

UNITED STATES BANKRUPTCY COURT District of Delaware					VOLUNTARY PETITION					
Name of Debtor (if individual, enter Last, First, Middle): Los Angeles Dodgers LLC					Name of Joint Debtor (Spouse) (Last, First, Middle): N/A					
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): LA Team Co. LLC					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A					
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 20-0343133					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): N/A					
Street Address of Debtor (No. and Street, City, and State): Dodger Stadium 1000 Elysian Park Avenue Los Angeles, CA					Street Address of Joint Debtor (No. and Street, City, and State): N/A					
ZIP CODE 90012					ZIP CODE					
County of Residence or of the Principal Place of Business: Los Angeles					County of Residence or of the Principal Place of Business: N/A					
Mailing Address of Debtor (if different from street address): N/A					Mailing Address of Joint Debtor (if different from street address): N/A					
ZIP CODE					ZIP CODE					
Location of Principal Assets of Business Debtor (if different from street address above): N/A					ZIP CODE					
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other <u>Operates Major League Baseball Team</u> <b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).			<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</b>  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign <input type="checkbox"/> Chapter 9      Main Proceeding <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign <input type="checkbox"/> Chapter 12      Nonmain Proceeding <input type="checkbox"/> Chapter 13					
					<b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.					
<b>Filing Fee (Check one box.)</b>  <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.					<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input checked="" 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).  <b>Check if:</b> <input type="checkbox"/> 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). ----- <b>Check all applicable boxes:</b> <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).					
<b>Statistical/Administrative Information</b>  <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
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input checked="" 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										
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input checked="" type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion										
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion										

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>Los Angeles Dodgers LLC</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)</b>			
Location Where Filed: <b>N/A</b>	Case Number: <b>N/A</b>	Date Filed: <b>N/A</b>	
Location Where Filed: <b>N/A</b>	Case Number: <b>N/A</b>	Date Filed: <b>N/A</b>	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)</b>			
Name of Debtor: <b>See Schedule 1</b>	Case Number: <b>Pending</b>	Date Filed: <b>Date Hereof</b>	
District: <b>District of Delaware</b>	Relationship: <b>Affiliates</b>	Judge: <b>Pending</b>	
<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p><input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)</p>	
<b>Exhibit C</b>			
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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> 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.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> 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.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> 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)			
<input type="checkbox"/> 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			
<input type="checkbox"/> 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.			
<input type="checkbox"/> 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):

Los Angeles Dodgers LLC

**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

**Signature of Attorney\***

X \_\_\_\_\_

Signature of Attorney for Debtor(s)

Robert S. Brady

Printed Name of Attorney for Debtor(s)

Young Conaway Stargatt & Taylor, LLP

Firm Name

1000 West Street, 17th Floor

P.O. Box 391

Wilmington, DE 19801

Address

302.571.6600

Telephone Number

June 27, 2011

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 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

\_\_\_\_\_  
Date

**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.

LOS ANGELES DODGERS LLC

By: Los Angeles Dodgers Holding Company LLC, its sole member and manager

By: LA Holdco LLC, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By: \_\_\_\_\_  
Jeffrey J. Ingram

Vice President and Assistant Treasurer

Dated: June 27, 2011

X \_\_\_\_\_  
Address

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

**Schedule 1**

**Pending Bankruptcy Cases in the District of Delaware  
Filed by the Debtor and Affiliates of the Debtor on the Date Hereof**

<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
Los Angeles Dodgers LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Holdco LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Real Estate Holding Company LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Real Estate LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
Los Angeles Dodgers Holding Company LLC	11- ( )	Pending

**WRITTEN CONSENT OF THE SOLE MEMBER  
OF  
LOS ANGELES DODGERS LLC**

June 27, 2011

The undersigned, being the sole member (the "Member") of LOS ANGELES DODGERS LLC, a Delaware limited liability company (the "Company"), hereby makes and consents to the following resolutions and waives the receipt of prior notice and any and all other preconditions to the making of these resolutions:

WHEREAS, the Member, after due and careful consideration of the financial situation of the Company and the Company's available alternatives, has determined that it would be desirable and in the best interests of the Company to immediately commence voluntary proceedings under title 11 of the United States Code (the "Bankruptcy Code");

NOW, THEREFORE, BE IT

RESOLVED, that in the judgment of the Member, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

RESOLVED, that the Executive Vice President, Secretary, and any other officers of the Company (each, an "Authorized Person" and, collectively, the "Authorized Persons") are hereby authorized, empowered, and directed, in the name, and on behalf of the Company, to execute and verify petitions, and amendments or exhibits thereto, under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case") and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time or in such other jurisdiction as such Authorized Person executing the same shall determine;

RESOLVED, that the law firm of Dewey & LeBoeuf LLP be and is hereby engaged as attorneys for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP be and is hereby engaged as local counsel for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, (i) to obtain post-petition financing according to terms negotiated, or to be negotiated, by the officers of the Company, including under debtor in possession credit facilities or relating to the

use of cash collateral; (ii) 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 agreements; and (iii) to execute and deliver on behalf of the Company appropriate loan agreements, cash collateral agreements, and any ancillary documents or instruments as may be necessary or desirable in connection with such agreements;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers or documents and to take and perform any and all further acts and deeds which he or she deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to engage and retain all assistance by legal counsel, accountants, financial advisors, restructuring advisors, and other professionals in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates, or other documents, and to take such other action as in the judgment of such person shall be or become necessary, proper, and desirable with a view to the successful prosecution of such case;

RESOLVED, that in connection with the Chapter 11 Case, each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized and empowered on behalf of and in the name of the Company, to negotiate, execute, deliver, and perform or cause the performance of any notes, guarantees, security agreements, other agreements, consents, certificates, or instruments as such person considers necessary, appropriate, desirable, or advisable to effectuate borrowings or other financial arrangements, such determination to be evidenced by such execution or taking of such action;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of

the Company, and any such actions heretofore taken by any of them are hereby ratified, confirmed, and approved in all respects to: (i) negotiate, execute, deliver, and/or file any and all of the agreements, documents, and instruments referenced herein, and such other agreements, documents, and instruments and assignments thereof as may be required or as such officers deem appropriate or advisable, or to cause the negotiation, execution, and delivery thereof, in the name and on behalf of the Company, as the case may be, in such form and substance as such officers may approve, together with such changes and amendments to any of the terms and conditions thereof as such officers may approve, with the execution and delivery thereof on behalf of the Company by or at the direction of such officers to constitute evidence of such approval, (ii) negotiate, execute, deliver, and/or file, in the name and on behalf of the Company, any and all agreements, documents, certificates, consents, filings, and applications relating to the resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other action as may be required or as such officers deem appropriate or advisable in connection therewith, and (iii) do such other things as may be required, or as may in their judgment be appropriate or advisable, in order to effectuate fully the resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated hereby;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute such agreements, amendments, consents, or other documents as may be necessary or desirable to effectuate the foregoing;

RESOLVED, that any and all past actions heretofore taken by any Authorized Person of the Company (and such other officers of the Company as any Authorized Person has heretofore designated) in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved; and

RESOLVED, that this written consent may be executed manually, by facsimile or by electronic signature in any number of counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, this Written Consent shall be effective as of the date first written above.

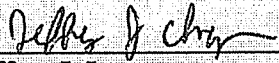
By: Los Angeles Dodgers Holding Company LLC, its sole member

By: LA Holdco LLC, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer



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

In re:	)	
	)	Chapter 11
LOS ANGELES DODGERS LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 11-_____ (____)
	)	
Debtors.	)	Joint Administration Requested
	)	

**CONSOLIDATED LIST OF CREDITORS HOLDING  
40 LARGEST UNSECURED CLAIMS**

Los Angeles Dodgers LLC, Los Angeles Dodgers Holding Company LLC, LA Holdco LLC, LA Real Estate Holding Company LLC, and LA Real Estate LLC, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”),<sup>1</sup> each filed a voluntary petition in this Court for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101, *et seq.* This list of creditors holding the 40 largest unsecured claims (the “Top 40 List”) has been prepared on a consolidated basis, from the Debtors’ books and records as of June 24, 2011. The Top 40 List was prepared in accordance with rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors’ chapter 11 cases. The Top 40 List does not include: (1) persons who come within the definition of an “insider” set forth in 11 U.S.C. 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 40 largest unsecured claims. The information presented in the Top 40 List shall not constitute an admission by, nor is it binding on, the Debtors. The information presented herein, including, without limitation (a) the failure of the Debtors to list any claim as contingent, unliquidated, disputed or subject to a setoff or (b) the listing of any claim as unsecured, does not constitute an admission by the Debtors that the secured lenders listed hold any deficiency claims, nor does it constitute a waiver of the Debtors’ rights to contest the validity, priority, nature, characterization and/or amount of any claim.

