

**United States Bankruptcy Court
Central District of California - San Fernando**

Voluntary Petition

| | |
|---|---|
| Name of Debtor (if individual, enter Last, First, Middle): Fatburger Restaurants of California, 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) 95-4382157 | 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): 14402 Ventura Boulevard Sherman Oaks, CA ZIP Code 91423 | Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code |
| County of Residence or of the Principal Place of Business: Los Angeles | County of Residence or of the Principal Place of Business: |
| Mailing Address of Debtor (if different from street address): 301 Arizona Avenue, Suite #200 Santa Monica, CA ZIP Code 90401 | Mailing Address of Joint Debtor (if different from street address): ZIP Code |
| Location of Principle Assets of Business Debtor (if different from street address above): | |

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| Type of Debtor (Form of Organization) (Check one box) <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.) | Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code). | Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts. |
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| Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. | Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). |
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| Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. | |
| Estimated Number of Creditors <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input checked="" type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000 | |
| Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | |
| Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion | |

THIS SPACE IS FOR COURT USE ONLY

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|---|--|
| <p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p> | <p>Name of Debtor(s): Fatburger Restaurants of California, Inc.</p> |
|---|--|

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

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

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

| | | |
|---|---|-------------|
| Name of Debtor: Fatburger Restaurants of Nevada, Inc. | Case Number: Filed Concurrently | Date Filed: |
| District: | Relationship: Affiliate | Judge: |

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

Exhibit C

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

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.)

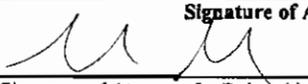
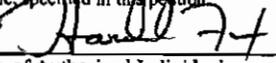
(Name of landlord that obtained judgment)

(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)).

| | |
|---|--|
| <p>Voluntary Petition</p> <p><i>(This page must be completed and filed in every case)</i></p> | <p>Name of Debtor(s): Fatburger Restaurants of California, Inc.</p> |
| Signatures | |
| <p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>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).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p> | <p style="text-align: center;">Signature of a Foreign Representative</p> <p>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.)</p> <p><input type="checkbox"/> 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.</p> <p><input type="checkbox"/> 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.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p> |
| <p style="text-align: center;">Signature of Attorney*</p> <p>X  Signature of Attorney for Debtor(s)</p> <p>Ron Bender 143364 Printed Name of Attorney for Debtor(s)</p> <p>Levene, Neale, Bender, Rankin & Brill L.L.P. Firm Name</p> <p>10250 Constellation Boulevard Suite 1700 Los Angeles, CA 90067 Address</p> <p>_____ Address</p> <p>(310) 229-1234 Fax: (310) 229-1244 Telephone Number</p> <p>April 7, 2009 143364 Date</p> <p><small>*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.</small></p> | <p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>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.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ 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.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>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:</p> <p>_____ If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>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.</small></p> |
| <p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>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.</p> <p>The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X  Signature of Authorized Individual</p> <p>Harold Fox Printed Name of Authorized Individual</p> <p>Chief Financial Officer Title of Authorized Individual</p> <p>April 7, 2009 Date</p> | |

