

Official Form 1 (01/08)

**United States Bankruptcy Court
DISTRICT OF DELAWARE**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): We The People LLC	Name of Joint Debtor (Spouse (Last First, Middle):
All other Names used by Debtor in the last 8 years (include married, maiden, and trade names): We The People, WTP Acquisition Corp	All other Names used by Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec./Complete EIN or other Tax I.D. No. (if more than one, state all): 20-8493801	Last four digits of Soc. Sec./Complete EIN or other Tax I.D. No. (if more than one, state all):
Street Address of Debtor (No. and Street, City and State): 1436 Lancaster Ave., Berwyn, PA ZIP CODE 19312	Street Address of Joint Debtor (No. and Street, City and State): ZIP CODE
County of Residence or the Principal Place of Business: Chester County, PA	County of Residence or the Principal Place of Business:
Mailing Address of Debtor (if different from street address): ZIP CODE	Mailing Address of Debtor (if different from street address): ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above): ZIP CODE	

<p align="center">Type of Debtor (Form of Organization) (Check one box)</p> <p><input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i></p> <p><input checked="" type="checkbox"/> Corporation (includes LLC and LLP)</p> <p><input type="checkbox"/> Partnership</p> <p><input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)</p> <hr/>	<p align="center">Nature of Business (Check one box)</p> <p><input type="checkbox"/> Health Care Business</p> <p><input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B)</p> <p><input type="checkbox"/> Railroad</p> <p><input type="checkbox"/> Stockbroker</p> <p><input type="checkbox"/> Commodity Broker</p> <p><input type="checkbox"/> Clearing Bank</p> <p><input checked="" type="checkbox"/> Other</p> <hr/> <p align="center">Tax-Exempt Entity (Check box, if applicable)</p> <p><input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).</p>	<p align="center">Chapter of Bankruptcy code Under Which the Petition is Filed (Check one box)</p> <p><input type="checkbox"/> Chapter 7</p> <p><input type="checkbox"/> Chapter 9</p> <p><input checked="" type="checkbox"/> Chapter 11</p> <p><input type="checkbox"/> Chapter 12</p> <p><input type="checkbox"/> Chapter 13</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</p> <p><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</p> <hr/> <p align="center">Nature of Debts (Check one box)</p> <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."</p> <p><input checked="" type="checkbox"/> Debts are primarily business debts.</p>
-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

<p align="center">Filing Fee (Check one box)</p> <p><input checked="" type="checkbox"/> Full Filing Fee attached.</p> <p><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.</p> <p><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>	<p align="center">Chapter 11 Debtors</p> <p>Check one box:</p> <p><input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p><input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).</p> <p>Check if:</p> <p><input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.</p> <p>Check all applicable boxes:</p> <p><input type="checkbox"/> A plan is being filed with this petition.</p> <p><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).</p>
-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

<p>Statistical/Administrative Information</p> <p><input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors.</p> <p><input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.</p> <p>Estimated Number of Creditors</p> <table style="width:100%; border-collapse: collapse;"> <tr> <td style="text-align: center;">1-49</td> <td style="text-align: center;">50-99</td> <td style="text-align: center;">100-199</td> <td style="text-align: center;">200-999</td> <td style="text-align: center;">1,000-5,000</td> <td style="text-align: center;">5,001-10,000</td> <td style="text-align: center;">10,001-25,000</td> <td style="text-align: center;">25,001-50,000</td> <td style="text-align: center;">50,001-100,000</td> <td style="text-align: center;">Over 100,000</td> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input checked="" type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;"><input type="checkbox"/></td> </tr> </table> <p>Estimated Assets</p> <p><input checked="" type="checkbox"/> \$0 to \$10,000</p> <p><input type="checkbox"/> \$10,000 to \$100,000</p> <p><input type="checkbox"/> \$100,000 to \$1 million</p> <p><input type="checkbox"/> \$1 million to \$100 million</p> <p><input type="checkbox"/> \$100 million to \$1 million</p> <p><input type="checkbox"/> More than \$100 Million</p> <p>Estimated Liabilities</p> <p><input type="checkbox"/> \$0 to \$10,000</p> <p><input type="checkbox"/> \$10,000 to \$100,000</p> <p><input type="checkbox"/> \$100,000 to \$1 million</p> <p><input checked="" type="checkbox"/> \$1 million to \$100 million</p> <p><input type="checkbox"/> More than \$100 Million</p>	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	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<p align="center">THIS SPACE IS FOR COURT USE ONLY</p>
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												
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>												

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): We The People LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)			
Location Where Filed:	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: We The People USA, Inc.		Case Number:	Date Filed: February 12, 2010
District: Delaware		Relationship: 100% Member	Judge:
<p style="text-align:center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input 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 have 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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor – Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor’s affiliate, general partner, or partnership in this District.			
<input type="checkbox"/> Debtor is a debtor in 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.			
Statement by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor’s residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with 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.			

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

Name of Debtor(s):
We The People LLC

Signatures

Signature(s) of Debtors(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).

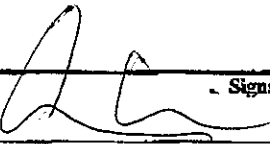
I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (if not represented by attorney)

Date

X  _____
Signature of Attorney

Signature of Attorney for Debtor(s)

Adam Miller
Printed Name of Attorney for Debtor(s)

Pinckney, Harris & Weidinger, LLC
Firm Name

1220 North Market Street, Suite 950
Address

Wilmington, DE 19301

(302) 504-1497
Telephone Number

2/19/2010
Date

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

X  _____
Signature of Authorized Individual

Robert Katz
Printed Name of Authorized Individual

Chief Restructuring Officer
Title of Authorized Individual

2/19/2010
Date

Signature of 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. § 1515, 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 19B is attached.

