

United States Bankruptcy Court
Central District of California

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): 944 Media, 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): DBA 944 Magazine; DBA 944 Dot Com; DBA 944; FKA 944 Media, Inc.	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) 34-2036210	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): 9100 Wilshire, Suite 700 W Beverly Hills, CA ZIP Code 90212	Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code
County of Residence or of the Principal Place of Business: Los Angeles	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):	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. <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 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <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 Nature of Debts (Check one box) <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.
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Filing Fee (Check one box) <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.	Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <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.	THIS SPACE IS FOR COURT USE ONLY										
Estimated Number of Creditors <table><tr><td><input type="checkbox"/> 1-49</td><td><input type="checkbox"/> 50-99</td><td><input type="checkbox"/> 100-199</td><td><input checked="" type="checkbox"/> 200-999</td><td><input type="checkbox"/> 1,000-5,000</td><td><input type="checkbox"/> 5,001-10,000</td><td><input type="checkbox"/> 10,001-25,000</td><td><input type="checkbox"/> 25,001-50,000</td><td><input type="checkbox"/> 50,001-100,000</td><td><input type="checkbox"/> OVER 100,000</td></tr></table>		<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input checked="" type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
<input type="checkbox"/> 1-49		<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input checked="" type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000	
Estimated Assets <table><tr><td><input type="checkbox"/> \$0 to \$50,000</td><td><input type="checkbox"/> \$50,001 to \$100,000</td><td><input type="checkbox"/> \$100,001 to \$500,000</td><td><input type="checkbox"/> \$500,001 to \$1 million</td><td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td><td><input type="checkbox"/> \$10,000,001 to \$50 million</td><td><input type="checkbox"/> \$50,000,001 to \$100 million</td><td><input type="checkbox"/> \$100,000,001 to \$500 million</td><td><input type="checkbox"/> \$500,000,001 to \$1 billion</td><td><input type="checkbox"/> More than \$1 billion</td></tr></table>		<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <table><tr><td><input type="checkbox"/> \$0 to \$50,000</td><td><input type="checkbox"/> \$50,001 to \$100,000</td><td><input type="checkbox"/> \$100,001 to \$500,000</td><td><input type="checkbox"/> \$500,001 to \$1 million</td><td><input type="checkbox"/> \$1,000,001 to \$10 million</td><td><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</td><td><input type="checkbox"/> \$50,000,001 to \$100 million</td><td><input type="checkbox"/> \$100,000,001 to \$500 million</td><td><input type="checkbox"/> \$500,000,001 to \$1 billion</td><td><input type="checkbox"/> More than \$1 billion</td></tr></table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion		

Voluntary Petition

944 Media, LLC

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

All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

Exhibit A

(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.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

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. § 340(b).

X

Signature of Attorney for Debtor(s)

(Date)

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)

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 Attorney*

X _____
 Signature of Attorney for Debtor(s)

Michael I. Gottfried 146689
 Printed Name of Attorney for Debtor(s)

Landau Gottfried & Berger LLP
 Firm Name

**1801 Century Park East
 Suite 1460
 Los Angeles, CA 90067**

 Address

(310) 557-0050 Fax: (310) 557-0056

 Telephone Number

April 6, 2010 146689

 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 _____
 Signature of Authorized Individual

Marc Lotenberg
 Printed Name of Authorized Individual

Chief Executive Officer
 Title of Authorized Individual

April 6, 2010

 Date

Name of Debtor(s):
944 Media, LLC

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.

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Michael I. Gottfried Landau Gottfried & Berger LLP 1801 Century Park East Suite 1460 Los Angeles, CA 90067 (310) 557-0050 Fax: (310) 557-0056 146689 <input checked="" type="checkbox"/> Attorney for: 944 Media, LLC	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: 944 Media, LLC Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

**ELECTRONIC FILING DECLARATION
(CORPORATION/PARTNERSHIP)**

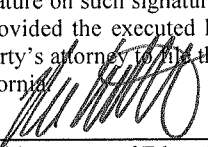
☒
☐
☐

Petition, statement of affairs, schedules or lists
 Amendments to the petition, statement of affairs, schedules or lists
 Other: _____

Date Filed: **April 6, 2010**
 Date Filed: _____
 Date Filed: _____

PART I - DECLARATION OF AUTHORIZED SIGNATORY OF DEBTOR OR OTHER PARTY

I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.



