

United States Bankruptcy Court
Central District of California - Santa Ana

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):
LifeMasters Supported SelfCare, Inc.

Name of Joint Debtor (Spouse) (Last, First, Middle):

All Other Names used by the Debtor in the last 8 years
(include married, maiden, and trade names):

All Other Names used by the Joint Debtor in the last 8 years
(include married, maiden, and trade names):

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)
94-3206428

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)

Street Address of Debtor (No. and Street, City, and State):
15635 Alton Parkway, Suite 400
Irvine, CA
ZIP Code
92618

Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code

County of Residence or of the Principal Place of Business:
Orange

County of Residence or of the Principal Place of Business:

Mailing Address of Debtor (if different from street address):
ZIP Code

Mailing Address of Joint Debtor (if different from street address):
ZIP Code

Location of Principal Assets of Business Debtor
(if different from street address above):

Form section containing: Type of Debtor, Nature of Business, Chapter of Bankruptcy Code Under Which the Petition is Filed, and Nature of Debts.

Form section containing: Filing Fee (Check one box) and Chapter 11 Debtors (Check one box).

Form section containing: Statistical/Administrative Information, Estimated Number of Creditors, Estimated Assets, and Estimated Liabilities.

THIS SPACE IS FOR COURT USE ONLY

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): <b>LifeMasters Supported SelfCare, Inc.</b>
---	---

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

Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

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

Name of Debtor: <b>- None -</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p><b>X</b> _____ Signature of Attorney for Debtor(s) (Date)</p>
---	--

**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

**Information Regarding the Debtor - Venue**

(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_

(Name of landlord that obtained judgment)

\_\_\_\_\_

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**

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

Name of Debtor(s):

**LifeMasters Supported SelfCare, 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)

**Ron Bender 143364**  
Printed Name of Attorney for Debtor(s)

**Levene, Neale, Bender, Rankin & Brill LLP**  
Firm Name  
**10250 Constellation Blvd.**  
**Suite 1700**  
**Los Angeles, CA 90067**

\_\_\_\_\_  
Address

\_\_\_\_\_  
Telephone Number

**September 14, 2009**                      **143364**

\_\_\_\_\_  
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 **See Attached** \_\_\_\_\_  
Signature of Authorized Individual

**Joseph L. Donato, SPHR**  
Printed Name of Authorized Individual

**Senior Vice President, Finance & Administration**  
Title of Authorized Individual

**September 14, 2009**

\_\_\_\_\_  
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.*

# Voluntary Petition

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

Name of Debtor(s):

**LifeMasters Supported SelfCare, 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)

**Ron Bender 143364**

Printed Name of Attorney for Debtor(s)

**Levene, Neale, Bender, Rankin & Brill LLP**

Firm Name

**10250 Constellation Blvd.**

**Suite 1700**

**Los Angeles, CA 90067**

Address

\_\_\_\_\_  
Telephone Number

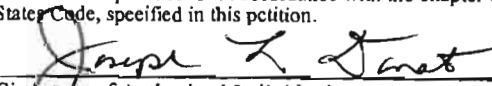
\_\_\_\_\_  
Date

\*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

**Joseph L. Donato, SPHR**

Printed Name of Authorized Individual

**Senior Vice President, Finance & Administration**

Title of Authorized Individual

**SEP. 14, 2009**

\_\_\_\_\_  
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  
Central District of California - Santa Ana**

