

Fill in this information to identify the case:

Debtor name Ruby's Oceanside, Ltd., a California limited partnership

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) 8:18-bk-13201 CB

☐ Check if this is an
amended filing

Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property: Copy line 88 from <i>Schedule A/B</i>	\$ <u>0.00</u>
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i>	\$ <u>2,359,398.14</u>
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i>	\$ <u>2,359,398.14</u>

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i>	\$ <u>3,030,577.52</u>
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)	
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i>	\$ <u>0.00</u>
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i>	+\$ <u>397,507.13</u>
4. Total liabilities Lines 2 + 3a + 3b	\$ <u>3,428,084.65</u>

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Debtor name Ruby's Oceanside, Ltd., a California limited partnershipUnited States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIACase number (if known) 8:18-bk-13201 CB☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

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Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- ☐ No. Go to Part 2.
☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)

Type of account

Last 4 digits of account number

3.1. Opus BankBusiness Account7984\$101,369.00

4. Other cash equivalents (Identify all)

5. Total of Part 1.

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$101,369.00

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. Lease deposit - City of Oceanside\$17,125.00

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$17,125.00

Part 3: Accounts receivable

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10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. Accounts receivable

11a. 90 days old or less: 603,844.28 - 301,922.14 = \$301,922.14
face amount doubtful or uncollectible accounts

12. Total of Part 3.

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$301,922.14

Part 4: Investments

13. Does the debtor own any investments?

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- ☐ No. Go to Part 6.
☒ Yes Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
Food and Beverage	8/27/2018	\$0.00	Recent cost	\$21,398.00

20. Work in progress

21. Finished goods, including goods held for resale

22. Other inventory or supplies

23. Total of Part 5.

Add lines 19 through 22. Copy the total to line 84.

\$21,398.00

24. Is any of the property listed in Part 5 perishable?

- ☒ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☒ No
☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

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Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture Restaurant furnishings, including booths, chairs, kitchen equipment and supplies, stainless, lighting, and other miscellaneous furniture, fixtures and equipment.	Unknown	Liquidation	\$101,013.00

40. Office fixtures

41. Office equipment, including all computer equipment and communication systems equipment and software

42. Collectibles *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. Total of Part 7.
Add lines 39 through 42. Copy the total to line 86.

\$101,013.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☒ No
☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☒ No. Go to Part 9.
☐ Yes Fill in the information below.

Part 9: Real property

54. Does the debtor own or lease any real property?

- ☒ No. Go to Part 10.
☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- ☐ No. Go to Part 11.
☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets			
61. Internet domain names and websites			
62. Licenses, franchises, and royalties			

Debtor Ruby's Oceanside, Ltd.
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63. Customer lists, mailing lists, or other compilations

64. Other intangibles, or intellectual property

65. Goodwill

Valuation based on 3.5x EBITDA not including
general and administrative costs, cash on
hand, furnishings, fixtures and equipment,
inventory or intercompany receivables.

Unknown

Comparable sale

\$1,816,571.00

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$1,816,571.00

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

☒ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

☒ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

☒ No
☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☒ No. Go to Part 12.
☐ Yes Fill in the information below.

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Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1	\$101,369.00	
81. Deposits and prepayments. Copy line 9, Part 2.	\$17,125.00	
82. Accounts receivable. Copy line 12, Part 3.	\$301,922.14	
83. Investments. Copy line 17, Part 4.	\$0.00	
84. Inventory. Copy line 23, Part 5.	\$21,398.00	
85. Farming and fishing-related assets. Copy line 33, Part 6.	\$0.00	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	\$101,013.00	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	\$0.00	
88. Real property. Copy line 56, Part 9.....>		\$0.00
89. Intangibles and intellectual property. Copy line 66, Part 10.	\$1,816,571.00	
90. All other assets. Copy line 78, Part 11.	+ \$0.00	
91. Total. Add lines 80 through 90 for each column	\$2,359,398.14	+ 91b. \$0.00
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		\$2,359,398.14

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United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

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Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- ☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

2.1 C & C Partnership

Creditor's Name
Ronald Clear Partner
56 Tesla
Irvine, CA 92618

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

4/16/2018

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

- ☐ No
☒ Yes. Specify each creditor, including this creditor and its relative priority.
(1) Opus Bank;
(2) C&C Partnership;
(3) Pillsbury Winthrop Shaw Pittman

Describe debtor's property that is subject to a lien

Assets of the Debtor

Describe the lien

Security Agreement/UCC Financing Statement

Is the creditor an insider or related party?

- ☒ No
☐ Yes
Is anyone else liable on this claim?
☐ No
☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

- Check all that apply
☐ Contingent
☐ Unliquidated
☐ Disputed

Column A

Amount of claim

Do not deduct the value of collateral.

\$250,000.00

Column B

Value of collateral that supports this claim

\$2,359,398.14

2.2 Opus Bank a California

Creditor's Name
commercial bank
Officer Director, Manager
Agent
131 W. Commonwealth
Avenue
Fullerton, CA 92832

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

10/19/2016

Last 4 digits of account number

Describe debtor's property that is subject to a lien

Assets of the Debtor

Describe the lien

Loan Modification Agreement/UCC Financing Statement

Is the creditor an insider or related party?

- ☒ No
☐ Yes
Is anyone else liable on this claim?
☐ No
☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

\$2,163,123.78

\$2,359,398.14

Debtor **Ruby's Oceanside, Ltd.**
Name

Case number (if know) **8:18-bk-13201 CB**

Do multiple creditors have an interest in the same property?

- ☐ No
☒ Yes. Specify each creditor, including this creditor and its relative priority.
(1) Opus Bank;
(2) C&C Partnership;
(3) Pillsbury Winthrop Shaw Pittman

As of the petition filing date, the claim is:
Check all that apply

- ☐ Contingent
☐ Unliquidated
☐ Disputed

2.3 Pillsbury Winthrop Shaw Pittman LLP

Creditor's Name

**Christine A Scheunman
725 South Figueroa Street
Suite 2800
Los Angeles, CA
90017-5406**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Lien recorded 6/14/2018
Last 4 digits of account number

Do multiple creditors have an interest in the same property?

- ☐ No
☒ Yes. Specify each creditor, including this creditor and its relative priority.
(1) Opus Bank;
(2) C&C Partnership;
(3) Pillsbury Winthrop Shaw Pittman

Describe debtor's property that is subject to a lien

Assets of the Debtor

\$617,453.74

\$2,359,398.14

Describe the lien

Judgment Lien

Is the creditor an insider or related party?

- ☒ No
☐ Yes

Is anyone else liable on this claim?

- ☐ No
☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:
Check all that apply

- ☐ Contingent
☐ Unliquidated
☐ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$3,030,577.52

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you enter the related creditor?

Last 4 digits of account number for this entity

**John S Baker
Dorsey & Whitney LLP
600 Anton Blvd
Suite 200
Costa Mesa, CA 92626-7655**

Line **2.2**

**Pillsbury Winthrop Shaw Pittman LLP
Barbara L Croutch
725 South Figueroa Sgreet
Suite 2800
Los Angeles, CA 90017-5406**

Line **2.3**

**Ren R Hayhurst
Bryan Cave LLP
3161 Michelson Drive
suite 1500
Irvine, CA 92612**

Line **2.2**

Debtor **Ruby's Oceanside, Ltd.**
Name

Case number (if know)

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**Robert A Schultz
Dorsey & Whitney LLP
600 Anton Blvd
Suite 2000
Costa Mesa, CA 92626-7655**

Line **2.2**

Fill in this information to identify the case:

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Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

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Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☒ No. Go to Part 2.