 Signature of Authorized Signatory of Filing Party

April 6, 2010

_____ Date

Marc Lotenberg

 Printed Name of Authorized Signatory of Filing Party

Chief Executive Officer

 Title of Authorized Signatory of Filing Party

PART II - DECLARATION OF ATTORNEY FOR FILING PARTY

I, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document available for review upon request of the Court or other parties.



 Signature of Attorney for Filing Party

April 6, 2010

_____ Date

Michael I. Gottfried

 Printed Name of Attorney for Filing Party

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

ACTION BY WRITTEN CONSENT
OF THE BOARD OF DIRECTORS OF
944 MEDIA, LLC
DATED April 6, 2010

The undersigned, constituting the sole member of the Board of Directors ("Board") of 944 Media, LLC (the "Company"), hereby adopts the following resolutions by this Unanimous Written Consent:

WHEREAS, the Board of Directors believes that it is in the best interest of the Company to adopt the following resolutions:

RESOLVED, that it is in the best interest of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code");

RESOLVED, that the Law Firm of Landau Gottfried & Berger LLP, 1801 Century Park East, Suite 1460, Los Angeles, CA 90064 shall be employed as attorney for the Company to file the Company's Chapter 11 case;

RESOLVED, that the Company shall be, and hereby is, authorized, directed and empowered to retain, on behalf of the Company, the following professionals: (a) Sitrick And Company as Public Relations firm; and (b) such additional professionals or independent contractors, including attorneys, accountants, financial advisors, investment bankers, actuaries, consultants or brokers, as may be necessary in connection with the Company's Chapter 11 case and other related matters, on such terms as such officers shall approve;

RESOLVED, that Marc Lotenberg, as Chief Executive Officer of the Company, be, and he hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute a petition for relief under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Central District of California, Los Angeles Division, at such time as said officer executing the same shall determine and perform any and all such acts as are reasonable, advisable, expedient, convenient, proper, or necessary to effect any of the foregoing;

RESOLVED, that Marc Lotenberg is the authorized officer (the "Authorized Officer"), empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers, and, in connection therewith (collectively, the "Documents"); subject to necessary regulatory approvals (if any), pay all expenses, including filing fees, in each case as shall be necessary or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein, and to take and perform any and all further acts and deeds which such Authorized Officer deems necessary, proper or desirable in connection with the Company's Chapter 11 case;

RESOLVED, that (i) the form, terms and provisions of the Documents executed, delivered and performed by an Authorized Officer on behalf of the Company related to or arising from the resolutions contained herein are ratified, approved and confirmed, (ii) that the

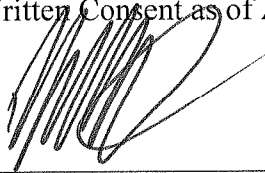
transactions described in the Documents are ratified, approved and confirmed, and (iii) that the execution and delivery of the Documents by an Authorized Officer shall be conclusive evidence of the approval of such documents by the Board;

RESOLVED, that the Authorized Officer be, and hereby is, acting individually in the name of and on behalf of the Company, authorized, empowered and directed to hire additional employees at the Company, engage external resources and to otherwise outsource work to the extent the Authorized Officer deems necessary, advisable, expedient, convenient, proper or desirable in connection with the Company's Chapter 11 case; and

RESOLVED, that any and all past actions, covenants or promises of the Company, or any of the Authorized Officer in the name and on behalf of the Company, in furtherance of any or all the preceding resolutions be, and the same hereby are, ratified, confirmed and approved in all respects; and

RESOLVED, that these resolutions shall remain in full force and effect until written notice of their repeal shall have been received by the counter-party under, or in the case of the court presiding over the Chapter 11 case the recipient of, the Documents of their repeal and then, any such repeal shall only be effective as to any acts taken after receipt of such written notice.