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s tax identification number, are: Los Angeles Dodgers LLC (3133), Los Angeles Dodgers Holding Company LLC (4851), LA Holdco LLC (2567), LA Real Estate Holding Company LLC (4850), and LA Real Estate LLC (3029). The mailing address for Los Angeles Dodgers LLC is 1000 Elysian Park Avenue, Los Angeles, CA 90012.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
1	Manny Ramirez	Manny Ramirez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$20,992,086.00
2	Andruw Jones	Andruw Jones c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$11,075,000.00
3	Hiroki Kuroda	Hiroki Kuroda c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$4,483,516.00
4	Rafael Furcal	Rafael Furcal c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,725,275.00
5	Chicago White Sox	Chicago White Sox U.S. Cellular Field 333 West 35th Street Chicago, IL 60616 Phone: (312) 674-1000 Fax: (312) 674-5103	Contract	Contingent	\$3,500,000.00
6	Theodore Lilly	Theodore Lilly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,423,077.00
7	Zach Lee	Zach Lee c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,400,000.00

<sup>2</sup> The Debtors reserve their rights to dispute the claims on this schedule on any basis.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
8	Kazuhi Ishii	Kazuhi Ishii c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: kisa00171a@yahoo.co.jp	Contract	Contingent	\$3,300,000.00
9	Juan Uribe	Juan Uribe c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,241,758.00
10	Matthew O. Guerrier	Matthew O. Guerrier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,090,659.00
11	Juan Pierre	Juan Pierre c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,050,000.00
12	Marquis Grissom	Marquis Grissom c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$2,719,146.00
13	Jon S. Garland	Jon S. Garland c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$1,211,538.00
14	Levy Restaurants	Levy Restaurants 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1480 Fax: (312) 280-2739	Trade Debt		\$588,322.00
15	Andre E. Ethier	Andre E. Ethier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$559,066.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
16	Jamey Carroll	Jamey Carroll c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$508,791.00
17	Alexander Santana	Alexander Santana c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$499,500.00
18	Jonathon R. Broxton	Jonathon R. Broxton c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$423,077.00
19	Chad Billingsly	Chad Billingsly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$379,258.00
20	Continental Airlines	Continental Airlines - Charter Department 1600 Smith Street. HQSSD Houston, Texas 77002 Phone: (713) 324-250 Fax: (713) 324-2687 Email: corpcomm@coair.com	Trade Debt		\$339,403.00
21	William Casey Blake	William Casey Blake c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$332,418.00
22	Bank of America	Bank of America PO Box 15731 Wilmington, DE 19886-5731 Phone: (704) 386-5681 Fax: (704) 386-6699	Credit Card Debt		\$316,243.00
23	Highmark Blue Shield	Highmark Blue Shield P.O.Box 382146 Pittsburgh, PA 15250 Phone: (800) 345-3806 Fax: (717) 302-3874	Trade Debt		\$315,022.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
24	James A. Loney	James A. Loney c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$294,643.00
25	KABC-AM Radio 790	KABC-AM Radio 790 Attn: Nancy Calalang-Business Office 3321 South La Cienega Blvd Los Angeles, CA 90016 Phone: (310) 840-4900 Fax: (310) 558-5689	Trade Debt		\$273,321.00
26	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009)	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009) PO Box 53200 Los Angeles, CA 90012-1112 Phone: (213) 473-5901 Fax: (213) 978-1548 Email: Finance.CustomerService@lacity.org	Tax		\$240,563.00
27	Matthew R. Kemp	Matthew R. Kemp c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$216,944.00
28	Rodrigo Barajas	Rodrigo Barajas c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$196,429.00
29	P2 Promo	P2 Promo 132 South Lasky Drive 1st Floor Beverly Hills, CA 90212 Phone: (310) 503-3466	Trade Debt		\$175,326.00
30	Hong-Chih Kuo	Hong-Chih Kuo c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$164,698.00
31	AVM Systems	AVM Systems 1163 Flanders Court Aurora, IL 60502 Phone: (630) 820-9638	Trade Debt		\$160,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
32	Vincent E. Scully	Vincent E. Scully c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$152,778.00
33	Scott McGough	Scott McGough c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$150,300.00
34	Raydel Sanchez	Raydel Sanchez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$125,000.00
35	Vicente D. Padilla	Vicente D. Padilla c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$120,879.00
36	Francisco Villa	Francisco Villa c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$80,000.00
37	Jesus Valdez	Jesus Valdez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
38	Chris O'Brien	Chris O'Brien c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
39	Deloitte Tax LLP	Deloitte Tax LLP P.O. Box 2079 Carol Stream, IL 60132 Phone: (212) 489-1600 Fax: (212) 489-1687	Trade Debt		\$74,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
40	Covington & Burling LLP	Covington & Burling LLP 1201 Pennsylvania Avenue, N.W. Washington, DC 20004 Phone: (202) 662-6000 Fax: (202) 662-6291	Trade Debt		\$73,397.00

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

-----X  
*In re* :  
 : **Chapter 11**  
 :  
 : **Case No. 11-\_\_\_\_\_ ( )**  
 :  
 : **Joint Administration Requested**  
 :  
-----X

**LOS ANGELES DODGERS LLC,**  
  
**Debtor.**

**DECLARATION REGARDING LIST OF CREDITORS  
HOLDING 40 LARGEST UNSECURED CLAIMS**

I, the undersigned authorized officer of Los Angeles Dodgers LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Creditors Holding 40 Largest Unsecured Claims filed herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

**LOS ANGELES DODGERS LLC**

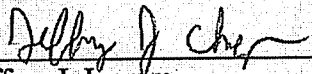
By: Los Angeles Dodgers Holding Company  
LLC, its sole member and manager

By: LA Holdco LLC, its sole member and  
manager

By: LA Partners LLC, its sole member and  
manager

By: The McCourt-Broderick Limited  
Partnership, its sole member and manager

By: The McCourt Company, Inc., its general  
partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer



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

-----X  
: **Chapter 11**  
: **Case No. 11-\_\_\_\_\_ ( )**  
: **Joint Administration Requested**  
: X

*In re*  
**LOS ANGELES DODGERS LLC,**  
**Debtor.**

**LIST OF EQUITY SECURITY HOLDERS**

The following lists the equity security holders of Los Angeles Dodgers LLC, named as the debtor in this case, as of the date hereof. This list is being filed pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure.

<u>Equity Security Holder</u>	<u>Address</u>	<u>Number &amp; Kind of Interest</u>
Los Angeles Dodgers Holding Company LLC	1000 Elysian Park Avenue Los Angeles, California 90012	100% Membership Interest

Dated: June 27, 2011  
Los Angeles, California

LOS ANGELES DODGERS LLC

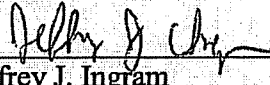
By: Los Angeles Dodgers Holding Company LLC, its sole member and manager

By: LA Holdco LLC, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----X  
: **Chapter 11**  
: **Case No. 11-\_\_\_\_\_ ( )**  
: **Joint Administration Requested**  
: X

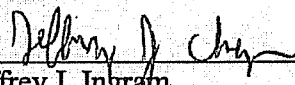
*In re*  
**LOS ANGELES DODGERS LLC,**  
**Debtor.**

**DECLARATION CONCERNING LIST OF EQUITY SECURITY HOLDERS**

I, the undersigned authorized officer of Los Angeles Dodgers LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Equity Security Holders of Los Angeles Dodgers LLC submitted herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

**LOS ANGELES DODGERS LLC**

- By: Los Angeles Dodgers Holding Company  
LLC, its sole member and manager
- By: LA Holdco LLC, its sole member and  
manager
- By: LA Partners LLC, its sole member and  
manager
- By: The McCourt-Broderick Limited  
Partnership, its sole member and manager
- By: The McCourt Company, Inc., its general  
partner
- By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----X  
: **Chapter 11**  
: **Case No. 11-\_\_\_\_\_ ( )**  
: **Joint Administration Requested**  
: **Debtor.**  
-----X

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO  
FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007(a)(1) AND 7007.1**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and to enable the Judges to evaluate possible disqualification or recusal, on behalf of Los Angeles Dodgers LLC ("LAD"), the undersigned certifies that the following entities directly or indirectly own 10% or more of any class of LAD's equity interests:

Los Angeles Dodgers Holding Company LLC  
LA Holdco LLC  
LA Partners LLC

The McCourt-Broderick Limited Partnership  
The McCourt Company, Inc.  
Frank H. McCourt, Jr.