In re LifeMasters Supported SelfCare, 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)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
<b>Centers for Medicare &amp; Medicaid (CMS) 7500 Security Boulevard Baltimore, MD 21244-1850</b>	<b>Centers for Medicare &amp; Medicaid (CMS) 7500 Security Boulevard Baltimore, MD 21244-1850 (410) 786-5505</b>			<b>125,000,000.00 (Estimated)</b>
<b>Aetna Health Management, LLC 980 Jolly Road, Mailstop U2IL Blue Bell, PA 19422</b>	<b>Aetna Health Management, LLC 980 Jolly Road, Mailstop U2IL Blue Bell, PA 19422</b>			<b>1,961,955.00 (Estimated)</b>
<b>New Mexico Taxation &amp; Revenue Dept P O Box 25127 Santa Fe, NM 87504-5127</b>	<b>New Mexico Taxation &amp; Revenue Dept P O Box 25127 Santa Fe, NM 87504-5127</b>			<b>370,000.00 (Estimated)</b>
<b>AmeriChoice Health Services 333 N. Alabama St, Suite 350 Indianapolis, IN 46204</b>	<b>AmeriChoice Health Services 333 N. Alabama St, Suite 350 Indianapolis, IN 46204 (317) 405-2331</b>			<b>256,013.04</b>
<b>INGENIX P O Box 271256 Salt Lake City, UT 84127-1256</b>	<b>INGENIX P O Box 271256 Salt Lake City, UT 84127-1256 (801) 982-3198</b>			<b>244,630.00</b>
<b>State Teachers Retirement System of Ohio 275 E. Broad Street Columbus, OH 43215</b>	<b>State Teachers Retirement System of Ohio 275 E. Broad Street Columbus, OH 43215 (888) 227-7877</b>			<b>239,733.00</b>
<b>CIT Technology Financing Services, Inc. 23896 Network Place Chicago, IL 60673-1238</b>	<b>CIT Technology Financing Services, Inc. 23896 Network Place Chicago, IL 60673-1238 (888) 890-6833</b>			<b>185,443.23</b>
<b>The Wackenhut Corporation 4200 Wackenhut Drive, Suite 100 Palm Beach Gardens, FL 33410</b>	<b>The Wackenhut Corporation 4200 Wackenhut Drive, Suite 100 Palm Beach Gardens, FL 33410</b>			<b>127,993.00</b>

Debtor(s)

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

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Chinese Community Health Plan 445 Grant Ave, Suite 700 San Francisco, CA 94108	Chinese Community Health Plan 445 Grant Ave, Suite 700 San Francisco, CA 94108 (415) 397-6140			53,708.00
Heeter Direct 441 Technology Drive Canonsburg, PA 15317	Heeter Direct 441 Technology Drive Canonsburg, PA 15317 (724) 746-8900			29,350.30
Nice Systems, Inc PO Box 9421 Uniondale, NY 11555-9421	Nice Systems, Inc PO Box 9421 Uniondale, NY 11555-9421 (201) 964-2600			27,307.30
Duquesne Litho Inc. 350 Presto-Sygan Road Bridgeville, PA 15017	Duquesne Litho Inc. 350 Presto-Sygan Road Bridgeville, PA 15017 (412) 221-2325			19,502.69
Kieckhafer, Schiffer & Company LLP 6201 Oak Canyon Drive Irvine, CA 92618	Kieckhafer, Schiffer & Company LLP 6201 Oak Canyon Drive Irvine, CA 92618 (949) 250-3900			19,100.00
THE NETWORK GUYS 39355 California St. FREEMONT, CA 94538	THE NETWORK GUYS 39355 California St. FREEMONT, CA 94538			18,944.00
DOMÉ Printing 340 Commerce Circle Sacramento, CA 95815	DOMÉ Printing 340 Commerce Circle Sacramento, CA 95815 (800) 343-3139			14,393.07
Faria Printing & Graphics 1812 Tribute Road Sacramento, CA 95815	Faria Printing & Graphics 1812 Tribute Road Sacramento, CA 95815 (916) 927-1165			14,136.43
R Systems 5000 Windplay Drive, Suite 5 El Dorado Hills, CA 95762	R Systems 5000 Windplay Drive, Suite 5 El Dorado Hills, CA 95762 (916) 350-3003			12,320.00
CHANNING L. BETE CO., INC. PO BOX 84-5897 BOSTON, MA 02284-5897	CHANNING L. BETE CO., INC. PO BOX 84-5897 BOSTON, MA 02284-5897 (800) 828-2827			11,512.48
American Diagnostic Corp. (ADC) 55 Commerce Drive Hauppauge, NY 11788	American Diagnostic Corp. (ADC) 55 Commerce Drive Hauppauge, NY 11788 (800) 232-2670			10,752.50
Cenveo San Francisco P.O. Box 31001-1187 Pasadena, CA 91110-1187	Cenveo San Francisco P.O. Box 31001-1187 Pasadena, CA 91110-1187 (650) 599-6272			7,352.00

In re LifeMasters Supported SelfCare, Inc.  
Debtor(s)

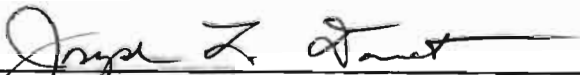
Case No. \_\_\_\_\_

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

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

I, the Senior Vice President, Finance & Administration 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 SEPT. 14, 2009

Signature   
**Joseph L. Donato, SPHR**  
**Senior Vice President, Finance & Administration**

*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.