IN WITNESS WHEREOF, the undersigned has executed this Action by Unanimous Written Consent as of April 6, 2010.



Marc Lotenberg
Chief Executive Officer

**Corporate Ownership Statement Pursuant to
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

I, **Marc Lotenberg**, the undersigned in the above-captioned case, hereby declare
(Print Name of Attorney or Declarant)

under penalty of perjury under the laws of the United States of America that the following is true and correct:

[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:
- ☒ I am the president or other officer or an authorized agent of the debtor corporation
- ☐ I am a party to an adversary proceeding
- ☐ I am a party to a contested matter
- ☐ I am the attorney for the debtor corporation
- 2.a. ☒ The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:
- See Addendum
- b. ☐ There are ~~no entities~~ that directly or indirectly own 10% or more of any class of the corporation's equity interest.

Signature of Attorney or Declarant

April 6, 2010
Date

Marc Lotenberg

Printed Name of Attorney or Declarant

In re

Main Document Page 8 of 17

CHAPTER 11

944 Media, LLC

CASE NUMBER

Debtor.

**Addendum to Corporate Ownership Statement Pursuant to
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:

ML Media, Inc
9100 Wilshire Blvd., Suite 700 W
Beverly Hills, CA 90212

Orbitron Holdings, LLC
9330 S Priest Drive
Tempe, AZ 85284

This form is optional. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

April 2007

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Best Case Bankruptcy

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Central District of California**

In re **944 Media, 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) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
AT&T PO Box 79112 Phoenix, AZ 85062-9112	AT&T PO Box 79112 Phoenix, AZ 85062-9112	Utilities	Contingent Unliquidated Disputed	47,927.18
BR Projects, LLC 2600 Olympic Blvd. 2nd Floor Santa Monica, CA 90404	BR Projects, LLC 2600 Olympic Blvd. 2nd Floor Santa Monica, CA 90404	Consulting Services		27,244.40
BRCP Millenium - Tower c/o Landmark Law Group Inc 401 Wilshire Blvd, Suite 1065 Santa Monica, CA 90401	BRCP Millenium - Tower c/o Landmark Law Group Inc 401 Wilshire Blvd, Suite 1065 Santa Monica, CA 90401	Rents	Disputed	25,783.83
Brick by Brick, LLC 610 India Street San Diego, CA 92101	Brick by Brick, LLC 610 India Street San Diego, CA 92101	Rents		39,063.81
Creel Printing & Publishing Company 6330 W Sunset Road Las Vegas, NV 89118	Creel Printing & Publishing Company 6330 W Sunset Road Las Vegas, NV 89118	Printing		2,451,731.54
DePasquale & Schmidt, PLC 3300 N Central Ave Suite 2070 Phoenix, AZ 85012	DePasquale & Schmidt, PLC 3300 N Central Ave Suite 2070 Phoenix, AZ 85012	Legal fees	Contingent Unliquidated Disputed	34,581.24
Diversified Human Resources 2735 E Camelback Phoenix, AZ 85016	Diversified Human Resources 2735 E Camelback Phoenix, AZ 85016	Payroll Processing		80,095.70
Eden Roc 4525 Collins Ave Miami Beach, FL 33140	Eden Roc 4525 Collins Ave Miami Beach, FL 33140	Events promotion/ marketing	Disputed	60,000.00
Environmental Ink 3070 W Post Road Las Vegas, NV 89118	Environmental Ink 3070 W Post Road Las Vegas, NV 89118	Printing		17,840.73
Greenberg Traurig - PHX/ Miami ATTN: John Doran 2375 E Camelback Rd. Suite 700 Phoenix, AZ 85016	Greenberg Traurig - PHX/ Miami ATTN: John Doran 2375 E Camelback Rd. Phoenix, AZ 85016	Legal fees	Contingent Unliquidated Disputed	100,469.26

