

B7 (Official Form 7) (04/13)

UNITED STATES BANKRUPTCY COURT

CENTRAL DISTRICT OF CALIFORNIA

In re: Colorep, Inc. Debtor

Case No. 2:13-bk-27689-WB (if known)

STATEMENT OF FINANCIAL AFFAIRS<sup>1</sup>

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, 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 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. If the answer to an applicable question is "None," mark the box labeled "None." If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any persons in control of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(2), (31).

1. Income from employment or operation of business

None [X] State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

Table with 2 columns: AMOUNT and SOURCE. Rows: 1/1/2012 - 12/31/2012: \$18,000.00 Licensing Royalties; 1/1/2011 - 12/31/2011: \$18,000.00 Licensing Royalties

1 The Debtor is continuing to investigate the information contained in this Statement of Financial Affairs. The information provided is for informational purposes only, and the Debtor reserves the right to amend or supplement any of the information herein. Any statements as to values are estimates only, and are not intended to bind the Debtor in any way.

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**2. Income other than from employment or operation of business**

None

State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT SOURCE

**3. Payments to creditors**

*Complete a. or b., as appropriate, and c.*

None

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None

b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
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See Exhibit 3b

\*Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

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None

c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
See Exhibit 23			

**4. Suits and administrative proceedings, executions, garnishments and attachments**

None

a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
See Exhibit 4a			

None

b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
SBC Tax Collector County of San Bernardino 172 W. Third St., First Floor San Bernardiino, CA 92415-0360	5/21/2013	Cash, \$8,912.71

**5. Repossessions, foreclosures and returns**

None

List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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**6. Assignments and receiverships**

None

a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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None

b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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**7. Gifts**

None

List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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**8. Losses**

None

List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**

None

List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Executive Sounding Board Associates 2 Penn Center Suite 1730 Philadelphia, PA 19102	7/8/2013, by Meserole, LLC as part of Debtor's debtor in possession financing	\$30,000.00
Stutman, Treister & Glatt PC 1901 Avenue of the Stars, 12 <sup>th</sup> Floor Los Angeles, CA 90067	6/14/13, by Quercus Trust/David Gelbaum	\$25,000.00 (returned)
Stutman, Treister & Glatt PC	7/9/2013, by Meserole, LLC as part of pre-bankruptcy advance to Colorep, Inc. and Transprint USA, Inc.	\$185,000.00

**10. Other transfers**

None

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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None

b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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**11. Closed financial accounts**

None

List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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**12. Safe deposit boxes**

None

List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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**13. Setoffs**

None

List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**

None

List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

None

If debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
9119 Milliken Avenue, Rancho Cucamonga, CA 91730	Colorep, Inc.	9/2008 – 12/2012
462 Fashion Avenue, 18 <sup>th</sup> Fl New York, NY 10018	Colorep, Inc. (Transprint)	1/2003 – 8/2012
1410 Broadway, Ste 1502 New York, NY 10018	Colorep, Inc. (Transprint)	9/2012 – Current

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**16. Spouses and Former Spouses**

None

If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None

a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None

b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None

c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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**18. Nature, location and name of business**

None

a. *If the debtor is an individual*, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or

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other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Transprint USA, Inc.	54-1200596	Same as Debtor	Heat transfer and release paper printing	Colorep acquired Transprint in 2007. Transprint is also a debtor in a pending chapter 11 proceeding.
Beta Color, LLC	41-2032683	No current address. Facility closed in 2013	Heat transfer paper printing and transfer	2003-current

None

b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

**19. Books, records and financial statements**

None

a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS	DATES SERVICES RENDERED
See Exhibit 19	

None

b. List all firms or individuals who within **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
See Exhibit 19		



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None  c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
The Debtor	

None  d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
Ardour Capital Investments The Empire State Building 350 5 <sup>th</sup> Avenue, Suite 3018 New York, NY 10018	2012
The Debtor is investigating whether financial statements were sent to other parties.	

**20. Inventories**

None  a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)

None  b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS

**21 . Current Partners, Officers, Directors and Shareholders**

None  a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST

None  b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
See Exhibit 21b		

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**22 . Former partners, officers, directors and shareholders**

None  a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None  b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
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Michael Liik 53 Divadale Dr Toronto Ontario Canada M4G2P1	Director	7/2013
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Steven Rattner 10 Holltop Drive Port Chester, NY 10573	Director	7/2013
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Larry Levy 177 Riverside Drive Costa Mesa, CA 92663	CEO	3/8/13
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**23 . Withdrawals from a partnership or distributions by a corporation**

None  If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
See Exhibit 23		

**24. Tax Consolidation Group.**

None  If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER-IDENTIFICATION NUMBER (EIN)
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**25. Pension Funds.**

None  If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND	TAXPAYER-IDENTIFICATION NUMBER (EIN)
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*[If completed on behalf of a partnership or corporation]*

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date August 9, 2013

Signature



Paul Newton, for Robert D. Katz  
Executive Sounding Board  
Associates  
Proposed CRO

