Case 09-20747 Doc# 29 Filed 04/07/09 Page 1 of 10

United States Bankruptcy C District of Kansas					Court	ourt			Voluntary Petition	
Name of Debtor (if individual, SunBridge Capital, Inc		a, Widdle	<u> </u>	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Name	of Joint (Debtor (Spous	sc) (Last, First.	, Middle):	
All Other Names used by the D (include married, maiden, and)		a 8 years						: Joint Debtor i d trade names)	in the fast 8 years):	***************************************
AKA Commercial Leas Leasing Corporation o	sing Corpora	ation; F	KA Comi	mercial			3, 1	D in sugar		
Last four digits of Soc. Sec. or (if more than one, state all) 74-2847968	Individual Tax	payer I.D	. (ICIN) No.	/Complete B		foor digits are than one.	of Soc. Sec. (. store all)	or Individual-T	Fixpayer I.D. (FFIN) N	to/Complete EIN
Street Address of Debtor (No. a 4350 Shawnee Mission Mission, KS			e):	18888 81 4 55		Address (of Joint Debto	or (No. and Ser	reer, City, and State):	~~~
	·····	····		ZIP Code 66205				***************************************		ZIP Code
County of Residence or of the f Johnson	Frincipal Place	of Busine	(88)		Coun	iy of Resid	lence or of the	e Principal Pla	are of Business:	
Mailing Address of Debior (if d	lifferant from st	irec) a kir	ess):		Maili	ng Addres	s of Jaint Deb	nor (if differen	n from street address):	:
			f	ZIP Code	:					ZIP Cooks
Location of Principal Assets of (if different from street address)ř	<u></u>	······		***************************************				
Type of Dehtor	<u></u>		Natrice	out Business			Chante	· · · P Decemberry	etcy Code Under Whi	
Type of Debtor (Form of Organization) (Check one box) Individual (includes Joint Debtors) See Exhibit D on page 2 of this form. Corporation (includes LLA' and LLP) Parmership Other (if debtor is not one of the above entities, check this hox and state type of entity helow.) Tax-Exempt Entity Check box, if applicable Debtor is a tax-exempt organization of the United State of the United			(les (anization	actine Tincer	the pier 7 pier 9 pier 9 pier 11 pier 12 pier 13 s are primarily ei ed in 11 U.S.C.; rred by an indiv.	Pretition is File Che of a Che of a Nature (Check)	led (Check one box) rapner 15 Peningn for R a Foreign Main Proces rapner 15 Petition for R a Foreign Nonmain Pr of Dehts one box) for	Recognition eding		
****	ng Fee (Check o	<u>i</u> ,	***************************************	Spile by Co	Check	k one box:		Chapter 11 D	Dehturs	
■ Full Filing Fee atmehed Filing Fee to be paid in instational signed application for its utable to pay fee except it. Filing Fee waiver requested attach signed application for	r the court's con in installments, l (applicable to c) the court's con	isideration Rule 1998 chapter 7 i	n certifying t O(b). See Offi individuals o	High the debu ficial form 3A only), Musi	Check	Debior is if: Oebior's to insider call applies A plan is Acceptant	s not a small b s aggregate not its or affiliates) table baxes: s being filed w inces of the plai	business debtor excontingent (iq.) () are less than (vith this petition in were solicite	······································	.C. § 101(51D). fing debts owed
Statistical/Administrative info Debtor estimates that funds v Debtor estimates that, after a there will be no funds availal	will be available any exempt proj	peny is ex	xeladed and	l administrativ			***************************************		SPACE IS NOW COURT (
Estimated Number of Creditors	200- 909	1.000- 5.000	5.001 5.001 10,000	10,001	D 25.001- 50,000	50,061 - 50,063 -	OVER 100,300	The state of the s		
Estimated Assets	1 ki \$5(X),(X)1	SE OXEGUES us \$10 maticus	O Siguration w Ski nation	\$50,000,001 \$1 (J)	5100.033.001 % \$590 palies	☐ \$50,000,001 in \$1 fellows	D 1 Mare digis 1 Million	odbo emaramini trakka kaka kaka kaka kaka kaka kaka ka		
Estimated Liabilities 0 0 0 80 0 80 0 80 0 80 0 80 0 80 0 8	In \$500,001	0 (1.000.00) (1.510	0 \$10,000,001 6-\$50					ALTONOMY AND		

