

B1 (Official Form 1)(12/11)

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

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Atrinsic, 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) 06-1390025	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. and Street, City, and State): 469 Seventh Avenue, 10th Floor New York, NY	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 10018	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):

<p>Type of Debtor (Form of Organization) (Check one box)</p> <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.)	<p>Nature of Business (Check one box)</p> <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	<p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <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
<p>Chapter 15 Debtors</p> Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	<p>Tax-Exempt Entity (Check box, if applicable)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p>Nature of Debts (Check one box)</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." <input checked="" type="checkbox"/> Debts are primarily business debts.

<p>Filing Fee (Check one box)</p> <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.	<p>Chapter 11 Debtors</p> 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 \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). 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).
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Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<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
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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 type="checkbox"/> \$500,001 to \$1 million	<input checked="" 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
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Estimated Liabilities

<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input 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 checked="" 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
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THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Atrinsic, 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> <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.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align:center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>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).</p> <p><input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)</p>		
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.)			
_____ (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)).			

Voluntary Petition

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

Name of Debtor(s):

Atrinsic, 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 _____
Signature of Debtor

X _____
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 11 U.S.C. §1515 are attached.

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

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Jonathan S. Pasternak
Signature of Attorney for Debtor(s)

Jonathan S. Pasternak
Printed Name of Attorney for Debtor(s)

Rattet Pasternak, LLP
Firm Name

550 Mamaroneck Avenue
Suite 510
Harrison, NY 10528

Address

(914) 381-7400 Fax: (914) 381-7406
Telephone Number

June 14, 2012
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 Bankruptcy 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.

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 _____
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 additional sheets conforming to the appropriate official form for each person.

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

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

X /s/ Sebastian Giordano
Signature of Authorized Individual

Sebastian Giordano
Printed Name of Authorized Individual

Chief Restructuring Officer
Title of Authorized Individual

June 14, 2012
Date

B 1A (Official Form 1, Exhibit A) (9/97)

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

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

In re Atrinsic, Inc. Debtor(s) Case No. _____ Chapter 11

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 001-12555.

2. The following financial data is the latest available information and refers to the debtor's condition on June 11, 2012.

a. Total assets		\$	<u>5,342,665.00</u>	
b. Total debts (including debts listed in 2.c., below)		\$	<u>13,678,118.00</u>	
c. Debt securities held by more than 500 holders:				Approximate number of holders:
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>		\$	<u>0.00</u>	<u>0</u>
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>		\$	<u>0.00</u>	<u>0</u>
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>		\$	<u>0.00</u>	<u>0</u>
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>		\$	<u>0.00</u>	<u>0</u>
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>		\$	<u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock			<u>0</u>	<u>0</u>
e. Number of shares common stock			<u>100,000,000</u>	<u>6,470+</u>

Comments, if any:

3. Brief description of Debtor's business:
Full Service Marketing and Advertising Agency

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:
NONE

B4 (Official Form 4) (12/07)

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

In re Atrinsic, 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) <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>
Google, Inc. Dept. No. 33654 PO Box 39000 San Francisco, CA 94139	Google, Inc. Dept. No. 33654 PO Box 39000 San Francisco, CA 94139			4,767,703.00
Brilliant Digital Entertainment, Inc. 12711 Ventura Blvd., Ste 210 Studio City, CA 91604	Brilliant Digital Entertainment, Inc. 12711 Ventura Blvd., Ste 210 Studio City, CA 91604		Unliquidated	3,000,000.00
Yahoo! Inc. PO Box 89-4147 Los Angeles, CA 90189-4147	Yahoo! Inc. PO Box 89-4147 Los Angeles, CA 90189-4147			1,028,999.00
Rector 469 LLC c/o Williams Real Estate Co. 380 Madison Avenue New York, NY 10017	Rector 469 LLC c/o Williams Real Estate Co. 380 Madison Avenue New York, NY 10017			560,003.00
Internap Network Services Dept. 0526 PO Box 120526 Dallas, TX 75312	Internap Network Services Dept. 0526 PO Box 120526 Dallas, TX 75312			518,103.00
Liballo Investment Limited Pasea Estate Road Town, Tortola	Liballo Investment Limited Pasea Estate Road Town, Tortola			467,173.00
Kamran Hakim 3 West 57th Street, 7th Floor New York, NY 10019	Kamran Hakim 3 West 57th Street, 7th Floor New York, NY 10019			233,586.00
AYM Aggressive Value Fund 39 Broadway, Suite 1830 New York, NY 10006	AYM Aggressive Value Fund 39 Broadway, Suite 1830 New York, NY 10006			121,639.00
American Express P.O. BOX 1270 Newark, NJ 07101-1270	American Express P.O. BOX 1270 Newark, NJ 07101-1270			83,137.00
Air Arena 100 New S. Head Road, Level 3 Edgecliff NSW 2027, Australia	Air Arena 100 New S. Head Road, Level 3 Edgecliff NSW 2027, Australia			77,143.00

B4 (Official Form 4) (12/07) - Cont.

In re Atrinsic, Inc.

Case No. _____

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>
Medianet 1697 Broadway, 10th Floor New York, NY 10019	Medianet 1697 Broadway, 10th Floor New York, NY 10019			65,000.00
Unicorn Media, Inc 42 West 5th Street Tempe, AZ 85281	Unicorn Media, Inc 42 West 5th Street Tempe, AZ 85281			64,925.00
ValueScope, Inc. 603 S. Main Street, 2nd Floor Grapevine, TX 76051	ValueScope, Inc. 603 S. Main Street, 2nd Floor Grapevine, TX 76051			51,922.00
eCigarettes 365 Gerhard Engel 1051 Queen Anne Place Los Angeles, CA 90019	eCigarettes 365 Gerhard Engel 1051 Queen Anne Place Los Angeles, CA 90019			30,144.00
Longley Marketing 1705 Leestown Road Apt. 605 Lexington, KY 40511	Longley Marketing 1705 Leestown Road Apt. 605 Lexington, KY 40511			27,324.00
Music Reports, Inc. 21122 Erwin Street Woodland Hills, CA 91367	Music Reports, Inc. 21122 Erwin Street Woodland Hills, CA 91367			22,500.00
Conductor, Inc. 230 Park Avenue South 12th Floor New York, NY 10003	Conductor, Inc. 230 Park Avenue South 12th Floor New York, NY 10003			20,158.00
Direct Response Technologies 730 Holiday Drive Foster Plaza Building 8 Pittsburgh, PA 15220	Direct Response Technologies 730 Holiday Drive Foster Plaza Building 8 Pittsburgh, PA 15220			20,000.00
Lewis Holdings 64 Homestead Drive Dallas, PA 18612	Lewis Holdings 64 Homestead Drive Dallas, PA 18612			19,664.00
Kenshoo Inc. 116 New Montgomery Street Suite 900 San Francisco, CA 94105	Kenshoo Inc. 116 New Montgomery Street Suite 900 San Francisco, CA 94105			18,500.00

B4 (Official Form 4) (12/07) - Cont.