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

In re **944 Media, LLC**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Irvine Company Office Properties 36 Executive Park Suite 120 Irvine, CA 92614	Irvine Company Office Properties 36 Executive Park Suite 120 Irvine, CA 92614	Rent		14,770.26
Law Ofc W Curtis Cover/ Trend Print 535 Anton Blvd, #9 Costa Mesa, CA 92626-1947	Law Ofc W Curtis Cover/ Trend Print 535 Anton Blvd, #9 Costa Mesa, CA 92626-1947	Stipulated Judgment		276,527.83
Relevant 27 W. 24th St, Suite 202 New York, NY 10010	Relevant 27 W. 24th St, Suite 202 New York, NY 10010	Event productions	Disputed	50,000.00
RoDoKop Group, LLC 2840 Keller Springs Road Suite 903 Carrollton, TX 75006	RoDoKop Group, LLC 2840 Keller Springs Road Suite 903 Carrollton, TX 75006	Events promotion/ marketing	Disputed	16,743.00
Scottsdale 4253, LLC c/o Nicholas D. McKay, Sr. 36 Biltmore Estates Phoenix, AZ 85016	Scottsdale 4253, LLC c/o Nicholas D. McKay, Sr. 36 Biltmore Estates Phoenix, AZ 85016	Rents		209,546.28
SKAM Artist, Inc. 851 San Vicente Blvd #115 West Hollywood, CA 90069	SKAM Artist, Inc. 851 San Vicente Blvd #115 West Hollywood, CA 90069	Events promotion/ marketing	Disputed	16,129.30
The Swig Company, LLC PO Box 7381 San Francisco, CA 94120-7381	The Swig Company, LLC PO Box 7381 San Francisco, CA 94120-7381	Rents		22,217.99
Ticket Exchange Inc 3714 E Indian School Road #200 Los Angeles, CA 90084-1426	Ticket Exchange Inc 3714 E Indian School Road #200 Los Angeles, CA 90084-1426	Event Tickets		13,800.00
VOX Entertainment Inc. 115 Lomita Street El Segundo, CA 90245	VOX Entertainment Inc. 115 Lomita Street El Segundo, CA 90245	Events promotion/ marketing		20,907.70
Wendoh Media Companies 3070 W Post Road Las Vegas, NV 89118	Wendoh Media Companies 3070 W Post Road Las Vegas, NV 89118	Rents, Printing, Services, Profit Share, Commissions		172,380.90

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

In re **944 Media, LLC**

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

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

I, the Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **April 6, 2010**

Signature


Marc Lotenberg
Chief Executive Officer

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

**United States Bankruptcy Court
Central District of California**

In re **944 Media, LLC**

Debtor

Case No. _____

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
ML Media, Inc 9100 Wilshire Blvd. Suite 700 W Beverly Hills, CA 90212	Common Units	60.0 Units = 48.98 %	
Orbitron Holdings, LLC 9330 S Priest Drive Tempe, AZ 85284	Series A Units	62.5 Units = 51.02%	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date April 6, 2010

Signature _____

Marc Lotenberg
Chief Executive Officer

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

Party Name, Address and Telephone Number (CA State Bar No. If Applicable) Michael I. Gottfried 1801 Century Park East Suite 1460 Los Angeles, CA 90067 (310) 557-0050 Fax:(310) 557-0056 CA State Bar Number: 146689	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: 944 Media, LLC <div style="text-align: right;">Debtor.</div>	CHAPTER 11 CASE NUMBER <div style="text-align: center;">(No Hearing Required)</div>

VENUE DISCLOSURE FORM
FOR CORPORATIONS FILING CHAPTER 11
(Required by General Order 97-02)