Case 09-20747 Doc# 29 Filed 04/07/09 Page 2 of 10

B1 (Official Fa	am ()(1/08)		Page 2	
Voluntar	ry Petition	Name of Debter(s): SunBridge Capital, Inc.		
(This page m	ust be completed and filed in every case)	www.trantymage.morg.com	,	
	All Print Bankenptcy Cases Filed Within Last	t 8 Years (If more than tw	o, anach additional sheet)	
Location Where Piled:	- None -	Case Number:	Date Filed:	
Location Where Filed:		Case Number:	Date Filed:	
134	eoding Bankrupicy Case Filed by any Spouse, Partoer, or	······································		
Name of Deb - None -	etor:	Case Number:	Date Filed:	
Diane:		Relationship:	Judge:	
	Exhibit A	و ومجاهاه کی فروند کردستان کی ا	Exhibit B s an individual whose debts are primarily consumer debts.)	
forms 10K (persuant in and is reque	pleted if debtor is required to file periodic reports (r.g., and 10Q) with the Securities and Exchange Cummission Section 13 or 15(d) of the Securities Exchange Act of 1934 esting retief under chapter 11.) A is attached and made a part of this petition.	1, the attorney for the peli- have informed the petition 12, or 13 of title 11. Unite	tioner named in the foregoing petition, declare that I ner that the or she) may proceed under chapter 7. [1], and States Code, and have explained the refief available I further certify that I delivered to the debtor the notice 42(b).	
·····	15×16	l ilsit C		
Yes, and No. Tu be comp Exhibit If this is a jo	theted by every individual debtor. If a joint petition is filed, ca D completed and signed by the debtor is attached and mark :	nibil D ch spuuse must complete a a part of this potition.	and anach a separate Exhibit D.1	
LJ 82244	Daiso completed and signed by the joint debut is affacted a	<u> </u>	arra.	
	(Check any ap			
	Debtor has been domiciled or has had a residence, principal			
days immediately preceding the date of this petition or for a langer part of such 180 days than in any other District.			,	
0	There is a bankruptcy case concerning debtur's affiliate, general partner, or partnership pending in this District. Debtur is a debtor in a foreign proceeding and hos 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 fin a federal or state count) in this District, or the interests of the parties will be served in negard to the relief sought in this District.			
	Certificaliun by a Debtor Who Res(de (Check all appl		ial Properly	
	Landlord has a judgment against the debtor for possession		ox checked, complete the following.)	
	(Name of landlord that obtained judgment)			
	(Address of landland)			
	Debtor claims that under applicable nunbankruptcy law, the entire monetary default that gave rise to the judgment fi	ere are circumstances unde or massession, after the jud	r which the debtor would be permitted to can:	