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

Name Ron Bender 143364

Address 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067

Telephone \_\_\_\_\_

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

<p><b>UNITED STATES BANKRUPTCY COURT</b>  <b>CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA</b></p>	
<p>List all names including trade names used by Debtor(s) within last 8 years:  <b>LifeMasters Supported SelfCare, Inc.</b></p>	<p>Case No.: _____</p> <p>Chapter: <b>11</b></p>

**VERIFICATION OF CREDITOR MAILING LIST**


The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 8 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: September 14, 2009

**See Attached**

**Joseph L. Donato, SPHR/Senior Vice President, Finance & Administration**  
 Signer/Title

Date: September 14, 2009



Signature of Attorney  
**Ron Bender 143364**  
**Levene, Neale, Bender, Rankin & Brill LLP**  
**10250 Constellation Blvd.**  
**Suite 1700**  
**Los Angeles, CA 90067**



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

Name Ron Bender 143364

Address 10250 Constellation Blvd. Suite 1700 Los Angeles, CA 90067

Telephone \_\_\_\_\_


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

<p><b>UNITED STATES BANKRUPTCY COURT</b>  <b>CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA</b></p>	
<p>List all names including trade names used by Debtor(s) within last 8 years:  <b>LifeMasters Supported SelfCare, Inc.</b></p>	<p>Case No.: _____</p> <p>Chapter: <b>11</b></p>

**VERIFICATION OF CREDITOR MAILING LIST**

The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 8 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: SEPT. 14, 2009

  
 \_\_\_\_\_  
**Joseph L. Donato, SPHR/Senior Vice President, Finance & Administration**  
 Signer/Title

Date: \_\_\_\_\_

\_\_\_\_\_  
 Signature of Attorney  
**Ron Bender 143364**  
**Levene, Neale, Bender, Rankin & Brill LLP**  
**10250 Constellation Blvd.**  
**Suite 1700**  
**Los Angeles, CA 90067**

LifeMasters Supported SelfCare, Inc.  
15635 Alton Parkway, Suite 400  
Irvine, CA 92618

Ron Bender  
Levene, Neale, Bender, Rankin & Brill LLP  
10250 Constellation Blvd.  
Suite 1700  
Los Angeles, CA 90067

U.S. Trustee - Santa Ana  
411 West Fourth Street  
Suite 9041  
Santa Ana, CA 92701-8000

ABL ORGANIZATION  
930 W. Town and Country Road  
Orange, CA 92868-4714

Aetna Health Management, LLC  
980 Jolly Road, Mailstop U2IL  
Blue Bell, PA 19422

American Diagnostic Corp.     ADC  
55 Commerce Drive  
Hauppauge, NY 11788

AmeriChoice Health Services  
333 N. Alabama St, Suite 350  
Indianapolis, IN 46204

Ashcraft Real Estate & Development Corp.  
8200 Mountain Rd. NE suite 102  
Albuquerque, NM 87110-7835

AT&T - Bankr. Dept. All Regions  
P.O. Box 769  
Arlington, TX 76004

Callahan-Pentz Properties  
5674 Stoneridge Dr. Suite 212  
Pleasanton, CA 94588

Canon Financial Services, Inc  
14904 Collections Center Dr  
Chicago, IL 60693

Carrier Corporation  
Employee

CDW Government Inc.  
75 Remittance Dr.  
Chicago, IL 60675-1515

Centers for Medicare & Medicaid CMS  
7500 Security Boulevard  
Baltimore, MD 21244-1850

Cenveo San Francisco  
P.O. Box 31001-1187  
Pasadena, CA 91110-1187

CHANNING L. BETE CO., INC.  
PO BOX 84-5897  
BOSTON, MA 02284-5897

Chinese Community Health Plan  
445 Grant Ave, Suite 700  
San Francisco, CA 94108

