

United States Bankruptcy Court Central District of California	Voluntary Petition
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Name of Debtor (if individual, enter Last, First, Middle): BARBEQUES GALORE, 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): Barbeques Galore Inc.; Barbeques Galore LTD; B.B.Q.'s Galore	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): 95-3431529	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): 2173 Salk Avenue Suite 200 Carlsbad, CA	Street Address of Joint Debtor (No. and Street, City, and State):
<input type="text" value="ZIP CODE 92008"/>	<input type="text" value="ZIP CODE"/>
County of Residence or of the Principal Place of Business: San Diego	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
<input type="text" value="ZIP CODE"/>	<input type="text" value="ZIP CODE"/>

Location of Principal Assets of Business Debtor (if different from street address above):
3001 East Pioneer Parkway, Arlington, TX 76010 (Distribution Center)

Type of Debtor (Form of Organization) (Check one box.) <ul style="list-style-type: none"> <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.) <ul style="list-style-type: none"> <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 	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.) <table style="width:100%; border: none;"> <tr> <td><input type="checkbox"/> Chapter 7</td> <td><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding</td> </tr> <tr> <td><input type="checkbox"/> Chapter 9</td> <td><input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding</td> </tr> <tr> <td><input checked="" type="checkbox"/> Chapter 11</td> <td></td> </tr> <tr> <td><input type="checkbox"/> Chapter 12</td> <td></td> </tr> <tr> <td><input type="checkbox"/> Chapter 13</td> <td></td> </tr> </table>	<input type="checkbox"/> Chapter 7	<input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding	<input type="checkbox"/> Chapter 9	<input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding	<input checked="" type="checkbox"/> Chapter 11		<input type="checkbox"/> Chapter 12		<input type="checkbox"/> Chapter 13	
<input type="checkbox"/> Chapter 7	<input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding											
<input type="checkbox"/> Chapter 9	<input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding											
<input checked="" type="checkbox"/> Chapter 11												
<input type="checkbox"/> Chapter 12												
<input type="checkbox"/> Chapter 13												
Tax-Exempt Entity (Check box, if applicable.) <ul style="list-style-type: none"> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code). 		Nature of Debts (Check one box.) <table style="width:100%; border: none;"> <tr> <td><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 house-hold purpose."</td> <td><input checked="" type="checkbox"/> Debts are primarily business debts</td> </tr> </table>	<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 house-hold purpose."	<input checked="" type="checkbox"/> Debts are primarily business debts								
<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 house-hold purpose."	<input checked="" type="checkbox"/> Debts are primarily business debts											

Filing Fee (Check one box.) <ul style="list-style-type: none"> <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 <p>Check one box:</p> <ul style="list-style-type: none"> <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). <p>Check if:</p> <ul style="list-style-type: none"> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$ 2,190,000. <p>Check all applicable boxes:</p> <ul style="list-style-type: none"> <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 <ul style="list-style-type: none"> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. 	THIS SPACE IS FOR COURT USE ONLY										
Estimated Number of Creditors <table style="width:100%; border: none;"> <tr> <td><input 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 checked="" type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> Over 100,000</td> </tr> </table>	<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input checked="" type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000	
<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input checked="" type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> Over 100,000		
Estimated Assets <table style="width:100%; border: none;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$10,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$10,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$10,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion		
Estimated Liabilities <table style="width:100%; border: none;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$10,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input checked="" type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>	<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$10,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input checked="" type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): BARBEQUES GALORE, INC.
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)

Location Where Filed: N/A	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: N/A	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p align="center">Exhibit A</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.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.	<p align="center">Exhibit B</p> (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 have delivered to the debtor the notice required by 11 U.S.C. § 342(b). X _____ Signature of Attorney for Debtor(s) (Date)
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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 with 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(1)).

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

Name of Debtor(s):
BARBEQUES GALORE, 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 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

X _____
Signature of Attorney*

Signature of Attorney for Debtor(s)

Printed Name of Attorney for Debtor(s)
JEFFREY W. DULBERG

Firm Name
Pachulski Stang Ziehl & Jones LLP

Address
**10100 Santa Monica Boulevard, 11th Floor
Los Angeles, CA 90067**

Telephone Number
(310) 277-6910

Date **08/15/08**

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

X _____
Signature of Authorized Individual

JEFFERY R. SEARS

Printed Name of Authorized Individual
CHIEF EXECUTIVE OFFICER

Title of Authorized Individual

Date **08/15/08**

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.