3140	Hicial Form 1)(1/18)	Pag	
Vo	luntary Petition	Name of Debtor(s): SunBridge Capital, Inc.	
(Thi)	s page must be completed and filed in every case)		
	Sign Signature(s) of Delitor(s) (Individual/Joint)	atures Signature of a Fureign Representative	
 - - - - -	I dectare under penalty of perjury that the information provided in this section is true and correct. If peritioner is an individual whose debts are primarity consumer debts and has chosen to file under chapter 7. I am aware that I may proceed under chapter 7. II, 12, or 13 of file 11. United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. If no altorney represents me and no bankruptey peritian 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.	I declare under penalty of perjury that the information provided in this petitic 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.) 1 request relief in accordance with chapter 15 of title 11. United States Co-Certified copies of the documents required by 11 U.S.C. §1515 are attached. Parsuant 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	
;	specified in this petition.	recognition of the foreign main proceeding is attached. ${f X}$	
\mathbf{X}_{γ}	Signature of Debtor	X Signature of Foreign Representative	
		••••	
\mathbf{X}_{\cdot}	Signature of Joint Debus	Printed Name of Foreign Representative	
	asgranic et allet octor	Date	
7	Telephone Number (If not represented by attorney)		
		Signature of Non-America Bankrupicy Petition Preparet	
	Date	I declare under penalty of perjury that: (1) I am a lamkruptcy penition prepared this deciment in 11 (1).8.C. § 110; (2) I prepared this deciment for	
,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Signatore of Attorney ^a	compensation and have provided the debiar with a copy of this document and the notices and information required under 14 LLS.C. §§ [10(h), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated	
	/s/ Scott J. Goldstein KS Fed.	pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy perition preparers. There given the delitor motice	
	Signature of Attorney for Debtor(s)	of the maximum amount before preparing any document for filing to	
	Scott J. Goldslein KS Fed. #70505 Printed Name of Attorney for Debrot(s)	debtor in accepting any fee from the debtor, as required in that section Official Form IV is anached.	
	Spencer Fane Britt & Browne LLP		
¥	Firm Name 1000 Walnut Suite 1400 Kansas City, MO 64106	Printed Name and title, if any, of Bankruptcy Petition Preparer Social-Security number (If the hankruptcy 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.)	
w	(816) 474-8100 Fax: (816) 474-3216		
	April 5, 2009		
	Date	Atkhess	
ε	In a case in which § 707(b)(4)(D) applies, this signature also constitutes a criffication that the automey has no knowledge after an inquiry that the information in the schedules is incorrect.	X	
	Signature of Debtor (Corporation/Partnership)	Date	
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 debug.		Signature of Hankroptey Polition 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 o	
.3.	he debtor requests relief in accordance with the chapter of title 11. United tastes Code, specified in this petitum	assisted in preparing this document onless the bankruptcy petition preparer i not an individual:	
X ·	/s/ Adrian Weber		
	ignature of Authorized Individual		
_	Adrian Weber	If more than one person prepared this document, attach additional sheets	
	rimed Name of Authorized Individual	conforming to the appropriate official form for each person.	
- T	President and CEO itic of Authorized Individual April 5, 2009	A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fittee or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.	

Date

CERTIFICATE OF SECRETARY OF SUNBRIDGE CAPITAL, INC.

The undersigned, Craig Meegan, hereby certifies that:

- (A) he is the duly elected, qualified and acting Secretary of Sunbridge Capital, Inc., a Kansas corporation (the "Company"), and as such is familiar with the books and records of the Company;
- (B) attached hereto as **Exhibit A** is a true and correct copy of a resolution adopted by the Directors of the Company as of April 6, 2009; and
- (C) such resolution has not been amended or revoked and remains in full force and effect.

IN WITNESS WHEREOF the undersigned has executed this certificate this 6th day of April, 2009.

Craig Meegan, Secreta

SUNBRIDGE CAPITAL, INC.

ACTION OF DIRECTORS BY UNANIMOUS WRITTEN CONSENT IN LIEU OF A SPECIAL MEETING

April 6, 2009

The undersigned, being all of the directors of Sunbridge Capital, Inc., a Kansas corporation (the "Corporation"), hereby consent to the adoption of, and do hereby adopt, the following resolutions and declare them to be in full force and effect as if they were adopted at a special meeting of the directors that was duly called, noticed and held:

Recitals:

- A. On December 24, 2008, the Corporation immediately ceased active business activities and began to wind-down its business operations.
- B. On March 20, 2009, certain entities filed an involuntary Chapter 7 bankruptcy petition against the Corporation in the United States Bankruptcy Court for the District of Kansas (the "Bankruptcy Court"), Case No. 09-20747 (the "Involuntary Case").
- C. After examining all of options available to the Corporation, the undersigned hereby consent to the following resolutions.