☐ Yes. Go to line 2.

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

		As of the petition filing date, the claim is: Check all that apply.	Amount of claim
3.1	Nonpriority creditor's name and mailing address AFP Saddington LLP Officer Director Member Agent 18201 Von Karman Ave. Suite 450 Irvine, CA 92612-1014 Date(s) debt was incurred ____ Last 4 digits of account number ____	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$0.00</u>
3.2	Nonpriority creditor's name and mailing address Aire Rite Air Conditioning Officer Director Manager Agent 15122 Bolsa Chica Street Huntington Beach, CA 92649 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number ____	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$4,454.32</u>
3.3	Nonpriority creditor's name and mailing address ASAP Drain Guys & Plumbing Officer Director Member Agent 999 Rancheros Drive Suite B San Marcos, CA 92069 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number ____	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$4,915.88</u>
3.4	Nonpriority creditor's name and mailing address Bennetts Plumbing Inc. Officer Director Member Agent 3030 S. Fairview Street Unit B Santa Ana, CA 92704-6583 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number ____	<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$0.00</u>

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3.5 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. \$3,815.58
California Restaurant Mutual
Officer Director Member Agent
PO Box 45783
San Francisco, CA 94145-0783
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred 2018
Basis for the claim: Trade Debt
Last 4 digits of account number Is the claim subject to offset? ☒ No ☐ Yes

3.6 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. Unknown
City of Oceanside
Financial Services Department
300 N Coast Highway
Oceanside, CA 92054
☒ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred 2017
Basis for the claim: Unsecured liability in regards with non-residential
real property lease for Ruby's Diner located at 1 Oceanside Pier, #1,
Oceanside, CA 92054 (rents and improvements)
Last 4 digits of account number Is the claim subject to offset? ☒ No ☐ Yes

3.7 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. \$1,143.00
City of San Diego
Office of the City Treasurer
PO Box 121536
CA 92212
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred 2018
Basis for the claim: Licence Fees
Last 4 digits of account number Is the claim subject to offset? ☒ No ☐ Yes

3.8 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. \$427.22
Compeat Inc
Officer Director Manager Agent
773 San Marin Drive
Suite 2320
Novato, CA 94945
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred 2018
Basis for the claim: Trade Debt
Last 4 digits of account number Is the claim subject to offset? ☒ No ☐ Yes

3.9 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. \$768.00
Crest Beverage LLC
Officer Director Member Agent
PO Box 848536
Los Angeles, CA 90084-8536
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred 2018
Basis for the claim: Trade Debt
Last 4 digits of account number Is the claim subject to offset? ☒ No ☐ Yes

3.10 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. \$0.00
CTUIT, Inc.
Officer Director Member Agent
773 San Marin Drive
Suite 2320
Novato, CA 94945
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred 2018
Basis for the claim: Trade Debt
Last 4 digits of account number Is the claim subject to offset? ☒ No ☐ Yes

3.11 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. \$1,319.13
Custom Business Solutions Inc
Officer Director Member Agent
12 Morgan
Irvine, CA 92618
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred 2018
Basis for the claim: Trade Debt
Last 4 digits of account number Is the claim subject to offset? ☒ No ☐ Yes

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3.12	Nonpriority creditor's name and mailing address Darling Ingredients Inc. Officer Director Member Agent PO Box 552210 Detroit, MI 48255 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$0.00</u>
3.13	Nonpriority creditor's name and mailing address Ecolab Officer Director Manager Agent PO Box 100512 Pasadena, CA 91189 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$0.00</u>
3.14	Nonpriority creditor's name and mailing address Ecotech Refrigeration & HVAC Inc Officer Director Manager Agent 1630 Sunkist Street Suite R Anaheim, CA 92806 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$0.00</u>
3.15	Nonpriority creditor's name and mailing address Edison Fire Extinguisher Co Inc Officer Director Manager Agent 3621 Eagle Rock Blvd. Los Angeles, CA 90065-3622 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$0.00</u>
3.16	Nonpriority creditor's name and mailing address Edison Fire Protection Officer Director Manager Agent 3621 Eagle Rock Blvd Los Angeles, CA 90065 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$2,322.90</u>
3.17	Nonpriority creditor's name and mailing address Eversoft Inc Officer Director Manager Agent PO Box 92769 CA 90800 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$0.00</u>
3.18	Nonpriority creditor's name and mailing address Family Tree Produce Officer Director Manager Agent 5510 E. La Palma Avenue Anaheim, CA 92807 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$13,060.57</u>

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3.19	Nonpriority creditor's name and mailing address First Insurance Funding Corp Officer Director Manager Agent PO Box 7000 Carol Stream, IL 60197-7000 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. <u>\$3,055.39</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<hr/>		
3.20	Nonpriority creditor's name and mailing address Fishbowl Inc Officer Director Manager or Agent Dept AT 952733 Atlanta, GA 31192 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. <u>\$10.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<hr/>		
3.21	Nonpriority creditor's name and mailing address G&G Bookkeeping Inc Officer Director Manager Agent 19602 Country Lake Drive Magnolia, TX 77355 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. <u>\$1,800.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<hr/>		
3.22	Nonpriority creditor's name and mailing address Garda CL West Inc Officer Director Manager Agent Lockbox 233209 3209 Momentum Place Chicago, IL 60689 Date(s) debt was incurred _ Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. <u>\$1,441.91</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<hr/>		
3.23	Nonpriority creditor's name and mailing address Haulaway Storage Containers Officer, Director, Manager, Agent PO Box 7183 Pasadena, CA 91109-7183 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. <u>\$70.00</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<hr/>		
3.24	Nonpriority creditor's name and mailing address Hot Schedules, Inc. Officer, Director, Manager or Agent PO Box 848472 Dallas, TX 75284-8472 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. <u>\$134.20</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
<hr/>		
3.25	Nonpriority creditor's name and mailing address James P Higel Date(s) debt was incurred _ Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. <u>\$598.51</u> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor **Ruby's Oceanside, Ltd.**
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3.26	Nonpriority creditor's name and mailing address Jani-King of California Inc Officer Director Manager Agent File 749318 Los Angeles, CA 90074-9318 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$1,615.92</u>
<hr/>			
3.27	Nonpriority creditor's name and mailing address Left Coast Refrigeration Officer Director Manager Agent 1175 Industrial Ave Suite N Escondido, CA 92029 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$510.00</u>
<hr/>			
3.28	Nonpriority creditor's name and mailing address Lock Tech Management Trust UBO Officer Director Manager Agent 27758 Santa Margarita Pkwy Suite 189 Mission Viejo, CA 92691 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$732.00</u>
<hr/>			
3.29	Nonpriority creditor's name and mailing address Michael Robert Wilson dba Wilson Construction 14302 Yorba Street Tustin, CA 92780 Date(s) debt was incurred <u>2017/2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$25,533.00</u>
<hr/>			
3.30	Nonpriority creditor's name and mailing address Miguel Cantu Solano dba McPainting Handyman 2356 Catalina Avenue Vista, CA 92084 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$1,592.00</u>
<hr/>			
3.31	Nonpriority creditor's name and mailing address NUC02, LLC Officer Director Manager Agent PO Box 417902 Boston, MA 02241-7902 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$1,306.42</u>
<hr/>			
3.32	Nonpriority creditor's name and mailing address Optimal Biofuels Inc Officer Diretor Manager Agent PO Box 10986 Newport Beach, CA 92658 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$2,400.00</u>

