

United States Bankruptcy Court		INVOLUNTARY PETITION
Central District of California		
IN RE (Name of Debtor - If Individual: Last, First, Middle) Cameo Homes, a California Corporation.		ALL OTHER NAMES used by debtor in the last 8 years (Include married, maiden, and trade names.)
Last four digits of Social-Security or other Individual's Tax-I.D. No./Complete EIN (If more than one, state all.):		
STREET ADDRESS OF DEBTOR (No. and street, city, state, and zip code) 1105 Quail Street Newport Beach, CA 92660 COUNTY OF RESIDENCE OR PRINCIPAL PLACE OF BUSINESS Orange County 92660 ZIP CODE		MAILING ADDRESS OF DEBTOR (If different from street address) ZIP CODE
LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR (If different from previously listed addresses)		
CHAPTER OF BANKRUPTCY CODE UNDER WHICH PETITION IS FILED <input checked="" type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 11		
INFORMATION REGARDING DEBTOR (Check applicable boxes)		
Nature of Debts (Check one box.) Petitioners believe: <input type="checkbox"/> Debts are primarily consumer debts <input checked="" type="checkbox"/> Debts are primarily business debts	Type of Debtor (Form of Organization) <input checked="" type="checkbox"/> Individual (Includes Joint Debtor) <input checked="" type="checkbox"/> Corporation (Includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51)(B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other
VENUE <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in the 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"/> A bankruptcy case concerning debtor's affiliate, general partner or partnership is pending in this District.		FILING FEE (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Petitioner is a child support creditor or its representative, and the form specified in § 304(g) of the Bankruptcy Reform Act of 1994 is attached. <i>[If a child support creditor or its representative is a petitioner, and if the petitioner files the form specified in § 304(g) of the Bankruptcy Reform Act of 1994, no fee is required.]</i>
PENDING BANKRUPTCY CASE FILED BY OR AGAINST ANY PARTNER OR AFFILIATE OF THIS DEBTOR (Report information for any additional cases on attached sheets.)		
Name of Debtor	Case Number	Date
Relationship	District	Judge
ALLEGATIONS (Check applicable boxes)		COURT USE ONLY <div style="border: 2px solid black; padding: 10px; text-align: center;"> FILED JUN - 6 2008 </div> CLERK U.S. BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA BY _____
1. <input checked="" type="checkbox"/> Petitioner(s) are eligible to file this petition pursuant to 11 U.S.C. § 303(b). 2. <input checked="" type="checkbox"/> The debtor is a person against whom an order for relief may be entered under title 11 of the United States Code. 3. a. <input checked="" type="checkbox"/> The debtor is generally not paying such debtor's debts as they become due, unless such debts are the subject of a bona fide dispute as to liability or amount; or b. <input type="checkbox"/> Within 120 days preceding the filing of this petition, a custodian, other than a trustee, receiver, or agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.		

Name of Debtor Cameo Homes
 Case No. _____

TRANSFER OF CLAIM
 Check this box if there has been a transfer of any claim against the debtor or to any petitioner. Attach all documents that evidence the transfer and any statements that are required under Bankruptcy Rule 1003(a).

REQUEST FOR RELIEF
 Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached.

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x J. Desai
 Signature of Petitioner or Representative (State title)
California National Bank
 Name of Petitioner 6/5/08
 Date Signed
 Name & Mailing JYOTSNA DESAI
 Address of Individual 221 S. Figueroa, LA 90012
 Signing in Representative Capacity Vice President

x [Signature] 6/5/08
 Signature of Attorney Josh Wayser Date
 Name of Attorney Firm (If any)
Locke Lord Bissell & Liddell
300 S. Grand Avenue, Los Angeles, CA 90071
 Address 213-485-1400
 Telephone No.

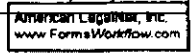
x _____
 Signature of Petitioner or Representative (State title)
Famille Holdings, L.P.
 Name of Petitioner _____
 Date Signed _____
 Name & Mailing _____
 Address of Individual James H. Herbst, Manager
27675 Chapala, Mission Viejo,
CA 92692
 Signing in Representative Capacity Manager of general partner

x _____
 Signature of Attorney _____ Date
 Name of Attorney Firm (If any)
Jess R. Bressi
Cox, Castle & Nicholson, LLP
19800 MacArthur Boulevard, Suite 500, Irvine, CA 92612
 Address 949-260-4625
 Telephone No.

x _____
 Signature of Petitioner or Representative (State title)
MW Housing Partners III, LP. (See continuation sheet)
 Name of Petitioner _____
 Date Signed _____
 Name & Mailing _____
 Address of Individual Lori Scott, Sr. V.P.
1301 Fifth Ave., Ste 3100
Seattle, WA 98101
 Signing in Representative Capacity _____

x _____
 Signature of Attorney _____ Date
 Name of Attorney Firm (If any)
Lori Scott, Esq.
 Address 1301 Fifth Avenue, Suite 3100
Seattle, WA 98101
 Telephone No.