Print Name and  
Title

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

12 continuation sheets attached

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

**Exhibit 3b**

**Colorep, Inc.**

<u>Vendor Name</u>	<u>Address 1</u>	<u>Address 2</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>	<u>Paid date</u>	<u>Amount Paid</u>	<u>AP Balance</u>
All Aboard Mini Storage	106 Lawrence Station Road		Sunnyvale	CA	94086	4/16/2013	\$704.95	0
All Aboard Mini Storage	106 Lawrence Station Road		Sunnyvale	CA	94086	5/7/2013	\$613.00	0
Deliverypath Wireless, LLC	626 N. Graham Street	Suite 210	Charlotte	NC	28202	5/13/2013	\$780.00	390
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	4/10/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	4/15/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	4/23/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	4/30/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	5/7/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	5/14/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	5/22/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	5/29/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	6/4/2013	\$400.00	6533.95
Link Murrel & Chang, LLP	18831 Bardeen Avenue		Irvine	CA	92612	6/12/2013	\$400.00	6533.95
SBC Tax Collector	172 W. Third Street	First Floor	San Bernardino	CA	92415-0360	5/21/2013	\$8,912.71	8991.28

**Exhibit 4a**

<b>Caption of Suit &amp; Case No.</b>	<b>Nature of Proceeding</b>	<b>Court or Agency &amp; Location</b>	<b>Status or Disposition</b>	<b>Contact</b>
Unknown	Civil Lawsuit or Demand for Alleged Debt: \$3,798.32	Unknown	The Debtor is investigating.	Vogt Resnick Sherak
Unknown	Civil Lawsuit or Demand for Alleged Debt: \$17,681.55	Unknown	The Debtor is investigating.	Ann R. Grupp
73 145 E 00163 12 S S1M	Civil Lawsuit or Demand for Alleged Debt: \$550	Unknown	The Debtor is investigating.	American Arbitration Association
Unknown	Civil Lawsuit or Demand for Alleged Debt: \$7,377.94	Unknown	The Debtor is investigating.	Law Offices of Brian J. Ferber
09-47689 IF	Civil Lawsuit or Demand for Alleged Debt: \$21,461.30	464 West 4th St, Room 348, San Bernardino, CA	The Debtor is investigating.	
60497. SCNY 2012 1	Civil Lawsuit or Demand for Alleged Debt: \$818.00	111 Centre Street, New York, NY	The Debtor is investigating.	
CL12002378-010	Civil Lawsuit or Demand for Alleged Debt: \$599,769.56	Circuit Court of Rockingham County, VA	The Debtor is investigating.	Hoover Penrod
1678170	Civil Lawsuit or Demand for Alleged Debt: \$13,410.64	Unknown	The Debtor is investigating.	Michelle Phillips
Unknown	Civil Lawsuit or Demand for Alleged Debt: \$33,398.30	Unknown	The Debtor is investigating.	Law Office of Leon H. Charney
12134580	Civil Lawsuit or Demand for Alleged Debt: \$132,581.85	Unknown	The Debtor is investigating.	ARSI

**Exhibit 19**

Colorep, Inc.

**19 A**

<u>LAST NAME</u>	<u>FIRST NAME</u>	<u>ADDRESS1</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP</u>	<u>Record Keeping</u>	
						<u>Start Date</u>	<u>End Date</u>
KIRACOFE	PAMELA	194 EMERSON LN	HARRISONBURG	VA	22802	7/2000	Current
MARIER	KENZIE	250 E ELIZABETH ST APT 206	HARRISONBURG	VA	22802	6/13/2011	12/2012
MCPHERSON	JOHN	313 VALLEY VIEW DR	STAUNTON	VA	24401	5/2009	Current
SILVIOUS	PEGGY	3507 RABBITT RUN DRIVE	ELKTON	VA	22827	6/18/1993	3/23/2012
SMILEY	BEVERLY	389 MT CRAWFORD AVE	BRIDGEWATER	VA	22812	1/17/1977	Current
SPRUELL	JOAN	47 WHISPERING OAKS DR	STAUNTON	VA	24401	5/10/2010	7/13/2012
FIELDS	ERIC	12254 DAISY CT	RANCHO CUCAMONGA	CA	91739	1/28/2008	9/26/2012
BOSHEARS	JEFF	3212 DUMAS ST	SAN DIEGO	CA	92106	4/28/2006	2/28/2012
CAMPBELL	TONY	1210 OLD FURNACE RD	HARRISONBURG	VA	22802	6/2005	Current

**19 B**

<u>LAST NAME</u>	<u>FIRST NAME</u>	<u>ADDRESS1</u>	<u>CITY</u>	<u>STATE</u>	<u>ZIP</u>	<u>Start Date</u>	<u>End Date</u>
MCPHERSON	JOHN	313 VALLEY VIEW DR	STAUNTON	VA	24401	5/2009	Current
FIELDS	ERIC	12254 DAISY CT	RANCHO CUCAMONGA	CA	91739	1/28/2008	9/26/2012
BOSHEARS	JEFF	3212 DUMAS ST	SAN DIEGO	CA	92106	4/28/2006	2/28/2012