Printed Name and title, if any, of Bankruptcy 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, 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.

WE THE PEOPLE LLC

**ACTION BY UNANIMOUS WRITTEN CONSENT
IN LIEU OF MEETING OF THE SOLE MEMBER**

The undersigned, being the Sole Member of We The People LLC, a Delaware limited liability company (the "Company"), by consent in writing pursuant to the authority contained in the Delaware Limited Liability Company Act, hereby waives the notice of any meeting to act upon said resolutions, and hereby directs that this Consent be inserted in the minute book of the Company.

WHEREAS, the Company has experienced continuing and ongoing decreases in revenue and continuing and ongoing increases in expenses;

WHEREAS, the Sole Member of the Company has reviewed the financial books and records of the Company and has determined that revenues over the next twelve months will not be sufficient to cover the Company's expenses;

WHEREAS, the Sole Member has determined that such revenue losses will continue into the future unabated; and

WHEREAS, the Company is insolvent and unable to meet its obligations when due;

WHEREAS, in the judgment of the Sole Member, it is in the best interests of the Company to commence a bankruptcy proceeding by filing a voluntary petition for relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and

NOW THEREFORE BE IT RESOLVED, that the Company be and hereby is authorized, empowered and directed to commence Chapter 11 Bankruptcy Proceedings; and

FURTHER RESOLVED, that the resignation of Melissa Soper, as General Manager of the Company is hereby accepted, as tendered; and

FURTHER RESOLVED, that the Sole Member hereby designates Robert Katz to serve as the Chief Restructuring Officer (the "CRO") of the Company, until he is unwilling or unable to serve in such position, until the Member determines that he should be removed, or until the Member determines that the Company shall no longer have a CRO; and

FURTHER RESOLVED, that the CRO is designated a manager of the Company having the same powers of the General Manager under the operating agreement of the Company; and

FURTHER RESOLVED, that the General Manager of the Company and/or the CRO (each an "Authorized Officer") be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and verify or certify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") at such time as such Authorized Officer shall determine; and

FURTHER RESOLVED, that an Authorized Officer be, and hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and file all petitions, schedules, lists and other papers and to take any and all actions that such Authorized Officer may deem necessary, proper, or desirable in connection with the Company's Chapter 11 case, with a view to the successful prosecution of the case; and

FURTHER RESOLVED, that an Authorized Officer be, and hereby is, authorized and directed to retain on behalf of the Company the law firm of Pinckney, Harris & Weidinger, LLC to render legal services to and to represent the Company in connection with the Company's Chapter 11 case and other related matters in connection therewith, on such terms as the Authorized Officer shall approve; and

FURTHER RESOLVED, that an Authorized Officer be, and hereby is, authorized and empowered on behalf of and in the name of the Company to retain and employ other attorneys, investment bankers, accountants, restructuring professionals, financial advisors and other professionals to assist in the Company's Chapter 11 case on such terms as are deemed necessary, proper or desirable; and

FURTHER RESOLVED, that an Authorized Officer be, and hereby is, authorized and empowered in the name and on behalf of the Company to borrow funds, provide guaranties, collateralize assets of the Company to secure future transactions, and undertake related financing transactions (collectively, the "Financing Transactions"), on such terms as may be approved by such Authorized Officer as reasonably necessary for the continuing conduct of the affairs of the Company and pay related fees and grant security interests in and liens upon some, all, or substantially all of the Company's assets, as may be deemed necessary by such Authorized Officer in connection with such Financing Transactions, with approval of the Bankruptcy Court if necessary; and

FURTHER RESOLVED, that, in connection with the prosecution of the Company's Chapter 11 case, an Authorized Officer and any employees or agents (including counsel) designated by or directed by any Authorized Officer be, and each hereby is, authorized and empowered on behalf of, and in the name of, the Company to cause the Company to enter into any agreements, instruments and documents as may be necessary, appropriate or desirable and to make such motions and other filings with the Bankruptcy Court, and do all other things, as may be or become necessary, appropriate or desirable in order to effectuate a sale of the Company; and

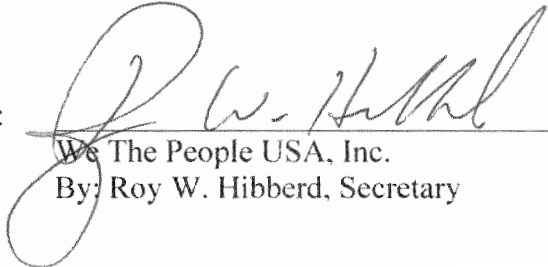
FURTHER RESOLVED, that an Authorized Officer and any employees or agents (including counsel) designated by or directed by any Authorized Officer be, and each hereby is, authorized and empowered to cause the Company to enter into, execute, deliver, certify, file and/or record and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates, and other documents and to take such other actions as in the judgment of such Authorized Officer shall be or become necessary, proper and desirable to prosecute to a successful completion the Company's Chapter 11 case, to effectuate the restructuring and/or liquidation of the debt, other obligations, organizational form and structure of the Company consistent with the foregoing votes, and to carry out and put into effect the purposes of the foregoing votes and the transactions contemplated by these votes, their authority thereunto to be evidenced by the taking of such actions; and

FURTHER RESOLVED, That any and all past actions heretofore taken by officers of the Company in the name of and on behalf of the Company in furtherance of any or all of the preceding votes be, and the same hereby are, ratified, approved and adopted.

IN WITNESS WHEREOF, the undersigned, being all of the Sole Member of the Company has executed this Consent this 17th day of February, 2010.

WE THE PEOPLE LLC

By:



We The People USA, Inc.
By: Roy W. Hibberd, Secretary