Debtor Ruby's Oceanside, Ltd. Case number (if known) 8:18-bk-13201 CB

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3.33	Nonpriority creditor's name and mailing address Otis Elevator Officer Director Manager Agent Dept LA 21684 Pasadena, CA 91185 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$0.00</u>
3.34	Nonpriority creditor's name and mailing address Pro-Edge Knife Officer Director Manager Agent 7431 Mission Gorge Road San Diego, CA 92120 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$217.00</u>
3.35	Nonpriority creditor's name and mailing address Procure America Officer Director Manager Agent 31103 Rancho Viejo road D2102 San Juan Capistrano, CA 92675 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$137.79</u>
3.36	Nonpriority creditor's name and mailing address Prudential Overall Supply Inc Officer Director Manager Agent 1661 Alton Parkway Irvine, CA 92606 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$4,191.60</u>
3.37	Nonpriority creditor's name and mailing address Puritan Bakery Officer Director Manager Agent 1624 E. Carson Street Carson, CA 90705 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$6,152.43</u>
3.38	Nonpriority creditor's name and mailing address Rescue Rooter Officer Director Manager Agent 9895 Olson Drive Suite A San Diego, CA 92121 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$7,133.42</u>
3.39	Nonpriority creditor's name and mailing address Ruby's Diner Inc Douglas S Cavanaugh 4100 MacArthur Blvd Suite 310 Newport Beach, CA 92660 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u> </u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	<u>\$28,810.84</u>

Debtor Ruby's Oceanside, Ltd.		Case number (if known) 8:18-bk-13201 CB
<small>Name</small>		
3.40	Nonpriority creditor's name and mailing address Ruby's Oceanside Ltd General Partner/Limited Partner 4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. \$171.14 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.41	Nonpriority creditor's name and mailing address San Diego County Treasurer Tax Collector 1600 Pacific Coast Highway Room 162 San Diego, CA 92101 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. \$34,108.72 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Unsecured property taxes</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.42	Nonpriority creditor's name and mailing address San Diego Gas & Electric PO Box 25111 Santa Ana, CA 92799 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. \$447.40 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Utilities</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.43	Nonpriority creditor's name and mailing address Shared Insight Officer Director Manager Agent 1501 N. Speulveda Blvd. Suite E & F Manhattan Beach, CA 90266 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. \$39.80 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.44	Nonpriority creditor's name and mailing address Shoes for Crews LLC Officer Director Manager Agent PO Box 504634 Saint Louis, MO 63150 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. \$185.88 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.45	Nonpriority creditor's name and mailing address Simplex Grinnell Officer Director Manager Agent Dept CH 10320 Palatine, IL 60055 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. \$907.65 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.46	Nonpriority creditor's name and mailing address South City Mechanical Inc Officer Director Manager Agent 8822 Troy Street Spring Valley, CA 91977 Date(s) debt was incurred <u>2018</u> Last 4 digits of account number _	As of the petition filing date, the claim is: Check all that apply. \$29,932.99 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Trade Debt</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor **Ruby's Oceanside, Ltd.** Case number (if known) **8:18-bk-13201 CB**
Name

3.47 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$134.42**
Spellbound Development Group, Inc.
Officer Director Manager Agent
PO Box 1639
Newport Beach, CA 92659
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred **2018**
Basis for the claim: **Trade Debt**
Last 4 digits of account number **Is the claim subject to offset? ☒ No ☐ Yes**

3.48 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$0.00**
Superior Uniform Group dba Fashion
Seal Uniforms
Officer Director Manager Agent
PO Box 748000
Cincinnati, OH 45274-8000
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred **2018**
Basis for the claim: **Trade Debt**
Last 4 digits of account number **Is the claim subject to offset? ☒ No ☐ Yes**

3.49 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$0.00**
Terminex Processing Center
Officer Director Manager Agent
4305 Muhlhauser Road
Suite 2
Fairfield, OH 45014
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred **2018**
Basis for the claim: **Trade Debt**
Last 4 digits of account number **Is the claim subject to offset? ☒ No ☐ Yes**

3.50 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$211,910.10**
US Foods - La Mirada
Officer Director Manager Agent
540 Northeast Landon Road
Belfair, WA 98528
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred **2018**
Basis for the claim: **Trade Debt**
Last 4 digits of account number **Is the claim subject to offset? ☒ No ☐ Yes**

3.51 Nonpriority creditor's name and mailing address **As of the petition filing date, the claim is: Check all that apply.** **\$0.00**
WSK Construction Inc.
dba Wagner Sure Kleen
Officer Director Manager Agent
1842 Moorpark Drive
Brea, CA 92821
☐ Contingent
☐ Unliquidated
☐ Disputed
Date(s) debt was incurred **2018**
Basis for the claim: **Trade Debt**
Last 4 digits of account number **Is the claim subject to offset? ☒ No ☐ Yes**

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
--------------------------	--	---

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1	5a.	\$	Total of claim amounts	0.00
5b. Total claims from Part 2	5b.	+	\$	397,507.13

Debtor Ruby's Oceanside, Ltd.
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5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

5c.

\$ 397,507.13

Fill in this information to identify the case:

Debtor name Ruby's Oceanside, Ltd., a California limited partnership

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) 8:18-bk-13201 CB

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

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Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☒ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☐ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal*

Property

(Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

See Attached Rider

2.2 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

2.3 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

2.4 State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

RIDER TO

SCHEDULE G: EXECUTORY CONTACTS AND UNEXPIRED LEASES

RIDER TO
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SCHEDULE G: EXECUTORY CONTRACTS AND UNEXPIRED LEASES

<u>Debtor</u>	<u>Name</u>	<u>Address 1</u>	<u>City</u>	<u>State</u>	<u>Zip Code</u>	<u>State what the contract or lease is for and the nature of the debtor's interest</u>	<u>Expires</u>
<u>Non-Residential Real Property Lease</u>							
Ruby's Diner, Inc.	City of Huntington Beach	PO Box 190	Huntington Beach	CA	92648	Non-residential real property lease for restaurant located at 1 Main Street, Huntington Beach, CA 92648	5/31/2032
Ruby's Diner, Inc.	MGP Fund X Laguna Hills LLC	435 California Street, 10th Floor	San Francisco	CA	94104	Non-residential real property lease for restaurant located at 24155 Laguna Hills Mall, Suite 1840A, Laguna Hills, CA	6/30/2013
Ruby's SoCal Diners, LLC	Same as above	435 California Street, 10th Floor	San Francisco	CA	94104	Same as Above	Same as above
Ruby's Diner, Inc.	City of Oceanside	300 N. Coast Highway	Oceanside	CA	92054	Non-residential real property lease for restaurant located at #1 Pier, Oceanside, CA 92054	10/24/2019
Ruby's Diner, Inc.	Grit Development LLC	201 N. Palm Canyon, Suite 200	Palm Springs	CA	92262	Non-residential real property lease for restaurant located at 155 S. Palm Canyon Drive, Palm Springs, CA 92262	4/15/2020
Ruby's Diner, Inc.	The Irvine Company	101 Innovation Drive	Irvine	CA	92617	Non-residential real property lease for restaurant located at 4520 Barranca Parkway, Irvine, CA 92604	
<u>Licensing Agreements</u>							
Ruby's Diner, Ltd.	Ruby's Huntington Beach, Ltd.					Intellectual Property License Agreement	
Ruby's Diner, Ltd.	Ruby's Laguna Hills, Ltd.					Intellectual Property License Agreement	
Ruby's Diner, Ltd.	Ruby's Oceanside, Ltd.					Intellectual Property License Agreement	
Ruby's Diner, Ltd.	Ruby's Palm Springs, Ltd.					Intellectual Property License Agreement	
Ruby's Diner, Inc.	Ruby's Franchise Systems, Inc.					Amended and Restated Trademark and Intellectual Property License Agreement	
<u>Miscellaneous</u>							
Ruby's Diner, Inc.	Woldpay US, Inc.	600 Morgan Falls Road	Atlanta	GA	30350	Point of Service Agreement	