In re Atrinsic, Inc.
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 Chief Restructuring Officer 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 June 14, 2012

Signature /s/ Sebastian Giordano
Sebastian Giordano
Chief Restructuring Officer

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 Atrinsic, Inc.
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
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**SEE ATTACHED LIST
- Schedule "A" to be provided**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Restructuring Officer 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 June 14, 2012

Signature /s/ Sebastian Giordano
Sebastian Giordano
Chief Restructuring Officer

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

*** LIST OF SHAREHOLDERS ***

COMPANY: 16786

ATRINSIC INC (NEW)

Shareholder Name	Shares	Value	Company Name	Value	Company Name	Value
0000010080 JONATHAN MARTIN AMES 427 CEDAR DR CORTLAND, OH 44410-1321	31	454,841	0000010002 AST EXCHANGE AGENT #15772 ATRINSIC INC 6201 15TH AVENUE BROOKLYN, NY 11219-5411	3,246	0000010004 AST EXCHANGE AGENT #15766 NEW MOTION INC 6201 15TH AVENUE BROOKLYN, NY 11219-5411	759
0000010085 SID BANON 150 EAST 69TH ST NEW YORK, NY 10021-5704	49	4,166	0000010022 RANDALL BERNSOHN 434 GREENWICH ST #2B NEW YORK, NY 10013-2044	937	0000010071 BRILLIANT DIGITAL ENTERTAINMENT INC 12711 VENTURA BLVD SUITE 210 STUDIO CITY, CA 91604-2434	1,040,357
0000010016 LAWRENCE BURSTEIN UNITY VENTURE CAPITAL 1270 AVENUE OF THE AMERICAS NEW YORK NY 10020	3,508	2,100	0000010038 JASON CAVALIER 2801 TOWNSGATE ROAD #350 WESTLAKE VILLAGE, CA 91361-5838	97,652,324*	0000010034 JEROME CHAZEN C/O CHAZEN CAPITAL PARTNERS LLC 150 EAST 58TH STREET 27TH FLOOR NEW YORK, NY 10155-0002	13,110
0000010057 JAMES K CHUN 2114 S BERETANIA ST APT B HONOLULU, HI 96826-1404	16	8,450	0000010118 CIK HOLDINGS INC 1 WESTMOUNT SQUARE SUITE 1105 WESTMOUNT QUEBEC H3Z 2P9	1,250	0000010084 EVERETT DENNING 218 BRIARCLIFF LN CARY, NC 27511-3901	338
0000010087 MARK DIFRANCO & DENISE L DIFRANCO JT TEN 109 CENTRAL PIKE FOSTER, RI 02825-1483	67	25	0000010054 SATISH DUA & SUREEL DUA JT TEN 70 BLEUBIRD LANE PLAINVIEW, NY 11803-6332	4	0000010058 FRANK FARRELL CUST KALEB B FARRELL UN CT UNIF TRAN MIN ACT 287 DEVONSHIRE LANE ORANGE PARK, FL 32073-4242	25

*** LIST OF SHAREHOLDERS ***

COMPANY: 16786

ATRINSIC INC (NEW)

0000010059	25	0000010060	25	0000010061	25	0000010062	59
FRANK FARRELL CUST JONATHAN LONGCOY UN CT UNIF TRAN MIN ACT 287 DEVONSHIRE LANE ORANGE PARK COUNTRY CLUB ORANGE PARK FL 32073		FRANK FARRELL CUST THOMAS LONGCOY UN CT UNIF TRAN MIN ACT 287 DEVONSHIRE LANE ORANGE PARK COUNTRY CLUB ORANGE PARK FL 32073		FRANK FARRELL CUST KATIE LONGCOY UN CT UNIF TRAN MIN ACT 287 DEVONSHIRE LAND ORANGE PARK COUNTRY CLUB ORANGE PARK FL 32073		FRANCIS J FARRELL & JANET S FARRELL JOINT TENANTS 287 DEVONSHIRE LANE ORANGE PARK COUNTRY CLUB ORANGE PARK FL 32073	
0000010006	4,166	0000010077	38	0000010106	84	0000010105	42
STEVE FETNER C/O BERNSOHN & FETNER 652 WEST 51ST ST NEW YORK NY 10019		FREDERICK C FISHER JR 311 PARK AVENUE TRONTON, OH 45638-1525		WELDON E FOGLE BOX 10027 KILLEEN, TX 76547-0027		MOIRA S FORBES 60 FIFTH AVENUE NEW YORK, NY 10011-8868	
0000010028	1,875	0000010029	1,875	0000010025	8,333	0000010072	67
CHRISTOPHER GRAHAM 330 FOURTH STREET APT 2A JERSEY CITY, NJ 07302-2559		JEFFREY GREENSPAN 247 EAST 28TH STREET APT 6H NEW YORK, NY 10016-8509		GERARD GUEZ TTEE U/A DTD 4/15/05 GUEZ FAMILY TRUST 992 NORTH ALPINE DRIVE BEVERLY HILLS, CA 90210-2931		LAURENCE L HARTER & JOYCE F HARTER JT TEN 106 SAKONNET TRAIL PINEHURST, NC 28374-6802	
0000010101	2,500	0000010109	1,875	0000010040	25	0000010066	84
HELIOS INVESTMENT PARTNERS LLC 21015 CACTUS CLIFF SAN ANTONIO, TX 78258-7415		AMY JOHNSON 30 WATERSIDE PLAZA APT 13A NEW YORK, NY 10010-2644		SAMUEL KLEIN TTEE U/A DTD 03/09/94 FBO SAMUEL KLEIN REV TRUST 3940 INVERRARY BLVD, APT# A-104 LAUDERHILL, FL 33319-4374		CHARLES EDGAR LOWE BOX 69 PIKEVILLE, KY 41502-0069	
0000010045	16	0000010082	16	0000010110	938	0000010021	684,590
JEFF J MANKOWSKI 7105 CORNELIA DR EDINA, MN 55435-4138		WILLIAM MERLO 4060 VENTURA AVE MIAMI, FL 33133-6333		SAMANTHA MORRIS 305 WHITEVIEW ROAD WYNANTSILL, NY 12198-8029		MPLC HOLDINGS LLC 15260 VENTURA BLVD - 20TH FL SHERMAN OAKS, CA 91403-5307	