Exhibit "A"

[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 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

[Caption as in Form 16B]

Exhibit "A to Voluntary Petition

1 If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is N/A.

2. The following financial data is the latest available information and refers to the debtor's condition on _____.

a. Total assets \$ _____

b. Total debts (including debts listed in 2.c., below) \$ _____

Approximate number of holders

c. Debt securities held by more than 500 holders.

secured / /	unsecured / /	subordinated / /	\$ _____	_____
secured / /	unsecured / /	subordinated / /	\$ _____	_____
secured / /	unsecured / /	subordinated / /	\$ _____	_____
secured / /	unsecured / /	subordinated / /	\$ _____	_____
secured / /	unsecured / /	subordinated / /	\$ _____	_____

d. Number of shares of preferred stock _____

e. Number of shares common stock _____

Comments, if any: _____

3. Brief description of debtor's business: _____

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

**RESOLUTIONS
OF THE BOARD OF DIRECTORS OF
BARBEQUES GALORE, INC.**

The directors of Barbeques Galore, Inc. (the "Company"), a California corporation, hereby adopt the following resolutions, as the action of the Board of Directors of the Company.

WHEREAS, the Board of Directors has considered the financial and operational aspects of the Company's business;

WHEREAS, the Board of Directors has reviewed the historical performance of the Company, the market for the Company's services, and the current and long-term liabilities of the Company;

WHEREAS, the Board of Directors has reviewed, considered, and received the recommendations of the senior management of the Company and the Company's professionals and advisors as to the terms of the proposed restructuring to be implemented during the course of chapter 11 bankruptcy proceedings;

NOW, THEREFORE, BE IT RESOLVED: That in the judgment of the Board of Directors, it is desirable and in the best interests of this Company, its creditors, stockholders and other interested parties, that a voluntary petition be filed by the Company under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

BE IT FURTHER RESOLVED: That Jeffery R. Sears, Chief Executive Officer of the Company, in his own discretion, be, and hereby is, authorized to execute and file on behalf of the Company all petitions, schedules, lists and other papers or documents and to take any and all action which he deems necessary or proper to obtain such relief;

BE IT FURTHER RESOLVED: That the Company be, and it hereby is, authorized and directed to employ the law firm of Pachulski Stang Ziehl & Jones LLP as general bankruptcy counsel to the Company to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights, including filing any pleading, and in connection therewith, the Company is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of Pachulski Stang Ziehl & Jones LLP;

BE IT FURTHER RESOLVED: That the Company be, and it hereby is, authorized and directed to employ additional professionals as the Company, in its reasonable discretion deems necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code or to carry out the purpose and

intent of the foregoing resolutions; and in connection therewith, the Company is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the chapter 11 case, and to cause to be filed an appropriate application for authority to retain the services of any additional professional;

BE IT FURTHER RESOLVED: That the Company be, and it hereby is, authorized and empowered to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver and file any and all such instruments as it, in its discretion, may deem necessary or advisable in order to carry out the purpose and intent of the foregoing resolutions;

BE IT FURTHER RESOLVED: That all of the acts and transactions relating to matters contemplated by the foregoing resolutions of management and members of the Board of Directors of the Company, in the name and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken prior to the execution of these resolutions, are hereby in all respects confirmed, approved and ratified.

CERTIFICATE

The undersigned, Jeffery R. Sears, a member of the Board of Directors and authorized agent of Barbeques Galore, Inc. (the "Company"), a California corporation, hereby certifies as follows:

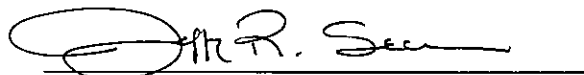
1. I am a duly qualified and elected member of the Board of Directors and, as such, I am familiar with the facts herein certified and I am duly authorized to certify same on behalf of the Company.

2. Attached hereto is a true, complete and correct copy of the resolutions of the Board of Directors of the Company, duly adopted at a properly convened meeting of the Board of Directors on August 15, 2008, by unanimous vote of the directors there present, in accordance with the by-laws of the Company.