Fill in this information to identify the case:

Debtor name Ruby's Oceanside, Ltd., a California limited partnership

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) 8:18-bk-13201 CB

☐ Check if this is an amended filing

Official Form 206H Schedule H: Your Codebtors

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Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name	Mailing Address	Name	Check all schedules that apply:
2.1 Ruby's Diner Laguna Beach	30622 S. Coast Highway Laguna Beach, CA 92651	Pillsbury Winthrop Shaw Pittman LLP	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.2 Ruby's Diner, Inc.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Pillsbury Winthrop Shaw Pittman LLP	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.3 Ruby's Huntington Beach, Ltd.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Pillsbury Winthrop Shaw Pittman LLP	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.4 Ruby's Huntington Beach, Ltd.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Opus Bank a California commercial bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.5 Ruby's Huntington Beach, Ltd.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	C & C Partnership	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____

Debtor Ruby's Oceanside, Ltd.

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Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.
Column 1: Codebtor Column 2: Creditor

2.6	Ruby's Laguna Hills, Ltd.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Opus Bank a California commercial bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.7	Ruby's Mission Valley, Ltd.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Opus Bank a California commercial bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.8	Ruby's Palm Springs, Ltd.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Pillsbury Winthrop Shaw Pittman LLP	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
-----	---------------------------	--	--	--

2.9	Ruby's Palm Springs, Ltd.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Opus Bank a California commercial bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
-----	---------------------------	--	--	--

2.10	Ruby's Palm Springs, Ltd.	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	C & C Partnership	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
------	---------------------------	--	-------------------	--

2.11	Ruby's Quality Diners, LLC	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Opus Bank a California commercial bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
------	----------------------------	--	--	--

2.12	Ruby's SoCal Diners, LLC	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Pillsbury Winthrop Shaw Pittman LLP	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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Debtor Ruby's Oceanside, Ltd.

Case number (if known) 8:18-bk-13201 CB

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.
Column 1: Codebtor Column 2: Creditor

2.13	Ruby's SoCal Diners, LLC	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Opus Bank a California commercial bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
------	-----------------------------	--	--	--

2.14	Ruby's SoCal Diners, LLC	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	C & C Partnership	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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2.15	The Ruby Restaurant Group	4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Pillsbury Winthrop Shaw Pittman LLP	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
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Fill in this information to identify the case:

Debtor name Ruby's Oceanside, Ltd., a California limited partnership

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) 8:18-bk-13201 CB

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2018 to Filing Date

☒ Operating a business
☐ Other _____

\$3,000,971.00

For prior year:
From 1/01/2017 to 12/31/2017

☒ Operating a business
☐ Other _____

\$3,775,730.00

For year before that:
From 1/01/2016 to 12/31/2016

☒ Operating a business
☐ Other _____

\$4,116,865.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from
each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.1. See Attached Rider			<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other___

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership 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(31).

☒ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
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5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. See Attached Rider			<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None**Part 4: Certain Gifts and Charitable Contributions****9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

Debtor Ruby's Oceanside, Ltd.Case number (if known) 8:18-bk-13201 CB☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
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If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.

List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
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11.1. See Attached Rider\$0.00Email or website addressWho made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Debtor Ruby's Oceanside, Ltd.Case number (if known) 8:18-bk-13201 CB**20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address

Names of anyone with
access to it

Description of the contents

Do you still
have it?**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own****21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☒ None
Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.
☒ No.
☐ Yes. Provide details below.
Case title
Case numberCourt or agency name and
address

Nature of the case

Status of case

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?
☒ No.
☐ Yes. Provide details below.

Site name and address

Governmental unit name and
address

Environmental law, if known

Date of notice

24. Has the debtor notified any governmental unit of any release of hazardous material?
☒ No.
☐ Yes. Provide details below.

Site name and address

Governmental unit name and
address

Environmental law, if known

Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

Debtor Ruby's Oceanside, Ltd.Case number (if known) 8:18-bk-13201 CB

Business name address

Describe the nature of the business

Employer identification number

Do not include Social Security number or ITIN.

Dates business existed

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address

Date of service
From-To

26a.1. **AFP Saddington LLP**
18201 Von Karman Ave.
Suite 450
Irvine, CA 92612-1014

2 years prior

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☒ None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address

If any books of account and records are
unavailable, explain why

26c.1. **AFP Saddington LLP**
18201 Von Karman Ave.
Suite 450
Irvine, CA 92612-1014

26c.2. **Debtor's Possession**
4100 MacArthur Blvd
Suite 310
Newport Beach, CA 92660

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.Name of the person who supervised the taking of the
inventory

Date of inventory

The dollar amount and basis (cost, market,
or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name

Address

Position and nature of any
interest% of interest, if
any

Ruby's SoCal Diners, LLC
4100 MacArthur Blvd
Suite 310
Newport Beach, CA 92660

General Partner

50%

Debtor Ruby's Oceanside, Ltd.Case number (if known) 8:18-bk-13201 CB

Name	Address	Position and nature of any interest	% of interest, if any
Ruby's Quality Diners, LLC	4100 MacArthur Blvd Suite 310 Newport Beach, CA 92660	General Partner	50%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☒ No
☐ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
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31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☐ No
☒ Yes. Identify below.

Name of the parent corporation	Employer identification number of the parent corporation
Ruby's Diner, Inc., a California corporation	EIN: 33-0098143

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund	Employer identification number of the parent corporation
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Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

