins 2100 Alafaya Trail Suite 600 Orlando, FL 32826							

Sheet no. 16 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	56,845.92
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.		Trade Debt		X		269.34
Shahua Hui 2100 Alafaya Trail Suite 600 Orlando, FL 32826						
ACCOUNT NO.		Wages		X		53,053.00
Shahua Hui 2100 Alafaya Trail Suite 600 Orlando, FL 32826						
ACCOUNT NO.		Trade Debt		X		412.85
Signature Stock Transfer, Inc. 2632 Coachlight Court Plano, TX 75093						
ACCOUNT NO.		Trade Debt		X		167.19
Southeastern Freight Lines PO Box 1691 Columbia, SC 29202						
ACCOUNT NO.		Seeking 250,000 common shares			X	unknown
Steve Huang 4212 Castlemain Lane Plano, TX 75093						

Sheet no. 17 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	53,902.38
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.		Trade Debt		X		32,500.00
Sylvia Norton, MD 475 Irving Avenue Suite 110 Syracuse, NY 13210						
ACCOUNT NO.		Trade Debt		X		92,250.00
The Business Law Group 919 Outer Road Suite A Orlando, FL 32814-6653						
ACCOUNT NO.		Trade Debt		X		3,200.00
The Daley Group, Inc. Owen Daley 4860 Tarragon Drive Oceanside, CA 92057						
ACCOUNT NO.		Trade Debt		X		16,600.50
Timothy J. Shea 189 Winding Oaks Lane Oviedo, FL 32765						
ACCOUNT NO.		Wages		X		212,398.00
Timothy J. Shea 189 Winding Oaks Lane Oviedo, FL 32765						

Sheet no. 18 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	356,948.50
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBATOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Wages		X		43,971.00
Tuan Tran 10049 Black Walnut Court Orlando, FL 32832							
ACCOUNT NO.			Trade Debt		X		689.60
UCF Library PO Box 162666 Orlando, FL 32816-2666							
ACCOUNT NO.			Trade Debt		X		15.10
UDT Instruments 8581 Aero Drive San Diego, CA 92123							
ACCOUNT NO.			Trade Debt		X		230.43
UPS 55 Glenlake Pkwy, NE Atlanta, GA 30328							
ACCOUNT NO.			Trade Debt		X		2,641.50
Vintage Filings, LLC 150 W. 46th Street New York, NY 10036							

Sheet no. 19 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal >	\$	47,547.63
Total >	\$	

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

In re SurgiLight, Inc.
Debtor

Case No. _____
(If known)

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER <i>(See instructions above.)</i>	CODEBTOR	HUSBAND, WIFE, JOINT OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.			Note		X		10,000.00
VIP, Inc. c/o Richard A. Ajayi, Ph. 102 Arrowhead Court Winter Springs, FL 32708							
ACCOUNT NO.			Trade Debt		X		32,175.96
Winthrop Couchot 660 Newport Center Drive Fourth Floor Newport Beach, CA 92660							

Sheet no. 20 of 20 continuation sheets attached to Schedule of Creditors
Holding Unsecured
Nonpriority Claims

Subtotal	>	\$	42,175.96
Total	>	\$	2,692,691.72

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable on the Statistical
Summary of Certain Liabilities and Related Data.)

ADP
PO Box 23487
Newark, NJ 07189

ADT Security Services
PO Box 371967
Pittsburgh, PA 15250-796

Alafaya Corporate Center
c/o First Capital Prop Gr
1516 E Hillcrest St
Suite 210
Orlando, FL 32803

