

United States Bankruptcy Court

District of Delaware

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):
KSLs, 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):

KSCI

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)

95-4359001

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):

**1990 S. Bundy Drive
Suite 850
Los Angeles, CA**

ZIP Code

90025

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):

ZIP Code

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

ZIP Code

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

Type of Debtor

(Form of Organization) (Check one box)

- ☐ Individual (includes Joint Debtors)
See Exhibit D on page 2 of this form.
- ☒ Corporation (includes LLC and LLP)
- ☐ Partnership
- ☐ 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)

- ☐ Health Care Business
- ☐ Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)
- ☐ Railroad
- ☐ Stockbroker
- ☐ Commodity Broker
- ☐ Clearing Bank
- ☒ Other

Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11
- ☐ Chapter 12
- ☐ Chapter 13
- ☐ Chapter 15 Petition for Recognition of a Foreign Main Proceeding
- ☐ Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding

Chapter 15 Debtors

Country of debtor's center of main interests:

Each country in which a foreign proceeding by, regarding, or against debtor is pending:

Tax-Exempt Entity

(Check box, if applicable)

- ☐ Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).

Nature of Debts

(Check one box)

- ☐ 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."
- ☒ Debts are primarily business debts.

Filing Fee (Check one box)

- ☒ Full Filing Fee attached
- ☐ 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.
- ☐ Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.

Check one box:

Chapter 11 Debtors

- ☐ Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
- ☒ Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).
- Check if:
- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).
- Check all applicable boxes:
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information

- ☒ Debtor estimates that funds will be available for distribution to unsecured creditors.
- ☐ 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

☒ 1-49 ☐ 50-99 ☐ 100-199 ☐ 200-999 ☐ 1,000-5,000 ☐ 5,001-10,000 ☐ 10,001-25,000 ☐ 25,001-50,000 ☐ 50,001-100,000 ☐ OVER 100,000

Estimated Assets

☐ \$0 to \$50,000 ☐ \$50,001 to \$100,000 ☐ \$100,001 to \$500,000 ☐ \$500,001 to \$1 million ☐ \$1,000,001 to \$10 million ☒ \$10,000,001 to \$50 million ☐ \$50,000,001 to \$100 million ☐ \$100,000,001 to \$500 million ☐ \$500,000,001 to \$1 billion ☐ More than \$1 billion

Estimated Liabilities

☐ \$0 to \$50,000 ☐ \$50,001 to \$100,000 ☐ \$100,001 to \$500,000 ☐ \$500,001 to \$1 million ☐ \$1,000,001 to \$10 million ☐ \$10,000,001 to \$50 million ☒ \$50,000,001 to \$100 million ☐ \$100,000,001 to \$500 million ☐ \$500,000,001 to \$1 billion ☐ More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition*(This page must be completed and filed in every case)*Name of Debtor(s):
KSLs, Inc.**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: See Attachment	Case Number:	Date Filed:
District:	Relationship:	Judge:

Exhibit A

(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.)

☐ Exhibit A is attached and made a part of this petition.

Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

X

Signature of Attorney for Debtor(s)

(Date)

Exhibit C

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

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

☒ No.

Exhibit D

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

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

If this is a joint petition:

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

Information Regarding the Debtor - Venue

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

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

(Check all applicable boxes)

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

(Name of landlord that obtained judgment)

(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition

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

Name of Debtor(s):
KSLs, Inc.**Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

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

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

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney*

X _____
Signature of Attorney for Debtor(s)

William E. Chipman, Jr. 3818
Printed Name of Attorney for Debtor(s)

Landis Rath & Cobb LLP
Firm Name
919 Market Street
Suite 1800
Wilmington, DE 19801

Address

(302) 467-4400 Fax: (302) 467-4450
Telephone Number

January 9, 2012
Date

Date

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

Signature of Debtor (Corporation/Partnership)

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

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

X _____
Signature of Authorized Individual

Dennis J. Davis
Printed Name of Authorized Individual

Chief Restructuring Officer
Title of Authorized Individual

January 9, 2012
Date

Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

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

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

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

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

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

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

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

KSLS, Inc.
Schedule 1

Pending Bankruptcy Cases filed by the Debtor and Affiliates of the Debtor Each Concurrently
Filed in the United States Bankruptcy Court for the District of Delaware

On January 9, 2012, each of the affiliated entities listed below (including the debtor in this Chapter 11 case) filed in this Court a voluntary petition for relief under Chapter 11 of title 11 of the United States Code §§ 101-1532. Contemporaneously with the filing of their petitions, such entities filed a motion requesting joint administration of their Chapter 11 cases.