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

Executed on 9/28/2018

Signature of individual signing on behalf of the debtor

Douglas S. Cavanaugh

Printed name

Position or relationship to debtor Authorized Signer

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- ☒ No
☐ Yes

RIDER TO NO. 3

STATEMENT OF FINANCIAL AFFAIRS

PAYMENTS TO CREDITORS WITHIN 90 DAYS BEFORE FILING

<u>Date</u>	<u>Amount</u>	<u>Creditor</u>	
6/6/2018	\$ 3,815.58	CALIFORNIA RESTAURANT MUTUAL	
6/20/2018	\$ 615.24	CALIFORNIA RESTAURANT MUTUAL	
7/11/2018	\$ 3,815.58	CALIFORNIA RESTAURANT MUTUAL	
7/25/2018	\$ 615.24	CALIFORNIA RESTAURANT MUTUAL	
8/8/2018	\$ 3,815.58	CALIFORNIA RESTAURANT MUTUAL	
	\$ 12,677.22		
6/13/2018	\$ 19,547.25	CITY OF OCEANSIDE_RP	
6/20/2018	\$ 7,917.00	CITY OF OCEANSIDE_RP	
7/18/2018	\$ 32,304.60	CITY OF OCEANSIDE_RP	
7/25/2018	\$ 7,917.00	CITY OF OCEANSIDE_RP	
8/16/2018	\$ 19,396.80	CITY OF OCEANSIDE_RP	
	\$ 87,082.65		
5/31/2018	\$ 4,365.24	CITY OF OCEANSIDE_UT	
6/20/2018	\$ 4,433.68	CITY OF OCEANSIDE_UT	
7/18/2018	\$ 5,733.93	CITY OF OCEANSIDE_UT	
8/1/2018	\$ 2,569.33	CITY OF OCEANSIDE_UT	
8/8/2018	\$ 2,992.13	CITY OF OCEANSIDE_UT	
8/16/2018	\$ 6,144.54	CITY OF OCEANSIDE_UT	
	\$ 26,238.85		
5/31/2018	\$ 1,687.74	FAMILY TREE PRODUCE INC	
6/6/2018	\$ 1,953.55	FAMILY TREE PRODUCE INC	
6/13/2018	\$ 1,946.06	FAMILY TREE PRODUCE INC	
6/20/2018	\$ 1,722.39	FAMILY TREE PRODUCE INC	
6/27/2018	\$ 1,701.31	FAMILY TREE PRODUCE INC	
7/3/2018	\$ 2,308.08	FAMILY TREE PRODUCE INC	
7/11/2018	\$ 2,336.59	FAMILY TREE PRODUCE INC	
7/18/2018	\$ 2,701.85	FAMILY TREE PRODUCE INC	
7/25/2018	\$ 2,497.97	FAMILY TREE PRODUCE INC	
8/1/2018	\$ 2,684.73	FAMILY TREE PRODUCE INC	
8/8/2018	\$ 2,556.36	FAMILY TREE PRODUCE INC	
	\$ 24,096.63		
6/6/2018	\$ 3,055.39	FIRST INSURANCE FUNDING CORP	
7/11/2018	\$ 3,055.39	FIRST INSURANCE FUNDING CORP	
8/8/2018	\$ 3,055.39	FIRST INSURANCE FUNDING CORP	
	\$ 9,166.17		
6/6/2018	\$ 7,454.10	PACHULSKI STANG ZIEHL & JONES LLP	
7/25/2018	\$ 26,640.84	PACHULSKI STANG ZIEHL & JONES LLP	
8/28/2018	\$ 81,295.12	PACHULSKI STANG ZIEHL & JONES LLP	
	\$ 115,390.06		
5/31/2018	\$ 747.44	PURITAN BAKERY	
6/6/2018	\$ 716.76	PURITAN BAKERY	
6/13/2018	\$ 874.93	PURITAN BAKERY	
6/20/2018	\$ 827.66	PURITAN BAKERY	
6/27/2018	\$ 794.05	PURITAN BAKERY	
7/3/2018	\$ 1,080.29	PURITAN BAKERY	
7/11/2018	\$ 1,405.53	PURITAN BAKERY	
7/18/2018	\$ 1,193.04	PURITAN BAKERY	
7/25/2018	\$ 1,238.61	PURITAN BAKERY	

8/1/2018	\$ 1,321.81	PURITAN BAKERY	
8/8/2018	\$ 1,195.50	PURITAN BAKERY	
8/16/2018	\$ 1,143.93	PURITAN BAKERY	
	\$ 12,539.55		
6/6/2018	\$ 10,000.00	SAN DIEGO COUNTY	
6/6/2018	\$ 1,817.62	SAN DIEGO COUNTY	
7/3/2018	\$ 10,000.00	SAN DIEGO COUNTY	
	\$ 21,817.62		
6/6/2018	\$ 669.69	WASTE MANAGEMENT OF NORTH COUNTY	
6/13/2018	\$ 1,764.99	WASTE MANAGEMENT OF NORTH COUNTY	
7/3/2018	\$ 1,764.99	WASTE MANAGEMENT OF NORTH COUNTY	
7/11/2018	\$ 1,830.62	WASTE MANAGEMENT OF NORTH COUNTY	
8/8/2018	\$ 669.69	WASTE MANAGEMENT OF NORTH COUNTY	
	\$ 6,699.98		
6/6/2018	\$ 18,299.32	US FOODS	
6/13/2018	\$ 14,599.07	US FOODS	
6/20/2018	\$ 14,644.05	US FOODS	
6/27/2018	\$ 14,725.85	US FOODS	
7/5/2018	\$ 14,282.56	US FOODS	
7/11/2018	\$ 16,509.30	US FOODS	
7/18/2018	\$ 14,097.04	US FOODS	
7/25/2018	\$ 15,794.06	US FOODS	
8/1/2018	\$ 20,747.38	US FOODS	
8/8/2018	\$ 21,919.55	US FOODS	
8/15/2018	\$ 25,444.40	US FOODS	
8/22/2018	\$ 22,071.64	US FOODS	
	\$ 213,134.22		

RIDER TO NO. 7

STATEMENT OF FINANCIAL AFFAIRS

LEGAL ACTIONS OR ASSIGNMENTS

Entity	Plaintiff	Plaintiff's Counsel	Defendant	Nature of Case	Court	Case #	Status of Case
Ruby's Huntington Beach, Ltd.	Opus Bank	John S. Baker; Jessica McKinlay, Dorsey & Whitney, LLP, 600 Anton Blvd., Suite 200, Costa Mesa, CA 92626	Ruby's Huntington Beach, Ltd.	Breach of Contract/Warranty	Orange County Superior Court, Central Justice Center	30-2018-009983314-CU-BC-CJC	Pending
Ruby's SoCal Diners, LLC	Opus Bank	Same as above	Ruby's SoCal Diners, LLC	Breach of Contract/Warranty	Orange County Superior Court, Central Justice Center	30-2018-009983314-CU-BC-CJC	Pending
Ruby's Quality Diners, LLC	Opus Bank	Same as above	Ruby's Quality Diners, LLC	Breach of Contract/Warranty	Orange County Superior Court, Central Justice Center	30-2018-009983314-CU-BC-CJC	Pending
Ruby's Oceanside, Ltd.	Opus Bank	Same as above	Ruby's Oceanside, Ltd.	Breach of Contract/Warranty	Orange County Superior Court, Central Justice Center	30-2018-009983314-CU-BC-CJC	Pending
Ruby's Palm Springs, Ltd.	Opus Bank	Same as above	Ruby's Palm Springs, Ltd.	Breach of Contract/Warranty	Orange County Superior Court, Central Justice Center	30-2018-009983314-CU-BC-CJC	Pending
Ruby's Laguna Hills, Ltd.	Opus Bank	Same as above	Ruby's Laguna Hills, Ltd.	Breach of Contract/Warranty	Orange County Superior Court, Central Justice Center	30-2018-009983314-CU-BC-CJC	Pending
Ruby's Diner, Inc.	Pillsbury Winthrop Shaw Pittman LLP	Barbara L. Crouch, Matthew Walters, Pillsbury Winthrop Shaw Pittman LLP	Ruby's Diner, Inc.	Enforcement	Orange County Superior Court, Central Justice Center	30-2018-00986898-CU-EN-CJC	Judgment
Ruby's SoCal Diners, LLC	Pillsbury Winthrop Shaw Pittman LLP	Same as above	Ruby's SoCal Diners, LLC	Enforcement	Orange County Superior Court, Central Justice Center	30-2018-00986898-CU-EN-CJC	Judgment
Ruby's Palm Springs, Ltd.	Pillsbury Winthrop Shaw Pittman LLP	Same as above	Ruby's Palm Springs, Ltd.	Enforcement	Orange County Superior Court, Central Justice Center	30-2018-00986898-CU-EN-CJC	Judgment
Ruby's Oceanside, Ltd.	Pillsbury Winthrop Shaw Pittman LLP	Same as above	Ruby's Oceanside, Ltd.	Enforcement	Orange County Superior Court, Central Justice Center	30-2018-00986898-CU-EN-CJC	Judgment
Ruby's Huntington Beach, Ltd.	Pillsbury Winthrop Shaw Pittman LLP	Same as above	Ruby's Huntington Beach, Ltd.	Enforcement	Orange County Superior Court, Central Justice Center	30-2018-00986898-CU-EN-CJC	Judgment
Ruby's Diner, Inc.	Darryl Bentley	Vincent W. Davis, Odeha Warren, Law Offices of Vincent W. Davis and Associates, 150 North Santa Anita Avenue, Suite 200, Arcadia, CA 91006	Ruby's Diner, Inc.	Personal Injury	Orange County Superior Court, Central Justice Center	30-2018-01013352	Pending
Ruby's Diner, Inc.	MGP Fund X Laguna Hills, LLC	Stephen C. Durringer, Durringer Law Offices	Ruby's Diner, Inc.	Unlawful Detainer	Orange County Superior Court, Central Justice Center	30-2018-00982994-CU-UD-CJC	Judgment
Ruby's SoCal Diners, LLC	MGP Fund X Laguna Hills, LLC	Same as above	Ruby's SoCal Diners, LLC	Unlawful Detainer	Orange County Superior Court, Central Justice Center	30-2018-00982994-CU-UD-CJC	Judgment
Ruby's Laguna Hills, Ltd.	MGP Fund X Laguna Hills, LLC	Same as above	Ruby's Laguna Hills, Ltd.	Unlawful Detainer	Orange County Superior Court, Central Justice Center	30-2018-00982994-CU-UD-CJC	Judgment