**Exhibit 21b**

<u>Name and Address</u>	<u>Title</u>	<u>Nature and Percentage of Stock Ownership</u>
Larry Levy 177 Riverside Drive Costa Mesa, CA 92663	Director	Owns less than 1% of common stock in Debtor.
Kerry Dukes 350 Fifth Avenue, Suite 3018 New York, NY 10118	Director	Owns less than 1% of common stock in Debtor.
Joseph Bartlett 1900 Avenue of the Stars 20th Floor Los Angeles, CA 90067	Director	Owns no stock in Debtor.
Robert D. Katz 2 Penn Center, 1500 JFK Blvd Suite 1730 Philadelphia, PA 19102	Proposed Chief Restructuring Officer	Owns no stock in Debtor.
Mark A. Fox 7 Gramercy Park South, 5C New York, NY 10003	Interim CEO (since resigned)	Owns no stock in Debtor.
The Quercus Trust 1835 Newport Blvd. Costa Mesa, CA 92627	Shareholder	Common Stock: 100% Series A Preferred Stock: 100% Series B Preferred Stock: 84.5% Series D Preferred Stock: 66.5% Series E Preferred Stock: 42%
Carthew Bay Technologies, Inc. 181 Bay Street Toronto, Ontario M5J 2T7	Shareholder	Series C Preferred Stock: 100%
Steven Rattner 10 Holltop Drive Port Chester, NY 10573	Shareholder	Series E Preferred Stock: 17.7%
Meserole, LLC Attn: Ari Hirt 152 West 57th Street 54th Floor New York, NY 10019	Shareholder	Series E Preferred Stock: 32.4%

**Exhibit 23**

<u>NAME &amp; ADDRESS</u> <u>OF RECIPIENT, RELATIONSHIP TO DEBTOR</u>	<u>Date</u>	<u>Purpose of Withdrawal</u>	<u>AMOUNT OF MONEY</u> <u>OR DESCRIPTION</u> <u>AND VALUE OF PROPERTY</u>
Larry Levy - Interim CEO 177 Riverside Drive Costa Mesa, CA 92663	Regular Intervals	Standard Payroll	\$14,296.45 USD

**Use of Work Debit Card**

<u>NAME &amp; ADDRESS</u> <u>OF RECIPIENT, RELATIONSHIP TO DEBTOR</u>	<u>Date</u>	<u>Purpose of Withdrawal</u>	<u>AMOUNT OF MONEY</u> <u>OR DESCRIPTION</u> <u>AND VALUE OF PROPERTY</u>
Larry Levy - Interim CEO 177 Riverside Drive Costa Mesa, CA 92663	7/13/2012	Withdraw from ATM	\$2,500.00
Larry Levy	7/25/2012	Withdraw from ATM	\$5,000.00
Larry Levy	8/1/2012	Newport Beach Yacht Club	\$750.00
Larry Levy	8/2/2012	Virgin America	\$664.80
Larry Levy	8/2/2012	Virgin America	\$129.00
Larry Levy	8/3/2012	Delta Air	\$10.00
Larry Levy	8/6/2012	VIP Limousine & Co.	\$154.50
Larry Levy	8/6/2012	AT&T	\$143.87
Larry Levy	8/8/2012	Virgin America	\$169.00
Larry Levy	8/8/2012	Virgin America	\$129.00
Larry Levy	8/10/2012	Withdraw from ATM	\$1,000.00
Larry Levy	8/13/2012	Virgin America	\$437.80
Larry Levy	8/16/2012	Virgin America	\$573.60
Larry Levy	8/16/2012	Virgin America	\$494.80
Larry Levy	8/20/2012	Virgin America	\$299.00
Larry Levy	8/21/2012	Virgin America	\$299.00
Larry Levy	8/22/2012	VIP Limousine & Co.	\$147.00
Larry Levy	8/23/2012	NYC Taxi	\$40.60
Larry Levy	8/23/2012	Cracker Barrel	\$27.40
Larry Levy	8/24/2012	Withdraw from ATM	\$300.00
Larry Levy	8/24/2012	Local Chop & Grill	\$126.50
Larry Levy	8/24/2012	Local Chop & Grill	\$39.57
Larry Levy	8/27/2012	Withdraw from ATM	\$700.00
Larry Levy	8/27/2012	Delta Air	\$460.80
Larry Levy	8/27/2012	Delta Air	\$306.80
Larry Levy	8/27/2012	Holiday Inn	\$245.54
Larry Levy	8/27/2012	Beyond Restaurant	\$154.92
Larry Levy	8/27/2012	NYC Taxi	\$9.15
Larry Levy	9/7/2012	Withdraw from ATM	\$300.00
Larry Levy	9/11/2012	Citarella NY	\$143.09
Larry Levy	9/11/2012	NYC Taxi	\$8.25
Larry Levy	9/13/2012	Withdraw from ATM	\$300.00
Larry Levy	9/17/2012	Withdraw from ATM	\$300.00
Larry Levy	9/17/2012	Baraonda NY	\$96.75
Larry Levy	9/17/2012	La Mode Cleaners	\$59.65
Larry Levy	9/17/2012	NYC Taxi	\$12.50
Larry Levy	9/17/2012	NJT Pabt Newark, NJ	\$12.50
Larry Levy	9/17/2012	NYC Taxi	\$12.05
Larry Levy	9/19/2012	Withdraw from ATM	\$300.00
Larry Levy	9/21/2012	Withdraw from ATM	\$100.00
Larry Levy	9/21/2012	Chin Chin Restaurant	\$145.20
Larry Levy	9/24/2012	Withdraw from ATM	\$300.00
Larry Levy	9/24/2012	Duane Reade	\$69.12
Larry Levy	9/24/2012	Cable Wholesale Co.	\$218.16
Larry Levy	9/24/2012	Chin Chin Restaurant	\$93.25
Larry Levy	9/25/2012	Withdraw from ATM	\$1,500.00
Larry Levy	9/25/2012	Cable Wholesale Co.	\$41.21
Larry Levy	10/1/2012	Withdraw from ATM	\$300.00