- International Media Group, Inc.
- AsianMedia Group, LLC
- AMG Intermediate LLC
- KSCI, Inc.
- KHAI, Inc.
- KHLS, Inc.

**United States Bankruptcy Court
District of Delaware**

In re International Media Group, Inc.

Debtor(s)

Case
No.Chapter 11

CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 30 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Cox Radio, Inc. 900 Fort Street Suite 700 Honolulu, HI 96813	Cox Radio, Inc. Attn: Accounts Payable Department 900 Fort Street Suite 700 Honolulu, HI 96813 Phone: 808-275-1000	Trade Debt	Unliquidated	\$62,812.50
Douglas Emmett Mgmt. LLC 1990 Bundy Drive #785 Los Angeles, CA 90025	Douglas Emmett Mgmt. LLC Attn: Accounts Payable Department 1990 Bundy Drive #785 Los Angeles, CA 90025 Phone: 310-826-8344	Trade Debt	Unliquidated	\$58,271.42
SBS International Inc. 3530 Wilshire Blvd. Suite 1000 Los Angeles, CA 90010	SBS International Inc. Attn: Accounts Payable Department 3530 Wilshire Blvd. Los Angeles, CA 90010 Phone: 213-381-2121	Trade Debt	Contingent, Unliquidated and Disputed	\$43,139.00
Skadden, Arps, Slate, Meagher & Flom 300 South Grand Avenue Los Angeles, CA 90071-3144	Skadden, Arps, Slate, Meagher & Flom Attn: Accounts Payable Department 300 Grand Avenue Los Angeles, CA 90071-3144 Phone: 213-687-5000	Trade Debt	Unliquidated	\$27,458.98

Debtor(s)

CONSOLIDATED LIST OF CREDITORS HOLDING 30 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>
Nielsen Media Research 770 Broadway New York, NY 10003-9595	Nielsen Media Research Attn: Accounts Payable Department 770 Broadway New York, NY 10003-9595 Phone: 323-817-1225	Trade Debt	Unliquidated	\$18,333.32
SBC AT&T P.O. Box 5017 Carol Stream, IL 60197-5017	SBC AT&T Attn: Accounts Payable Department P.O. Box 5017 Carol Stream, IL 60197 Phone: 800-514-4424	Trade Debt	Unliquidated	\$17,136.08
Tokyo Broadcasting System Inc. 5-3-6 Akasaka Minato-ku, Tokyo 107-8006 Japan	Tokyo Broadcasting System Inc. Attn: Accounts Payable Department 5-3-6 Akasaka Minato-ku, Tokyo 107-8006 Japan Phone: 813-3746-1111	Trade Debt	Unliquidated	\$16,995.00
Wide Orbit 1160 Battery Street Suite 300 San Francisco, CA 94111	Wide Orbit Attn: Accounts Payable Department 1160 Battery Street Suite 300 San Francisco, CA 94111 Phone: 415-675-6700	Trade Debt	Unliquidated	\$16,360.87
NHK Enterprises, Inc. Daisan Kyodo Bldg. 4F, 4-14 Kamiyama-Cho Shibuya-Ku Tokyo 150-0047 Japan	NHK Enterprises, Inc. Attn: Accounts Payable Department Daisan Kyodo Bldg. 4F, 4-14 Kamiyama-Cho Shibuya-Ku Tokyo 150-0047 Japan Phone: 3-3463-1111	Trade Debt	Unliquidated	\$14,375.00
Innovative Productions 2801 Ocean Park Blvd. Suite 400 Santa Monica, CA 90405	Innovative Productions Attn: Accounts Payable Department 2801 Ocean Park Blvd. Suite 400 Santa Monica, CA 90405 Phone: 310-314-1888	Trade Debt	Unliquidated	\$14,081.31
Spectrasite Communications 10 Presidential Way Woburn, MA 01801	Spectrasite Communications Attn: Accounts Payable Department 10 Presidential Way Woburn, MA 01801 Phone: 866-586-9377	Trade Debt	Unliquidated	\$13,513.92

Debtor(s)