3. Such resolutions have not been amended, altered, annulled, rescinded or revoked and are in full force and effect as of the date hereof. There exist no other resolutions of the Board of Directors of the Company relating to the matters set forth in the resolutions attached hereto.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the

15th day of August, 2008.



Name: Jeffery R. Sears

Title: Member of the Board of Directors

1 Jeffrey W. Dulberg (CA Bar No. 181200)
2 Robert M. Saunders (CA Bar No. . 226172)
3 Pachulski Stang Ziehl & Jones LLP
4 10100 Santa Monica Blvd.
5 11th Floor
6 Los Angeles, California 90067-4100
7 Telephone: 310/277-6910
8 Facsimile: 310/201-0760

9 [Proposed] Attorneys for Debtor and Debtor
10 in Possession Barbeques Galore, Inc.

11 UNITED STATES BANKRUPTCY COURT
12 CENTRAL DISTRICT OF CALIFORNIA
13 SAN FERNANDO VALLEY DIVISION

14 In re:
15 BARBEQUES GALORE, INC.,
16 Debtor

Case No.: _____
Chapter 11

**STATEMENT OF DEBTOR
BARBEQUES GALORE, INC.
REGARDING CORPORATE
OWNERSHIP**

17 The following entities directly or indirectly own 10% or more of any class of Barbeques
18 Galore, Inc.'s equity interests:

19 Ironbridge Capital Partners, Australian Partnership
20 BBGQ Holdings LLC, Delaware Corporation
21 BBG (US Finance) LLC, Delaware LLC
22 The Galore Group (USA), Inc., Delaware Corporation

23 (Additional names are attach hereto)

24 There are no entities that directly or indirectly own 10% or more of any class of the Debtor's
25 equity interest.

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

27 Dated: August 15, 2008

28 
Jeffery R. Sears
CEO, Barbeques Galore, Inc.

United States Bankruptcy Court

Central District Of California

In re BARBEQUES GALORE, INC.,
Debtor

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, indicate that by stating "a minor child" and 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>
Grand Hall Enterprise Co. Ltd. 9th Fl. No. 298 Rueiguang Road Nejhu, Tâipej Taiwan	Aaron Chiang P: 011-886-2-26591119 F: 011-886-2-26591119	Trade Debt		\$3,999,792.30
Sakura Bath & Kitchen Products No.2 Ronggui South Rd., Ronggui Town, Shunde City Guanodong, China	Andrew Tay X 3320 P: 011-86-757-28888338 F: 011-86-757-28880799	Trade Debt		\$1,639,805.51
Nexgrill Industries, Inc. 280 Machlin Court City of Industrv, CA 91789	Joanne Liu x1123 P: 909-598-8799 F: 011-86-769-85615885	Trade Debt		\$834,833.27
Lynx Grills, Inc. 6023 East Bandini Blvd. Commerce Citv. CA 90040	Larry Gomez x211 P: 888-879-2322 F: 323-838-1778	Trade Debt		\$755,305.15
Weber-Stephens Products 10571 Calle Lee. Suite 167 Los Alamitos. cA 90720	Cindy Ryan x10 P: 714-995-4580 F: 714-995-5372	Trade Debt		\$792,561.58
C.H. Robinson Company Inc. 14701 Charleson Rd Suite 2400 Eden Prairie. MN 55347-5093	Eden Prairie P: 800-343-2660	Credit Debt		\$697,336.72
Young & Rubicam 7535 Irvine Center Drive Attn: Kellee Lambeth Irvine. CA 92715	Kellee Lambeth P: 949-754-2000	Credit Debt		\$640,053.24

[Declaration as in Form 2]