Dated: June 27, 2011  
Los Angeles, California

LOS ANGELES DODGERS LLC

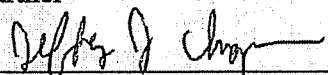
By: Los Angeles Dodgers Holding Company LLC, its sole member and manager

By: LA Holdco LLC, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----X  
:  
*In re* : **Chapter 11**  
:  
**LOS ANGELES DODGERS LLC,** : **Case No. 11-\_\_\_\_\_ ( )**  
:  
**Debtor.** : **Joint Administration Requested**  
:  
-----X

**DECLARATION CONCERNING CORPORATE OWNERSHIP STATEMENT**

I, the undersigned authorized officer of Los Angeles Dodgers LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the Corporate Ownership Statement of Los Angeles Dodgers LLC submitted herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

LOS ANGELES DODGERS LLC

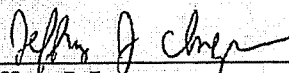
By: Los Angeles Dodgers Holding Company  
LLC, its sole member and manager

By: LA Holdco LLC, its sole member and  
manager

By: LA Partners LLC, its sole member and  
manager

By: The McCourt-Broderick Limited  
Partnership, its sole member and manager

By: The McCourt Company, Inc., its general  
partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

UNITED STATES BANKRUPTCY COURT District of Delaware					VOLUNTARY PETITION					
Name of Debtor (if individual, enter Last, First, Middle): Los Angeles Dodgers Holding Company LLC					Name of Joint Debtor (Spouse) (Last, First, Middle): N/A					
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): N/A					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A					
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 25-1914851					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): N/A					
Street Address of Debtor (No. and Street, City, and State): 1000 Elysian Park Avenue Los Angeles, CA <span style="float: right;">ZIP CODE 90012</span>					Street Address of Joint Debtor (No. and Street, City, and State): N/A <span style="float: right;">ZIP CODE</span>					
County of Residence or of the Principal Place of Business: Los Angeles					County of Residence or of the Principal Place of Business: N/A					
Mailing Address of Debtor (if different from street address): N/A <span style="float: right;">ZIP CODE</span>					Mailing Address of Joint Debtor (if different from street address): N/A <span style="float: right;">ZIP CODE</span>					
Location of Principal Assets of Business Debtor (if different from street address above): N/A <span style="float: right;">ZIP CODE</span>										
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Holding Company  <b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).			<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</b>  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.					
<b>Filing Fee (Check one box.)</b>  <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.					<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <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).  <b>Check if:</b> <input checked="" type="checkbox"/> 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). ----- <b>Check all applicable boxes:</b> <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).					
<b>Statistical/Administrative Information</b>  <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
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000										
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input checked="" type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion										
<b>Estimated Liabilities</b> <input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion										

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>	Name of Debtor(s): Los Angeles Dodgers Holding Company LLC
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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: N/A	Date Filed: N/A
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A

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

Name of Debtor: See Schedule 1	Case Number: Pending	Date Filed: Date Hereof
District: District of Delaware	Relationship: Affiliates	Judge: Pending

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

**Exhibit C**

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

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

No.

**Exhibit D**

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

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

If this is a joint petition:

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

**Information Regarding the Debtor - Venue**

*(Check any applicable box.)*

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

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

*(Check all applicable boxes.)*

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

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)
- Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- Debtor has included 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(f)).

<p><b>Voluntary Petition</b> (This page must be completed and filed in every case.)</p>	<p>Name of Debtor(s): Los Angeles Dodgers Holding Company LLC</p>
<b>Signatures</b>	
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p>X _____ <i>Signature of Attorney*</i></p> <p>Signature of Attorney for Debtor(s) Robert S. Brady Printed Name of Attorney for Debtor(s) Young Conaway Stargatt &amp; Taylor, LLP Firm Name 1000 West Street, 17th Floor P.O. Box 391 Wilmington, DE 19801 Address 302.571.6600 Telephone Number June 27, 2011 Date</p> <p>*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.</p>	<p style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>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.</i></p>
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>LOS ANGELES DODGERS HOLDING COMPANY LLC</p> <p>By: LA Holdco LLC, its sole member and manager By: LA Partners LLC, its sole member and manager By: The McCourt-Broderick Limited Partnership, its sole member and manager By: The McCourt Company, Inc., its general partner</p> <p>By: <i>Jeffrey J. Ingram</i> Jeffrey J. Ingram Vice President and Assistant Treasurer Dated: June 27, 2011</p>	

**Schedule 1**

**Pending Bankruptcy Cases in the District of Delaware  
Filed by the Debtor and Affiliates of the Debtor on the Date Hereof**

<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
Los Angeles Dodgers LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Holdco LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Real Estate Holding Company LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Real Estate LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
Los Angeles Dodgers Holding Company LLC	11- ( )	Pending



**WRITTEN CONSENT OF THE SOLE MEMBER  
OF  
LOS ANGELES DODGERS HOLDING COMPANY LLC**

June 27, 2011

The undersigned, being the sole member (the "Member") of LOS ANGELES DODGERS HOLDING COMPANY LLC, a Delaware limited liability company (the "Company"), hereby makes and consents to the following resolutions and waives the receipt of prior notice and any and all other preconditions to the making of these resolutions:

WHEREAS, the Member, after due and careful consideration of the financial situation of the Company and the Company's available alternatives, has determined that it would be desirable and in the best interests of the Company to immediately commence voluntary proceedings under title 11 of the United States Code (the "Bankruptcy Code");

NOW, THEREFORE, BE IT

RESOLVED, that in the judgment of the Member, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

RESOLVED, that the Executive Vice President, Secretary, and any other officers of the Company (each, an "Authorized Person" and, collectively, the "Authorized Persons") are hereby authorized, empowered, and directed, in the name, and on behalf of the Company, to execute and verify petitions, and amendments or exhibits thereto, under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case") and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time or in such other jurisdiction as such Authorized Person executing the same shall determine;

RESOLVED, that the law firm of Dewey & LeBoeuf LLP be and is hereby engaged as attorneys for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP be and is hereby engaged as local counsel for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, (i) to obtain post-petition financing according to terms negotiated, or to be negotiated, by the officers of the Company, including under debtor in possession credit facilities or relating to the

use of cash collateral; (ii) 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 agreements; and (iii) to execute and deliver on behalf of the Company appropriate loan agreements, cash collateral agreements, and any ancillary documents or instruments as may be necessary or desirable in connection with such agreements;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers or documents and to take and perform any and all further acts and deeds which he or she deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to engage and retain all assistance by legal counsel, accountants, financial advisors, restructuring advisors, and other professionals in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates, or other documents, and to take such other action as in the judgment of such person shall be or become necessary, proper, and desirable with a view to the successful prosecution of such case;

RESOLVED, that in connection with the Chapter 11 Case, each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized and empowered on behalf of and in the name of the Company, to negotiate, execute, deliver, and perform or cause the performance of any notes, guarantees, security agreements, other agreements, consents, certificates, or instruments as such person considers necessary, appropriate, desirable, or advisable to effectuate borrowings or other financial arrangements, such determination to be evidenced by such execution or taking of such action;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of

the Company, and any such actions heretofore taken by any of them are hereby ratified, confirmed, and approved in all respects to: (i) negotiate, execute, deliver, and/or file any and all of the agreements, documents, and instruments referenced herein, and such other agreements, documents, and instruments and assignments thereof as may be required or as such officers deem appropriate or advisable, or to cause the negotiation, execution, and delivery thereof, in the name and on behalf of the Company, as the case may be, in such form and substance as such officers may approve, together with such changes and amendments to any of the terms and conditions thereof as such officers may approve, with the execution and delivery thereof on behalf of the Company by or at the direction of such officers to constitute evidence of such approval, (ii) negotiate, execute, deliver, and/or file, in the name and on behalf of the Company, any and all agreements, documents, certificates, consents, filings, and applications relating to the resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other action as may be required or as such officers deem appropriate or advisable in connection therewith, and (iii) do such other things as may be required, or as may in their judgment be appropriate or advisable, in order to effectuate fully the resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated hereby;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute such agreements, amendments, consents, or other documents as may be necessary or desirable to effectuate the foregoing;

RESOLVED, that any and all past actions heretofore taken by any Authorized Person of the Company (and such other officers of the Company as any Authorized Person has heretofore designated) in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved; and

RESOLVED, that this written consent may be executed manually, by facsimile or by electronic signature in any number of counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

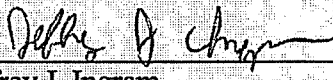
IN WITNESS WHEREOF, this Written Consent shall be effective as of the date first written above.

By: LA Holdco LLC, its sole member

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its  
sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

In re: )  
 ) Chapter 11  
 )  
LOS ANGELES DODGERS LLC, *et al.*,<sup>1</sup> ) Case No. 11-\_\_\_\_\_(\_\_\_\_)  
 )  
Debtors. ) Joint Administration Requested  
 )

**CONSOLIDATED LIST OF CREDITORS HOLDING  
40 LARGEST UNSECURED CLAIMS**

Los Angeles Dodgers LLC, Los Angeles Dodgers Holding Company LLC, LA Holdco LLC, LA Real Estate Holding Company LLC, and LA Real Estate LLC, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”),<sup>1</sup> each filed a voluntary petition in this Court for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101, *et seq.* This list of creditors holding the 40 largest unsecured claims (the “Top 40 List”) has been prepared on a consolidated basis, from the Debtors’ books and records as of June 24, 2011. The Top 40 List was prepared in accordance with rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors’ chapter 11 cases. The Top 40 List does not include: (1) persons who come within the definition of an “insider” set forth in 11 U.S.C. 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 40 largest unsecured claims. The information presented in the Top 40 List shall not constitute an admission by, nor is it binding on, the Debtors. The information presented herein, including, without limitation (a) the failure of the Debtors to list any claim as contingent, unliquidated, disputed or subject to a setoff or (b) the listing of any claim as unsecured, does not constitute an admission by the Debtors that the secured lenders listed hold any deficiency claims, nor does it constitute a waiver of the Debtors’ rights to contest the validity, priority, nature, characterization and/or amount of any claim.