Anaheim Precision Manuf.
341 W. Blueridge
Orange, CA 92865

Andrew Carpenter
285 Organza Place
Chuluota, FL 32766

Aspen Publishers, Inc.
A/R Department
PO Box 64054
Baltimore, MD 21264-4054

AT&T
PO Box 78522
Phoenix, AZ 85062-8522

Bellsouth
PO Box 70807
Charlotte, NC 28272-0807

Blaine Johnson
875 Royalwood Lane
Oviedo, FL 32765

British Standards Institute
PO Box 16206
London W4
4ZL
United Kingdom

Brown McCarroll, LLP
111 Congress Avenue
#1400
Austin, TX 78701-4043

Bryant Bureau
2435 Kimberly Road
Suite 110N
Bettendorf, IA 52722-350

BusinessWire
Attn: A/R
44 Montgomery St.
#3900
San Francisco, CA 94104

CableLink Solutions
PO Box 10182
Murfreesboro, TN 37129

CCH Inc.
PO Box 4307
Carol Stream, IL 60197-4

Chai Chuan Chen
#38 Ho Kun Taiping Village
Lin-Ko Taipei, Taiwan

Changsheng Guo, PhD
IgNex Inc.
3536 SW Texas Street
Portland, OR 97219

ClinReg Consulting Services, Inc
733 Bolsana Drive
Laguna Beach, CA 92651

Colette Cozean
21581 Midcrest Drive
Lake Forest, CA 92630

Courtney Belsher
1283 San Paulo Circle
Placentia, CA 92870

Craig Collins
2100 Alafaya Trail
Suite 600
Orlando, FL 32826

Daley & Mohan
150 Northe Wacker Drive
Chicago, IL 60606

Dan Valente
82 Cambridge St.
Burlington, MA 01803

Dept of Health & Human Services
5600 Fishers Lane
Rockville, MD 20857

Digi-Key Corporation-351929
PO Box 250
Thief River Falls, MN 56

Dr Brian Renelle
Texas Eye & Laser
1872 Norwood Drive
Hurst, TX 76054

Dr Neatrou, MD
Beach Eye Care
1201 First Colonial Road
Virginia Beach, VA 23454

Dr Pamel, MD
Manhattan Eye Ear & Throat Hospita
115 E 61st Street
New York, NY 10021

Dr Richard S Kalski, MD
6161 Sunset Drive
Suite B
Miami, FL 33143

Dr Schwartz, DO
Schwartz Laser Eye Center, PLLC
8416 E Shea Blvd
Suite C-101
Scottsdale, AZ 85260

Dr. Bosem, MD
2300 N Commerce Pkwy
Weston, FL 33326

Dr. Livecchi, MD
Eye Centers of Florida
4101 Evans Avenue
Ft Meyers, FL 33901

Earl K Wood, Tax Collector
Orange County Tax Collect
PO Box 2551
Orlando, FL 32802-2551

Edward Tobin
9 West 57th street
46th Floor
New York, NY 10019

Efrin Gonzalez
24252 Juaneno Drive
Mission Viajo, CA 92691

ESCRS
10 Hagan Court
Lad Lane
Dublin 2
Ireland

Exhibitree
9700 Toledo Way
Irvine, CA 92618

Federal Express
PO Box 1140
Memphis, TN 38101-1140

Fisher Scientific
Attn: 756586
PO Box 360153
Pittsburgh, PA 15250-615

Fluke Electronics
7272 Collections Center D
Chicago, IL 60693

Frenkel of California
725 S. Figueroa Street
#2200
Los Angeles, CA 90017

GEM SurgiLight Investors LLC
9 West 57th Street
46th Floor
New York, NY 10019

Gifford, Krass, Groh Sprinkle Ander
2701 Troy Center Drive
Suite 330
Troy, MI 48084

Godfrey & Kahn
780 N Water Street
Milwaukee, WI 53202-35

Godfrey & Kahn
780 North Water Street
Milwaukee, WI 53202-3590

Handren Associates, Inc.
5818 Pr. Caroline Place
Leesburg, FL 34748

Hopping Green & Sams, PA
PO Box 6526
Tallahassee, FL 32314

Hsueh-Yueh Chang
8F, No. 7, Chung-Po North Rd
Taipai, Taiwan

Nick Mamalis, MD
Moran Eye Center
50 North Medical Drive
Salt Lake City, UT 84132

Int'l Marketing & Consulting
c/o Robert Freiberg
112 River View Drive
Kalispell, MT 59901

Jeffrey S Dawson, PA
5728 Major Blvd.
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orlando, FL 32819

John Fisher
417 Palmtree Drive
Bradenton, FL 34210

JT Lin
730 Willow Run Lane
Winter Springs, FL 32708

Keith & Miller Cert. Court Reporter
100 N Stanton
Suite 2000
El Paso, TX 79901

Knobbe Martens Olsen & Bear, LLP
1901 Avenue of the Stars
Suite 1500
Los Angeles, CA 90067

Lares Research
295 Lockheed Avenue
Chico, CA 95973

Lauara Kolbe
256 Fairway Point Circle
Orlando, FL 32828

Lee Chow, PhD
8603 Butternut Blvd
Orlando, FL 32817

LightVision Technologies, Corp
5F#13 No.40-2 Sec.1
MingShang N. Rd. Kuei-Shan
Yaoyuan, Taiwan, R.O.C.