Ruby's Diner, Inc.	Robert Smith	Joseph R. Manning, Jr., Michael J. Manning, Tristan P. Jankowski, Manning Law, APC, 4667 MacArthur Blvd., Suite 150, Newport Beach, CA 92660	Ruby's Diner, Inc.	Civil Rights	Los Angeles, Superior Court, Governor George Deukmenian Courthouse	NC061912	Pending
Ruby's Diner, Inc.	Teresa Lara	Martinian Tigran, Martinian & Associates, Inc., 2801 Cahueng Blvd., W., Los Angeles, CA 90068	Ruby's Diner, Inc.	Breach of Contract/Warranty	Los Angeles, Superior Court, Central Justice Center	BC691604	Pending
Ruby's Diner, Inc.	Nora Noel Canaday	Randy K. Bell, The Law Office of Randy K. Bell, 2980 Locust Street, Riverside, CA 92501	Ruby's Diner, Inc.	Product Liability	O.C. Superior Court, Central Justice Center	30-2017-00952832-CU-PL-CJC	Dismissed
Ruby's SoCal Diners, LLC	Nora Noel Canaday	Same as above	Ruby's SoCal Diners, LLC	Product Liability	Orange County Superior Court, Central Justice Center	30-2017-00952832-CU-PL-CJC	Dismissed
Ruby's Laguna Hills, Ltd.	Nora Noel Canaday	Same as above	Ruby's Laguna Hills, Ltd.	Product Liability	Orange County Superior Court, Central Justice Center	30-2017-00952832-CU-PL-CJC	Dismissed
Ruby's Diner, Inc.	Elizabeth Orozco	Bradley & Gmlich LLP, 700 N. Brand Blvd., Goendale, CA 91203	Ruby's Diner, Inc.	Personal Injury	Orange County Superior Court, Central Justice Center	30-2-16-00890864	Dismissed
Ruby's SoCal Diners, LLC	Star-West Parkway Mall	Daniel I. Toscano, Polsinelli, LLP, 2049 Century Park East, Suite 2900, Los Angeles, CA 90068	Ruby's SoCal Diners, LLC	Breach of Contract	San Diego Superior Court, Hall of Justice	37-2018-00028275	Pending

RIDER TO NO. 11

STATEMENT OF FINANICAL AFFAIRS

PAYMENTS RELATED TO BANKRUPTCY (1 YEAR)

RIDER TO

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTORS¹

Date, amount and source of compensation paid to Pachulski Stang Ziehl & Jones LLP (the "Firm") within one year before the filing of the petition in bankruptcy:

Date	Amount	Source
4/20/2018	\$40,064.60	Ruby's Palm Springs, LTD
4/20/2018	\$25,152.27	Ruby's Palm Springs, LTD
4/20/2018	\$40,064.60	Ruby's Palm Springs, LTD
4/20/2018	\$25,152.28	Ruby's Palm Springs, LTD
4/20/2018	\$40,064.59	Ruby's Palm Springs, LTD
4/20/2018	\$25,152.28	Ruby's Palm Springs, LTD
4/20/2018	\$40,064.60	Ruby's Palm Springs, LTD
4/20/2018	\$25,152.27	Ruby's Palm Springs, LTD
6/11/2018	\$7,454.10	Ruby's Huntington Beach, LTD
6/11/2018	\$7,454.10	Ruby's Palm Springs, LTD
6/19/2018	\$7,454.10	Ruby's Oceanside, LTD
7/23/2018	\$7,454.10	Ruby's Laguna Hills, LTD
8/17/2018	\$8,581.55	Ruby's Oceanside LTD
8/17/2018	\$18,059.29	Ruby's Oceanside LTD
8/28/2019	\$162,590.23	Ruby's Diner, Inc.
TOTAL	\$479,914.96²	
Balance of Retainer	\$0.00	

The above-referenced amount is not a fixed price for counsel's services, and the Firm reserves the right to seek additional compensation beyond the amounts as set forth herein in accordance with applicable provisions of the Bankruptcy Code and Bankruptcy Rules.

Pursuant to orders entered by the Court on joint administration, the Debtors are jointly and severally liable for all of the administrative professional fees and expenses incurred in the Debtors' chapter 11 cases (the "Cases"). All fees and costs will be charged to the lead case, Ruby's Diners, Inc., and only one joint fee application need be filed by any professional in the Cases.

RIDER NO. 6.e.

By agreement with the Debtors, the employment of the Firm does not include the following services: The Firm has not agreed to undertake nor will it be responsible for an of the following (i) appearances before any court or agency other than the Bankruptcy Court and the Office of the United States Trustee; or (ii) the provision of substantive legal advice outside the insolvency area, such as corporate law, partnership law, non-bankruptcy taxation, securities law, torts, environmental law, non-bankruptcy labor issues, criminal law, or real estate law, or the rendering of any opinions in connection therewith.

¹ The last four digits of the Debtors' federal tax identification numbers are as follows: Ruby's Diners, Inc. (8143); Ruby's SoCal Diners, LLC (9782); Ruby's Quality Diners, LLC 1539); Ruby's Huntington Beach, Ltd. (1331); Ruby's Laguna Hills, Ltd. (6603); Ruby's Oceanside, Ltd. (9104); and Ruby Palm Springs, Ltd. (9627).

² Includes fees and expenses.

B2030 (Form 2030) (12/15)

United States Bankruptcy Court
Central District of California

In re Ruby's Oceanside, Ltd., a California limited partnership

Debtor(s)

Case No. 8:18-bk-13201 CBChapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 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>See Attached rider</u>
Prior to the filing of this statement I have received	\$	<u>See Attached rider</u>
Balance Due	\$	<u>See Attached rider</u>
2. \$ 1,717.00 of the filing fee has been paid.
3. The source of the compensation paid to me was: **(See Attached rider)**

☒ Debtor ☒ Other (specify):
4. The source of compensation to be paid to me is: **(See Attached rider)**

☒ Debtor ☒ Other (specify):
5. ☒ 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.
6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
 - a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
 - c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
 - d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;
 - e. [Other provisions as needed] **(Rider 6.e. attached)**
7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

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.