CONSOLIDATED LIST OF CREDITORS HOLDING 30 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>
CNN Newsource Sales 1 CNN Center NW Atlanta, GA 30303-2762	CNN Newsource Sales Attn: Joseph Allen 1 CNN Center NW Atlanta, GA 30303-2762 Phone: 404-827-3078	Trade Debt	Unliquidated	\$13,336.56
ASCAP 21169 Network Place Chicago, IL 60673-1216	ASCAP Attn: Accounts Payable Department 21169 Network Place Chicago, IL 60673-1216 Phone: 212-621-6424	Trade Debt	Unliquidated	\$13,156.00
BMI 10 Music Square East Nashville, TN 37203	BMI Attn: Accounts Payable Department 10 Music Square East Nashville, TN 37203 Phone: 615-401-2000	Trade Debt	Unliquidated	\$11,542.55
Sanlih E-Television Co., Ltd. No. 159, Sec 1 Jioutzung Rd. Taipee Taiwan	Sanlih E-Television Co., Ltd. Attn: Accounts Payable Department No. 159, Sec 1 Jioutzung Rd. Taiwan Phone: 02-8792-8888	Trade Debt	Unliquidated	\$9,600.00
StorerTV, Inc. 1361 W. Towne Square Rd. Mequon, WI 53092	StorerTV, Inc. Attn: Accounts Payable Department 1361 W. Towne Square Rd. Mequon, WI 53092 Phone: 262-241-9005	Trade Debt	Unliquidated	\$8,346.00
Charter Media-LA 1650 Des Peres Road Suite 300 Saint Louis, MO 63131	Charter Media-LA Attn: Accounts Payable Department 1650 Des Peres Road Suite 300 Saint Louis, MO 63131 Phone: 314-394-2500	Trade Debt	Unliquidated	\$7,000.00
Collins Computing Attn: Accounting 26050 Acero Street Mission Viejo, CA 92691	Collins Computing Attn: Renny Staat 26050 Acero Street Mission Viejo, CA 92691 Phone: 949-457-0500	Trade Debt	Unliquidated	\$6,863.08

Debtor(s)

CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
TV Asahi 6-9-1 Roppongi Minato-ku, Tokyo 106-8001 Japan	TV Asahi Attn: Accounts Payable Department 6-9-1 Roppongi Minato-ku, Tokyo 106-8001 Japan Phone: 03-6406-1111	Trade Debt	Unliquidated	\$6,800.00
Chyron Corp. 5 Hub Drive Melville, NY 11747	Chyron Corp. Attn: Accounts Payable Department 5 Hub Drive Melville, NY 11747 Phone: 631-845-2000	Trade Debt	Unliquidated	\$4,563.09
Weather Central 401 Charmany Dr. Suite 201 Madison, WI 53719	Weather Central Attn: Damien Michaels 401 Charmany Dr. Suite 201 Madison, WI 53719 Phone: 608-274-5789 ext. 0212	Trade Debt	Unliquidated	\$4,260.00
Press Association Inc. 1100 13th Street, Northwest Suite 700 Washington, D.C. 20005	Press Association Inc. Attn: Accounts Payable Department 1100 13th Street, Northwest Suite 700 Washington, D.C. 20005 Phone: 800-821-4747	Trade Debt	Unliquidated	\$3,459.54
CREI Inc. 5-3-6 Akasaka, Minato-ku Tokyo 107-0052 Japan	CREI Inc. Attn: Accounts Payable Department 5-3-6 Akasaka, Minato-ku Tokyo 107-0052 Japan Phone: 03-3505-7177	Trade Debt	Unliquidated	\$3,200.00
Matthew Kim/Key Media 99087 Broadway Temple City, CA 91780	Matthew Kim/Key Media Attn: Accounts Payable Department 99087 Broadway Temple City, CA 91780 Phone: 213-706-8461	Trade Debt	Unliquidated	\$3,150.00
Joy Hayomoto 1435 8th Avenue Honolulu, HI 96816	Joy Hayomoto 1435 8th Avenue Honolulu, HI 96816 Phone: 808-554-8552	Trade Debt	Unliquidated	\$3,141.36

Debtor(s)

CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Tiger Direct 7795 W. Flagler St. Suite 35 Miami, FL 33144	Tiger Direct Attn: Accounts Payable Department 7795 W. Flagler St. Suite 35 Miami, FL 33144 Phone: 800-888-6111	Trade Debt	Unliquidated	\$2,733.43
Dynacom Studio, Inc. 159 E. Live Oak Ave. Suite 218 Arcadia, CA 91006	Dynacom Studio, Inc. Attn: Accounts Payable Department 159 E. Live Oak Ave. Suite 218 Arcadia, CA 91006 Phone: 626-445-0018	Trade Debt	Unliquidated	\$2,625.00
American Express 2965 W. Corporate Lakes Blvd. Weston, FL 33331-3626	American Express Attn: Accounts Payable Department 2965 W. Corporate Lakes Blvd. Weston, FL 33331-3626 Phone: 800-528-2122	Trade Debt	Unliquidated	\$2,562.48
Julia Walker 1905 Fern Street, Apt. 5 Honolulu, HI 96826	Julia Walker 1905 Fern Street, Apt. 5 Honolulu, HI 96826 Phone: 808-772-3228	Trade Debt	Unliquidated	\$2,513.09
Dell Marketing L.P. Dell Ink One Dell Way c/o Dell USA L.P. Roundrock, TX 78682	Dell Marketing L.P. Attn: Accounts Payable Department Dell Ink One Dell Way c/o Dell USA L.P. Roundrock, TX 78682 Phone: 800-727-4827	Trade Debt	Unliquidated	\$2,509.01

In re International Media Group, Inc.

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

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

I, the Chief Restructuring 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

January 9, 2012

Signature



Dennis J. Davis
Chief Restructuring 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
District of Delaware**

In re KSLs, 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
KSCI, Inc. 1990 S. Bundy Drive Suite 850 Los Angeles, CA 90025		100	Common

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Restructuring 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 January 9, 2012

Signature _____

Dennis J. Davis
Chief Restructuring 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.*

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

KSLS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 12- _____ ()

Joint Administration Pending

**STATEMENT OF CORPORATE OWNERSHIP PURSUANT TO
RULE 1007(a)(1) OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Pursuant to Rule 1007(a)(1) of the Federal Rules of Bankruptcy Procedure, KSLS, Inc. (the "Debtor"), as debtor in this Chapter 11 case, hereby represents that KSCI, Inc. directly owns 100% of the Debtor's equity interests.

Dated: *Jan 9*, 2012

Respectfully submitted,

KSLS, INC.

By: _____

Dennis J. Davis

Chief Restructuring Officer

¹ The Debtors in these cases, along with the last four digits of their federal tax identification numbers, are (i) International Media Group, Inc., (6384); (ii) AMG Intermediate LLC (8180); (iii) AsianMedia Group, LLC (8087); (iv) KSCI, Inc. (4997); (v) KSLS, Inc. (9001); (vi) KHAI, Inc. (2252) and (vii) KHLS, Inc. (9003). The mailing address for the Debtors is 1990 S. Bundy Drive, Suite 850, Los Angeles, CA 90025.

United States Bankruptcy Court
District of Delaware

In re KSLs, Inc.

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Chief Restructuring Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: January 9, 2012



Dennis J. Davis/Chief Restructuring Officer
Signer/Title

**RESOLUTIONS OF THE BOARD OF DIRECTORS
OF
KSLS, INC.**

December 22, 2011

In accordance with Section 141(f) of the General Corporation Law of the State of Delaware, the undersigned, constituting all of the members of the Board of Directors (the "Board") of KSLS, Inc., a Delaware corporation (the "Company"), hereby adopt the following resolutions by written consent (this "Written Consent"):

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

WHEREAS, the Board has reviewed, considered, and received the recommendation of senior management of the Company and the advice of the Company's professionals and advisors with respect to the options available to the Company, including the possibility of pursuing a restructuring or sale of the Company's business and assets under Chapter 11 of title 11 of the United States Code (as amended, the "Bankruptcy Code");

NOW, THEREFORE, BE IT RESOLVED, that after consideration of the alternatives presented to it and the recommendations of senior management of the Company and the advice of the Company's professionals and advisors, the Board has determined in its business judgment that it is in the best interest of the Company, its creditors, shareholders and other interested parties, and stakeholders that a voluntary petition be filed by the Company under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware; and it is

