

**United States Bankruptcy Court
Western District of Washington**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Geogenius, LLC	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) 26-1958347	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): 1501 Fourth Avenue, Suite 1900 Seattle, WA ZIP Code 98101	Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: King	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP Code	Mailing Address of Joint Debtor (if different from street address): 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 <hr/> <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>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 <hr/> <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).
--	---

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 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"/>
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

Estimated Assets

<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

Estimated Liabilities

<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

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): Geogenius, LLC
---	---

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: Frederick D. Berg	Case Number: 10-18668-KAO	Date Filed: 7/27/10
District: Western	Relationship: Affiliate	Judge: Karen A. Overstreet

<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 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>X _____ 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?

Yes, and Exhibit C is attached and made a part of this petition.

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.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

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)

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.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

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)

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)

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

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.

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):
Geogenius, LLC

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 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 Attorney*

X /s/ George Treperinas
 Signature of Attorney for Debtor(s)

George Treperinas 15434
 Printed Name of Attorney for Debtor(s)

Karr Tuttle Campbell
 Firm Name

1201 Third Avenue
Suite 2900
Seattle, WA 98101

 Address

206 223 1313 Fax: 206 682 7100
 Telephone Number

November 15, 2010
 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 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/ Diana K. Carey
 Signature of Authorized Individual

Diana K. Carey
 Printed Name of Authorized Individual

Manager
 Title of Authorized Individual

November 15, 2010
 Date

United States Bankruptcy Court
Western District of Washington

In re Geogenius, LLC

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>
Avalanche Studios 5288 S. Commerce Drive B-150 Salt Lake City, UT 84107	Aaron White Avalanche Studios 5288 S. Commerce Drive B-150 Salt Lake City, UT 84107 801-747-1131		Disputed	252.25
CA State Dept. of L&I Attn: Legal/Bankruptcy 455 Golden Gate Ave San Francisco, CA 94102	CA State Dept. of L&I Attn: Legal/Bankruptcy 455 Golden Gate Ave San Francisco, CA 94102 415-703-4810		Disputed	Unknown
Calif. Employment Sec. Dept. 7000 Franklin Blvd Bldg. 1100 MIC57 Sacramento, CA 95823	Calif. Employment Sec. Dept. 7000 Franklin Blvd Bldg. 1100 MIC57 Sacramento, CA 95823 916-262-2602		Disputed	Unknown
CDW Direct, LLC PO Box 75723 Chicago, IL 60675-5723	Christine Leahy, Gen. Counsel CDW Direct, LLC 120 S. Riverside Chicago, IL 60606 Fax: 847-465-6800		Disputed	67.93
City of Eugene 777 Pearl St Eugene, OR 97401	Jon Ruiz, City Mgr. City of Eugene 777 Pearl St Eugene, OR 97401 Fax: 541-682-5414		Disputed	Unknown
City of Seattle 700 5th Ave. Ste. 4250 PO Box 34214 Seattle, WA 98124-4214	Treasury Dept. City of Seattle 700 5th Ave. Ste. 4250 PO Box 34214 Seattle, WA 98124-4214 206-615-0996		Disputed	Unknown
Getty Images, Inc. PO Box 953604 St. Louis, MO 63195-3604	Legal Dept. Getty Images, Inc. PO Box 953604 St. Louis, MO 63195-3604 206-925-5000		Disputed	600.00

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

In re **Geogenius, LLC**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
i-Visuals.com 16927 Magnolia Blvd. Encino, CA 91316	Valerio Mezzanotti, CEO i-Visuals.com 16927 Magnolia Blvd. Encino, CA 91316		Disputed	800.00
Internal Revenue Service Attn: Chief, Sp. Procedures 915 Second Ave., M/S W245 Seattle, WA 98174	Internal Revenue Service Attn: Chief, Sp. Procedures 915 Second Ave., M/S W245 Seattle, WA 98174 206-220-6015		Disputed	2,013.17
King County Treasurer 500 Fourth Ave Seattle, WA 98104	Scott Matheson King County Treasurer 500 Fourth Ave Seattle, WA 98104 206-296-7326		Disputed	Unknown
Lane County Public Svc. Bldg. Attn: Legal/Bankruptcy 125 East 8th Avenue Eugene, OR 97401	Lane County Public Svc. Bldg. Attn: Legal/Bankruptcy 125 East 8th Avenue Eugene, OR 97401 541-682-4118		Disputed	Unknown
Lane Powell 1420 Fifth Ave, Suite 1400 Seattle, WA 98101	Accounts Receivable Lane Powell 1420 Fifth Ave, Suite 1400 Seattle, WA 98101 206-223-7000		Disputed	1,431.89
McComb Sound 900 - 1st Ave, Suite 409 Seattle, WA 98104	Maggie Garcia McComb Sound 900 - 1st Ave, Suite 409 Seattle, WA 98104 206-774-7915		Disputed	510.00
Qwest PO Box 856184 Louisville, KY 40285-6184	Legal Department Qwest PO Box 856184 Louisville, KY 40285-6184 203-993-6153		Disputed	5,903.69
Regence Blue Shield PO Box 91095 Seattle, WA 98111-9195	Kerry Barnett EVP and Chief Legal Officer Regence Blue Shield PO Box 91095 Seattle, WA 98111-9195 206-464-3600		Disputed	2,178.10
Ian Stone 2049 NW 63rd St. Seattle, WA 98107	Ian Stone 2049 NW 63rd St. Seattle, WA 98107	Services	Disputed	150.00
The Actors Group, Ltd. c/o Jamie Lopez 9703 SW 264th ST Vashon, WA 98070	Jamie Lopez The Actors Group, Ltd. 9703 SW 264th ST Vashon, WA 98070 206-463-1544		Disputed	1,200.00