United States Bankruptcy Court
Central District of California - San Fernando

In re Fatburger Restaurants of California, 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> |
| DEBILIO DISTRIBUTORS PO BOX 52315 IRVINE, CA 92619-2315 | ENRIQUE DEBILIO DISTRIBUTORS PO BOX 52315 IRVINE, CA 92619-2315 (714) 773-9323 | | | 254,241.94 |
| PURITAN BAKERY 1624 EAST CARSON STREET CARSON, CA 90745 | PURITAN BAKERY 1624 EAST CARSON STREET CARSON, CA 90745 (310) 830-5451 | | | 112,219.26 |
| WESTEC INTERACTIVE 1089 JORDAN CREEK PARKWAY SUITE 116 WEST DES MOINES, IA 50266-5829 | WESTEC INTERACTIVE 1089 JORDAN CREEK PARKWAY SUITE 116 WEST DES MOINES, IA 50266-5829 (949) 797-4714 | | | 83,936.63 |
| UNITED AUBURN INDIAN COMMUNITY 1200 ATHENS AVE. LINCOLN, CA 95648 | UNITED AUBURN INDIAN COMMUNITY 1200 ATHENS AVE. LINCOLN, CA 95648 (916) 408-7777 | | | 76,410.84 |
| STATE BOARD OF EQUALIZATION P.O. Box 942879 SACRAMENTO, CA 94279- 8041 | STATE BOARD OF EQUALIZATION P.O. Box 942879 SACRAMENTO, CA 94279-8041 (800) 400-7115 | | | 70,383.20 |
| REMM GROUP C/O THE REMM GROUP 505 S. VILLA REAL, SUITE 201 ANAHEIM, CA 92807 | REMM GROUP C/O THE REMM GROUP 505 S. VILLA REAL, SUITE 201 ANAHEIM, CA 92807 (714) 974-1010 | | | 63,533.00 |
| MAGUIRE PROPERTIES- PARK PLACE SHOPS,LLC BANK OF THE WEST PO BOX 60337 LOS ANGELES, CA 90060- 0337 | BRIAN VAAS MAGUIRE PROPERTIES-PARK PLACE SHOPS,LLC BANK OF THE WEST PO BOX 60337 LOS ANGELES, CA 90060-0337 (949) 851-1660 | | | 62,153.28 |

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> |
|--|---|--|---|--|
| THE IRVINE COMPANY/Trabuco RETAIL CENTER: TRABUCO GROVE DEPT 2566 - S53876 LOS ANGELES, CA 90084-2566 | JOVANA KUNG THE IRVINE COMPANY/Trabuco RETAIL CENTER: TRABUCO GROVE DEPT 2566 - S53876 LOS ANGELES, CA 90084-2566 (949) 720-3117 | | | 57,168.61 |
| DUESENBERG-TOPGANGA LLC LOCKBOX 8343 P.O. BOX 511343 LOS ANGELES, CA 90051-7898 | DUESENBERG-TOPGANGA LLC LOCKBOX 8343 P.O. BOX 511343 LOS ANGELES, CA 90051-7898 (805) 495-1961 | | | 51,737.55 |
| 710 STATE STREET PARTNERS C/O SIMA MANAGEMENT CORP. 1231-B STATE ST. SANTA BARBARA, CA 93101 | 710 STATE STREET PARTNERS C/O SIMA MANAGEMENT CORP. 1231-B STATE ST. SANTA BARBARA, CA 93101 (805) 965-1616 | | | 47,296.39 |
| CAPRI URBAN BALDWIN, LLC FILE 050404 LOS ANGELES, CA 90074-0404 | CAPRI URBAN BALDWIN, LLC FILE 050404 LOS ANGELES, CA 90074-0404 (323) 838-9400 | | | 47,142.00 |
| FRONTIER MUSIC, INC. 4901 MORENA BLVD, STE 701 SAN DIEGO, CA 92117 | FRONTIER MUSIC, INC. 4901 MORENA BLVD, STE 701 SAN DIEGO, CA 92117 | | | 46,626.00 |
| OR ASSOCIATES, LLC 110 TOWN CENTER PARKWAY SANTEE, CA 92071 | OR ASSOCIATES, LLC 110 TOWN CENTER PARKWAY SANTEE, CA 92071 | | | 44,289.62 |
| MORONGO CASINO, RESORT & SPA 49500 SEMINOLE DRIVE CABAZON, CA 92230 | DANETTE PEROTTA-ROMERO MORONGO CASINO, RESORT & SPA 49500 SEMINOLE DRIVE CABAZON, CA 92230 (951) 755-5340, x2342 | | | 29,385.62 |
| HILLCREST LAKES ASSOCIATES, L.P. CHARLES DUNN COMPANY, INC. 800 W. 6TH ST., SUITE 500 LOS ANGELES, CA 90017 | HILLCREST LAKES ASSOCIATES, L.P. CHARLES DUNN COMPANY, INC. 800 W. 6TH ST., SUITE 500 LOS ANGELES, CA 90017 (213) 481-1800 | | | 28,286.71 |