PETITIONING CREDITORS		
Name and Address of Petitioner	Nature of Claim	Amount of Claim
California National Bank, 221 So. Figueroa Street Los Angeles, CA 90012.	Monies owed on guaranties of unsecured promissory notes	2,007,044.47
Famille Holdings, L.P. 27675 Chapala, Mission Viejo, CA 92692	monies owed on unsecured guaranty	Amount of Claim in excess of 1,000,000.00
M.W. Housing Partners III LP, 1301 Fifth Avenue, Ste 3100, Seattle, WA 98101	monies owed on unsecured guaranty	Amount of Claim 1,000,000.00
Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.		Total Amount of Petitioners' Claims 4,007,044.47



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Petitioner(s) declare under penalty of perjury that the foregoing is true and
and

x _____
Signature of Petitioner or Representative (State title)
California National Bank
Name of Petitioner _____ Date Signed _____

Name & Mailing
Address of Individual _____
Signing in Representative
Capacity _____

x _____
Signature of Attorney _____ Date _____
Josh Wayser

Name of Attorney Firm (If any)
Locke Lord Bissell & Liddell
300 S. Grand Avenue, Los Angeles, CA 90071
Address _____
213-485-1400
Telephone No. _____

x _____
Signature of Petitioner or Representative (State title)
MANAGER OF GENERAL PARTNER
Famille Holdings, L.P.
Name of Petitioner _____ Date Signed _____
6-5-2008

Name & Mailing
Address of Individual _____
Signing in Representative
Capacity _____

x _____
Signature of Attorney _____ Date _____
6/5/08

Name of Attorney Firm (If any)
Jess R. Bressi
Cox, Castle & Nicholson, LLP
19800 MacArthur Boulevard, Suite 500, Irvine, CA 92612
Address _____
949-260-4625
Telephone No. _____

x _____
Signature of Petitioner or Representative (State title)
MW Housing Partners III, L.P. (See continuation sheet)
Name of Petitioner _____ Date Signed _____

Name & Mailing
Address of Individual _____
Signing in Representative
Capacity _____

x _____
Signature of Attorney _____ Date _____

Name of Attorney Firm (If any)
Lori Scott, Esq.
Address _____
1301 Fifth Avenue, Suite 3100
Seattle, WA 98101
Telephone No. _____

PETITIONING CREDITORS

Name and Address of Petitioner	Nature of Claim	Amount of Claim
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Name of Debtor Cameo Homes
Case No. _____

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Petitioner(s) declare under penalty of perjury that the foregoing is true and

x _____
Signature of Petitioner or Representative (State title)
California National Bank
Name of Petitioner _____ Date Signed _____

Name & Mailing
Address of Individual 221 S. Figueroa, LA 90012
Signing in Representative _____
Capacity Vice President

x _____
Signature of Attorney _____ Date _____
Josh Wayser
Name of Attorney Firm (If any)
Locke Lord Bissell & Liddell
300 S. Grand Avenue, Los Angeles, CA 90071
Address _____
213-485-1400
Telephone No. _____

x _____
Signature of Petitioner or Representative (State title)
Famille Holdings, L.P.
Name of Petitioner _____ Date Signed _____

Name & Mailing
James H. Herbst, Manager
27675 Chapala, Mission Viejo,
CA 92692
Address of Individual _____
Signing in Representative _____
Capacity Manager of general partner

x _____
Signature of Attorney _____ Date _____

Name of Attorney Firm (If any)
Jess R. Bressi
Cox, Castle & Nicholson, LLP
19800 MacArthur Boulevard, Suite 500, Irvine, CA 92612
Address _____
949-260-4625
Telephone No. _____

x Lori Scott, Sr. V.P.
Signature of Petitioner or Representative (State title)
MW Housing Partners III, LP. (See continuation sheet)
Name of Petitioner _____ Date Signed 6/4/08

Name & Mailing
Lori Scott, Sr. V.P.
1301 Fifth Ave., Ste 3100
Seattle, WA 98101
Address of Individual _____
Signing in Representative _____
Capacity _____

x Lori Scott 6/4/08
Signature of Attorney _____ Date _____

Name of Attorney Firm (If any)
Lori Scott, Esq.
Address _____
1301 Fifth Avenue, Suite 3100
Seattle, WA 98101
Telephone No. 206 494-4050

PETITIONING CREDITORS

Name and Address of Petitioner	Nature of Claim	Amount of Claim
California National Bank, 221 So. Figueroa Street Los Angeles, CA 90012.	Monies owed on guaranties of unsecured promissory notes	2,007,044.47
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Name and Address of Petitioner M.W. Housing Partners III LP, 1301 Fifth Avenue, Ste 3100, Seattle, WA 98101	Nature of Claim monies owed on unsecured guaranty	Amount of Claim in excess of <u>FDX</u> 1,000,000.00
Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.		Total Amount of Petitioners' Claims 4,007,044.47

1 continuation sheets attached

Continuation sheet

Petitioner: MW Housing Partners III, L.P., a California limited partnership by MW Housing Management III, LLC, a California limited liability company by WRI CP Investments III, LLC, a Washington limited liability company, its Manager by Weyerhaeuser Realty Investors, Inc., its Manager by Lorrie D. Scott, its Senior Vice President

Petitioning creditor California National Bank has other claims against debtor, based on guaranties of secured loans where the Bank has either foreclosed on the security and is in the process of seeking deficiency judgments against the debtor and other guarantors or, in two cases, the borrower has filed chapter 11 cases, which are pending before this Court. The first is In re M.S., LLC, Case Number 08-11748-RK and the second is In re Murrieta 180, LLC, Case Number 8-11749-RK. Petitioners are filing, under separate cover, a separate involuntary petition against the President of Cameo Homes, James C. Gianulias.