**Exhibit 23**

Larry Levy	10/1/2012	NYC Taxi	\$20.00
Larry Levy	10/2/2012	Tal Bagels NY	\$42.86
Larry Levy	10/2/2012	NYC Taxi	\$4.75
Larry Levy	10/2/2012	NYC Taxi	\$4.75
Larry Levy	10/2/2012	USPS Change of	\$1.00
Larry Levy	10/4/2012	Withdraw from ATM	\$300.00
Larry Levy	10/4/2012	Amazon Mktplace	\$313.57
Larry Levy	10/5/2012	Withdraw from ATM	\$300.00
Larry Levy	10/5/2012	Withdraw from ATM	\$300.00
Larry Levy	10/9/2012	Withdraw from ATM	\$200.00
Larry Levy	10/9/2012	Avra Restaurant	\$78.25
Larry Levy	10/10/2012	Europa Café NY	\$20.98
Larry Levy	10/11/2012	Withdraw from ATM	\$300.00
Larry Levy	10/12/2012	Withdraw from ATM	\$300.00
Larry Levy	10/12/2012	NYC Taxi	\$12.50
Larry Levy	10/15/2012	MTA Vending Machine	\$20.00
Larry Levy	10/15/2012	Withdraw from ATM	\$1,500.00
Larry Levy	10/15/2012	Dabo Market NY	\$15.73
Larry Levy	10/15/2012	NYC Taxi	\$8.75
Larry Levy	10/15/2012	NYC Taxi	\$8.75
Larry Levy	10/15/2012	White & Blue Taxi	\$7.25
Larry Levy	10/15/2012	NYC Taxi	\$7.25
Larry Levy	10/15/2012	NYC Taxi	\$6.75
Larry Levy	10/15/2012	NYC Taxi	\$6.75
Larry Levy	10/15/2012	Virgin America	\$2.50
Larry Levy	10/17/2012	Duane Reade	\$21.76
Larry Levy	10/17/2012	NYC Taxi	\$14.25
Larry Levy	10/18/2012	Virgin America	\$169.00
Larry Levy	10/19/2012	NYC Taxi	\$57.50
Larry Levy	10/19/2012	Supershuttle Exec	\$54.00
Larry Levy	10/19/2012	NYC Taxi	\$8.25
Larry Levy	10/22/2012	Virgin America	\$502.80
Larry Levy	10/22/2012	Chevron Newport Beach	\$84.93
Larry Levy	10/23/2012	Withdraw from ATM	\$300.00
Larry Levy	10/23/2012	Virgin America	\$169.00
Larry Levy	10/23/2012	Avis Rent-a-car	\$108.30
Larry Levy	10/23/2012	Wireless Empire NY	\$32.23
Larry Levy	10/24/2012	NYC Taxi	\$61.30
Larry Levy	10/24/2012	NYC Taxi	\$11.75
Larry Levy	10/24/2012	Oren's Daily Roast	\$4.85
Larry Levy	10/25/2012	Withdraw from ATM	\$300.00
Larry Levy	10/26/2012	Withdraw from ATM	\$500.00
Larry Levy	10/29/2012	Morton Williams NY	\$47.70
Larry Levy	10/29/2012	Agata & Valentina NY	\$175.15
Larry Levy	10/29/2012	Capital Grille NY	\$82.89
Larry Levy	10/29/2012	La Mode Cleaners	\$76.05
Larry Levy	10/29/2012	NYC Taxi	\$12.25
Larry Levy	10/29/2012	NYC Taxi	\$10.75
Larry Levy	10/29/2012	White & Blue Taxi	\$9.00
Larry Levy	10/30/2012	NYC Taxi	\$8.75
Larry Levy	10/30/2012	NYC Taxi	\$8.75
Larry Levy	11/2/2012	Newport Beach Yacht Club	\$1,076.65
Larry Levy	11/6/2012	Withdraw from ATM	\$300.00
Larry Levy	11/6/2012	Citarella NY	\$86.12
Larry Levy	11/7/2012	Withdraw from ATM	\$500.00
Larry Levy	11/7/2012	Virgin America	\$202.80
Larry Levy	11/8/2012	NYC Taxi	\$7.25
Larry Levy	11/9/2012	Withdraw from ATM	\$300.00
Larry Levy	11/9/2012	ATM Stmt fee	\$1.00