September 28, 2018

Date


William N. Lobel 93202
Signature of Attorney
Pachulski Stang Ziehl & Jones LLP
Costa Mesa, CA 92626
714-384-4740 Fax: 714-384-4741
wlobel@pszjlaw.com
Name of law firm

RIDER TO

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTORS¹

Date, amount and source of compensation paid to Pachulski Stang Ziehl & Jones LLP (the "Firm") within one year before the filing of the petition in bankruptcy:

Date	Amount	Source
4/20/2018	\$40,064.60	Ruby's Palm Springs, LTD
4/20/2018	\$25,152.27	Ruby's Palm Springs, LTD
4/20/2018	\$40,064.60	Ruby's Palm Springs, LTD
4/20/2018	\$25,152.28	Ruby's Palm Springs, LTD
4/20/2018	\$40,064.59	Ruby's Palm Springs, LTD
4/20/2018	\$25,152.28	Ruby's Palm Springs, LTD
4/20/2018	\$40,064.60	Ruby's Palm Springs, LTD
4/20/2018	\$25,152.27	Ruby's Palm Springs, LTD
6/11/2018	\$7,454.10	Ruby's Huntington Beach, LTD
6/11/2018	\$7,454.10	Ruby's Palm Springs, LTD
6/19/2018	\$7,454.10	Ruby's Oceanside, LTD
7/23/2018	\$7,454.10	Ruby's Laguna Hills, LTD
8/17/2018	\$8,581.55	Ruby's Oceanside LTD
8/17/2018	\$18,059.29	Ruby's Oceanside LTD
8/28/2019	\$162,590.23	Ruby's Diner, Inc.
TOTAL	\$479,914.96²	
Balance of Retainer	\$0.00	

The above-referenced amount is not a fixed price for counsel's services, and the Firm reserves the right to seek additional compensation beyond the amounts as set forth herein in accordance with applicable provisions of the Bankruptcy Code and Bankruptcy Rules.

Pursuant to orders entered by the Court on joint administration, the Debtors are jointly and severally liable for all of the administrative professional fees and expenses incurred in the Debtors' chapter 11 cases (the "Cases"). All fees and costs will be charged to the lead case, Ruby's Diners, Inc., and only one joint fee application need be filed by any professional in the Cases.

RIDER NO. 6.e.

By agreement with the Debtors, the employment of the Firm does not include the following services: The Firm has not agreed to undertake nor will it be responsible for an of the following (i) appearances before any court or agency other than the Bankruptcy Court and the Office of the United States Trustee; or (ii) the provision of substantive legal advice outside the insolvency area, such as corporate law, partnership law, non-bankruptcy taxation, securities law, torts, environmental law, non-bankruptcy labor issues, criminal law, or real estate law, or the rendering of any opinions in connection therewith.

¹ The last four digits of the Debtors' federal tax identification numbers are as follows: Ruby's Diners, Inc. (8143); Ruby's SoCal Diners, LLC (9782); Ruby's Quality Diners, LLC 1539); Ruby's Huntington Beach, Ltd. (1331); Ruby's Laguna Hills, Ltd. (6603); Ruby's Oceanside, Ltd. (9104); and Ruby Palm Springs, Ltd. (9627).

² Includes fees and expenses.

RUBY'S DINER, INC.
SECRETARY'S CERTIFICATE

The undersigned, Tad Belshe, hereby certifies as follows:

1. The undersigned is the duly and validly appointed Secretary of Ruby's Diner, Inc. (the "Company").
2. Set forth below is true and correct resolution approved by the Company's majority Board Members on August 28, 2018:

Emergency Meeting

An emergency meeting of the Board of Directors was called by Doug Cavanaugh on August 28, 2018. All Board members agreed to be present either in person or telephonically, and all Board Members attended the meeting, either telephonically or in person.

William Lobel, as a guest and counsel for the Company advised that Opus Bank has moved for the appointment of a receiver over the restaurants owned by Ruby's Huntington Beach, LTD., Ruby's Laguna Hills, LTD., Ruby's Palm Springs, LTD., Ruby's Mission Valley, LTD., and Ruby's Oceanside, LTD. Opus is also seeking a receiver over Ruby's SoCal Diners, LLC and Ruby's Quality Diners, LLC (the restaurant and holding company entities are collectively known as "Defendants"). The hearing on the receivership motion is set for 10:00 a.m. on August 29, 2018 (the "Hearing"). Following a discussion of the extremely detrimental effect the appointment of a receiver would have on the Defendants, a motion was made to authorize the filing of chapter 11 petitions by each of the Defendants before the hearing is held. The motion was seconded and approved by the Board of Directors.

IN WITNESS WHEREOF, the undersigned has executed this Secretary's Certificate on August 28, 2018



Tad Belshe, Secretary

Attorney or Party Name, Address, Telephone & FAX Nos., and State Bar No. & Email Address William N. Lobel, SBN 93202 Pachulski Stang Ziehl & Jones LLP 650 Town Center Drive, Suite 1500 Telephone: (714) 384-4740 Fax: (714) 384-4741 Email: wlobel@pszjlaw.com	FOR COURT USE ONLY
<input checked="" type="checkbox"/> [Proposed] Attorney for Debtor	
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: Ruby's Oceanside, Ltd., a California limited partnership, <div style="text-align: right;">Debtor(s), Plaintiff(s), Defendant(s).</div>	CASE NO.: 8:18-bk-13201 CB ADVERSARY NO.: CHAPTER: 11 CORPORATE OWNERSHIP STATEMENT PURSUANT TO FRBP 1007(a)(1) and 7007.1, and LBR 1007-4 <div style="text-align: right;">[No hearing]</div>

Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this Statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

I, **Douglas S. Cavanaugh**, 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:

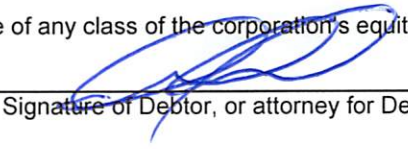
[Check the appropriate boxes and, if applicable, provide the required information.]

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.

9/28/2018

Date

By:


Signature of Debtor, or attorney for Debtor

Name: Douglas S. Cavanaugh

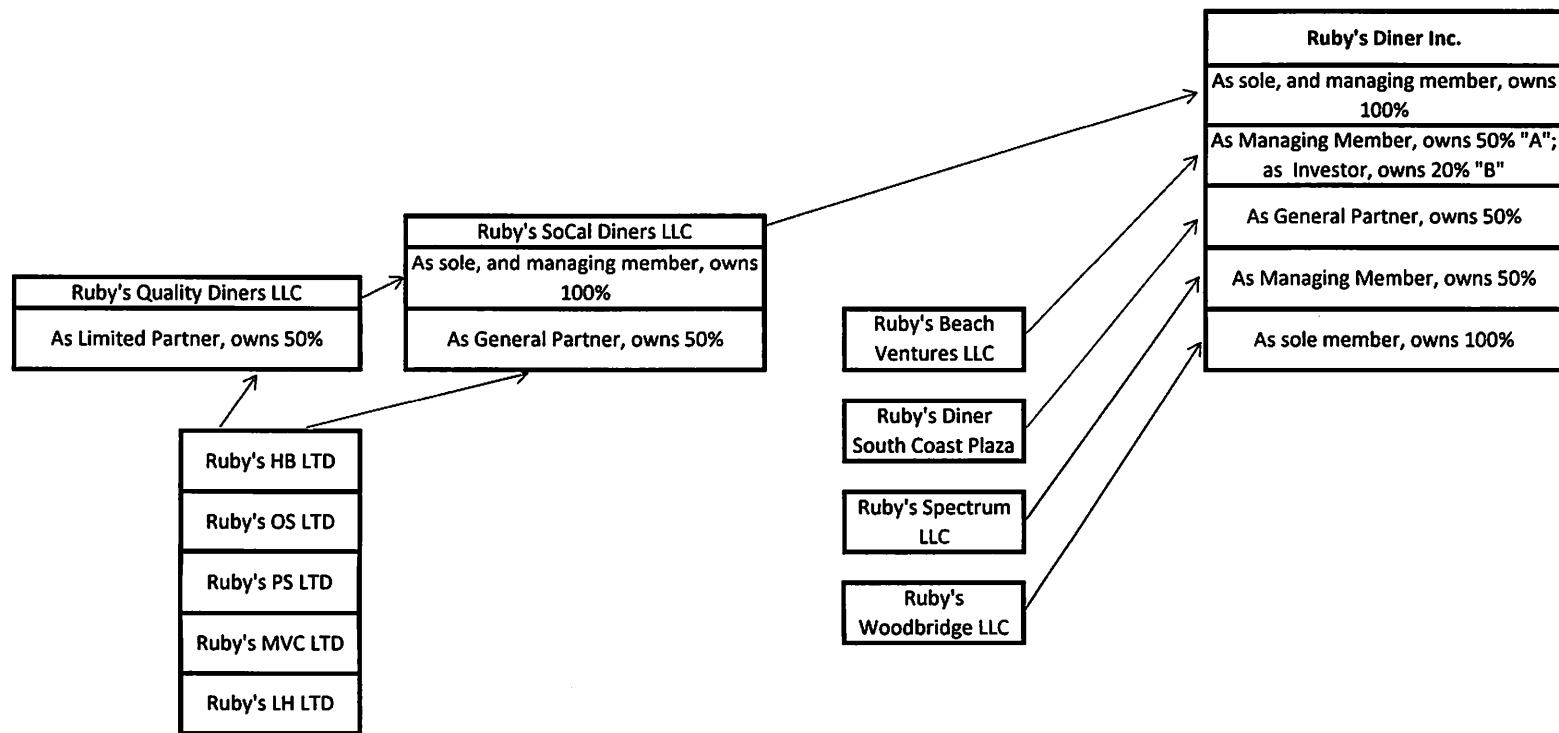
Printed name of Debtor, or attorney for
Debtor

**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:

Ruby's SoCal Diners, LLC, a Delaware limited liability company
4100 MacArthur Blvd.
Suite 310
Newport Beach, CA 92660
50%

Ruby's Quality Diners, LLC, a Delaware limited liability company
4100 MacArthur Blvd.
Suite 310
Newport Beach, CA 92660
50%



United States Bankruptcy Court
Central District of California

In re Ruby's Oceanside, Ltd., a California limited partnership
Debtor(s)

Case No. 8:18-bk-13201 CB
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
Ruby's Quality Diners LLC 4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	Limited Partner	50%	Partnership Interest
Ruby's SoCal Diners LLC 4100 MacArthur Blvd. Suite 310 Newport Beach, CA 92660	General Partner	50%	Partnership Interest

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Authorized Signer** of the partnership 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 9/28/2018

Signature



Douglas S. Cavanaugh

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

**STATEMENT OF RELATED CASES
INFORMATION REQUIRED BY LBR 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).)

See Attached Rider

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).)

See Attached Rider

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 Newport Beach, California.

Date: 9/28/2018



Douglas S. Cavanaugh, Authorized Signer

RIDER TO

STATEMENT OF RELATED CASES NFORMATION REQUIRED BY LBR 1015-2

Debtor	Case No.	Date Filed	Nature	Judge Assigned	Court	Status
In re Ruby's SoCal Diners, LLC, a Delaware limited liability company	8:18-bk-13197 CB	8/29/2018	Voluntary Chapter 11	Hon. Catherine E. Bauer	U.S. Bankruptcy Court, Central District of California, Santa Ana Division	Pending
In re Ruby's Quality Diners, LLC, a Delaware limited liability company	8:18-bk-13198 CB	8/29/2018	Voluntary Chapter 11	Hon. Catherine E. Bauer	U.S. Bankruptcy Court, Central District of California, Santa Ana Division	Pending
In re Ruby's Huntington Beach, Ltd., a California limited partnership	8:18-bk-13199 CB	8/29/2018	Voluntary Chapter 11	Hon. Catherine E. Bauer	U.S. Bankruptcy Court, Central District of California, Santa Ana Division	Pending
In re Ruby's Laguna Hills, Ltd, a California limited partnership	8:18-bk-13200 CB	8/29/2018	Voluntary Chapter 11	Hon. Catherine E. Bauer	U.S. Bankruptcy Court, Central District of California, Santa Ana Division	Pending
In re Ruby's Oceanside, Ltd., a California limited partnership	8:18-bk-13201 CB	8/29/2018	Voluntary Chapter 11	Hon. Catherine E. Bauer	U.S. Bankruptcy Court, Central District of California, Santa Ana Division	Pending
In re Ruby's Palm Springs, Ltd., a California limited partnership	8:18-bk-13202 CB	8/29/2018	Voluntary Chapter 11	Hon. Catherine E. Bauer	U.S. Bankruptcy Court, Central District of California, Santa Ana Division	Pending
In re Ruby's Diner, Inc., a California corporation	8:18-bk-13311 CB	9/5/2018	Voluntary Chapter 11	Hon. Catherine E. Bauer	U.S. Bankruptcy Court, Central District of California, Santa Ana Division	Pending
In re Ruby's Franchise Systems, Inc., a California corporation	8:18-bk-13324 CB	9/6/2018	Voluntary Chapter 11	Hon. Catherine E. Bauer	U.S. Bankruptcy Court, Central District of California, Santa Ana Division	Pending

Fill in this information to identify the case:

Debtor name Ruby's Oceanside, Ltd., a California limited partnership

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

Case number (if known) 8:18-bk-13201 CB

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☒ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☒ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☒ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☒ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☒ *Schedule H: Codebtors* (Official Form 206H)
- ☒ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration List of Equity Security Holders, Statement of Related Cases, Corporate Ownership Statement, Verification of Master Mailing List of Creditors

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

Executed on 9/28/2018

X


Signature of individual signing on behalf of debtor

Douglas S. Cavanaugh
Printed name

Authorized Signer
Position or relationship to debtor

Attorney or Party Name, Address, Telephone & FAX Nos.,
 State Bar No. & Email Address
William N. Lobel (SBN 93202)
Pachulski Stang Ziehl & Jones LLP
650 Town Center Drive, Suite 1500
Costa Mesa, CA 92626
Telephone: (714) 384-4740
Facsimile: (714) 384-4741
Email: wlobel@pszjlaw.com

FOR COURT USE ONLY

- ☐ Debtor(s) appearing without an attorney
☒ [Proposed] Attorney for Debtor and Debtor-in-Possession

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

In re:

Ruby's Oceanside, Ltd., a California limited
 partnership,

CASE NO.: 8:18-bk-13201 CB
 CHAPTER: 11

**VERIFICATION OF MASTER
 MAILING LIST OF CREDITORS**

[LBR 1007-1(a)]

Debtor(s).

Pursuant to LBR 1007-1(a), the Debtor, or the Debtor's attorney if applicable, certifies under penalty of perjury that the master mailing list of creditors filed in this bankruptcy case, consisting of 5 sheet(s) is complete, correct, and consistent with the Debtor's schedules and I/we assume all responsibility for errors and omissions.

Date: 9/28/2018

 Authorized Signer