*** LIST OF SHAREHOLDERS ***

COMPANY: 16786

ATRINSIC INC (NEW)

0000010114	25	0000010065	75	0000010046	33	0000010037	169
TODD MUELLER & NANCY D MULLER JT TEN 21425 MEADOWLARK CT KILDEER, IL 60047-7215		CHARLES PETERSON 12755 FOLSOM BOULEVARD FOLSOM, CA 95630-8097		TIM PUGSLEY 2704 N VAGEDES FRESNO, CA 93705-4647		JOHN P QUINN & ALICE M QUINN JT TEN 31 TARRING ST STATEN ISLAND, NY 10306-4026	
0000010056	25	0000010027	1,875	0000010117	169	0000010070	7,500
JEAN REYNOLDS 33 CORN TASSLE ROAD DANBURY, CT 06811-3208		DAVID RIFKIN 425 WEST 23RD STREET APT 17D NEW YORK, NY 10011-1431		THE BETTINA RUFFOLO TRUST DATED 3/31/2004 BETTINA RUFFOLO TRUSTEE PO BOX 1367 NORTH RIVERSIDE, IL 60546-0767		SAE HEALTH VENTURES LLC C/O HAWTHORNE HEALTH PARTNERS 4550 LENA DRIVE 3RD FLOOR MECHANICSBURG, PA 17055-4920	
0000010010	25	0000010073	33	0000010099	10,416	0000010113	50,000
ANDREW SANDLER 8 SADDLE RIDGE RD OLD WESTBURY, NY 11568-1150		ROLAND L SCHWOEPPE LAVERNE F SCHWOEPPE JT TEN 6052 EVERGREEN LN VILLA RIDGE, MO 63089-1603		SHADOW CAPITAL LLC 3601 S W 29TH ST TOPEKA, KS 66614-2078		SHOPIT INC 3400 AIRPORT AVE BUILDING D SANTA MONICA, CA 90405-6132	
0000010051	4,166	0000010008	8,500	0000010053	25	0000010055	8
WENDY SILVERSTEIN 42 CORPORATE PARK #250 IRVINE, CA 92606-3116		WILLIAM A SOLEMENE 4400 WILLIAMSBURG ROAD DALLAS, TX 75220-2059		RALPH SPENGLER 59 VAIL DRIVE NEWTON, NJ 07860-6334		THEODORE G STRONG 507 MAPLE ST ROSETO, PA 18013-1405	
0000010103	1,875	0000010067	67	0000010086	2,451	0000010049	84
ROSALIE SUTHERLAND 30 WATERSIDE PLAZA APT 13A NEW YORK, NY 10010-2644		JULIUS R TARESHAWTY & ROSEMARY F TARESHAWTY JT TEN 7255 GLENDALE AVE YOUNGSTOWN, OH 44512-4854		HAROLD THAU 0536 MEADOWOOD DRIVE ASPEN, CO 81611-3318		JAMES K THOMPSON & BETTY A THOMPSON JT TEN 1721 CLAREMONT CT PETALUMA, CA 94954-3604	

*** LIST OF SHAREHOLDERS ***

COMPANY: 16786

ATRINSIC INC (NEW)

0000010011

16,052

0000010024

4,166

JAY WOLF
981 LINDA FLORA DRIVE
LOS ANGELES, CA 90049-1630

JAY A WOLF
2121 AVE OF THE STARS #1650
LOS ANGELES, CA 90067-5055

*** LIST OF SHAREHOLDERS ***

COMPANY: 16786

ATRINSIC INC (NEW)

TOTAL NUMBER OF SHARES SELECTED : 100,000,000.000

TOTAL NUMBER OF ACCOUNTS SELECTED: 62

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

In re Atrinsic, Inc. Debtor(s) Case No. _____
Chapter 11

VERIFICATION OF CREDITOR MATRIX

I, the Chief Restructuring Officer 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: June 14, 2012

/s/ Sebastian Giordano
Sebastian Giordano/Chief Restructuring Officer
Signer/Title