**Exhibit 23**

Larry Levy	11/13/2012	Withdraw from ATM	\$300.00
Larry Levy	11/13/2012	Chevron Newport Beach	\$79.34
Larry Levy	11/13/2012	LIRR TVM Jamaica NY	\$24.25
Larry Levy	11/13/2012	Virgin America	\$169.00
Larry Levy	11/13/2012	NYC Taxi	\$62.30
Larry Levy	11/13/2012	Gogoair.com	\$39.95
Larry Levy	11/13/2012	NYC Taxi	\$7.75
Larry Levy	11/14/2012	Virgin America	\$169.00
Larry Levy	11/14/2012	VIP Limousine & Co.	\$150.15
Larry Levy	11/14/2012	Hudson News LA	\$32.62
Larry Levy	11/15/2012	2nd Ave Deli NY	\$98.16
Larry Levy	11/16/2012	Withdraw from ATM	\$300.00
Larry Levy	11/16/2012	NYC Taxi	\$10.50
Larry Levy	11/19/2012	Withdraw from ATM	\$300.00
Larry Levy	11/19/2012	Duane Reade	\$38.89
Larry Levy	11/19/2012	Withdraw from ATM	\$500.00
Larry Levy	11/19/2012	Delta Air	\$265.60
Larry Levy	11/19/2012	Chin Chin Restaurant	\$126.70
Larry Levy	11/19/2012	Virgin America	\$20.00
Larry Levy	11/19/2012	Virgin America	\$20.00
Larry Levy	11/19/2012	NYC Taxi	\$12.50
Larry Levy	11/19/2012	NYC Taxi	\$7.25
Larry Levy	11/19/2012	Virgin America	\$5.00
Larry Levy	11/20/2012	Sparks Steak House NY	\$215.95
Larry Levy	11/20/2012	NYC Taxi	\$9.50
Larry Levy	11/21/2012	Smith & Wollensky NY	\$64.24
Larry Levy	11/21/2012	Bukhara Grill NY	\$155.10
Larry Levy	11/21/2012	NYC Taxi	\$9.50
Larry Levy	11/21/2012	Withdraw from ATM	\$300.00
Larry Levy	11/23/2012	T Bar Steak & Lounge NY	\$99.92
Larry Levy	11/23/2012	Smith & Wollensky NY	\$60.45
Larry Levy	11/23/2012	Hudson AEI JFK Jamaica	\$54.43
Larry Levy	11/23/2012	NYC Taxi	\$12.25
Larry Levy	11/23/2012	NYC Taxi	\$9.50
Larry Levy	11/26/2012	Withdraw from ATM	\$300.00
Larry Levy	11/26/2012	Whole Foods	\$154.20
Larry Levy	11/26/2012	NYC Taxi	\$62.30
Larry Levy	11/26/2012	NYC Taxi	\$61.30
Larry Levy	11/26/2012	NYC Taxi	\$9.25
Larry Levy	11/26/2012	NYC Taxi	\$9.00
Larry Levy	11/26/2012	NYC Taxi	\$8.25
Larry Levy	11/30/2012	Withdraw from ATM	\$300.00
Larry Levy	11/30/2012	Smith & Wollensky NY	\$161.09
Larry Levy	11/30/2012	Chin Chin Restaurant	\$41.50
Larry Levy	11/30/2012	NYC Taxi	\$9.75
Larry Levy	11/30/2012	NYC Taxi	\$9.75
Larry Levy	12/3/2012	Withdraw from ATM	\$300.00
Larry Levy	12/3/2012	Morton Williams NY	\$47.03
Larry Levy	12/3/2012	Fulton New York	\$45.22
Larry Levy	12/3/2012	NYC Taxi	\$13.25
Larry Levy	12/3/2012	NYC Taxi	\$12.00
Larry Levy	12/3/2012	White & Blue Taxi	\$9.25
Larry Levy	12/3/2012	NYC Taxi	\$8.75
Larry Levy	12/3/2012	NYC Taxi	\$8.25
Larry Levy	12/4/2012	Withdraw from ATM	\$300.00
Larry Levy	12/4/2012	Café Duke NY	\$17.14
Larry Levy	12/4/2012	NYC Taxi	\$9.75
Larry Levy	12/4/2012	NYC Taxi	\$8.25
Larry Levy	12/5/2012	Crumbs Garmnt Ctr	\$39.90

**Exhibit 23**

Larry Levy	12/6/2012	NYC Taxi	\$9.50
Larry Levy	12/6/2012	NYC Taxi	\$8.75
Larry Levy	12/6/2012	NYC Taxi	\$8.75
Larry Levy	12/7/2012	Withdraw from ATM	\$300.00
Larry Levy	12/7/2012	Smith & Wollensky NY	\$102.75
Larry Levy	12/7/2012	NYC Taxi	\$13.25
Larry Levy	12/7/2012	NYC Taxi	\$10.75
Larry Levy	12/7/2012	NYC Taxi	\$9.75
Larry Levy	12/7/2012	NYC Taxi	\$8.25
Larry Levy	12/10/2012	Withdraw from ATM	\$300.00
Larry Levy	12/10/2012	Crave Fish Bar NY	\$139.22
Larry Levy	12/10/2012	Morton Williams NY	\$56.32
Larry Levy	12/10/2012	NYC Taxi	\$13.00
Larry Levy	12/10/2012	NYC Taxi	\$9.25
Larry Levy	12/10/2012	NYC Taxi	\$9.25
Larry Levy	12/10/2012	NYC Taxi	\$8.75
Larry Levy	12/10/2012	NYC Taxi	\$5.25
Larry Levy	12/11/2012	Withdraw from ATM	\$300.00
Larry Levy	12/11/2012	Gogoair.com	\$39.95
Larry Levy	12/12/2012	Withdraw from ATM	\$300.00
Larry Levy	12/12/2012	NYC Taxi	\$9.25
Larry Levy	12/13/2012	Andrews Coffee Shop NY	\$19.06
Larry Levy	12/13/2012	NYC Taxi	\$11.75
Larry Levy	12/13/2012	NYC Taxi	\$9.75
Larry Levy	12/13/2012	NYC Taxi	\$9.75
Larry Levy	12/14/2012	NYC Taxi	\$8.75
Larry Levy	12/17/2012	NYC Taxi	\$11.75
Larry Levy	12/17/2012	NYC Taxi	\$9.25
Larry Levy	12/17/2012	NYC Taxi	\$9.25
Larry Levy	12/17/2012	NYC Taxi	\$6.75
Larry Levy	12/18/2012	Withdraw from ATM	\$300.00
Larry Levy	12/18/2012	NYC Taxi	\$9.75
Larry Levy	12/19/2012	NYC Taxi	\$9.25
Larry Levy	12/19/2012	NYC Taxi	\$9.25
Larry Levy	12/20/2012	Withdraw from ATM	\$300.00
Larry Levy	12/20/2012	LIRR TVM Jamaica NY	\$28.75
Larry Levy	12/20/2012	Withdraw from ATM	\$3,000.00
Larry Levy	12/20/2012	Mediterraneo NY	\$81.70
Larry Levy	12/20/2012	NYC Taxi	\$14.75
Larry Levy	12/20/2012	NYC Taxi	\$9.25
Larry Levy	12/20/2012	NYC Taxi	\$9.25
Larry Levy	12/20/2012	NYC Taxi	\$8.75
Larry Levy	12/20/2012	NYC Taxi	\$6.25
Larry Levy	12/21/2012	Withdraw from ATM	\$212.75
Larry Levy	12/21/2012	Hotelspro.com	\$218.00
Larry Levy	12/21/2012	ATM Stmt fee	\$5.00
Larry Levy	12/21/2012	Smith & Wollensky NY	\$119.72
Larry Levy	12/24/2012	International purchase fee	\$2.76
Larry Levy	12/24/2012	International purchase fee	\$1.35
Larry Levy	12/24/2012	International purchase fee	\$0.91
Larry Levy	12/24/2012	International purchase fee	\$0.09
Larry Levy	12/24/2012	Virgin America	\$814.80
Larry Levy	12/24/2012	Hertz Rent-a-car	\$181.85
Larry Levy	12/24/2012	Virgin America	\$169.00
Larry Levy	12/24/2012	Le Petit Milano	\$92.12
Larry Levy	12/24/2012	Arco Sas Di. . Italy	\$45.07
Larry Levy	12/24/2012	Dufrital Spa Italy	\$30.35
Larry Levy	12/24/2012	NYC Taxi	\$9.75
Larry Levy	12/24/2012	NYC Taxi	\$5.00