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s tax identification number, are: Los Angeles Dodgers LLC (3133), Los Angeles Dodgers Holding Company LLC (4851), LA Holdco LLC (2567), LA Real Estate Holding Company LLC (4850), and LA Real Estate LLC (3029). The mailing address for Los Angeles Dodgers LLC is 1000 Elysian Park Avenue, Los Angeles, CA 90012.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
1	Manny Ramirez	Manny Ramirez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$20,992,086.00
2	Andruw Jones	Andruw Jones c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$11,075,000.00
3	Hiroki Kuroda	Hiroki Kuroda c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$4,483,516.00
4	Rafael Furcal	Rafael Furcal c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,725,275.00
5	Chicago White Sox	Chicago White Sox U.S. Cellular Field 333 West 35th Street Chicago, IL 60616 Phone: (312) 674-1000 Fax: (312) 674-5103	Contract	Contingent	\$3,500,000.00
6	Theodore Lilly	Theodore Lilly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,423,077.00
7	Zach Lee	Zach Lee c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,400,000.00

<sup>2</sup> The Debtors reserve their rights to dispute the claims on this schedule on any basis.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
8	Kazuhi Ishii	Kazuhi Ishii c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: kisa00171a@yahoo.co.jp	Contract	Contingent	\$3,300,000.00
9	Juan Uribe	Juan Uribe c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,241,758.00
10	Matthew O. Guerrier	Matthew O. Guerrier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,090,659.00
11	Juan Pierre	Juan Pierre c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,050,000.00
12	Marquis Grissom	Marquis Grissom c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$2,719,146.00
13	Jon S. Garland	Jon S. Garland c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$1,211,538.00
14	Levy Restaurants	Levy Restaurants 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1480 Fax: (312) 280-2739	Trade Debt		\$588,322.00
15	Andre E. Ethier	Andre E. Ethier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$559,066.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
16	Jamey Carroll	Jamey Carroll c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$508,791.00
17	Alexander Santana	Alexander Santana c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$499,500.00
18	Jonathon R. Broxton	Jonathon R. Broxton c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$423,077.00
19	Chad Billingsly	Chad Billingsly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$379,258.00
20	Continental Airlines	Continental Airlines - Charter Department 1600 Smith Street. HQSSD Houston, Texas 77002 Phone: (713) 324-250 Fax: (713) 324-2687 Email: corpcomm@coair.com	Trade Debt		\$339,403.00
21	William Casey Blake	William Casey Blake c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$332,418.00
22	Bank of America	Bank of America PO Box 15731 Wilmington, DE 19886-5731 Phone: (704) 386-5681 Fax: (704) 386-6699	Credit Card Debt		\$316,243.00
23	Highmark Blue Shield	Highmark Blue Shield P.O.Box 382146 Pittsburgh, PA 15250 Phone: (800) 345-3806 Fax: (717) 302-3874	Trade Debt		\$315,022.00



Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
24	James A. Loney	James A. Loney c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$294,643.00
25	KABC-AM Radio 790	KABC-AM Radio 790 Attn: Nancy Calalang-Business Office 3321 South La Cienega Blvd Los Angeles, CA 90016 Phone: (310) 840-4900 Fax: (310) 558-5689	Trade Debt		\$273,321.00
26	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009)	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009) PO Box 53200 Los Angeles, CA 90012-1112 Phone: (213) 473-5901 Fax: (213) 978-1548 Email: Finance.CustomerService@lacity.org	Tax		\$240,563.00
27	Matthew R. Kemp	Matthew R. Kemp c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$216,944.00
28	Rodrigo Barajas	Rodrigo Barajas c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$196,429.00
29	P2 Promo	P2 Promo 132 South Lasky Drive 1st Floor Beverly Hills, CA 90212 Phone: (310) 503-3466	Trade Debt		\$175,326.00
30	Hong-Chih Kuo	Hong-Chih Kuo c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$164,698.00
31	AVM Systems	AVM Systems 1163 Flanders Court Aurora, IL 60502 Phone: (630) 820-9638	Trade Debt		\$160,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
32	Vincent E. Scully	Vincent E. Scully c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$152,778.00
33	Scott McGough	Scott McGough c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$150,300.00
34	Raydel Sanchez	Raydel Sanchez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$125,000.00
35	Vicente D. Padilla	Vicente D. Padilla c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$120,879.00
36	Francisco Villa	Francisco Villa c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$80,000.00
37	Jesus Valdez	Jesus Valdez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
38	Chris O'Brien	Chris O'Brien c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
39	Deloitte Tax LLP	Deloitte Tax LLP P.O. Box 2079 Carol Stream, IL 60132 Phone: (212) 489-1600 Fax: (212) 489-1687	Trade Debt		\$74,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim
40	Covington & Burling LLP	Covington & Burling LLP 1201 Pennsylvania Avenue, N.W. Washington, DC 20004 Phone: (202) 662-6000 Fax: (202) 662-6291	Trade Debt		\$73,397.00

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

-----X  
*In re* : Chapter 11  
LOS ANGELES DODGERS LLC, : Case No. 11- \_\_\_\_\_ ( )  
Debtor. : Joint Administration Requested  
-----X

**DECLARATION REGARDING LIST OF CREDITORS  
HOLDING 40 LARGEST UNSECURED CLAIMS**

I, the undersigned authorized officer of Los Angeles Dodgers LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Creditors Holding 40 Largest Unsecured Claims filed herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

LOS ANGELES DODGERS LLC

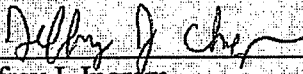
By: Los Angeles Dodgers Holding Company  
LLC, its sole member and manager

By: LA Holdco LLC, its sole member and  
manager

By: LA Partners LLC, its sole member and  
manager

By: The McCourt-Broderick Limited  
Partnership, its sole member and manager

By: The McCourt Company, Inc., its general  
partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

<p><i>In re</i></p> <p><b>LOS ANGELES DODGERS HOLDING COMPANY LLC,</b></p> <p align="center"><b>Debtor.</b></p>	<p>X</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>X</p>	<p><b>Chapter 11</b></p> <p><b>Case No. 11-_____ ( )</b></p> <p><b>Joint Administration Requested</b></p>
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**LIST OF EQUITY SECURITY HOLDERS**

The following lists the equity security holders of Los Angeles Dodgers Holding Company LLC, named as the debtor in this case, as of the date hereof. This list is being filed pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure.

<u>Equity Security Holder</u>	<u>Address</u>	<u>Number &amp; Kind of Interest</u>
LA Holdco LLC	1000 Elysian Park Avenue Los Angeles, California 90012	100% Membership Interest

Dated: June 27, 2011  
Los Angeles, California

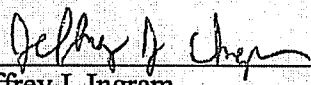
LOS ANGELES DODGERS HOLDING  
COMPANY LLC

By: LA Holdco LLC, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
 Jeffrey J. Ingram  
 Vice President and Assistant Treasurer



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

-----X  
: **Chapter 11**  
: **Case No. 11-\_\_\_\_\_ ( )**  
: **Joint Administration Requested**  
: **Debtor.**  
:   
:   
-----X

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO  
FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007(a)(1) AND 7007.1**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and to enable the Judges to evaluate possible disqualification or recusal, on behalf of Los Angeles Dodgers Holding Company LLC ("LAD Holdco"), the undersigned certifies that the following entities directly or indirectly own 10% or more of any class of LAD Holdco's equity interests:

LA Holdco LLC	The McCourt Company, Inc.
LA Partners LLC	Frank H. McCourt, Jr.
The McCourt-Broderick Limited Partnership	

Dated: June 27, 2011  
Los Angeles, California

LOS ANGELES DODGERS HOLDING COMPANY LLC

By: LA Holdco LLC, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its  
sole member and manager

By: The McCourt Company, Inc., its general partner

By: Jeffrey J. Ingram  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer





<b>UNITED STATES BANKRUPTCY COURT</b> District of Delaware	<b>VOLUNTARY PETITION</b>
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Name of Debtor (if individual, enter Last, First, Middle): <b>LA Holdco LLC</b>	Name of Joint Debtor (Spouse) (Last, First, Middle): <b>N/A</b>
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>N/A</b>	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): <b>N/A</b>
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>20-0342567</b>	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>N/A</b>
Street Address of Debtor (No. and Street, City, and State): <b>1000 Elysian Park Avenue Los Angeles, CA</b> <div style="text-align: right;">ZIP CODE <b>90012</b></div>	Street Address of Joint Debtor (No. and Street, City, and State): <b>N/A</b> <div style="text-align: right;">ZIP CODE</div>
County of Residence or of the Principal Place of Business: <b>Los Angeles</b>	County of Residence or of the Principal Place of Business: <b>N/A</b>
Mailing Address of Debtor (if different from street address): <b>N/A</b> <div style="text-align: right;">ZIP CODE</div>	Mailing Address of Joint Debtor (if different from street address): <b>N/A</b> <div style="text-align: right;">ZIP CODE</div>

