

BI (Official Form 1)(4/10)

<b>United States Bankruptcy Court</b> <b>District of Massachusetts</b>				<b>Voluntary Petition</b>											
<b>Name of Debtor (if individual, enter Last, First, Middle):</b> <b>Traylor Multimedia, Inc.</b>			<b>Name of Joint Debtor (Spouse) (Last, First, Middle):</b>												
<b>All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):</b> <b>DBA 360KID</b>			<b>All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):</b>												
<b>Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):</b> <b>04-3329851</b>			<b>Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):</b>												
<b>Street Address of Debtor (No. and Street, City, and State):</b> <b>124 Watertown Street, #3H</b> <b>Watertown, MA</b>			<b>Street Address of Joint Debtor (No. and Street, City, and State):</b>												
<div style="text-align: right;">ZIP Code</div> <b>02472</b>			<div style="text-align: right;">ZIP Code</div>												
<b>County of Residence or of the Principal Place of Business:</b> <b>Middlesex</b>			<b>County of Residence or of the Principal Place of Business:</b>												
<b>Mailing Address of Debtor (if different from street address):</b>			<b>Mailing Address of Joint Debtor (if different from street address):</b>												
<div style="text-align: right;">ZIP Code</div>			<div style="text-align: right;">ZIP Code</div>												
<b>Location of Principal Assets of Business Debtor (if different from street address above):</b>															
<b>Type of Debtor</b> <small>(Form of Organization)</small> <small>(Check one box)</small>  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> <small>(Check one box)</small>  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <b>Tax-Exempt Entity</b> <small>(Check box, if applicable)</small> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</b>  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> <small>(Check one box)</small> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.											
<b>Filing Fee (Check one box)</b>  <input checked="" type="checkbox"/> Full Filing Fee attached  <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.  <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		<b>Chapter 11 Debtors</b> Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).													
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY										
<b>Estimated Number of Creditors</b> <table style="width: 100%; text-align: center;"> <tr> <td><input checked="" type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> OVER 100,000</td> </tr> </table>						<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000		<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000					
<b>Estimated Assets</b> <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input checked="" type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>						<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input checked="" type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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<b>Estimated Liabilities</b> <table style="width: 100%; text-align: center;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input checked="" type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>					<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input checked="" type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>Traylor Multimedia, Inc.</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)</b>			
Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)</b>			
Name of Debtor: <b>- None -</b>	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<b>Exhibit A</b>  (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)  <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		<b>Exhibit B</b> (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).  <b>X</b> _____ Signature of Attorney for Debtor(s) (Date)	
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

# **Voluntary Petition**

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

Name of Debtor(s):

**Traylor Multimedia, Inc.**

## **Signatures**

### **Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.  
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

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

X \_\_\_\_\_  
Signature of Debtor

X \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

### **Signature of Attorney\***

X   
Signature of Attorney for Debtor(s)

**Nina M. Parker 389990**  
Printed Name of Attorney for Debtor(s)

**Parker and Associates**  
Firm Name  
**10 Converse Place**  
**Winchester, MA 01890**

\_\_\_\_\_  
Address

Email: nparker@ninaparker.com  
**(781)729-0005 Fax: (781)729-0187**  
Telephone Number

\_\_\_\_\_  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

### **Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

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

X   
Signature of Authorized Individual

**Scott Traylor**  
Printed Name of Authorized Individual

**President, Treasurer and Director**  
Title of Authorized Individual

**5/26/10**  
Date

### **Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

### **Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

X \_\_\_\_\_

\_\_\_\_\_  
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

**United States Bankruptcy Court  
District of Massachusetts**

In re **Traylor Multimedia, Inc.**

Debtor(s)

Case No.

Chapter

**11**

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor 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 on account towards hourly fees a deposit of \$ **26,514.00**

Prior to the filing of this statement I have received \$ **26,514.00**

Counsel will submit a monthly fee and expense report with final fees to be determined \$  
upon Application for Compensation

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

☐ Debtor ☒ Other (specify): **\$12,000.00 - Scott Traylor and Diana Traylor**

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

☒ Debtor ☐ Other (specify):

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

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

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- 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. [Other provisions as needed]

6. 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.