**Exhibit 23**

Larry Levy	12/24/2012	Autost direz Italy	\$3.18
Larry Levy	12/26/2012	International purchase fee	\$5.06
Larry Levy	12/26/2012	International purchase fee	\$3.43
Larry Levy	12/26/2012	International purchase fee	\$1.07
Larry Levy	12/26/2012	International purchase fee	\$0.20
Larry Levy	12/26/2012	International purchase fee	\$0.13
Larry Levy	12/26/2012	International purchase fee	\$0.09
Larry Levy	12/26/2012	International purchase fee	\$0.05
Larry Levy	12/26/2012	Virgin America	\$808.80
Larry Levy	12/26/2012	Westin Place Milano IT	\$168.75
Larry Levy	12/26/2012	Hotel Calissant Alba IT	\$114.48
Larry Levy	12/26/2012	Virgin America	\$75.00
Larry Levy	12/26/2012	Ristorante Frank Milano	\$35.73
Larry Levy	12/26/2012	TCA Fastrak	\$30.00
Larry Levy	12/26/2012	Auto Asti Toll Way IT	\$6.75
Larry Levy	12/26/2012	Auto Casei Gerol IT	\$4.37
Larry Levy	12/26/2012	Autost direz Italy	\$3.18
Larry Levy	12/26/2012	Autost direz Italy	\$1.99
Larry Levy	12/31/2012	Withdraw from ATM	\$800.00
Larry Levy	1/2/2013	VIP Limousine & Co.	\$157.65
Larry Levy	1/7/2013	Withdraw from ATM	\$300.00
Larry Levy	1/7/2013	Avis Rent-a-car	\$347.61
Larry Levy	1/7/2013	Local Chop & Grill	\$288.65
Larry Levy	1/7/2013	Fairfield Inn & Suites	\$284.07
Larry Levy	1/7/2013	Beyond Restaurant	\$88.71
Larry Levy	1/7/2013	Honeybaked Ham	\$65.36
Larry Levy	1/7/2013	Delta Air	\$58.63
Larry Levy	1/7/2013	The Sub Station	\$30.06
Larry Levy	1/7/2013	Exxon	\$25.44
Larry Levy	1/8/2013	Withdraw from ATM	\$300.00
Larry Levy	1/8/2013	Café Luxembourg NY	\$80.59
Larry Levy	1/8/2013	NYC Taxi	\$11.00
Larry Levy	1/8/2013	NYC Taxi	\$10.25
Larry Levy	1/8/2013	NYC Taxi	\$6.75
Larry Levy	1/9/2013	NYC Taxi	\$14.50
Larry Levy	1/9/2013	NYC Taxi	\$8.75
Larry Levy	1/9/2013	NYC Taxi	\$8.25
Larry Levy	1/10/2013	NYC Taxi	\$11.50
Larry Levy	1/10/2013	NYC Taxi	\$10.25
Larry Levy	1/10/2013	NYC Taxi	\$9.75
Larry Levy	1/11/2013	Gogoair.com	\$39.95
Larry Levy	1/11/2013	Withdraw from ATM	\$1,000.00
Larry Levy	1/11/2013	NYC Taxi	\$10.00
Larry Levy	1/11/2013	NYC Taxi	\$9.75
Larry Levy	1/14/2013	NYC Taxi	\$10.25
Larry Levy	1/14/2013	NYC Taxi	\$9.75
Larry Levy	1/14/2013	NYC Taxi	\$7.75
Larry Levy	1/15/2013	NYC Taxi	\$7.75
Larry Levy	1/16/2013	NYC Taxi	\$10.25
Larry Levy	1/16/2013	NYC Taxi	\$9.00
Larry Levy	1/18/2013	NYC Taxi	\$9.25
Larry Levy	1/22/2013	Withdraw from ATM	\$300.00
Larry Levy	1/22/2013	Whole Foods	\$119.39
Larry Levy	1/22/2013	Italian Wine Merchants	\$164.87
Larry Levy	1/22/2013	Turtle Bay Liquors	\$65.29
Larry Levy	1/22/2013	Morton Williams NY	\$44.75
Larry Levy	1/22/2013	NYC Taxi	\$10.50
Larry Levy	1/22/2013	NYC Taxi	\$8.25
Larry Levy	1/22/2013	NYC Taxi	\$8.25