Debtor(s)

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

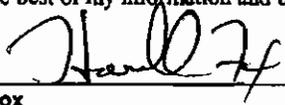
| (1) <i>Name of creditor and complete mailing address including zip code</i> | (2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i> | (3) <i>Nature of claim (trade debt, bank loan, government 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> |
|--|---|--|---|--|
| THE IRVINE COMPANY/Fashion Island SUITE 500 WHITTIER SQUARE 13215 EAST PENN ST. WHITTIER, CA 90602 | THE IRVINE COMPANY/Fashion Island SUITE 500 WHITTIER SQUARE 13215 EAST PENN ST. WHITTIER, CA 90602 (949) 720-3301 | | | 27,169.76 |
| PALMDALE MARKETPLACE, LLC 3130 WILSHIRE BOULEVARD, 2ND FLOOR SANTA MONICA, CA 90403 | PALMDALE MARKETPLACE, LLC 3130 WILSHIRE BOULEVARD, 2ND FLOOR SANTA MONICA, CA 90403 (310) 207-8600 | | | 25,735.98 |
| MANHATTAN PLACE INC. C/O NEWMARK MERRILL COMPANIES 5850 CANOGA AVE #650 WOODLAND HILLS, CA 91367 | MANHATTAN PLACE INC. C/O NEWMARK MERRILL COMPANIES 5850 CANOGA AVE #650 WOODLAND HILLS, CA 91367 (818) 710-8100 | | | 24,860.74 |
| RADIANT SYSTEMS P.O. BOX 198755 ATLANTA, GA 30384-8755 | RADIANT SYSTEMS P.O. BOX 198755 ATLANTA, GA 30384-8755 (770) 576-7100 | | | 18,947.68 |
| KOMAR INVESTMENTS, LLC FILE 749174 Los Angeles, CA 90074 | KOMAR INVESTMENTS, LLC FILE 749174 Los Angeles, CA 90074 (949) 718-4847 X1130 | | | 16,928.88 |

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

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

Date April 7, 2009

Signature _____


Harold Fox
Chief Financial Officer

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

**United States Bankruptcy Court
Central District of California - San Fernando**

In re Fatburger Restaurants of California, Inc.
Debtor

Case No. _____

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

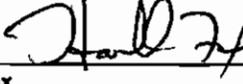
Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

| Name and last known address or place of business of holder | Security Class | Number of Securities | Kind of Interest |
|---|-------------------|-------------------------|-------------------------|
| Fatburger Corporation 301 Arizona Avenue, Suite 200 Santa Monica, CA 90401 | | | 100% Shareholder |

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

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

Date April 7, 2009

Signature 
**Harold Fox
Chief Financial Officer**

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

0 continuation sheets attached to List of Equity Security Holders

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

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, 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).)

The following related and/or affiliated entity has filed concurrently a Chapter 11 Voluntary Petition in the Central District of California (San Fernando Valley Division)

Fatburger Restaurants of Nevada, Inc.

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

None

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

See above

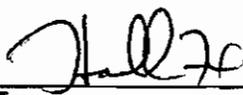
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy 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 SANTA MONICA, California.

Dated April 7, 2009



Harold Fox
Debtor

Joint Debtor

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

Revised May 2004

F 1015-2.1

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

Name Ron Bender 143364

Address 10250 Constellation Boulevard Suite 1700 Los Angeles, CA 90067

Telephone (310) 229-1234 Fax: (310) 229-1244

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

| | |
|---|-------------------------------------|
| UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SAN FERNANDO | |
| List all names including trade names used by Debtor(s) within last 8 years: Fatburger Restaurants of California, Inc. | Case No.: Chapter: 11 |
| | |

VERIFICATION OF CREDITOR MAILING LIST

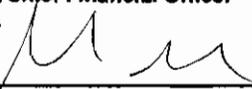
The above named debtor(s), or debtor's attorney if applicable, do hereby certify under penalty of perjury that the attached Master Mailing List of creditors, consisting of 32 sheet(s) is complete, correct, and consistent with the debtor's schedules pursuant to Local Rule 1007-2(d) and I/we assume all responsibility for errors and omissions.