Dated: \_\_\_\_\_



**Nina M. Parker 389990  
Parker and Associates  
10 Converse Place  
Winchester, MA 01890  
(781)729-0005 Fax: (781)729-0187  
nparker@nlnaparker.com**

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court  
District of Massachusetts**

In re **Traylor Multimedia, Inc.**

Debtor(s)

Case No.

Chapter **11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Abrams, Little-Gill, Loberfeld, P.C. 1330 Boylston Street Chestnut Hill, MA 02467	Abrams, Little-Gill, Loberfeld, P.C. 1330 Boylston Street Chestnut Hill, MA 02467			6,324.00
Advanta Bank Corp. P.O. Box 8088 Philadelphia, PA 19101	Advanta Bank Corp. P.O. Box 8088 Philadelphia, PA 19101			13,181.85
American Express P.O. Box 1270 Newark, NJ 07101	American Express P.O. Box 1270 Newark, NJ 07101			30,160.76
Bank of America P.O. Box 15019 Wilmington, DE 19886	Bank of America P.O. Box 15019 Wilmington, DE 19886			35,776.56
Bank of America P.O. Box 15710 Wilmington, DE 19886	Bank of America P.O. Box 15710 Wilmington, DE 19886			10,781.28
Bonnie Traylor 81 Croft Regis Street Westwood, MA 02090	Bonnie Traylor 81 Croft Regis Street Westwood, MA 02090			26,000.00
David Benman 7817 Chevoit Court Fayetteville, NY 13066	David Benman 7817 Chevoit Court Fayetteville, NY 13066			11,550.00
Emily Treat 234 Moffat Road Newton, MA 02468	Emily Treat 234 Moffat Road Newton, MA 02468			7,200.00
Financial Framework LLP P.O. Box 165 Arlington, MA 02476	Financial Framework LLP P.O. Box 165 Arlington, MA 02476			22,982.00
Fraser, Milner, Casgrain, LLP 1 First Candian Place 100 King Toronto, ON M5X 1B2	Fraser, Milner, Casgrain, LLP 1 First Candian Place 100 King			6,000.00
Leah Osterman 258 Virginia Farme Lane Carlisle, MA 01741	Leah Osterman 258 Virginia Farme Lane Carlisle, MA 01741			18,850.00

B4 (Official Form 4) (12/07) - Cont.  
In re **Traylor Multimedia, Inc.**

Case No. \_\_\_\_\_

Debtor(s) \_\_\_\_\_

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

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Lynne M. Robertson 560 Scott Street, Apt. 302 San Francisco, CA 94117	Lynne M. Robertson 560 Scott Street, Apt. 302 San Francisco, CA 94117			4,500.00
Mary Blunt 45 Greenwood Avenue Needham, MA 02492	Mary Blunt 45 Greenwood Avenue Needham, MA 02492			6,595.00
P.L. Hingorani, as Trustee of Devi Trust 51 Mount Joy Drive Tewksbury, MA 01876	P.L. Hingorani, as Trustee of Devi Trust 51 Mount Joy Drive Tewksbury, MA 01876			7,166.00
Shannon Anderson 41 Preston Street Wakefield, MA 01880	Shannon Anderson 41 Preston Street Wakefield, MA 01880			5,139.00
Sharon Bilman 363 7th Street, 1L Brooklyn, NY 11215	Sharon Bilman 363 7th Street, 1L Brooklyn, NY 11215			7,150.00
She Is Digital, Inc. 305 Catlin Road Cary, NC 27519	She Is Digital, Inc. 305 Catlin Road Cary, NC 27519			14,280.00
The Property and Casualty Initiative LLC 211 Congress Street, 4th Floor Boston, MA 02110	The Property and Casualty Initiative LLC 211 Congress Street, 4th Floor Boston, MA 02110	All Assets - 2nd Security Interest		71,996.88 (179,181.00 secured)
VJC Cleaning Services P.O. Box 296 Lynn, MA 01905	VJC Cleaning Services P.O. Box 296 Lynn, MA 01905			6,200.00
Wells Fargo Business Direct P.O. Box 348750 Sacramento, CA 95834	Wells Fargo Business Direct P.O. Box 348750 Sacramento, CA 95834			69,059.80