Location of Principal Assets of Business Debtor (if different from street address above): <b>N/A</b> <div style="text-align: right;">ZIP CODE</div>		
<b>Type of Debtor (Form of Organization) (Check one box.)</b> <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.)	<b>Nature of Business (Check one box.)</b> <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 <b>Other Holding Company</b> <b>Tax-Exempt Entity (Check box, if applicable.)</b> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</b> <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <hr/> <b>Nature of Debts (Check one box.)</b> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

<b>Filing Fee (Check one box.)</b> <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.	<b>Chapter 11 Debtors</b> <b>Check one box:</b> <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). <b>Check if:</b> <input checked="" type="checkbox"/> 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). <hr/> <b>Check all applicable boxes:</b> <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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<b>Statistical/Administrative Information</b> <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.	<b>THIS SPACE IS FOR COURT USE ONLY</b>
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000	
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input checked="" type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
<b>Estimated Liabilities</b> <input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): LA Holdco LLC	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)</b>			
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A	
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliates of this Debtor (If more than one, attach additional sheet.)</b>			
Name of Debtor: See Schedule 1	Case Number: Pending	Date Filed: Date Hereof	
District: District of Delaware	Relationship: Affiliates	Judge: Pending	
<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p><input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)</p>	
<b>Exhibit C</b>			
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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> 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.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> 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.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> 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)			
<input type="checkbox"/> 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			
<input type="checkbox"/> 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.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): LA Holdco LLC
<b>Signatures</b>		
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.                  [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.                  [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____                  Signature of Debtor</p> <p>X _____                  Signature of Joint Debtor</p> <p>_____                  Telephone Number (if not represented by attorney)</p> <p>_____                  Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____                  (Signature of Foreign Representative)</p> <p>_____                  (Printed Name of Foreign Representative)</p> <p>_____                  Date</p>	
<p>X _____                  Signature of Attorney*</p> <p>Signature of Attorney for Debtor(s)                  Robert S. Brady                  Printed Name of Attorney for Debtor(s)                  Young Conaway Stargatt &amp; Taylor, LLP                  Firm Name                  1000 West Street, 17th Floor                  P.O. Box 391                  Wilmington, DE 19801                  Address                  302.571.6600                  Telephone Number                  June 27, 2011                  Date</p> <p><i>*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.</i></p>	<p style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____                  Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____                  Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____                  Address</p> <p>X _____                  Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>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.</i></p>	
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>LA HOLDCO LLC</p> <p>By: LA Partners LLC, its sole member and manager                  By: The McCourt-Broderick Limited Partnership, its sole member and manager                  By: The McCourt Company, Inc., its general partner</p> <p>By: _____                  Jeffrey J. Ingram                  Vice President and Assistant Treasurer                  Dated: June 27, 2011</p>		

**Schedule 1**

**Pending Bankruptcy Cases in the District of Delaware  
Filed by the Debtor and Affiliates of the Debtor on the Date Hereof**

<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
Los Angeles Dodgers LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Holdco LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Real Estate Holding Company LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Real Estate LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
Los Angeles Dodgers Holding Company LLC	11- ( )	Pending

**WRITTEN CONSENT OF THE SOLE MEMBER  
OF  
LA HOLDCO LLC**

June 27, 2011

The undersigned, being the sole member (the "Member") of LA HOLDCO LLC, a Delaware limited liability company (the "Company"), hereby makes and consents to the following resolutions and waives the receipt of prior notice and any and all other preconditions to the making of these resolutions:

WHEREAS, the Member, after due and careful consideration of the financial situation of the Company and the Company's available alternatives, has determined that it would be desirable and in the best interests of the Company to immediately commence voluntary proceedings under title 11 of the United States Code (the "Bankruptcy Code");

NOW, THEREFORE, BE IT

RESOLVED, that in the judgment of the Member, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

RESOLVED, that the Executive Vice President, Secretary, and any other officers of the Company (each, an "Authorized Person" and, collectively, the "Authorized Persons") are hereby authorized, empowered, and directed, in the name, and on behalf of the Company, to execute and verify petitions, and amendments or exhibits thereto, under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case") and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time or in such other jurisdiction as such Authorized Person executing the same shall determine;

RESOLVED, that the law firm of Dewey & LeBoeuf LLP be and is hereby engaged as attorneys for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP be and is hereby engaged as local counsel for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, (i) to obtain post-petition financing according to terms negotiated, or to be negotiated, by the officers of the Company, including under debtor-in-possession credit facilities or relating to the

use of cash collateral; (ii) 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 agreements; and (iii) to execute and deliver on behalf of the Company appropriate loan agreements, cash collateral agreements, and any ancillary documents or instruments as may be necessary or desirable in connection with such agreements;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers or documents and to take and perform any and all further acts and deeds which he or she deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to engage and retain all assistance by legal counsel, accountants, financial advisors, restructuring advisors, and other professionals in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates, or other documents, and to take such other action as in the judgment of such person shall be or become necessary, proper, and desirable with a view to the successful prosecution of such case;

RESOLVED, that in connection with the Chapter 11 Case, each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized and empowered on behalf of and in the name of the Company, to negotiate, execute, deliver, and perform or cause the performance of any notes, guarantees, security agreements, other agreements, consents, certificates, or instruments as such person considers necessary, appropriate, desirable, or advisable to effectuate borrowings or other financial arrangements, such determination to be evidenced by such execution or taking of such action;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of

the Company, and any such actions heretofore taken by any of them are hereby ratified, confirmed, and approved in all respects to: (i) negotiate, execute, deliver, and/or file any and all of the agreements, documents, and instruments referenced herein, and such other agreements, documents, and instruments and assignments thereof as may be required or as such officers deem appropriate or advisable, or to cause the negotiation, execution, and delivery thereof, in the name and on behalf of the Company, as the case may be, in such form and substance as such officers may approve, together with such changes and amendments to any of the terms and conditions thereof as such officers may approve, with the execution and delivery thereof on behalf of the Company by or at the direction of such officers to constitute evidence of such approval, (ii) negotiate, execute, deliver, and/or file, in the name and on behalf of the Company, any and all agreements, documents, certificates, consents, filings, and applications relating to the resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other action as may be required or as such officers deem appropriate or advisable in connection therewith, and (iii) do such other things as may be required, or as may in their judgment be appropriate or advisable, in order to effectuate fully the resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated hereby;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute such agreements, amendments, consents, or other documents as may be necessary or desirable to effectuate the foregoing;

RESOLVED, that any and all past actions heretofore taken by any Authorized Person of the Company (and such other officers of the Company as any Authorized Person has heretofore designated) in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved; and

RESOLVED, that this written consent may be executed manually, by facsimile or by electronic signature in any number of counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument.


[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, this Written Consent shall be effective as of the date first written above.

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer



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

In re:	)	
	)	Chapter 11
	)	
LOS ANGELES DODGERS LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 11- _____ ( )
	)	
Debtors.	)	Joint Administration Requested
	)	

**CONSOLIDATED LIST OF CREDITORS HOLDING  
40 LARGEST UNSECURED CLAIMS**

Los Angeles Dodgers LLC, Los Angeles Dodgers Holding Company LLC, LA Holdco LLC, LA Real Estate Holding Company LLC, and LA Real Estate LLC, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”),<sup>1</sup> each filed a voluntary petition in this Court for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101, *et seq.* This list of creditors holding the 40 largest unsecured claims (the “Top 40 List”) has been prepared on a consolidated basis, from the Debtors’ books and records as of June 24, 2011. The Top 40 List was prepared in accordance with rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors’ chapter 11 cases. The Top 40 List does not include: (1) persons who come within the definition of an “insider” set forth in 11 U.S.C. 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 40 largest unsecured claims. The information presented in the Top 40 List shall not constitute an admission by, nor is it binding on, the Debtors. The information presented herein, including, without limitation (a) the failure of the Debtors to list any claim as contingent, unliquidated, disputed or subject to a setoff or (b) the listing of any claim as unsecured, does not constitute an admission by the Debtors that the secured lenders listed hold any deficiency claims, nor does it constitute a waiver of the Debtors’ rights to contest the validity, priority, nature, characterization and/or amount of any claim.

