

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

In re Fearless Music Inc.

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>
American Express PO Box 2855 New York, NY 10116-2855	American Express PO Box 2855 New York, NY 10116-2855	Credit Card		26,000.00
Chase Business Credit Card P.O. Box 9001022 Louisville, KY 40290-1022	Chase Business Credit Card P.O. Box 9001022 Louisville, KY 40290-1022	Credit Card		2,000.00
Chase Business Line of Credit P.O. Box 9001022 Louisville, KY 40290-1022	Chase Business Line of Credit P.O. Box 9001022 Louisville, KY 40290-1022	Credit Line		51,000.00
CitBank Business Checking Plus Broadway & 86th St 2350 Broadway New York, NY 10024	CitBank Business Checking Plus Broadway & 86th St 2350 Broadway New York, NY 10024	Credit Line		30,000.00
Newmark Knight Frank Realty 520 Eighth Avenue New York, NY 10018	Newmark Knight Frank Realty 520 Eighth Avenue New York, NY 10018	Rent	Contingent Unliquidated Disputed	70,000.00

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <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>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>

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

I, the 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 December 1, 2008

Signature /s/ Jamie Lamm
Jamie Lamm
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.

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VERIFICATION OF CREDITOR MATRIX

I, the 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: December 1, 2008

/s/ Jamie Lamm
Jamie Lamm/President
Signer/Title

AMERICAN EXPRESS
PO BOX 2855
NEW YORK, NY 10116-2855

CHASE BUSINESS CREDIT CARD
P.O. BOX 9001022
LOUISVILLE, KY 40290-1022

CHASE BUSINESS LINE OF CREDIT
P.O. BOX 9001022
LOUISVILLE, KY 40290-1022

CITIBANK BUSINESS CHECKING PLUS
BROADWAY & 86TH ST
2350 BROADWAY
NEW YORK, NY 10024

NEWMARK KNIGHT FRANK REALTY
520 EIGHTH AVENUE
NEW YORK, NY 10018

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STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Jamie Lamm, declare under penalty of perjury that I am the President and sole shareholder of Fearless Music Inc., and that the following is a true and correct copy of the resolutions adopted by the sole shareholder of said corporation at a special meeting duly called and held on the 26th day of November, 2008.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Jamie Lamm, President of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that Jamie Lamm, President of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that Jamie Lamm, President of this Corporation is authorized and directed to employ Gabriel Del Virginia, Esq. (GDV-4951), attorney and the law firm of LAW OFFICES OF GABRIEL DEL VIRGINIA to represent the corporation in such bankruptcy case."

Date December 1, 2008

Signed /s/ Jamie Lamm

Jamie Lamm

Resolution of Sole Shareholder
of
Fearless Music Inc.

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that *Jamie Lamm, President* of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that *Jamie Lamm, President* of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that *Jamie Lamm, President* of this Corporation is authorized and directed to employ *Gabriel Del Virginia, Esq. (GDV-4951)*, attorney and the law firm of *LAW OFFICES OF GABRIEL DEL VIRGINIA* to represent the corporation in such bankruptcy case.

Date 12/1/08

Signed /s/ *Jamie Lamm*

Date _____

Signed _____