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

In re **Geogenius, LLC**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Unum Life Ins. Co. of America PO Box 406990 Atlanta, GA 30384-6990	Unum Life Ins. Co. of America Attn: Law Dept. - 7S 1 Fountain Sq. Chattanooga, TN 37402 423-294-1011		Disputed	31.09
Vision Service Plan (WA) PO box 45200 San Francisco, CA 94145-5200	Robert Moss, Jr. Vision Service Plan (WA) 3333 Quality Dr. Rancho Cordova, CA 95670 1-800-852-7600		Disputed	45.00
Zaepfel, Yvette 1736 N 130th St. Seattle, WA 98133	Zaepfel, Yvette 1736 N 130th St. Seattle, WA 98133	Services	Disputed	150.00

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

I, the Manager 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 **November 15, 2010**Signature **/s/ Diana K. Carey**

**Diana K. Carey
Manager**

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.

ATTORNEY GENERAL'S OFFICE
CALIF. DEPT. OF JUSTICE
ATTN: LEGAL/BANKRUPTCY
SACRAMENTO, CA 94244-2550

AVALANCHE STUDIOS
5288 S. COMMERCE DRIVE B-150
SALT LAKE CITY, UT 84107

CA STATE DEPT. OF L&I
ATTN: LEGAL/BANKRUPTCY
455 GOLDEN GATE AVE
SAN FRANCISCO, CA 94102

CA STATE TREASURER'S OFFICE
915 CAPITOL MALL C-15
SACRAMENTO, CA 95814

CALIF. EMPLOYMENT SEC. DEPT.
7000 FRANKLIN BLVD
BLDG. 1100 MIC57
SACRAMENTO, CA 95823

CDW DIRECT, LLC
PO BOX 75723
CHICAGO, IL 60675-5723

CHRISTINE LEAHY, GEN. COUNSEL
CDW DIRECT, LLC
200 N. MILWAUKEE AVE
VERNON HILLS, IL 60061

CITY OF EUGENE
777 PEARL ST
EUGENE, OR 97401

CITY OF SEATTLE
700 5TH AVE. STE. 4250
PO BOX 34214
SEATTLE, WA 98124-4214

GETTY IMAGES, INC.
PO BOX 953604
ST. LOUIS, MO 63195-3604

GETTY IMAGES, INC.
601 NORTH 34TH ST
SEATTLE, WA 98103

I-VISUALS.COM
16927 MAGNOLIA BLVD.
ENCINO, CA 91316

INTERNAL REVENUE SERVICE
ATTN: CHIEF, SP. PROCEDURES
915 SECOND AVE., M/S W245
SEATTLE, WA 98174

INTERNAL REVENUE SERVICE
ATTN: CHIEF: SP. PROCEDURES
450 GOLDEN GATE AVE.
SAN FRANCISCO, CA 94102

INTERNAL REVENUE SERVICE
ATTN: CHIEF, SP. PROCEDURES
300 COUNTRY CLUB RD.
EUGENE, OR 97401

JON RUIZ, CITY MGR
CITY OF EUGENE
777 PEARL ST.
EUGENE, OR 97401

KERRY BARNETT
EVP & CHIEF LEGAL OFFICER
REGENCY BLUE SHIELD
1800 NINTH AVE
SEATTLE, WA 98101-1322

KING COUNTY TREASURER
500 FOURTH AVE
SEATTLE, WA 98104

LANE COUNTY PUBLIC SVC. BLDG.
ATTN: LEGAL/BANKRUPTCY
125 EAST 8TH AVENUE
EUGENE, OR 97401

LANE POWELL
1420 FIFTH AVE, SUITE 1400
SEATTLE, WA 98101

MARK CALVERT, TRUSTEE
RE: CONSOLIDATED CASE#10-17952
815 1ST AVE #150
SEATTLE, WA 98104

MARK CALVERT, TRUSTEE
C/O MICHAEL GEARIN
K&L GATES LLP
925 4TH AVE STE 2900
SEATTLE, WA 98104

MCCOMB SOUND
900 - 1ST AVE, SUITE 409
SEATTLE, WA 98104

MERIDIAN CONSOL. INVESTOR COMM
C/O JANE PEARSON
FOSTER PEPPER PLLC
1111 3RD AVE STE 3400
SEATTLE, WA 98101

MERIDIAN PARTNERSHIP MGMT
PO BOX 21646
SEATTLE, WA 98111

MICHAEL ZEIGLER II, REV OFFICE
319 7TH AVE SE, #150A
M/S W760C
OLYMPIA, WA 98501-1325

OFFICE OF OR STATE TREASURER
350 WINTER STREET NE, STE 100