Twin Eagles, Inc. 13231 East 166 St. Cerritos, CA 90703	Doug Cerritos P: 562-802-3488 F: 562-802-3391	Trade Debt	\$612,910.73
Cali-Americã, Inc. 161 W. Victoria Street Suite 220 Long Beach, CA 90805	Shannon P: 310-762-2676 F: 310-762-2284	Credit Debt	\$588,414.89
Honfield Limited Room 1305, Honour Industrial 6 Sun Yip Street, Chaiwan, Hong Kong, China	Toby Tong P: 011-852-25578012 F: 011-852-25578309	Trade Debt	\$537,576.44
Paragon Distributors 2011 South Town East Blvd. Mesquite, TX 75149-1122	Doug/Andy P: 800-683-4745 F: 972-241-8912	Trade Debt	\$535,865.19
KSL Media, Inc. 16255 Ventura Blvd. Suite 1212 Encino, CA 91436	P: 818-461-5900 F: 818-461-0356	Credit Debt	\$223,710.84
Valassis P.O. Box 3245 Boston, MA 02241-3245	P: 734-591-3000	Credit Debt	\$272,984.72
Charter Enterprise, LLC 1255 Corporate Center Drive Suite 402 Monterey Park, CA 91754	P: 323-267-6868 F: 323-269-0882	Trade Debt	\$173,940.82
Marsh Risk & Insurance Service Newport Beach Office Dept. # 68051 Los Angeles, CA 90088	P: 949-399-5800	Credit Debt	\$89,024.15
Masterbuilt Manufacturing, Inc. 450 Brown Avenue Columbus, GA 31906	Scott Sawyer P: 925-243-0003 F: 925-243-0005	Trade Debt	\$139,806.75
Sues, Young & Brown, Inc. 515'l Commerce Drive Baldwin Park, CA 91706	Linda Layborne P: 626-338-3800 F: 626-338-1967	Trade Debt	\$143,783.19
Robert H. Peterson Co. 14724 East Proctor Ave. La Puente, CA 91746	Julie Velasco P: 800-332-3973 F: 800-228-3973	Trade Debt	\$130,787.56
Pricewaterhouse Coopers LLP P.O. Box 31001-0068 Pasadena, CA 91110-0068	P: 949-437-5319	Credit Debt	\$81,093.00
SC Staffing Solutions, Inc. 233 S. Azusa Ave West Covina, CA 91792	P: 626-965-0365 F: 626-965-0638	Credit Debt	\$96,460.88

Date: August 15, 2008


Debtor
Jeffery R. Sears, CEO

[Declaration as in Form 2]

PACHULSKI STANG ZIEHL & JONES LLP
 10100 Santa Monica Blvd., 11th Floor
 Los Angeles, CA 90067
 Telephone: (310) 277-6910
 Facsimile: (310) 201-0760
JDULBERG@PSZJLAW.COM

(CLERK'S STAMP)

[Proposed] Attorneys for
 Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
 CENTRAL DISTRICT OF CALIFORNIA
 SAN FERNANDO VALLEY DIVISION**

In re

BARBEQUES GALORE, INC.,
 a California corporation

Case No. _____

LIST OF EQUITY SECURITY HOLDERS

Debtor(s)

(Set forth here all names, including trade names used by debtor(s) within last 6 years.) Barbeques Galore Inc.; Barbeques Galore Limited; Barbeques Galore; B.B.Q.'s Galore

Social Security No. _____

Social Security No. _____

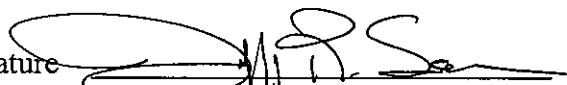
Debtor's Employer's Tax Identification No. 95-3431529

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED
The Galore Group (USA), Inc. 2173 Salk Avenue, Ste. 200 Carlsbad, CA 92008	Series A Preferred	9,350,000	
The Galore Group (USA), Inc. 2173 Salk Avenue, Ste. 200 Carlsbad, CA 92008	Common	2,000	

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

I, Jeffery R. Sears, a Board Member 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.

Dated: August 15, 2008

Signature 
 Jeffery R. Sears
 Board Member

Party Name, Address, and Telephone Number <i>(CA State Bar No. If Applicable)</i> Jeffrey W. Dulberg (CA Bar No. 181200) Robert M. Saunders (CA Bar No. . 226172) Pachulski Stang Ziehl & Jones LLP 10100 Santa Monica Boulevard, 11 th Floor Los Angeles, California 90067 Tel: (310) 277-6910 Fax: (310) 201-0760	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA	
In re: BARBEQUES GALORE, INC. Debtor.	CHAPTER 11 CASE NUMBER: (No Hearing Required)

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

Attach additional sheets as necessary and indicate so in each section

1. Specify the address of the principal office of the Debtor currently on file with the California Secretary of State *(from Form S0100, S0200, or S0300)*
10 Orchard Road, Suite 200
Lake Forest, CA 92630