NOW, THEREFORE, BE IT:

RESOLVED, that in the judgment of the Board of Directors it is in the best interests of the Company, its creditors, shareholders and other interested parties, that the Involuntary Case, be converted to a voluntary Chapter 11 under Title 11, United States Code, 11 U.S.C. §§ 101 et seq. (the "Bankruptcy Code");

FURTHER RESOLVED, that the conversion of the Involuntary Case by the Company to a voluntary Chapter 11 case under the Bankruptcy Code in the Bankruptcy Court be, and it hereby is, authorized and approved;

FURTHER RESOLVED, that the appropriate officers of the Company and each of them acting individually are hereby authorized in the name and on behalf of the Company to execute and verify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filled with the Bankruptcy Court;

FURTHER RESOLVED, that the appropriate officers of the Company and each of them acting individually are hereby authorized in the name and on behalf of the Company to execute and file the petitions, pleadings, schedules, lists and other papers to take any and all actions which they may deem necessary or appropriate in connection with the Chapter 11 case of the Company;

FURTHER RESOLVED, that the Company retain the law firm of Spencer Fane Britt & Browne LLP as bankruptcy counsel to represent the Company in connection with the aforesaid Chapter 11 case and for all other relevant purposes;

FURTHER RESOLVED, that the appropriate officers of the Company and each of them acting individually are hereby authorized in the name and on behalf of the Company to negotiate, execute and deliver such agreements, instruments or documents and to take such actions as any of them may approve as necessary or appropriate to carry out the intent of the foregoing resolutions;

FURTHER RESOLVED, that the appropriate officers of the Company and each of them acting individually are hereby authorized and directed to pay all expenses (subject to Bankruptcy Court approval, where necessary), in each case as in their judgment shall be necessary or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein; and

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken by said officers which are necessary to effectuate the intent of the resolutions adopted herein, are hereby in all respects ratified, confirmed and approved.

FURTHER RESOLVED, that this Action of Directors may be executed by some or all of the parties hereto on separate counterparts, all of which, taken together, shall constitute one and the same instrument; provided, however, for the purposes of evidencing consent to the above preamble and resolutions, facsimile signatures of any director shall be accepted as original signatures.

The undersigned, being all of the directors of the Corporation, do hereby approve and adopt the foregoing resolutions, effective as of the date first written above.

Irwin Blitt	Paul Fingersh
Jack Fingersh	Adrian Weber

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Office 10	,
Jack Fingersh	Adrian Weber

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Jack Fingersh	Adrian Weber
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United States Bankruptcy Court District of Kansas

In re	SunBridge Capital, Inc.	Case No.	09-20747-DLS-7
	Debtor(s)	Chapter	11

DESIGNATION OF AGENT

I hereby designate my attorney, whose signature, name, address, Bar No., telephone and fax numbers are set forth below, as my agent to receive service of process and service of all pleadings in all proceedings, including adversary actions and contested matters, pursuant to Bankruptcy Rule 7004(b)(8), in this Court arising in this case. This designation shall expire the 60th day after the latest of the following dates which may be applicable in this case: entry of Discharge of Debtor, the last date permitted for filing complaints objecting to discharge under 11 U.S.C. § 727 or dischargeability of debts under 11 U.S.C. § 523, or the date an order of confirmation of a Chapter 11 or Chapter 12 plan is entered.

April 5, 2009	/s/ Adrian Weber
Date	Debtor/Title:
	Adrian Weber/President and CEO
Date	Co-Debtor:
ALC MAN DE	

/s/ Scott J. Goldstein KS Fed.

Attorney Signature
(Type Attorney Name, Address, Phone and Bar Number Below)
Scott J. Goldstein KS Fed.
Spencer Fane Britt & Browne LLP
1000 Walnut
Suite 1400
Kansas City, MO 64106
(816) 474-8100 Fax: (816) 474-3216
Bar Number: #70505