FURTHER RESOLVED, that Dennis J. Davis, the Company's Chief Restructuring Officer (the "CRO"), and the Board (collectively, the "Authorized Persons") hereby are authorized, empowered and directed to (a) execute, verify and file on behalf of the Company all documents necessary or appropriate in connection with the filing of said bankruptcy petition, including, without limitation, all petitions, affidavits, declarations, schedules, statements of financial affairs, lists, motions, applications, pleadings, and other papers or documents in connection with such Chapter 11 petition; (b) take and perform any and all actions deemed necessary and proper to obtain such relief as authorized herein and in connection with the Company's Chapter 11 case; (c) appear as necessary at all bankruptcy proceedings on behalf of the Company; and (d) pay all such expenses where necessary or appropriate in order to carry out fully the intent and accomplish the purposes of the resolutions adopted herein; and it is

FURTHER RESOLVED, that the Authorized Persons are, and each of them is, authorized and empowered to obtain post-petition financing according to the terms which may be negotiated by the management of the Company, including debtor-in-possession credit facilities or the use of cash collateral; and to enter into any guarantees and to pledge and grant liens on the Company's assets as may be contemplated by or required under the terms of such post-petition financing or cash collateral agreement or order; and in connection therewith, the officers of the

Company are hereby authorized and directed to execute appropriate loan agreements, cash collateral agreements and related ancillary documents; and it is

FURTHER RESOLVED, that the Authorized Persons are, and each of them hereby is, authorized and directed to enter into the Asset Purchase Agreement By and Between the Company, International Media Group, Inc., KSCI, Inc., KHAI, Inc. and KHLS, Inc. (As Sellers) and NRJ TV LA OPCO., LLC, NRJ TV LA LICENSE CO., LLC, NRJ TV HAWAII OPCO, LLC AND NRJ TV HAWAII LICENSE CO., LLC (As Purchasers) (the "Purchase Agreement") and each of the ancillary documents to be entered in to in connection therewith (the "Transaction Documents"), and to enter into the transactions and obligations contemplated by the Purchase Agreement and the Transaction Documents, subject to bankruptcy court approval in the Company's Chapter 11 case and Federal Communications Commission approval; and it is

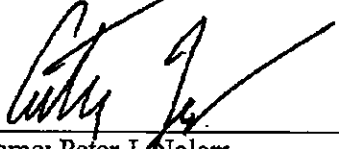
FURTHER RESOLVED, that the Authorized Persons are, and each of them hereby is, authorized and directed to employ the law firm of Landis Rath & Cobb LLP as counsel to assist the Company in filing for relief under Chapter 11 of the Bankruptcy Code and in carrying out the Company's duties under Chapter 11 of the Bankruptcy Code, and the officers of the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, immediately upon and after the filing of the bankruptcy case, and to cause to be filed an application for authority to retain the services of Landis Rath & Cobb LLP as the Company's counsel; and it is

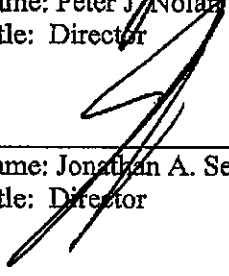
FURTHER RESOLVED, that the Authorized Persons are, and each of them hereby is, authorized and directed to retain Houlihan Lokey Capital, Inc. ("Houlihan") as financial advisors and the officers of the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, immediately upon and after the filing of the bankruptcy case, and to cause to be filed an application for authority to retain the services of Houlihan as the Company's financial advisors; and it is

FURTHER RESOLVED, that all instruments, agreements, certificates, consents, waivers or other documents heretofore executed and delivered (or caused to be executed and delivered) and all acts lawfully done or actions lawfully taken by any officer in connection with the Chapter 11 case, any debtor in possession financing, the Purchase Agreement, the Transaction Documents, or any further action to seek relief on behalf of the Company under Chapter 11 of the Bankruptcy Code, or in connection with the chapter 11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company; and it is

FURTHER RESOLVED, that the acts, actions and transactions heretofore taken by the officers of the Company or the Directors of the Company in the name of and on behalf of the Company in furtherance of the purpose and intent of any or all of the foregoing resolutions, which acts, actions and transactions would have been approved by the foregoing resolutions except that such acts were taken before those resolutions were adopted, be, and hereby are, ratified, confirmed, and approved in all respects.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the date and year first set forth above.



Name: Peter J. Nolan
Title: Director

Name: Jonathan A. Seiffer
Title: Director