3Z CANADA
PO BOX 57011
POSTAL STATION A
TORONTO, ONARIO M5W 5M5 CANADA

805TECH.COM IT SERVICES
20134 LEADWELL STREET
#243
CANOGA PARK, CA 91306

AARON C. BAKER
64 HOMESTEAD DRIVE
DALLAS, PA 18612

AARON HARRIS
2646 ROSELAND
EAST LANSING, MI 48823

ACT TELECONFERENCING SERVICE,
PO BOX 975312
DALLAS, TX 75397-5312

ADAM WAGNER
16 MAGNOLIA DRIVE
RYE BROOK, NY 10573

ADAM WEINSTEIN
617 PADDOCK ROAD
HAVERTOWN, PA 19083

ADKNOWLEDGE
4600 MADISON 10TH FLR
KANSAS CITY, MO 64112

ADLISTING LLC
PO BOX 1523
OWASSO, OK 74055

ADVENTURE MARKETING
PO BOX 16232
BOISE, ID 83715

AEROSHARC PUBLISHING
3879 E/ 120TH AVE., STE 321
DENVER, CO 80233

AFFILIATE TREASURE GROUP, LLC
53 SANTA ANA AVE
LONG BEACH, CA 90803

AIR ARENA
100 NEW S. HEAD ROAD, LEVEL 3
EDGECLIFF NSW 2027, AUSTRALIA

AIR STREAM AIR CONDITIONING CO
245 NEWTOWN ROAD, STE. 305
PLAINVIEW, NY 11803

ALAIN POIRIER
81 SAFFRON DRIVE
IRISHTOWN, NB E1H 2P1
CANADA

ALEX MILLER
FLAT 74,
25 GRESSE STREET
LONDON W1T 1QP, UK

ALLSTREAM CORP.
PO BOX 333
STATION M
TORONTO, ONTARIO M6S 4W9 CANAD

AMANDA COLEMAN
438 WEST 29TH STREET, APT. 3C
NEW YORK, NY 10019

AMDOCS OPENMARKET, INC.
PO BOX 915267
DALLAS, TX 75391-5267

AMERICAN EXPRESS
P.O. BOX 1270
NEWARK, NJ 07101-1270

AMERICAN STOCK TRANSFER & TRUST
OPERATIONS CENTER
6201 15TH AVENUE
BROOKLYN, NY 11219

AMIRIVENTURES
38083 VISTA LAKE WAY
NORTH RIDGEVILLE, OH 44039

AMPED MEDIA INC.
4800 DAIRY RD., 103
MELBOURNE, FL 32904

AMY JOHNSON
30 WATERSIDE PLAZA, APT. 13A
NEW YORK, NY 10010

ANDREA VALERI
14781 MEMORIAL DR.
STE 1426
HOUSTON, TX 77079

ANTHONY D'ELIA
31 MEADOW ROAD
KINGS PARK, NY 11754

ARIEL PEREZ
AKOVOR.COM
12883 SW 150 TERR.
MIAMI, FL 33186

ARSITOL INTERNATIONAL, INC.
205 PENNSYLVANIA AVENUE
WASHINGTON, DC 20003

ART BY MICHELLE
298 WINTHROP DR.
SPRING HILL, FL 34609

ASHLEY HAMILTON
266 ROCKAWAY TURNPIKE
CEDARHURST, NY 11516

AT & T MOBILITY
P.O. BOX 6463
CAROL STREAM, IL 60197-6463

ATLANTIC OPTIMIZE, INC.
ATTN: ERIC HERSKOWITZ
510 PACIFIC GROVE DRIVE UNIT 4
WEST PALM BEACH, FL 33401

AYM AGGRESSIVE VALUE FUND
39 BROADWAY, SUITE 1830
NEW YORK, NY 10006

BECHER DELLA TORRE GITTO & CO.
76 NORTH WALNUT STREET
RIDGWOOD, NJ 07450

BELCARO GROUP
7100 E. BELLEVIEW AVE.
SUITE 208
GREENWOOD VILLAGE, CO 80111

BELIEFNET
115 EAST 23RD STREET
SUITE 300
NEW YORK, NY 10010

BETTER RANKINGS LLC
1600 BEN LOMOND DR.
GLENDALE, CA 91202

BLANK MARKETING
396 WASHINGTON STREET
SUITE 206
WALTHAM, MA 02451

BOBS COOL AIR INC.
PO BOX 25067
MONCTON, NB E1C 9M9
CANADA

BRILLIANT DIGITAL ENTERTAINMEN
ALTENT, INC.
12711 VENTURA BLVD., STE 210
STUDIO CITY, CA 91604

BROADSPRING
10 CORPORATE PARK
SUITE 315
IRVINE, CA 92612

BROKERSWEB, INC.
62503 COLLECTION CENTER DRIVE
CHICAGO, IL 60696

BRYAN DAVIS

BUDGET CENTER INC.
776 VALLEY RISE DR.
HENDERSON, NV 89052

BUSINESS WIRE, INC.
DEPT. 34182
PO BOX 39000
SAN FRANCISCO, CA 94139

CAPRIOUS MARKETING, LLC
2126 MULBERRY LANE
LITHONIA, GA 30058

CASEY FITE
FITE BANK COMPUTER SOLUTIONS
607 WEST RICE STREET
LANDIS, NC 28088

CHAMPION EXPOSITION SERVICES
139 CAMPANELLI DRIVE
MIDDLEBORO, MA 02346

CHANARDATH MANIE

CHATEAU SPRING WATER INC.
1519 CH ST. CHARLES NORD
ST. CHARLES, NB E4W 4S5
CANADA

CHINA TRIPS & TOURS
11872 VENTURA BLVD #425
CONCORD, CA 94524

CHRISTIAN MUDGETT
111 EAST 7TH STREET, APT. 24
NEW YORK, NY 10009

CHRISTOPHER T. GRAHAM
330 FOURTH STREET, APT. 2A
JERSEY CITY, NJ 07302

CIGREVIEWS.COM
ATTN: MARK WUNDER
4618 STAUNTON STREET
HOUSTON, TX 77027

CIT TECHNOLOGY
FINANCING SERVICES
21146 NETWORK PLACE
CHICAGO, IL 60673

CITY OF DIEPPE
333 AV. ACADIE AVE.
DIEPPE, NB E1A 1G9
CANADA

CLAUDIA DE COUX
167 PERRY STREET, APT. 6-N
NEW YORK, NY 10014

COLUMBIA OMNI CORP.
14 WEST 33RD STREET
NEW YORK, NY 10001

COMCETERA LTD.