2. Specify the address of the principal office of the Debtor listed on the Debtor's most recent federal tax return:
2173 Salk Avenue, Suite 200
Carlsbad, CA 92008

3. Disclose the current business address(es) for all corporate officers:
2173 Salk Avenue, Suite 200
Carlsbad, CA 92008

4. Disclose the current business address(es) where the Debtor's books and records are located:
2173 Salk Avenue, Suite 200
Carlsbad, CA 92008

In re BARBEQUES GALORE, INC. Debtor.	CHAPTER 11 CASE NUMBER
--	-------------------------------

5. List the address(es) where the majority of the Debtor's assets are located based on a book value determination as set forth on the Debtor's most recent balance sheet:
 3001 E. Pioneer Parkway
 Arlington, TX 76010
6. Disclose any different address(es) to those listed above within six months prior to the filing of this petition and state the reasons for the change in address(es):
 None.
7. State the name and address of the officer signing this Statement and the relationship of such person to the Debtor (*specify*):
 Jeffery R. Sears, CEO
8. Total number of attached pages of supporting documentation: 0
9. I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct.


Executed on the 15th Day of August, 2008, at Los Angeles, California.

Jeffery R. Sears

Type Name of Officer

Chief Executive Officer

Position or Title of Officer


 Signature of Declarant
 Jeffery R. Sears

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).)

N/A

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).)

N/A

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).)

N/A

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).)

N/A

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

Executed at Los Angeles, California.


Debtor

JEFFERY R. SEARS, CEO

Dated August 15, 2008

Joint Debtor

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

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
SAN FERNANDO VALLEY DIVISION

In re BARBEQUES GALORE, INC.

Case No.

Debtors

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

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

For legal services, in the one year prior to the petition date, the Firm has been paid: \$66,927.00

Prior to the filing of this statement, the Firm has received: \$339,975.00 ¹

Balance Due: TBD²

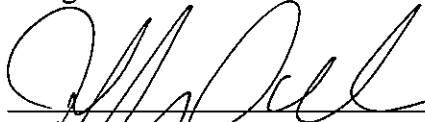
2. The source of the compensation paid to the Firm was: the Debtor.
3. The source of the compensation to be paid to the Firm is: the Debtor.
4. The Firm has not agreed to share the above-disclosed compensation with any other person unless they are members and associates of the Firm.
5. In return for the above-disclosed fee, we have agreed to render legal service for all aspects of the bankruptcy case, including:
 - Analysis of the debtor's financial situation, and rendering advice and assistance to the Debtor in determining whether to file a petition in bankruptcy.
 - Preparation and filing of the petition, schedules, statement of affairs, and plan which may be required.
 - Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof.
 - Advising the Debtor on the requirements of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules, and the requirements of the United States Trustee pertaining to the administration of the Debtor's estate.
 - Prepare motions, applications, answers, orders, memoranda, reports, and papers, etc., in connection with the administration of the Debtor's estate.
 - Render such other advice and services as the Debtor may require in connection with the Case.

¹ On August 14, 2008, the Firm received a \$250,000.00 retainer from the Debtor and on August 11, 2008, the Firm received a \$89,975.00 retainer from the Debtor; of this total amount, \$263,048.00 was set aside as a post-petition retainer. From the remainder, \$66,927.00 was applied to the Debtor's most recent pre-petition bill and the remaining \$10,000.00 was set aside to pay those pre-petition expenses which cannot be accounted for until some time during the post-petition period. Upon completion of its reconciliation of all pre-petition expenses, the Firm will "true-up" its bill and add any amount remaining after the "true-up" to the post-petition retainer.

² The above-referenced retainer is not a fixed price for counsel's services, and the Firm reserves the right to seek additional compensation beyond the amounts covered by the retainer in accordance with applicable provisions of the Bankruptcy Code and Bankruptcy Rules.

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to the Firm for representation of the Debtor in this bankruptcy proceeding.

Dated: August 15, 2008



Jeffrey W. Dulberg
Pachulski Stang Ziehl & Jones LLP
10100 Santa Monica Blvd, 11th Floor
Los Angeles, CA 90067
Tel: 310/277-6910
Fax: 310/201-0760