Date: April 7, 2009



 Harold Fox/Chief Financial Officer
 Signer/Title

Date: April 7, 2009



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W. MYERS COMPANY
P.O. BOX 4078
HUNTINGTON BEACH, CA 92605

WASHINGTON GREASE CO.
5339 LINDLEY AVE. #105
TARZANA, CA 91356

WASTE MANAGEMENT LA DISTRICT
P.O. BOX 78251
PHOENIX, AZ 85062-8251

WAVE COMMUNITY NEWSPAPERS
4201 WILSHIRE BLVD. STE.600
LOS ANGELES, CA 90010

WELLS FARGO FINANCIAL LEASING
P.O. BOX 6434
CAROL STREAM, IL 60197-6434

WEST COAST INVESTORS
530 WILSHIRE BLVD.
SUITE 300
SANTA MONICA, CA 90401

WESTEC INTERACTIVE
1089 JORDAN CREEK PARKWAY
SUITE 116
WEST DES MOINES, IA 50266-5829

WESTERN PLASTIC PRODUCTS
1556 ESTHER ST
LONG BEACH, CA 90813

WHITTIER GLASS & MIRROR CO, INC.
12132 E. HADLEY
SUITE B
WHITTIER, CA 90601

YELLOW PAGES, INC.
P.O. BVOX 60007
ANAHEIM, CA 92812-6007

YOUNG ELECTRIC SIGN COMPANY
1443 S. CUCAMONGA AVENUE
ONTARIO, CA 91761-4510

ZEE MEDICAL SERVICE CO.
2845 S. WORKMAN MILL RD.
WHITTIER, CA 90601

**BOARD RESOLUTION AUTHORIZING CHAPTER 11
BANKRUPTCY FILING BY FATBURGER RESTAURANTS OF
CALIFORNIA, INC.**

A special meeting of the Board of Directors (the "Board") of Fatburger Restaurants of California, Inc. (the "Company") was held on April 6, 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;

FURTHER RESOLVED, that the law firm of Levene, Neale, Bender, Rankin & Brill L.L.P. ("LNBRB") has been and continues to be retained for purposes of filing the Chapter 11 bankruptcy case for the Company and representing the Company prior to and in its Chapter 11 bankruptcy case as bankruptcy counsel. The pre-bankruptcy retention agreement between the Company and LNBRB is hereby adopted, ratified and approved. Donald J. Berchtold ("DE"), President and Chief Operating Officer of the Company, and/or Harold Fox ("HF"), Chief Financial Officer and Secretary of the Company, are 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;

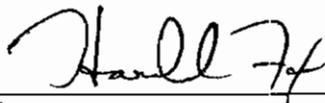
FURTHER RESOLVED, that DE and/or HF are hereby authorized and directed on behalf of and in the name of the Company to execute a Chapter 11 bankruptcy petition

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 except as set forth below, DB and/or HF are 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, and to take any and all action which they/he deem(s) necessary and proper in connection with the Company's bankruptcy case without further approval of the Board. Such actions shall include, but not be limited to, employing and compensating counsel and other professionals (both prior to and after the Company's bankruptcy filing); seeking Bankruptcy Court approval for the Company to use cash collateral and/or post-bankruptcy financing; compensating employees; purchasing materials; selling product; collecting accounts receivable; negotiating with creditors, lenders, vendors, suppliers and landlords; commencing and defending litigation as deemed appropriate;

FURTHER RESOLVED, that DB and/or HF are only authorized to cause the Company to sell all or substantially all of the Company's assets and/or to file and attempt to confirm a plan of reorganization with the further approval of the Board.

Dated: April 6, 2009



By: Harold Fox
Its: Chief Financial Officer and Secretary