Attach additional sheets as necessary and indicate so in each section

1. Specify the address of the principal office of the Debtor currently on file with the California Secretary of State (from Form S0100, S0200, or S0300):
 Change of address already filed with Secretary of State.
 New address: **9100 Wilshire Blvd. Suite 700 W, Beverly Hills, CA 90212**
 Old address: **4253 N. Scottsdale Rd. Suite 200, Scottsdale, AZ 85251**
2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return:
4253 N. Scottsdale Rd. Suite 200, Scottsdale, AZ 85251
3. Disclose the current business address(es) for all corporate officers:
9100 Wilshire Blvd. Suite 700 W, Beverly Hills, CA 90212
4. Disclose the current business address(es) where the Debtor's books and records are located:
9100 Wilshire Blvd. Suite 700 W, Beverly Hills, CA 90212
4253 N. Scottsdale Rd. Suite 200, Scottsdale, AZ 85251
5. List the address(es) where the majority of the Debtor's assets are located based on a book value determination as set forth on the Debtor's most recent balance sheet:
9100 Wilshire Blvd. Suite 700 W, Beverly Hills, CA 90212
6. Disclose any different address(es) to those listed above within six months prior to the filing of this petition and state the reasons for the change in address(es):
8560 W Sunset Suite 100, West Hollywood, CA 90069 - Former Los Angeles Office
7. State the name and address of the officer signing this Statement and the relationship of such person to the Debtor (specify):
Marc Lotenberg, CEO
9100 Wilshire Blvd. Suite 700 W, Beverly Hills, CA 90212
8. Total number of attached pages of supporting documentation: 0

In re 944 Media, LLC Debtor.	CHAPTER 11 CASE NUMBER
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9. I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct.

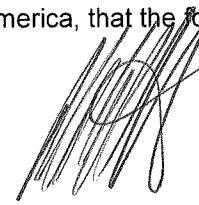
Executed on 6th of April, at Los Angeles, California.

Marc Lotenberg

Type Name of Officer

Chief Executive Officer

Position or Title of Officer



Signature of Declarant

STATEMENT OF RELATED CASES
INFORMATION REQUIRED BY LOCAL BANKRUPTCY RULE 1015-2
UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None.

2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None.

3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None.


4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

None.

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed at Los Angeles, California.

Dated April 6, 2010



Marc Lotenberg
Debtor

Joint Debtor

This form is mandatory by Order of the United States Bankruptcy Court for the Central District of California.

**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA**

In re

944 Media, LLC

Case No.:

Debtor.

**DISCLOSURE OF COMPENSATION
OF ATTORNEY FOR DEBTOR**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$ <u>80,000.00</u>
Prior to the filing of this statement I have received	\$ <u>80,000.00</u>
Balance Due	\$ <u>0.00</u>

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
 - Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
 - Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
 - [Other provisions as needed]

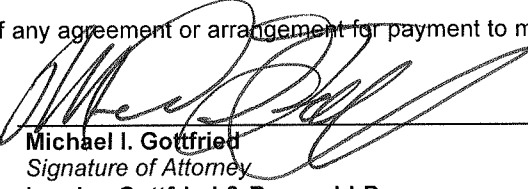
6. By agreement with the debtor(s), the above-disclosed fee does not include the following services

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

April 6, 2010

Date


Michael I. Gottfried

Signature of Attorney

Landau Gottfried & Berger LLP

Name of Law Firm

1801 Century Park East

Suite 1460

Los Angeles, CA 90067

(310) 557-0050 Fax: (310) 557-0056

MASTER MAILING LIST
Verification Pursuant to Local Bankruptcy Rule 1007-2(d)

Name Michael I. Gottfried

Address 1801 Century Park East Suite 1460 Los Angeles, CA 90067

Telephone (310) 557-0050 Fax: (310) 557-0056

- ☒ Attorney for Debtor(s)
☐ Debtor in Pro Per

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
List all names including trade names used by Debtor(s) within last 8 years: 944 Media, LLC DBA 944 Magazine; DBA 944 Dot Com; DBA 944; FKA 944 Media, Inc.	Case No.:
	Chapter: 11

VERIFICATION OF CREDITOR MAILING LIST

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 54 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: April 6, 2010



Marc Lotenberg/Chief Executive Officer
Signer/Title

Date: April 6, 2010



Signature of Attorney
Michael I. Gottfried
Landau Gottfried & Berger LLP
1801 Century Park East
Suite 1460
Los Angeles, CA 90067
(310) 557-0050 Fax: (310) 557-0056