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s tax identification number, are: Los Angeles Dodgers LLC (3133), Los Angeles Dodgers Holding Company LLC (4851), LA Holdco LLC (2567), LA Real Estate Holding Company LLC (4850), and LA Real Estate LLC (3029). The mailing address for Los Angeles Dodgers LLC is 1000 Elysian Park Avenue, Los Angeles, CA 90012.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
1	Manny Ramirez	Manny Ramirez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$20,992,086.00
2	Andruw Jones	Andruw Jones c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$11,075,000.00
3	Hiroki Kuroda	Hiroki Kuroda c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$4,483,516.00
4	Rafael Furcal	Rafael Furcal c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,725,275.00
5	Chicago White Sox	Chicago White Sox U.S. Cellular Field 333 West 35th Street Chicago, IL 60616 Phone: (312) 674-1000 Fax: (312) 674-5103	Contract	Contingent	\$3,500,000.00
6	Theodore Lilly	Theodore Lilly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,423,077.00
7	Zach Lee	Zach Lee c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,400,000.00

<sup>2</sup> The Debtors reserve their rights to dispute the claims on this schedule on any basis.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim
8	Kazuhi Ishii	Kazuhi Ishii c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: kisa0017la@yahoo.co.jp	Contract	Contingent	\$3,300,000.00
9	Juan Uribe	Juan Uribe c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,241,758.00
10	Matthew O. Guerrier	Matthew O. Guerrier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,090,659.00
11	Juan Pierre	Juan Pierre c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,050,000.00
12	Marquis Grissom	Marquis Grissom c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$2,719,146.00
13	Jon S. Garland	Jon S. Garland c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$1,211,538.00
14	Levy Restaurants	Levy Restaurants 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1480 Fax: (312) 280-2739	Trade Debt		\$588,322.00
15	Andre E. Ethier	Andre E. Ethier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$559,066.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
16	Jamey Carroll	Jamey Carroll c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$508,791.00
17	Alexander Santana	Alexander Santana c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$499,500.00
18	Jonathon R. Broxton	Jonathon R. Broxton c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$423,077.00
19	Chad Billingsly	Chad Billingsly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$379,258.00
20	Continental Airlines	Continental Airlines - Charter Department 1600 Smith Street. HQSSD Houston, Texas 77002 Phone: (713) 324-250 Fax: (713) 324-2687 Email: corpcomm@coair.com	Trade Debt		\$339,403.00
21	William Casey Blake	William Casey Blake c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$332,418.00
22	Bank of America	Bank of America PO Box 15731 Wilmington, DE 19886-5731 Phone: (704) 386-5681 Fax: (704) 386-6699	Credit Card Debt		\$316,243.00
23	Highmark Blue Shield	Highmark Blue Shield P.O.Box 382146 Pittsburgh, PA 15250 Phone: (800) 345-3806 Fax: (717) 302-3874	Trade Debt		\$315,022.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
24	James A. Loney	James A. Loney c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$294,643.00
25	KABC-AM Radio 790	KABC-AM Radio 790 Attn: Nancy Calalang-Business Office 3321 South La Cienega Blvd Los Angeles, CA 90016 Phone: (310) 840-4900 Fax: (310) 558-5689	Trade Debt		\$273,321.00
26	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009)	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009) PO Box 53200 Los Angeles, CA 90012-1112 Phone: (213) 473-5901 Fax: (213) 978-1548 Email: Finance.CustomerService@lacity.org	Tax		\$240,563.00
27	Matthew R. Kemp	Matthew R. Kemp c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$216,944.00
28	Rodrigo Barajas	Rodrigo Barajas c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$196,429.00
29	P2 Promo	P2 Promo 132 South Lasky Drive 1st Floor Beverly Hills, CA 90212 Phone: (310) 503-3466	Trade Debt		\$175,326.00
30	Hong-Chih Kuo	Hong-Chih Kuo c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$164,698.00
31	AVM Systems	AVM Systems 1163 Flanders Court Aurora, IL 60502 Phone: (630) 820-9638	Trade Debt		\$160,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
32	Vincent E. Scully	Vincent E. Scully c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$152,778.00
33	Scott McGough	Scott McGough c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$150,300.00
34	Raydel Sanchez	Raydel Sanchez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$125,000.00
35	Vicente D. Padilla	Vicente D. Padilla c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$120,879.00
36	Francisco Villa	Francisco Villa c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$80,000.00
37	Jesus Valdez	Jesus Valdez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
38	Chris O'Brien	Chris O'Brien c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
39	Deloitte Tax LLP	Deloitte Tax LLP P.O. Box 2079 Carol Stream, IL 60132 Phone: (212) 489-1600 Fax: (212) 489-1687	Trade Debt		\$74,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim
40	Covington & Burling LLP	Covington & Burling LLP 1201 Pennsylvania Avenue, N.W. Washington, DC 20004 Phone: (202) 662-6000 Fax: (202) 662-6291	Trade Debt		\$73,397.00

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

-----X  
:  
*In re* : Chapter 11  
:  
LOS ANGELES DODGERS LLC, : Case No. 11-\_\_\_\_ ( )  
:  
Debtor. : Joint Administration Requested  
:  
-----X

**DECLARATION REGARDING LIST OF CREDITORS  
HOLDING 40 LARGEST UNSECURED CLAIMS**

I, the undersigned authorized officer of Los Angeles Dodgers LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Creditors Holding 40 Largest Unsecured Claims filed herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

LOS ANGELES DODGERS LLC

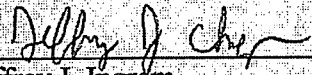
By: Los Angeles Dodgers Holding Company  
LLC, its sole member and manager

By: LA Holdco LLC, its sole member and  
manager

By: LA Partners LLC, its sole member and  
manager

By: The McCourt-Broderick Limited  
Partnership, its sole member and manager

By: The McCourt Company, Inc., its general  
partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer





IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

-----X  
*In re* :  
 : Chapter 11  
 :  
 LA HOLDCO LLC, :  
 : Case No. 11- \_\_\_\_\_ ( )  
 :  
 Debtor. : Joint Administration Requested  
 :  
-----X

**DECLARATION CONCERNING LIST OF EQUITY SECURITY HOLDERS**

I, the undersigned authorized officer of LA Holdco LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Equity Security Holders of LA Holdco LLC submitted herewith and that it is true and correct to the best of my information and belief.


Dated: June 27, 2011  
Los Angeles, California

LA HOLDCO LLC

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer





UNITED STATES BANKRUPTCY COURT District of Delaware					VOLUNTARY PETITION						
Name of Debtor (if individual, enter Last, First, Middle): LA Real Estate LLC					Name of Joint Debtor (Spouse) (Last, First, Middle): N/A						
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): RealCo Intermediary LLC					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A						
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 20-0343029					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): N/A						
Street Address of Debtor (No. and Street, City, and State): 1000 Elysian Park Avenue Los Angeles, CA <div style="text-align: right;">ZIP CODE 90012</div>					Street Address of Joint Debtor (No. and Street, City, and State): N/A <div style="text-align: right;">ZIP CODE</div>						
County of Residence or of the Principal Place of Business: Los Angeles					County of Residence or of the Principal Place of Business: N/A						
Mailing Address of Debtor (if different from street address): N/A <div style="text-align: right;">ZIP CODE</div>					Mailing Address of Joint Debtor (if different from street address): N/A <div style="text-align: right;">ZIP CODE</div>						
Location of Principal Assets of Business Debtor (if different from street address above): N/A <div style="text-align: right;">ZIP CODE</div>											
<b>Type of Debtor</b> (Form of Organization) (Check one box.) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)			<b>Nature of Business</b> (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Real Estate <b>Tax-Exempt Entity</b> (Check box, if applicable.) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).			<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box.) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <b>Nature of Debts</b> (Check one box.) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.					
<b>Filing Fee</b> (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.					<b>Chapter 11 Debtors</b> <b>Check one box:</b> <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). <b>Check If:</b> <input checked="" type="checkbox"/> 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). <b>Check all applicable boxes:</b> <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).						
<b>Statistical/Administrative Information</b> <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	
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000											
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion											
<b>Estimated Liabilities</b> <input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion											

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): LA Real Estate LLC	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)</b>			
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A	
Location Where Filed: N/A	Case Number: N/A	Date Filed: N/A	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)</b>			
Name of Debtor: See Schedule 1	Case Number: Pending	Date Filed: Date Hereof	
District: District of Delaware	Relationship: Affiliates	Judge: Pending	
<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>	
<b>Exhibit C</b>			
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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> 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.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> 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.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> 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)			
<input type="checkbox"/> 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			
<input type="checkbox"/> 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.			
<input type="checkbox"/> 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):  
**LA Real Estate LLC**

**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.)

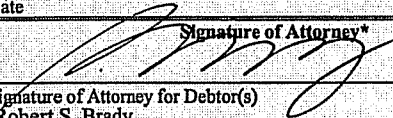
- I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.
- Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
(Signature of Foreign Representative)

\_\_\_\_\_  
(Printed Name of Foreign Representative)

\_\_\_\_\_  
Date

**Signature of Attorney\***

X   
Signature of Attorney for Debtor(s)  
**Robert S. Brady**  
Printed Name of Attorney for Debtor(s)  
**Young Conaway Stargatt & Taylor, LLP**  
Firm Name  
**1000 West Street, 17th Floor**  
**P.O. Box 391**  
**Wilmington, DE 19801**  
Address  
**302.571.6600**  
Telephone Number  
**June 27, 2011**  
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 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.)