**Exhibit 23**

Larry Levy	1/22/2013	NYC Taxi	\$6.25
Larry Levy	1/22/2013	NYC Taxi	\$5.75
Larry Levy	1/22/2013	NYC Taxi	\$5.75
Larry Levy	1/23/2013	NYC Taxi	\$7.75
Larry Levy	1/23/2013	NYC Taxi	\$7.75
Larry Levy	1/23/2013	NYC Taxi	\$6.75
Larry Levy	1/23/2013	NYC Taxi	\$6.75
Larry Levy	1/24/2013	NYC Taxi	\$8.25
Larry Levy	1/25/2013	Withdraw from ATM	\$300.00
Larry Levy	1/25/2013	NYC Taxi	\$7.75
Larry Levy	1/28/2013	Withdraw from ATM	\$300.00
Larry Levy	1/28/2013	Crave Fish Bar NY	\$86.67
Larry Levy	1/28/2013	Duane Reade	\$19.59
Larry Levy	1/28/2013	NYC Taxi	\$15.00
Larry Levy	1/28/2013	NYC Taxi	\$14.00
Larry Levy	1/28/2013	NYC Taxi	\$10.25
Larry Levy	1/28/2013	NYC Taxi	\$9.75
Larry Levy	1/28/2013	NYC Taxi	\$9.25
Larry Levy	1/28/2013	NYC Taxi	\$6.75
Larry Levy	1/28/2013	NYC Taxi	\$6.75
Larry Levy	1/28/2013	NYC Taxi	\$5.25
Larry Levy	1/28/2013	NYC Taxi	\$5.00
Larry Levy	1/29/2013	NYC Taxi	\$8.25
Larry Levy	1/29/2013	NYC Taxi	\$5.00
Larry Levy	1/30/2013	ATM Stmt fee	\$1.00
Larry Levy	1/30/2013	Newport Beach Yacht Club	\$195.87
Larry Levy	1/30/2013	Murray Hill Medical NY	\$35.00
Larry Levy	1/31/2013	NYC Taxi	\$6.25
Larry Levy	2/1/2013	Withdraw from ATM	\$300.00
Larry Levy	2/1/2013	NYC Taxi	\$8.75
Larry Levy	2/1/2013	NYC Taxi	\$8.75
Larry Levy	2/4/2013	Withdraw from ATM	\$2,000.00
Larry Levy	2/4/2013	Virgin America	\$450.90
Larry Levy	2/4/2013	NYC Taxi	\$10.25
Larry Levy	2/4/2013	NYC Taxi	\$9.25
Larry Levy	2/4/2013	NYC Taxi	\$9.25
Larry Levy	2/4/2013	NYC Taxi	\$8.75
Larry Levy	2/4/2013	NYC Taxi	\$8.25
Larry Levy	2/5/2013	Withdraw from ATM	\$100.00
Larry Levy	2/5/2013	NYC Taxi	\$9.75
Larry Levy	2/6/2013	NYC Taxi	\$12.50
Larry Levy	2/6/2013	NYC Taxi	\$7.75
Larry Levy	2/7/2013	Withdraw from ATM	\$300.00
Larry Levy	2/7/2013	NYC Taxi	\$9.25
Larry Levy	2/8/2013	Smith & Wollensky NY	\$79.78
Larry Levy	2/8/2013	NYC Taxi	\$10.75
Larry Levy	2/8/2013	NYC Taxi	\$9.25
Larry Levy	2/8/2013	NYC Taxi	\$8.00
Larry Levy	2/8/2013	NYC Taxi	\$7.75
Larry Levy	2/11/2013	Gogoair.com	\$39.95
Larry Levy	2/11/2013	Smith & Wollensky NY	\$152.93
Larry Levy	2/11/2013	NYC Taxi	\$12.75
Larry Levy	2/11/2013	NYC Taxi	\$8.25
Larry Levy	2/11/2013	NYC Taxi	\$6.75
Larry Levy	2/11/2013	NYC Taxi	\$6.25
Larry Levy	2/11/2013	NYC Taxi	\$6.25
Larry Levy	2/12/2013	Sparks Steak House NY	\$147.82
Larry Levy	2/14/2013	Withdraw from ATM	\$300.00
Larry Levy	2/14/2013	Virgin America	\$169.00