Cisco Systems Capital Corporation  
1111 Old Eagle School Road  
Wayne, PA 19087

Cisco Systems Capital CRO  
PO BOX 41601  
Philadelphia, PA 19101

CIT Communications Finance Corporation  
1 CIT Drive  
Livingston, NJ 07039

CIT Technology Financial Services, Inc.  
PO BOX 550599  
Jacksonville, FL 32255

CIT Technology Financing Services I LLC  
10201 Centurion Parkway North  
Jacksonville, FL 32256

CIT Technology Financing Services, Inc.  
23896 Network Place  
Chicago, IL 60673-1238

Citicorp Vendor Finance, Inc.  
1255 Wrights Lane  
West Chester, PA 19380

CPRE-1 LLC c/o Jones Lang LaSalle  
201 Mission Street, Suite 1300  
San Francisco, CA 94105

CPS Energy - Bankruptcy Section  
145 Navarro, Mail Drop 101013  
San Antonio, TX 78205

De Lage Landen Financial Services, Inc.  
1111 Old Eagle School Road  
Wayne, PA 19087

DeLage Landen  
1055 Westlakes Dr.  
Berwyn, PA 13212

Dell Financial Services, L.P.  
12234 N. IH-35, Bldg. B  
Austin, TX 78753

Deloitte Tax LLP  
PO Box 2079  
Carol Stream, IL 60132-2079

DOMÉ Printing  
340 Commerce Circle  
Sacramento, CA 95815

Duquesne Litho Inc.  
350 Presto-Sygan Road  
Bridgeville, PA 15017

Eleven Fortune Park Limited Partnership  
P.O. Box 60430  
Charlotte, NC 28260-0430

Expanets of North America LLC  
9780 Mt. Pyramid Ct., Suite 400  
Englewood, CO 80112

Faria Printing & Graphics  
1812 Tribute Road  
Sacramento, CA 95815

First Choice Services Santa Clara  
3130 Alfred St  
Santa Clara, CA 95054

Fuller Engineering Co., LLC  
4135 West 99th Street  
Carmel, IN 46032

H2 Communications  
1817 East Carson Street  
Pittsburgh, PA 15203

Heeter Direct  
441 Technology Drive  
Canonsburg, PA 15317

IBM  
PO BOX 676673  
Dallas, TX 72567

IBM Credit LLC  
1 North Castle Drive  
Armonk, NY 10504

Indiana Economic Development Corporation  
One North Capital Ave, Suite 700  
Indianapolis, IN 46204

INGENIX  
P O Box 271256  
Salt Lake City, UT 84127-1256

IRON MOUNTAIN IRV Acct #CF514  
PO Box 601002  
Los Angeles, CA 90060-1002

Kieckhafer, Schiffer & Company LLP  
6201 Oak Canyon Drive  
Irvine, CA 92618

Knova/Consona CRM Inc.  
Dept. CH 10863  
Palatine, IL 60055-0863

Masergy  
2740 Dallas Parkway  
Plano, TX 75093

MERCER HUMAN RESOURCE CONSULTING  
P.O. BOX 730212  
DALLAS, TX 75373

Neopost Leasing  
PO BOX 45822  
San Francisco, CA 94145-0822

New Mexico Taxation & Revenue Dept  
P O Box 25127  
Santa Fe, NM 87504-5127

Nice Systems, Inc  
PO Box 9421  
Uniondale, NY 11555-9421

OnTrac  
Dept. 1664  
Los Angeles, CA 90084-1664

Pitney Bowes Credit Corp  
1313 N. Atlantic Street, FL3  
Spokane, WA 99201

Pitney Bowes Financial Services  
5101 Interchange Way  
LOUISVILLE, KY 40229

Qwest Bankr. Dept.  
P.O. Box 5508  
Bismarck, ND 58506

R Systems  
5000 Windplay Drive, Suite 5  
El Dorado Hills, CA 95762



SPARKLETT'S DRINKING WATER  
PO BOX 660579  
DALLAS, TX 75266-0579

State Teachers Retirement System of Ohio  
275 E. Broad Street  
Columbus, OH 43215