SALEM, OR 97301-3896

OFFICE OF TREASURER & TAX
CITY HALL - ROOM 140
1 DR. CARLTON B. GOODLETT PL.
SAN FRANCISCO, CA 94102

OFFICE OF TREASURER & TAX COL

OR EMPLOYMENT SECURITY DEPT.
975 UNION ST. NE
SALEM, OR 97311

OREGON BUREAU OF L&I
ATTN: LEGAL/BANKRUPTCY
800 NE OREGON ST., STE 1045
PORTLAND, OR 97232

OREGON DEPT. OF JUSTICE
ATTN: LEGAL/BANKRUPTCY
1162 COURT ST. NE
SALEM, OR 97301-4096

OREGON DEPT. OF REVENUE
955 CENTER ST. NE
SALEM, OR 97301-2555

QWEST
PO BOX 856184
LOUISVILLE, KY 40285-6184

REGENCE BLUE SHIELD
PO BOX 91095
SEATTLE, WA 98111-9195

STATE OF WA DEPT OF L&I
BANCKRUPTCY UNIT
PO BOX 4170
OLYMPIA, WA 98504-4170

STATE OF WA, EMPLOYMENT SEC.
PO BOX 47076
SEATTLE, WA 98146-7076

IAN STONE
2049 NW 63RD ST.
SEATTLE, WA 98107

THE ACTORS GROUP, LTD.
C/O JAMIE LOPEZ
9703 SW 264TH ST
VASHON, WA 98070

UNUM LIFE INS. CO. OF AMERICA
PO BOX 406990
ATLANTA, GA 30384-6990

VISION SERVICE PLAN (WA)
PO BOX 45200
SAN FRANCISCO, CA 94145-5200

WA ST. DEPT. OF EMPLOYMENT SEC
UI TAX & WAGE ADMIN - E. MOE
PO BOX 9046
OLYMPIA, WA 98507-9046

WASH. STATE OFFICE OF ATTY GEN
ATTN: LEGAL/BANKRUPTCY
1125 WASHINGTON ST. SE
OLYMPIA, WA 98504

WASHINGTON STATE DEPT. OF REV.
ATTN: DOUG HOUGHTON
2101 FOURTH AVE., SUITE 1400
SEATTLE, WA 98121

WASHINGTON STATE TAX AGENCIES
C/O Z. MOSNER, ASST. ATTY GEN
BANKRUPTCY & COLLECTIONS UNIT
800 FIFTH AVE., STE 2000
SEATTLE, WA 98104

YVETTE ZAEPFEL
1736 N 130 ST.
SEATTLE, WA 98133

ZAEPFEL, YVETTE
1736 N 130TH ST.
SEATTLE, WA 98133

**United States Bankruptcy Court
Western District of Washington**

In re Geogenius, LLC

Debtor(s)

Case No. _____

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Diana K. Carey**, declare under penalty of perjury that I am the **Manager** of **Geogenius, LLC**, 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 15th day of **November**, 2010.

"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 **Diana K. Carey, Manager** 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 **Diana K. Carey, Manager** 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 **Diana K. Carey, Manager** of this Corporation is authorized and directed to employ **George Treperinas WSBA #15434**, attorney and the law firm of **Karr Tuttle Campbell** to represent the corporation in such bankruptcy case."

Date November 15, 2010Signed /s/ Diana K. Carey
Diana K. Carey

Resolution of Board of Directors
of
Geogenius, LLC

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 **Diana K. Carey, Manager** 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 **Diana K. Carey, Manager** 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 **Diana K. Carey, Manager** of this Corporation is authorized and directed to employ **George Treperinas WSBA #15434**, attorney and the law firm of **Karr Tuttle Campbell** to represent the corporation in such bankruptcy case.

Date **November 15, 2010** _____

Signed /s/ Diana K. Carey _____

Date **November 15, 2010** _____

Signed _____