CONDUCTOR, INC.
230 PARK AVENUE SOUTH
12TH FLOOR
NEW YORK, NY 10003

COUPON CABIN, INC.
21 W. ILLINOIS
CHICAGO, IL 60654

COUPON REFUND
ADDY ZUBAIRY
4648 HAVILAND COURT
NAPERVILLE, IL 60564

CRUISECOMPETE, LLC
3314 SW 33RD STREET
DES MOINES, IA 50321

CT CORP
PO BOX 4349
CAROL STREAM, IL 60197-4349

D+ LTD.
ATTN: DEJAN COROVIC
2ND FLR, 1 THE BROADWAY
FRIERN BARNET, LONDON, N11 3DT, UK

D+ LTD.
ATTN: DEJAN COROVIC
2ND FLR, 1 THE BROADWAY
FRIERN BARNET, LONDON N11 3DT, UK

DALE COLEAN
902 JACKSON WAY
FORT PIERCE, FL 34949

DANIEL OXNER
1293 ITALY CROSS RD.
CROUSETOWN, NS B4V 6R5
CANADA

DANIEL RENFRO
306 WESTWOOD CT.
VERSAILLES, KY 40383

DANIEL SCHONFELD
3 BRADLEY DRIVE
NEW CITY, NY 10956

DAVID R. RIFKIN
425 WEST 23RD STREET, APT. 17D
NEW YORK, NY 10011

DENNIS MCINERNEY
11739 NE SUMNER ST.
STE KDJ-000178

DESIGN AND MARKETING DM S.A.
DE PLAZA MUNDO
500 NORESTE, COND KABILIA3
SAN JOSE

DINA HELLERSTEIN
321 S. CAMDEN DRIVE
BEVERLY HILLS, CA 90212

DIRECT RESPONSE TECHNOLOGIES
730 HOLIDAY DRIVE
FOSTER PLAZA BUILDING 8
PITTSBURGH, PA 15220

DKWEBSITES LLC
518 W CAMPBELL STREET
EDINBURGH, IN 46124

DO WORK MARKETING
ATTN: DAVID TROOP
1120 E. KENNEDY BLVD.
TAMPA, FL 33620

DONOHUE ADVISORY SERVICES, LLC
9901 BELWARD CAMPUS DRIVE
STE 175
ROCKVILLE, MD 20805

DUBRAVKA BACINO
CALLE DEL CADI 5
GELIDA 8790
SPAIN

DUSTIN FREEBORN
9486 W. NICHOLS PLACE
LITTLETON, CO 80128

E MURO
849 W. PACIFIC COAST HWY
155
WILMINGTON, CA 90744

E-MILES, INC.
5800 TENNYSON PARKWAY,
STE. 600
PLANO, TX 75024

EAGEL WEB ASSETS, INC.
207 WILLOW PARKWAY
BUFFALO GROVE, IL 60089

E BRAND STORES
ATTN: ROB HABER
PO BOX 459
BIRMINGHAM, MI 48009

ECI
791 TROY SCHENECTADY RD.
LATHAM, NY 12110

ECIG HQ
ATTN: RICKY PARKER
4037 N. OLYMPIC CIRCLE
MESA, AZ 85215

ECIGARETTES 365
GERHARD ENGEL
1051 QUEEN ANNE PLACE
LOS ANGELES, CA 90019

ED DANIELS SEO
8402 VICTORY STREET
ROWLETT, TX 75089

ELECTRONIC INFO. SERVICES, INC
ATTNL JENNIFER CLEMENT
22050 FLOWER DR.
BOCA RATON, FL 33428

ELI ROHLF
2009 N. MCALLISTER AVENUE
TEMPE, AZ 85281

EMIL AXELSSON
GERSNASGATAN 13
KATRINEHOLM 64146
SWEDEN

EMILY PARRIS
UNIT 4 350 SE MARINE DR.
SUITE 463
VANCOUVER, BC V5X 2S5 CANADA

ENJ VENTURES
2885 SANDORD AVE., SW #15478
GRAND HAVEN, MI 49417

ENTECH NETWORK SOLUTIONS, LLC
2801 NW 112TH AVENUE
CORAL SPRINGS, FL 33065

EQUITE, LLC
3651 POLK STREET NE
MINNEAPOLIS, MN 55418

ERIC J STONEKING
522 PENNSYLVANIA AVE.
BRIDGEPORT, WV 26330

EXHIBITCRAFT, INC.
22 RIVERVIEW DRIVE
WAYNE, NJ 07470

EXPERIAN
DEPARTMENT 1971
CA 90888

FARBOD ASSEFNIA
3480 SPRING CREEK DR.
SANTA ROSA, CA 95405

FEDER KOSZOVITZ ICAACSON ET AL
845 THIRD AVENUE
NEW YORK, NY 10022-1200

FEDEX
PO BOX 371461
PITTSBURGH, PA 15250-7461

FORCE LTD
13 GREEN STREET
LIVERPOOL
L18 3ER UK

FRANCHISE TAX BOARD
PO BOX 942857
SACRAMENTO, CA 94257-0531

FRANK VALVANO
1438 SCHOLARSHIP
IRVINE, CA 92612

FRASER LINKLETER
11 WYATT PARK MANSIONS
STREATHAM HILL
LONDON, SW2 4RN, UK

GABRIEL RICHARD
58 TRACADIE DR.
DIEPPE, NB E1A 8P2
CANADA

GARY ROONEY
9 ROSEDALE
TYRCONNELL STREET
INCHICORE, DUBLIN IRELAND

GENGA & ASSOCIATES, P.C.
15260 VENTURA BLVD.
SUITE 1810
SHERMAN OAKS, CA 91403

GET ME ON MEDIA
15260 VENTURA BLVD.
SHERMAN OAKS, CA 91403

GOOGLE, INC.
DEPT. NO. 33654
PO BOX 39000
SAN FRANCISCO, CA 94139

GRAPHICBOMB
13903 25TH PL. W
LYNNWOOD, WA 98087

GUM TREE ONLINE
SUITE V20, 9 CROFTS AVE
HURSTVILLE NSW 2220
AUSTRALIA

GURU OF INFO
ATTN: TERRY BRAZIL
1523 E. 4TH AVE
SAULT SAINTE MARIE, MI 49783

HANOVER MEDIA LLC
2885 SANFORD AVE SW #15478
GRANDVILLE, MI 49418

HILTON NEW YORK ELECTRICAL SER
1335 AVE OF THE AMERICAS
NEW YORK, NY 10019

HUDSON BAY MASTER FUND LTD.