Louis P. Valente
82 Cambridge Street
Burlington, MA 01803

Maitland Realty Company
PO Box 940605
Maitland, FL 32794-0605

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Lake Mary, FL 32746

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Charlotte, NC 28296-0022

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Atlanta, GA 30368

Mediate First, Inc.
200 East Robinson Street
#1200
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Ming Yi Hwang
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Orlando, FL 32826

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363 Seventh Avenue
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Atlanta, GA 30384-4625

Newark Electronics
PO Box 94151
Palatine, IL 60094-4151

Nick Pliam, MD
Bay City Capital, LLC
750 Battery Street
Suite 400
San Fransisco, CA 94111

NY Workers Comp Board
Bureau of Compliance
100 Broadway
Albany, NY 12241-0005

Parks Tschopp Whitcomb & Orr, PA
2600 Maitland Center Pkwy
Suite 330
Maitland, FL 32751

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Janovsky & Walker
695 Town Center Drive
17th Floor
Costa Mesa, CA 92614

Payne & Fears, LLP
4 Park Plaza
Suite 1100
Irvine, CA 92614

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GPO Box 5897
New York, NY 10087-5897

Practitioners Publishing Company
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Chicago, IL 60694-1687

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102 Arrowhead Court
Winter Springs, FL 32792

Richard L Brown & Co., PA
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Tampa, FL 33679-8545

Richard Reffner
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Quincy, FL 32351-1329

Ripley Woodbury
1124 Main Street
Irvine, CA 92614

Rocky Mountain Instrument Co.
106 Laser Drive
Bldg. 1
Lafayette, CO 80026

Ronald Higgins
2100 Alafaya Trail
Suite 600
Orlando, FL 32826

Shahua Hui
2100 Alafaya Trail
Suite 600
Orlando, FL 32826

Signature Stock Transfer, Inc.
2632 Coachlight Court
Plano, TX 75093

Southeastern Freight Lines
PO Box 1691
Columbia, SC 29202

Steve Huang
4212 Castlemain Lane
Plano, TX 75093

Stuart Michelson
5680 South Lake Burkett L
Winter Park, FL 32792

Sylvia Norton, MD
475 Irving Avenue
Suite 110
Syracuse, NY 13210

The Business Law Group
919 Outer Road
Suite A
Orlando, FL 32814-6653

The Daley Group, Inc.
Owen Daley
4860 Tarragon Drive
Oceanside, CA 92057

Shahua Hui
2100 Alafaya Trail
Suite 600
Orlando, FL 32826

Timothy J. Shea
189 Winding Oaks Lane
Oviedo, FL 32765

Tuan Tran
10049 Black Walnut Court
Orlando, FL 32832

UCF Library
PO Box 162666
Orlando, FL 32816-2666

UDT Instruments
8581 Aero Drive
San Diego, CA 92123

UPS
55 Glenlake Pkwy, NE
Atlanta, GA 30328

Vintage Filings, LLC
150 W. 46th Street
New York, NY 10036

VIP, Inc.
c/o Richard A. Ajayi, Ph.
102 Arrowhead Court
Winter Springs, FL 32708

Winthrop Couchot
660 Newport Center Drive
Fourth Floor
Newport Beach, CA 92660

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK
MANHATTAN DIVISION

In re: SurgiLight, Inc.
Debtor

Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of **12** sheet(s) is complete, correct and consistent with the debtor's schedules pursuant to Local Bankruptcy Rules and I/we assume all responsibility for errors and omissions.

Dated: 10/1/2008

Signed: s/ Edward J. Tobin
Edward J. Tobin

Signed: s/Douglas T. Tabachnik
Douglas T. Tabachnik
Attorney for Debtor(s)
Bar no.: **DT 6337**
Law Offices of Douglas T. Tabachnik, PC
63 West Main Street
Suite C
Telephone No.: **(732) 780-2760**
Fax No.: **(732) 780-2761**
E-mail address: **dtabachnik@dttlaw.**