Telapprise  
6920 Santa Teresa Blvd  
San Jose, CA 95119

The Irvine Company  
8001 Irvine Center Drive, Suite 840  
Irvine, CA 92618

THE NETWORK GUYS  
39355 California St.  
FREMONT, CA 94538

The Wackenhut Corporation  
4200 Wackenhut Drive, Suite 100  
Palm Beach Gardens, FL 33410

VERIZON WIRELESS Financial Services  
15505 Sand Canyon Avenue  
Irvine, CA 92618

Wimer Designs  
93 Martin Drive  
Novato, CA 94949

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number <b>Ron Bender</b> <b>Levene, Neale, Bender, Rankin &amp; Brill LLP</b> <b>10250 Constellation Blvd.</b> <b>Suite 1700</b> <b>Los Angeles, CA 90067</b>  <b>143364</b> <input checked="" type="checkbox"/> Attorney for: Debtor	FOR COURT USE ONLY
<b>UNITED STATES BANKRUPTCY COURT</b> <b>CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA</b>	
In re:  <b>LifeMasters Supported SelfCare, Inc.</b>  <div style="text-align: right;">Debtor(s).</div>	CASE NO.: CHAPTER: <b>11</b> ADV. NO.:

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

<input checked="" type="checkbox"/>	Petition, statement of affairs, schedules or lists	Date Filed: <u>09/14/2009</u>
<input type="checkbox"/>	Amendments to the petition, statement of affairs, schedules or lists	Date Filed: _____
<input type="checkbox"/>	Other: _____	Date Filed: _____

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

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

See Attached  
*Signature of Authorized Signatory of Filing Party*

September 14, 2009  
 Date

Joseph L. Donato, SPHR  
*Printed Name of Authorized Signatory of Filing Party*

Senior Vice President, Finance & Administration  
*Title of Authorized Signatory of Filing Party*

**PART II - DECLARATION OF ATTORNEY FOR FILING PARTY**

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

  
*Signature of Attorney for Filing Party*

September 14, 2009  
 Date

Ron Bender 143364  
*Printed Name of Attorney for Filing Party*

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

Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number <b>Ron Bender</b> <b>Levene, Neale, Bender, Rankin &amp; Brill LLP</b> <b>10250 Constellation Blvd.</b> <b>Suite 1700</b> <b>Los Angeles, CA 90067</b>  <b>143364</b> <input checked="" type="checkbox"/> Attorney for Debtor	FOR COURT USE ONLY
<b>UNITED STATES BANKRUPTCY COURT</b> <b>CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA</b>	
In re:  <b>LifeMasters Supported SelfCare, Inc.</b>  Debtor(s).	CASE NO.: CHAPTER: <b>11</b> ADV. NO.:

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

<input checked="" type="checkbox"/>	Petition, statement of affairs, schedules or lists	Date Filed: <u>09/14/2009</u>
<input type="checkbox"/>	Amendments to the petition, statement of affairs, schedules or lists	Date Filed: _____
<input type="checkbox"/>	Other: _____	Date Filed: _____

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

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

*Joseph L. Donato*  
 Signature of Authorized Signatory of Filing Party

SEPT. 14, 2009  
 Date

Joseph L. Donato, SPHR  
 Printed Name of Authorized Signatory of Filing Party  
  
Senior Vice President, Finance & Administration  
 Title of Authorized Signatory of Filing Party

**PART II - DECLARATION OF ATTORNEY FOR FILING PARTY**

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

\_\_\_\_\_  
 Signature of Attorney for Filing Party  
  
Ron Bender 143364  
 Printed Name of Attorney for Filing Party

\_\_\_\_\_  
 Date

**BOARD RESOLUTION AUTHORIZING CHAPTER 11 BANKRUPTCY FILING BY  
LIFEMASTERS SUPPORTED SELF CARE, INC.**

A meeting of the Board of Directors (the "Board") of LifeMasters Supported SelfCare, Inc. (the "Company") was held on September 11, 2009, at which the following resolutions were duly enacted by the Board, and the same remain in full force and effect, without modification, unless and until the Board adopts a further resolution to the contrary:

RESOLVED, that a Petition under the provisions of Chapter 11 of Title 11 of the United States Code shall be filed by the Company with the United States Bankruptcy Court, Central District of California on September 14, 2009 or the first possible date thereafter as determined by the Designated Officer upon the advice of counsel (the "Bankruptcy Filing Date");