120 BROADWAY, 40TH FLOOR
NEW YORK, NY 10022

ILOOP MOBIL, INC.
FILE #030541
PO BOX 60000
SAN FRANCISCO, CA 94160

IM PRO, SIA
ATTN: ALEKSANDRS JELESINS
DZ. DUDAJEVA GATVE 12-47
RIGA LV 1084 LATVIA

IN THE MIX MARKETING
704 OVERLAND TRAIL
WOODSTOCK, GA 30189

INFIKNOWLEDGES, ULC
645 MALENFANT BLVD
DIEPPE, NB E1A 5V8
CANADA

INSIGHT
PO BOX 731069
DALLAS, TX 75373-1069

INSIGHT CANADA
5410 DECARIE BLVD.
MONTREAL, QC H3X 4B2
CANADA

INTEGRITY HOST
PO BOX 1883
LEES SUMMIT, MO 64063

INTERNAL REVENUE SERVICE
PO BOX 7346
PHILADELPHIA, PA 19101-7346

INTERNAP NETWORK SERVICES
DEPT. 0526
PO BOX 120526
DALLAS, TX 75312

INTERNET CASH COW
4242 FOUNTAINBLEAU AVE
CYPRESS, CA 90630

IROQUOIS MASTER FUND LTD.
C/O IROQUOIS CAPITAL MGMT. LLC
641 LEXINGTON AVE., 26TH FLR.
NEW YORK, NY 10022

ISOHUNT WEB TECHNOLOGIES INC.
7316 BAFFIN COURT
RICHMOND, BC V7C 5L6 CANADA

ITS ABOVE INC.
360 CREEKSIDE OVERLOOK
HIRAM, GA 30141

J & H MARKETING, LLC
15226 REDBUD LEAF LANE
CYPRESS, TX 77433

JAM ENTERPRISES
PO BOX 1743
WILKES BARRE, PA 18708

JANIS LISOVSKIS
MIRDZAS KEMPES STR. 1-10
RIGA 1014
LATVIA

JASON JAGODA
3406 E WATERVIEW DR.
CHANDLER, AZ 85249

JAVITS CENTER
655 WEST 34TH STREET
NEW YORK, NY 10001-1188

JAZZ NISCHLER
216 WARWICK STREET
HOBART TASMANIA
7000 AUSTRALIA

JEFFREY GREENSPAN
247 EAST 28TH STREET, APT. 6H
NEW YORK, NY 10016

JO AFFIATE
64 HOPE STREET N.
PORT HOPE, ONTARIO L1A 2N7
CANADA

JOANNE BENZ
2528 SIRIUS STAR STREET
HENDERSON, NV 89044

JOEL SOFER
20782 HONEYGROVE RD.
ALSEA, OR 97324

JONATHAN CARDEN
104 THE ICE PLANT
39 BLOSSOM STREET
MANCHESTER, M4 6AP, UK

JOSEPH TUCHMAN
342 WEST 89TH STREET, APT. 1
NEW YORK, NY 10024

JUSTIN FLAYER
232 HUDSON STREET, APT. 1G
HOBOKEN, NJ 07030

KAMRAN HAKIM
3 WEST 57TH STREET, 7TH FLOOR
NEW YORK, NY 10019

KATSIARYNA MIKULICH
43 ALTAVISTA CT.
STATEN ISLAND, NY 10305

KENNETH LINGER
113 GROW LANE
STREAMWOOD, IL 60107

KENSHOO INC.
116 NEW MONTGOMERY STREET
SUITE 900
SAN FRANCISCO, CA 94105

KEVIN J CARNEY
2 MORTON PLACE
ISLAND PARK, NY 11558

KIM SUNSHINE
325 LEAMINGTON LANE
CLEVELAND, TN 37323

KOBEMAIL
224 WEST 30TH STREET
SUITE 605
NEW YORK, NY 10001

KS PROMOTIONS
4583 COVE DRIVE
CARLSBAD, CA 92008

KYLE PHILLIPS-THOMAS
150 HOLLY COURT
LOGANVILLE, GA 30052

LEI GUO
1108 W. VALLEY BLVD
EDINBURGH, IN 46124

LEWIS HOLDINGS
64 HOMESTEAD DRIVE
DALLAS, PA 18612

LIBALLO INVESTMENT LIMITED
PASEA ESTATE
ROAD TOWN, TORTOLA

LINKDEX
MACMILLIAN HOUSE
PADDINGTON STATION
LONDON, W21 UK

LIQUID TRAFFIC
5348 VEGAS DRIVE
LAS VEGAS, NV 89108

LOANNIS KAPOLOS
KOSTA BARNALI 58
ATHENS 15233
GREECE

LONGLEY MARKETING
1705 LEESTOWN ROAD
APT. 605
LEXINGTON, KY 40511

LOOKSMARK, LTD.
55 SECOND STREET
STE 700
SAN FRANCISCO, CA 94105

MANATT PHELPS & PHILLIPS, LLP
11355 WEST OLYMPIC BLVD.
LOS ANGELES, CA 90064-1614

MARCHEX CONNECT NA
BILLING SERVICES
413 PINE STREET, STE 500
SEATTLE, WA 98101

MARCOS BRESSAN

MARISSA PERCY
1131 TALL OAKS AVE
WATKINSVILLE, GA 30677

MATT GIBSON
FLITON.ES
1157 SHILLINGTON AVENUE
OTTAWA, ON K1Z7Z3 CANADA

MATTHEW BOBECK
288 TRIPP STREET
PITTSTON, PA 18644

MATTHEW SONSOWSKI
3259 43RD STREET, APT. 1F
ASTORIA, NY 11103

MEDIA REFINED INC.
277 PRESIDENT ST. 3A
BROOKLYN, NY 11231

MEDIANET
1697 BROADWAY, 10TH FLOOR
NEW YORK, NY 10019

MEDIANT COMMUNICATIONS LLC
PO BOX 542
SADDLE BROOK, NJ 07663

MELODI LIMITED
THREE SPIRES HOUSE
16A BIRD STREET, LICHFIELD
STAFFORDSHIRE WS13 6PR, UK

MEYER SAXON & COLE
ATTN: IRWIN MEYERS
3620 QUENTIN ROAD
BROOKLYN, NY 11234

MEYERS SAXON & COLE
ATTN: ROBERT SAXON
3620 QUENTIN ROAD
BROOKLYN, NY 11234

MICRO CENTER
70 NORTHEAST EXPRESSWAY
ATLANTA, GA 30329

MINIFEEED ONLINE SERVICES
208 RICHMOND ROAD