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

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

Date May 26, 2010

Signature /s/ Scott Traylor  
**Scott Traylor**  
President, Treasurer and Director

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

**United States Bankruptcy Court  
District of Massachusetts**

In re Traylor Multimedia, Inc.,  
Debtor

Case No. \_\_\_\_\_  
Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
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None

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

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

Date May 26, 2010

Signature /s/ Scott Traylor  
**Scott Traylor**  
President, Treasurer and Director

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

Abrams, Little-Gill, Loberfeld, P.C.  
1330 Boylston Street  
Chestnut Hill, MA 02467

Advanta Bank Corp.  
P.O. Box 8088  
Philadelphia, PA 19101

American Express  
P.O. Bxo 1270  
Newark, NJ 07101

American Express  
P.O. Box 1270  
Newark, NJ 07101-1270

Bank of America  
P.O. Box 15019  
Wilmington, DE 19886

Bank of America  
P.O. Box 15710  
Wilmington, DE 19886

Beryl Simon  
41 Lancaster Road  
Arlington, MA 02476

Bonnie Traylor  
81 Croft Regis Street  
Westwood, MA 02090

Christopher Knowles  
13 New York Street  
Dover, NH 03820

City of Newton  
P.O. Box 9137  
Newtonville, MA 02460

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**TRAYLOR MULTIMEDIA, INC.**

**Dated**

**May 26, 2010**

**Unanimous Consent of Officers and Directors**


The undersigned, being the President, Treasurer and Director of the corporation hereby adopt pursuant to Massachusetts General Laws c. 156B §59, the following resolutions and hereby direct that the same be filed with the minutes of the meetings of directors of the corporation as though voted and resolved at a regularly scheduled and noticed meeting of said directors, to wit:

**VOTED:** That in the judgment of the directors of this corporation it is desirable and in the best interests of the corporation, its creditors, stockholders and other interested parties, that a petition pursuant to Chapter 11 of the Bankruptcy Code, 11 U.S.C. §101 et seq. be filed by this corporation.

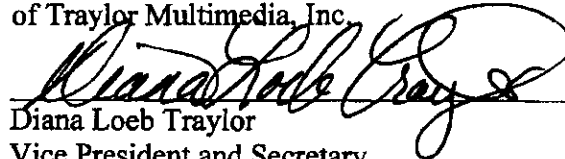
**VOTED:** That the President, Treasurer or Vice President and Secretary, Diana Traylor, or both of this corporation, be and each hereby is, authorized and empowered, for and on behalf of this corporation and in its corporate name and behalf, to execute, acknowledge, verify and deliver a petition pursuant to Chapter 11 of the Bankruptcy Code, 11 U.S.C. §101 et seq.; and to cause the same to be filed with the United States Bankruptcy Court for the District of Massachusetts and to file such other instruments, schedules and other papers and to take any and all other action which either or both, so acting, may deem necessary or proper in connection with said proceedings.

**VOTED:** That Nina M. Parker, Esquire of Parker & Associates, 10 Converse Place Winchester, Massachusetts 01890 be, and she hereby is, retained as counsel to represent this corporation in the matter of the aforementioned proceedings and with respect to all proceedings pursuant to the Bankruptcy Code.

**DATED:**

  
\_\_\_\_\_  
Scott Traylor  
President, Treasurer and Director  
of Traylor Multimedia, Inc.

**DATED:**

  
\_\_\_\_\_  
Diana Loeb Traylor  
Vice President and Secretary  
of Traylor Multimedia, Inc.