FURTHER RESOLVED, that the law firm of Levene, Neale, Bender, Rankin & Brill L.L.P. ("LNBRB") shall be retained as bankruptcy counsel to the Company for purposes of filing the Chapter 11 bankruptcy case for the Company and representing the Company in its Chapter 11 bankruptcy case. The Designated Officer is hereby authorized and directed to execute an application for the Company to employ LNBRB as bankruptcy counsel to the Company in connection with the Company's Chapter 11 bankruptcy case;

FURTHER RESOLVED, that Alvarez & Marsal Healthcare Industry Group, LLC ("A&M") shall be retained as crisis managers to the Company for purposes of assisting the Company in its Chapter 11 bankruptcy case and to provide support to the Designated Officer and such other officers and additional personnel described herein;

FURTHER RESOLVED, that effective as of the Bankruptcy Filing Date, George Pillari ("Pillari") is employed as the President and Chief Executive Officer of the Company (the "Designated Officer"), and Brian Buchanan is employed as the Chief Financial Officer and Secretary (the "CFO") of the Company;

FURTHER RESOLVED, that effective as of the Bankruptcy Filing Date, the Company is authorized to enter into: (i) that certain engagement letter agreement substantially in the form attached hereto with respect to the services to be provided by A&M, the Designated Officer, the CFO and certain additional personnel as described therein as well, (ii) the Indemnification Agreement with A&M in the form attached hereto, and (iii) the bankruptcy employment application with A&M in the form attached hereto. Arthur H. Spiegel, III, Chairman of the Board, is authorized and directed to sign all of the foregoing A&M documents on behalf of the Company;

FURTHER RESOLVED, that Joseph L. Donato, Senior Vice President, Finance & Administration, is hereby authorized and directed on behalf of and in the name of the Company to execute a Chapter 11 bankruptcy petition for the Company and

all related documents and papers on behalf of the Company in order to enable the Company to commence its Chapter 11 bankruptcy case;

FURTHER RESOLVED, that the Designated Officer is hereby authorized and directed on behalf of and in the name of the Company to execute and file and to cause counsel to the Company to prepare with the assistance of the Company as appropriate all petitions, schedules, lists and other papers, documents and pleadings in connection with the Company's bankruptcy case.

FURTHER RESOLVED, that the Designated Officer and the CFO are provided with the authority to take such other actions on behalf of the Company consistent with the duties of President, Chief Executive Officer and Chief Financial Officer, respectively; provided that the Designated Officer shall be required to obtain the prior consent of the Board before causing the Company to sell all or substantially all of the Company's assets; to sell assets or take other action outside the ordinary course of business; to borrow money; or to file and attempt to confirm a plan of reorganization.

Dated: September \_\_\_\_, 2009

**See Attached**

---

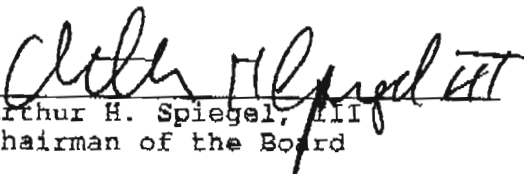
Arthur H. Spiegel, III  
Chairman of the Board

all related documents and papers on behalf of the Company in order to enable the Company to commence its Chapter 11 bankruptcy case;

FURTHER RESOLVED, that the Designated Officer is hereby authorized and directed on behalf of and in the name of the Company to execute and file and to cause counsel to the Company to prepare with the assistance of the Company as appropriate all petitions, schedules, lists and other papers, documents and pleadings in connection with the Company's bankruptcy case.

FURTHER RESOLVED, that the Designated Officer and the CFO are provided with the authority to take such other actions on behalf of the Company consistent with the duties of President, Chief Executive Officer and Chief Financial Officer, respectively; provided that the Designated Officer shall be required to obtain the prior consent of the Board before causing the Company to sell all or substantially all of the Company's assets; to sell assets or take other action outside the ordinary course of business; to borrow money; or to file and attempt to confirm a plan of reorganization.

Dated: September 14, 2009

  
Arthur H. Spiegel, III  
Chairman of the Board