OAKVILLE, ONTARIO
L6H 1L9 CANADA

MINISTER OF FINANCE
REVENUE & TAXATION DIVISION
PO BOX 3000
FREDERICTON, NB E3B 5G5

MOBILE NOTARY SERVICE
132 E 43RD STREET
STE 559
NEW YORK, NY 10017

MOBILE STREAMS, INC.
1648 TAYLOR RD.
#463
PORT ORANGE, FL 32128

MOBLICO, LLC
PIERRE BARBEAU
5753 W. 131 STREET TERRACE
SHAWNEE MISSION, KS 66209

MOONBATTERY
6519 N 12TH WAY
PHOENIX, AZ 85014

MOVVOXX INC.
710 WILSHIRE BLVD., STE 210
SANTA MONICA, CA 90401

MUSIC REPORTS, INC.
21122 ERWIN STREET
WOODLAND HILLS, CA 91367

MWEBB COMMUNICATIONS
MELANIE WEBBER
3571 WESLEY STREET
CULVER CITY, CA 90232

NANNETTE PADGETT
419 BORDEAUX STREET
JACKSONVILLE, NC 28540

NAOMI HYMAN
124 WEST 79TH STREET
NEW YORK, NY 10024

NATHAN FONG
208 MELBOURNE ROAD
GREAT NECK, NY 11021

NAVNEET SINGH
437-R MODEL TOWN
JALANDHAR INDIA

NET MARKETING CONSULTANTS, INC
148 BRERETON DRIVE
RALEIGH, NC 27615

NET MINDS, LTD.
HAESELSTRASSE 53
BAD BACHAU 88422
GERMANY

NETCOMMERCE GROUP
541 OBISPO
LONG BEACH, CA 90807

NETNUMBER INC.
650 SUFFOLK STREET
STE 307
LOWELL, MA 01854

NEWGEN BROADCASTING, LLC
401 W. ATLANTIC AVENUE
SUITE #0-13
DELRAY BEACH, FL 33444

NEWGEN, LLC
2946 TRIVERTON PIKE DR.
SUITE 102
MADISON, WI 53711

NEXTWAVE MEDIA GROUP LLC
DEPARTMENT
5975
CAROL STREAM, IL 60122-5975

NORTHSTAR ENTERPRISES LLC
4256 RIVER ROAD
RHINELANDER, WI 54501

NYC CORPORATION COUNSEL
100 CHURCH STREET, ROOM 5-240
ATTN: TAX & BKCY LIT. DIV.
NEW YORK, NY 10007

NYC DEPARTMENT OF FINANCE
345 ADAMS STREET, 3RD FLOOR
ATTN: LEGAL AFFAIRS DIVISION
BROOKLYN, NY 11201-3719

NYS DEPT OF TAX & FINANCE
BANKRUPTCY SPECIAL PROCUDRES
P.O. BOX 5300
ALBANY, NY 12205-0300

NYS UNEMPLOYMENT
INSURANCE FUND
P.O. BOX 551
ALBANY, NY 12201

OFFICE OF THE US TRUSTEE
SOUTHERN DISTRICT OF NEW YORK
33 WHITEHALL STREET, 21ST FLR
NEW YORK, NY 10004

OMEGA MARKETING
301 SPLIT RAIL DRIVE
TUSCALOOSA, AL 35405

ONLINE COMPARE LTD
115 GEORGE LANE
SOUTH WOODFORD
LONDON, E18 1AB UK

ONLINECOLLEGESWEB.COM
43023-3790 CANADA WAY
BURNABY, BC V5G 3H0
CANADA

PARIMAL SHAH
49 PICKWICK DRIVE NORTH
SYOSSET, NY 11791

PATRICK J. CURRAN
77 2ND AVENUE
MASSAPEQUA PARK, NY 11762

PATRICK J. LENNON
6 OAKLAND CT. APT. 1
WARWICK, NY 10990

PATRICK SEXTON
5 ROSE APT. 45
VENICE, CA 90291

PAVEL RYCHEV
1 GAGRINSKAYA STREET, APT 26
ROSTOV-ON-DON 344016
RUSSIAN FEDERATION

PEBAL VENTURES
17 HALL AVENUE
GEULPH ONTARIO N1L 0B3 CANADA

PETER L. DRUMHELLER
330 EAST 39TH STREET, APT. 8K
NEW YORK, NY 10016

PHILLIP DOLLMAN
383 OGDEN AVENUE
TEANECK, NJ 07666

PITNEY BOWES
PO BOX 190
ORANGEVILLE, ON L9W 2Z6
CANADA

PITNEY BOWES PURCHASE POWER
P.O. BOX 371874
PITTSBURGH, PA 15250-7874

POLAND SPRING WATER
PO BOX 856192
LOUISVILLE, KY 40285-6192

POSIT GROUP LLC
236 BERKSHIRE RD.
SANDY HOOK, CT 06482

PREMIERE GLOBAL SERVICES
PO BOX 404351
ATLANTA, GA 30384-4351

PRESIDENTIAL MARKETING, LLC
1485 INTERNATIONAL PARKWAY
STE 1001
LAKE MARY, FL 32746

PRIMEQ SOLUTIONS
26035 ACERO MISSION
MISSION VIEJO, CA 92691

RAGEMEDIA
66 PACIFIC AVENUE #1601
TORONTO, ONTARIO M6R 2P4
CANADA

RAOUL GATEPIN
5 RUE EDOUARD MILLAUD
LYON, FRANCE 69004

RAZORLIGHT MEDIA
358 WALNUT LANE
MASON, OH 45040

RECTOR 469 LLC
C/O WILLIAMS REAL ESTATE CO.
380 MADISON AVENUE
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REFUND VENDOR

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WEST PALM BEACH, FL 33416

RIGISTRAR OF JOINT STOCK COMP.
CANADA

RITESH NAIK
338 SEVILLE POINTE AVE
ORLANDO, FL 32807

ROBERT KELLY
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PMB 2004, SUITE 200
SAN BRUNO, CA 94066

RODRIGO PURISCH
RUA PIAUI
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AK 30150370 BR