**Exhibit 23**

Larry Levy	2/14/2013	NYC Taxi	\$10.75
Larry Levy	2/14/2013	NYC Taxi	\$9.75
Larry Levy	2/15/2013	Withdraw from ATM	\$300.00
Larry Levy	2/15/2013	Virgin America	\$333.00
Larry Levy	2/15/2013	Virgin America	\$169.00
Larry Levy	2/15/2013	NYC Taxi	\$11.75
Larry Levy	2/15/2013	NYC Taxi	\$7.75
Larry Levy	2/19/2013	USPS NY	\$23.95
Larry Levy	2/19/2013	NYC Taxi	\$9.00
Larry Levy	2/19/2013	NYC Taxi	\$9.00
Larry Levy	2/19/2013	NYC Taxi	\$8.25
Larry Levy	2/19/2013	NYC Taxi	\$8.25
Larry Levy	2/19/2013	NYC Taxi	\$7.75
Larry Levy	2/19/2013	NYC Taxi	\$7.25
Larry Levy	2/19/2013	NYC Taxi	\$7.25
Larry Levy	2/19/2013	NYC Taxi	\$7.25
Larry Levy	2/19/2013	NYC Taxi	\$6.25
Larry Levy	2/19/2013	NYC Taxi	\$5.75
Larry Levy	2/19/2013	NYC Taxi	\$5.75
Larry Levy	2/19/2013	NYC Taxi	\$5.25
Larry Levy	2/19/2013	NYC Taxi	\$5.25
Larry Levy	2/20/2013	NYC Taxi	\$8.25
Larry Levy	2/20/2013	NYC Taxi	\$7.25
Larry Levy	2/20/2013	NYC Taxi	\$5.25
Larry Levy	2/21/2013	Withdraw from ATM	\$300.00
Larry Levy	2/21/2013	NYC Taxi	\$8.75
Larry Levy	2/21/2013	NYC Taxi	\$8.25
Larry Levy	2/22/2013	Withdraw from ATM	\$300.00
Larry Levy	2/22/2013	NYC Taxi	\$9.25
Larry Levy	2/22/2013	NYC Taxi	\$8.25
Larry Levy	2/25/2013	Morton Williams NY	\$65.59
Larry Levy	2/25/2013	NYC Taxi	\$18.00
Larry Levy	2/25/2013	NYC Taxi	\$15.50
Larry Levy	2/25/2013	NYC Taxi	\$9.75
Larry Levy	2/25/2013	NYC Taxi	\$9.75
Larry Levy	2/25/2013	NYC Taxi	\$8.25
Larry Levy	2/25/2013	NYC Taxi	\$7.25
Larry Levy	2/25/2013	NYC Taxi	\$5.75
Larry Levy	2/25/2013	NYC Taxi	\$5.75
Larry Levy	2/25/2013	NYC Taxi	\$4.75
Larry Levy	2/26/2013	Bravo Italian Eatery H'burg	\$128.66
Larry Levy	2/26/2013	Jet Blue	\$79.90
Larry Levy	2/26/2013	The Sub Station	\$16.48
Larry Levy	2/26/2013	NYC Taxi	\$9.25
Larry Levy	2/26/2013	NYC Taxi	\$6.75
Larry Levy	2/27/2013	Exxon	\$44.38
Larry Levy	2/27/2013	Local Chop & Grill	\$116.12
Larry Levy	2/27/2013	NYC Taxi	\$61.30
Larry Levy	2/27/2013	NYC Taxi	\$15.00
Larry Levy	2/28/2013	Budget Rent-a-car	\$305.95
Larry Levy	2/28/2013	NYC Taxi	\$9.46
Larry Levy	3/1/2013	LIRR TVM Jamaica NY	\$9.75
Larry Levy	3/1/2013	United Airlines	\$321.90
Larry Levy	3/1/2013	Fairfield Inn & Suites	\$176.18
Larry Levy	3/1/2013	NYC Taxi	\$61.30
Larry Levy	3/1/2013	NYC Taxi	\$12.50
Larry Levy	3/1/2013	NYC Taxi	\$7.75
Larry Levy	3/4/2013	Withdraw from ATM	\$300.00
Larry Levy	3/4/2013	Shell - Newport Beach	\$90.77

**Exhibit 23**

Larry Levy	3/4/2013	Staples - Costa Mesa, CA	\$30.00
Larry Levy	3/4/2013	Virgin America	\$596.90
Larry Levy	3/4/2013	Virgin America	\$408.90
Larry Levy	3/4/2013	Fairfield Inn & Suites	\$264.27
Larry Levy	3/4/2013	Lexington Brass NY	\$53.00
Larry Levy	3/4/2013	NYC Taxi	\$11.25
Larry Levy	3/4/2013	NYC Taxi	\$9.00
Larry Levy	3/4/2013	NYC Taxi	\$5.25
Larry Levy	3/5/2013	LIRR TVM Jamaica NY	\$30.75
Larry Levy	3/5/2013	Virgin America	\$169.00
Larry Levy	3/6/2013	Ride Santa Ana CA	\$76.00
Larry Levy	3/7/2013	NYC Taxi	\$10.25
Larry Levy	3/7/2013	NYC Taxi	\$7.75
Larry Levy	3/8/2013	Mr Broadway NY	\$70.75
Larry Levy	3/8/2013	NYC Taxi	\$11.50
Larry Levy	3/8/2013	NYC Taxi	\$9.25
Larry Levy	3/11/2013	Gogoair.com	\$39.95
Larry Levy	3/11/2013	NYC Taxi	\$10.25
Larry Levy	3/11/2013	NYC Taxi	\$9.75
Larry Levy	3/11/2013	NYC Taxi	\$9.75
Larry Levy	3/11/2013	NYC Taxi	\$8.75
Larry Levy	3/11/2013	NYC Taxi	\$6.75
Larry Levy	3/19/2013	NYC Taxi	\$16.00

**Total**

\$58,588.80