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COLUMBUS, OH 43230

RYAN MAYBERRY
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WYNANTSKILL, NY 12198

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BELGIUM

SAVINGS.COM
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LOS ANGELES, CA 90064

SEAN COURTNEY
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FOND DU LAC, WI 54935

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11124 NE HALSEY ST. #481
PORTLAND, OR 97220

SECURITY EXCHANGE COMM
THE WOOLWORTH BUILDING
233 BROADWAY- JOHN MURRAY
NEW YORK, NY 10279

SEOMAZ.ORG
119 PINE STREET
SUITE 400
SEATTLE, WA 98101-1540

SEVEN TRUPETS MEDIA
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#2306
CHICAGO, IL 60605

SHAUN BRADLEY
74-788 ULLU'AOA STREET
KAILUA KONA, HI 96740

SHAZIA AHMAD
89 COVENTRY AVENUE
ALBERTSON, NY 11507

SHENA MELAVE
9838 OLD BAYMEADOWS RD., #332
JACKSONVILLE, FL 32256

SHPETRIK INC.
33 MOGUL DRIVE
M2H 2M8
CANADA

SIMBASYSTEMS,COM
2-123 WEST 26TH STREET
NORTH VANCOUVER, BC V7N 4M5
CANADA

SOLID SOLUTIONS OU
TAMMSAARE TEE 125-28
TALLINN 12917
ESTONIA

SOURCE MARKETING BUSINESS SOL.
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SUITE 400
NORTHRIDGE, CA 91324

SOUTH BEACH HERBALS, INC.
14345 SUNSET LANE
FORT LAUDERDALE, FL 33330

SSA
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LOCKBOURNE, OH 43137

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STEVEN MILLER
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RICKY MARTIN
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WASHINGTON, DC 20005

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PHOTO CONTEST
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GROUP BENEFITS DIVISION
PO BOX 8500-3690
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THE IBS SERVICE GROUP
36-06 43RD AVENUE
LONG ISLAND CITY, NY 11101

THE NOTE EXCHANGE LLC
42211 GARFIELD RD. STE 212
CLINTON TOWNSHIP, MI 48038

THE SEARCH MONITOR
1210 CLEARFIELD CIRCLE
LUTHERVILLE TIMONIUM, MD 21093

THINK GREAT LLC
DALLAS, TX 75266

THROB
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LONG BEACH, CA 90803

TIGER MEDIA INC.
2339 MCLURG CRES
REGINA, SK S4V 2N3
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TIM RUBLE
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FRANKFORT, KY 40601

TIMOTHY SANFORD
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SALISBURY, NB E4J 2H4
CANADA

TIMOTHY WARREN
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MERCED, CA 95340

TOTALLY TIDY

TRAFFICMARKETPLACE.COM
CONNEXUS
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ENGLEWOOD CLIFFS, NJ 07632

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75 LOWER WELDEN STREET
SAINT ALBANS, VT 05479-0001

USA TRADEMARK ENTERPRISES, INC
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#347
WILTON MANORS, FL 33334

VALUESCOPE, INC.
603 S. MAIN STREET, 2ND FLOOR
GRAPEVINE, TX 76051

VELIN PENEV
STUDENTSKI GRAD
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VENTURE DEVELOPMENT CENTER, IN
701 EAST GATE DRIVE
SUITE 129
MOUNT LAUREL, NJ 08054

VINTAGE NETWORK LLC
16 EVERETT STREET
BEVERLY, MA 01915

VIRANI TRADING
509-945 MARINE DRIVE
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VISION SERVICE PLAN (NR)
PO BOX 45223
SAN FRANCISCO, CA 94145-0223

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VPROMISE TECH. PRIVATE LIMITED
C 1/566
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GURAON 122017, INDIA

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PUKEKOHE 2679
NEW ZEALAND

WEST INTERACTIVE CORP.
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2873 DANDELION CIRCLE
ANTIOCH, CA 94531

WHALESHARK MEDIA
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AUSTIN, TX 78701

WHERE THERESMOKE.NET
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X0 COMMUNICATIONS
14239 COLLECTIONS CENTER DR.
CHICAGO, IL 60693

YAHOO! INC.
PO BOX 89-4147
LOS ANGELES, CA 90189-4147

YU XUAN YI
421 UNION STREET #6
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ZACH SCHOCK
1042 PALMETTO WAY, UNIT F
CARPINTERIA, CA 93013

ZDT WEB MARKETING
505 W. GRAND STREET
SPRINGFIELD, MO 65807

ZETA INTERACTIVE
99 PARK AVENUE, 23RD FLR.
NEW YORK, NY 10016

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

In re Atrinsic, Inc. 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 Atrinsic, Inc. 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*]

June 14, 2012
Date

/s/ Jonathan S. Pasternak
Jonathan S. Pasternak
Signature of Attorney or Litigant
Counsel for Atrinsic, Inc.
Rattet Pasternak, LLP
550 Mamaroneck Avenue
Suite 510
Harrison, NY 10528
(914) 381-7400 Fax:(914) 381-7406

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

In re Atrinsic, Inc. Debtor(s) Case No. _____ Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Sebastian Giordano, declare under penalty of perjury that I am the Chief Restructuring Officer of Atrinsic, Inc., and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 13th day of June, 2012.

"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 Sebastian Giordano, Chief Restructuring Officer 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 Sebastian Giordano, Chief Restructuring Officer 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 Sebastian Giordano, Chief Restructuring Officer of this Corporation is authorized and directed to employ Jonathan S. Pasternak, attorney and the law firm of Rattet Pasternak, LLP to represent the corporation in such bankruptcy case."

Date June 14, 2012

Signed /s/ Sebastian Giordano
Sebastian Giordano

Resolution of Board of Directors
of
Atrinsic, 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 Sebastian Giordano, Chief Restructuring Officer 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 Sebastian Giordano, Chief Restructuring Officer 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 Sebastian Giordano, Chief Restructuring Officer of this Corporation is authorized and directed to employ Jonathan S. Pasternak, attorney and the law firm of Rattet Pasternak, LLP to represent the corporation in such bankruptcy case.

Date June 14, 2012

Signed /s/ Sebastian Giordano
Sebastian Giordano