X \_\_\_\_\_  
Address

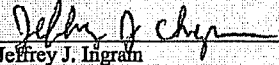
\_\_\_\_\_  
Date

**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.

**LA REAL ESTATE LLC**  
By: **LA Real Estate Holding Company LLC, its sole member**  
By: **LA Holdco, its sole member and manager**  
By: **LA Partners LLC, its sole member and manager**  
By: **The McCourt-Broderick Limited Partnership, its sole member and manager**  
By: **The McCourt Company, Inc., its general partner**

By:   
**Jeffrey J. Ingram**  
Vice President and Assistant Treasurer  
Dated: **June 27, 2011**

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

**Schedule 1**

**Pending Bankruptcy Cases in the District of Delaware  
Filed by the Debtor and Affiliates of the Debtor on the Date Hereof**

<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
Los Angeles Dodgers LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Holdco LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Real Estate Holding Company LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
LA Real Estate LLC	11- ( )	Pending
<b>Name of Debtor:</b>	<b>Case No.</b>	<b>Judge:</b>
Los Angeles Dodgers Holding Company LLC	11- ( )	Pending



**WRITTEN CONSENT OF THE SOLE MEMBER  
OF  
LA REAL ESTATE LLC**

June 27, 2011

The undersigned, being the sole member (the "Member") of LA REAL ESTATE LLC, a Delaware limited liability company (the "Company"), hereby makes and consents to the following resolutions and waives the receipt of prior notice and any and all other preconditions to the making of these resolutions:

WHEREAS, the Member, after due and careful consideration of the financial situation of the Company and the Company's available alternatives, has determined that it would be desirable and in the best interests of the Company to immediately commence voluntary proceedings under title 11 of the United States Code (the "Bankruptcy Code");

NOW, THEREFORE, BE IT

RESOLVED, that in the judgment of the Member, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

RESOLVED, that the Executive Vice Presidents, Secretary, and any other officers of the Company (each, an "Authorized Person" and, collectively, the "Authorized Persons") are hereby authorized, empowered, and directed, in the name, and on behalf of the Company, to execute and verify petitions, and amendments or exhibits thereto, under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case") and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time or in such other jurisdiction as such Authorized Person executing the same shall determine;

RESOLVED, that the law firm of Dewey & LeBoeuf LLP be and is hereby engaged as attorneys for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP be and is hereby engaged as local counsel for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, (i) to obtain post-petition financing according to terms negotiated, or to be negotiated, by the officers of the Company, including under debtor in possession credit facilities or relating to the

use of cash collateral; (ii) 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 agreements; and (iii) to execute and deliver on behalf of the Company appropriate loan agreements, cash collateral agreements, and any ancillary documents or instruments as may be necessary or desirable in connection with such agreements;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers or documents and to take and perform any and all further acts and deeds which he or she deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to engage and retain all assistance by legal counsel, accountants, financial advisors, restructuring advisors, and other professionals in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates, or other documents, and to take such other action as in the judgment of such person shall be or become necessary, proper, and desirable with a view to the successful prosecution of such case;

RESOLVED, that in connection with the Chapter 11 Case, each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized and empowered on behalf of and in the name of the Company, to negotiate, execute, deliver, and perform or cause the performance of any notes, guarantees, security agreements, other agreements, consents, certificates, or instruments as such person considers necessary, appropriate, desirable, or advisable to effectuate borrowings or other financial arrangements, such determination to be evidenced by such execution or taking of such action;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of

the Company, and any such actions heretofore taken by any of them are hereby ratified, confirmed, and approved in all respects to: (i) negotiate, execute, deliver, and/or file any and all of the agreements, documents, and instruments referenced herein, and such other agreements, documents, and instruments and assignments thereof as may be required or as such officers deem appropriate or advisable, or to cause the negotiation, execution, and delivery thereof, in the name and on behalf of the Company, as the case may be, in such form and substance as such officers may approve, together with such changes and amendments to any of the terms and conditions thereof as such officers may approve, with the execution and delivery thereof on behalf of the Company by or at the direction of such officers to constitute evidence of such approval, (ii) negotiate, execute, deliver, and/or file, in the name and on behalf of the Company, any and all agreements, documents, certificates, consents, filings, and applications relating to the resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other action as may be required or as such officers deem appropriate or advisable in connection therewith, and (iii) do such other things as may be required, or as may in their judgment be appropriate or advisable, in order to effectuate fully the resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated hereby;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute such agreements, amendments, consents, or other documents as may be necessary or desirable to effectuate the foregoing;

RESOLVED, that any and all past actions heretofore taken by any Authorized Person of the Company (and such other officers of the Company as any Authorized Person has heretofore designated) in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved; and

RESOLVED, that this written consent may be executed manually, by facsimile or by electronic signature in any number of counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, this Written Consent shall be effective as of the date first written above.


By: LA Real Estate Holding Company LLC, its sole member

By: LA Holdco, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

In re:	)	
	)	Chapter 11
	)	
LOS ANGELES DODGERS LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 11-_____ (____)
	)	
Debtors.	)	Joint Administration Requested
	)	

**CONSOLIDATED LIST OF CREDITORS HOLDING  
40 LARGEST UNSECURED CLAIMS**

Los Angeles Dodgers LLC, Los Angeles Dodgers Holding Company LLC, LA Holdco LLC, LA Real Estate Holding Company LLC, and LA Real Estate LLC, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”),<sup>1</sup> each filed a voluntary petition in this Court for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101, *et seq.* This list of creditors holding the 40 largest unsecured claims (the “Top 40 List”) has been prepared on a consolidated basis, from the Debtors’ books and records as of June 24, 2011. The Top 40 List was prepared in accordance with rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors’ chapter 11 cases. The Top 40 List does not include: (1) persons who come within the definition of an “insider” set forth in 11 U.S.C. 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 40 largest unsecured claims. The information presented in the Top 40 List shall not constitute an admission by, nor is it binding on, the Debtors. The information presented herein, including, without limitation (a) the failure of the Debtors to list any claim as contingent, unliquidated, disputed or subject to a setoff or (b) the listing of any claim as unsecured, does not constitute an admission by the Debtors that the secured lenders listed hold any deficiency claims, nor does it constitute a waiver of the Debtors’ rights to contest the validity, priority, nature, characterization and/or amount of any claim.

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s tax identification number, are: Los Angeles Dodgers LLC (3133), Los Angeles Dodgers Holding Company LLC (4851), LA Holdco LLC (2567), LA Real Estate Holding Company LLC (4850), and LA Real Estate LLC (3029). The mailing address for Los Angeles Dodgers LLC is 1000 Elysian Park Avenue, Los Angeles, CA 90012.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
1	Manny Ramirez	Manny Ramirez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$20,992,086.00
2	Andruw Jones	Andruw Jones c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$11,075,000.00
3	Hiroki Kuroda	Hiroki Kuroda c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$4,483,516.00
4	Rafael Furcal	Rafael Furcal c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,725,275.00
5	Chicago White Sox	Chicago White Sox U.S. Cellular Field 333 West 35th Street Chicago, IL 60616 Phone: (312) 674-1000 Fax: (312) 674-5103	Contract	Contingent	\$3,500,000.00
6	Theodore Lilly	Theodore Lilly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,423,077.00
7	Zach Lee	Zach Lee c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,400,000.00

<sup>2</sup> The Debtors reserve their rights to dispute the claims on this schedule on any basis.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim
8	Kazuhi Ishii	Kazuhi Ishii c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: kisa0017la@yahoo.co.jp	Contract	Contingent	\$3,300,000.00
9	Juan Uribe	Juan Uribe c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,241,758.00
10	Matthew O. Guerrier	Matthew O. Guerrier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,090,659.00
11	Juan Pierre	Juan Pierre c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,050,000.00
12	Marquis Grissom	Marquis Grissom c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$2,719,146.00
13	Jon S. Garland	Jon S. Garland c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$1,211,538.00
14	Levy Restaurants	Levy Restaurants 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1480 Fax: (312) 280-2739	Trade Debt		\$588,322.00
15	Andre E. Ethier	Andre E. Ethier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$559,066.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
16	Jamey Carroll	Jamey Carroll c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$508,791.00
17	Alexander Santana	Alexander Santana c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$499,500.00
18	Jonathon R. Broxton	Jonathon R. Broxton c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$423,077.00
19	Chad Billingsly	Chad Billingsly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$379,258.00
20	Continental Airlines	Continental Airlines - Charter Department 1600 Smith Street. HQSSD Houston, Texas 77002 Phone: (713) 324-250 Fax: (713) 324-2687 Email: corpcomm@coair.com	Trade Debt		\$339,403.00
21	William Casey Blake	William Casey Blake c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$332,418.00
22	Bank of America	Bank of America PO Box 15731 Wilmington, DE 19886-5731 Phone: (704) 386-5681 Fax: (704) 386-6699	Credit Card Debt		\$316,243.00
23	Highmark Blue Shield	Highmark Blue Shield P.O.Box 382146 Pittsburgh, PA 15250 Phone: (800) 345-3806 Fax: (717) 302-3874	Trade Debt		\$315,022.00



Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim
24	James A. Loney	James A. Loney c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$294,643.00
25	KABC-AM Radio 790	KABC-AM Radio 790 Attn: Nancy Calalang-Business Office 3321 South La Cienega Blvd Los Angeles, CA 90016 Phone: (310) 840-4900 Fax: (310) 558-5689	Trade Debt		\$273,321.00
26	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009)	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009) PO Box 53200 Los Angeles, CA 90012-1112 Phone: (213) 473-5901 Fax: (213) 978-1548 Email: Finance.CustomerService@lacity.org	Tax		\$240,563.00
27	Matthew R. Kemp	Matthew R. Kemp c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$216,944.00
28	Rodrigo Barajas	Rodrigo Barajas c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$196,429.00
29	P2 Promo	P2 Promo 132 South Lasky Drive 1st Floor Beverly Hills, CA 90212 Phone: (310) 503-3466	Trade Debt		\$175,326.00
30	Hong-Chih Kuo	Hong-Chih Kuo c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$164,698.00
31	AVM Systems	AVM Systems 1163 Flanders Court Aurora, IL 60502 Phone: (630) 820-9638	Trade Debt		\$160,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
32	Vincent E. Scully	Vincent E. Scully c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$152,778.00
33	Scott McGough	Scott McGough c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$150,300.00
34	Raydel Sanchez	Raydel Sanchez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$125,000.00
35	Vicente D. Padilla	Vicente D. Padilla c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$120,879.00
36	Francisco Villa	Francisco Villa c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$80,000.00
37	Jesus Valdez	Jesus Valdez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
38	Chris O'Brien	Chris O'Brien c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
39	Deloitte Tax LLP	Deloitte Tax LLP P.O. Box 2079 Carol Stream, IL 60132 Phone: (212) 489-1600 Fax: (212) 489-1687	Trade Debt		\$74,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
40	Covington & Burling LLP	Covington & Burling LLP 1201 Pennsylvania Avenue, N.W. Washington, DC 20004 Phone: (202) 662-6000 Fax: (202) 662-6291	Trade Debt		\$73,397.00

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

-----X  
*In re* : Chapter 11  
: :  
LOS ANGELES DODGERS LLC, : Case No. 11- \_\_\_\_\_ ( )  
: :  
Debtor. : Joint Administration Requested  
: :  
-----X

**DECLARATION REGARDING LIST OF CREDITORS  
HOLDING 40 LARGEST UNSECURED CLAIMS**

I, the undersigned authorized officer of Los Angeles Dodgers LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Creditors Holding 40 Largest Unsecured Claims filed herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

**LOS ANGELES DODGERS LLC**

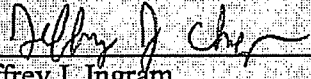
By: Los Angeles Dodgers Holding Company  
LLC, its sole member and manager

By: LA Holdco LLC, its sole member and  
manager

By: LA Partners LLC, its sole member and  
manager

By: The McCourt-Broderick Limited  
Partnership, its sole member and manager

By: The McCourt Company, Inc., its general  
partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----x	
<i>In re</i>	: Chapter 11
LA REAL ESTATE LLC,	: Case No. 11-_____ ( )
Debtor.	: Joint Administration Requested
-----x	

**LIST OF EQUITY SECURITY HOLDERS**

The following lists the equity security holders of LA Real Estate LLC, named as the debtor in this case, as of the date hereof. This list is being filed pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure.

<u>Equity Security Holder</u>	<u>Address</u>	<u>Number &amp; Kind of Interest</u>
LA Real Estate Holding Company LLC	1000 Elysian Park Avenue Los Angeles, California 90012	100% Membership Interest

Dated: June 27, 2011  
Los Angeles, California

**LA REAL ESTATE LLC**


By: LA Real Estate Holding Company LLC, its sole member

By: LA Holdco, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

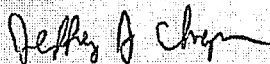
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*In re* : Chapter 11  
LA REAL ESTATE LLC, : Case No. 11-\_\_\_\_ ( )  
Debtor. : Joint Administration Requested  
-----X

**DECLARATION CONCERNING LIST OF EQUITY SECURITY HOLDERS**

I, the undersigned authorized officer of LA Real Estate LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Equity Security Holders of LA Real Estate LLC submitted herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

LA REAL ESTATE LLC

By: LA Real Estate Holding Company LLC, its  
sole member  
By: LA Holdco, its sole member and manager  
By: LA Partners LLC, its sole member and  
manager  
By: The McCourt-Broderick Limited  
Partnership, its sole member and manager  
By: The McCourt Company, Inc., its general  
partner  
By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----x  
*In re* : Chapter 11  
: :  
LA REAL ESTATE LLC, : Case No. 11-\_\_\_\_\_ ( )  
: :  
Debtor. : Joint Administration Requested  
: :  
-----x

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO  
FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007(a)(1) AND 7007.1**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and to enable the Judges to evaluate possible disqualification or recusal, on behalf of LA Real Estate LLC ("RealCo"), the undersigned certifies that the following entities directly or indirectly own 10% or more of any class of RealCo's equity interests:

LA Real Estate Holding Company LLC	The McCourt-Broderick Limited Partnership
LA Holdco LLC	The McCourt Company, Inc.
LA Partners LLC	Frank H. McCourt, Jr.

Dated: June 27, 2011  
Los Angeles, California

LA REAL ESTATE LLC

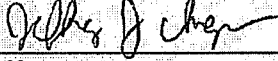
By: LA Real Estate Holding Company LLC, its  
sole member

By: LA Holdco, its sole member and manager

By: LA Partners LLC, its sole member and  
manager

By: The McCourt-Broderick Limited  
Partnership, its sole member and manager

By: The McCourt Company, Inc., its general  
partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----x		
<i>In re</i>	:	<b>Chapter 11</b>
	:	
<b>LA REAL ESTATE LLC,</b>	:	<b>Case No. 11-_____ ( )</b>
	:	
<b>Debtor.</b>	:	<b>Joint Administration Requested</b>
	:	
-----x		

**DECLARATION CONCERNING CORPORATE OWNERSHIP STATEMENT**

I, the undersigned authorized officer of LA Real Estate LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the Corporate Ownership Statement of LA Real Estate LLC submitted herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

LA REAL ESTATE LLC

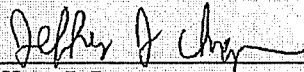
By: LA Real Estate Holding Company LLC, its sole member

By: LA Holdco, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer



UNITED STATES BANKRUPTCY COURT District of Delaware				VOLUNTARY PETITION	
Name of Debtor (if individual, enter Last, First, Middle): LA Real Estate Holding Company LLC			Name of Joint Debtor (Spouse) (Last, First, Middle): N/A		
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): N/A			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): N/A		
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): 25-1914850			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): N/A		
Street Address of Debtor (No. and Street, City, and State): 1000 Elysian Park Avenue Los Angeles, CA <div style="text-align: right;">ZIP CODE 90012</div>			Street Address of Joint Debtor (No. and Street, City, and State): N/A <div style="text-align: right;">ZIP CODE</div>		
County of Residence or of the Principal Place of Business: Los Angeles			County of Residence or of the Principal Place of Business: N/A		
Mailing Address of Debtor (if different from street address): N/A <div style="text-align: right;">ZIP CODE</div>			Mailing Address of Joint Debtor (if different from street address): N/A <div style="text-align: right;">ZIP CODE</div>		
Location of Principal Assets of Business Debtor (if different from street address above): N/A <div style="text-align: right;">ZIP CODE</div>					
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other Holding Company  <input type="checkbox"/> Tax-Exempt Entity (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)</b>  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or house- hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.	
<b>Filing Fee (Check one box.)</b>  <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.			<b>Chapter 11 Debtors</b>  <b>Check one box:</b> <input checked="" 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).  <b>Check if:</b> <input checked="" type="checkbox"/> 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). ----- <b>Check all applicable boxes:</b> <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).		
<b>Statistical/Administrative Information</b>  <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
<b>Estimated Number of Creditors</b> <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000					
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input checked="" type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					
<b>Estimated Liabilities</b> <input checked="" type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion					

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s): <b>LA Real Estate Holding Company LLC</b>	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)</b>			
Location Where Filed: <b>N/A</b>	Case Number: <b>N/A</b>	Date Filed: <b>N/A</b>	
Location Where Filed: <b>N/A</b>	Case Number: <b>N/A</b>	Date Filed: <b>N/A</b>	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)</b>			
Name of Debtor: <b>See Schedule 1</b>	Case Number: <b>Pending</b>	Date Filed: <b>Date Hereof</b>	
District: <b>District of Delaware</b>	Relationship: <b>Affiliates</b>	Judge: <b>Pending</b>	
<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p><input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)</p>	
<b>Exhibit C</b>			
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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition.			
<input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> 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.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> 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.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> 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)			
<input type="checkbox"/> 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			
<input type="checkbox"/> 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.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<p><b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i></p>	<p>Name of Debtor(s): LA Real Estate Holding Company LLC</p>
<b>Signatures</b>	
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct.                  [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.                  [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only one box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p style="text-align: center;"><b>Signature of Attorney*</b></p> <p>X _____ Signature of Attorney for Debtor(s) Robert S. Brady Printed Name of Attorney for Debtor(s) Young Conway Stargatt &amp; Taylor, LLP Firm Name 1000 West Street, 17th Floor P.O. Box 391 Wilmington, DE 19801 Address 302.571.6600 Telephone Number June 27, 2011 Date</p> <p>*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.</p>	<p style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><i>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.</i></p>
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>LA REAL ESTATE HOLDING COMPANY LLC</p> <p>By: LA Holdco, its sole member and manager                  By: LA Partners LLC, its sole member and manager                  By: The McCourt-Broderick Limited Partnership, its sole member and manager                  By: The McCourt Company, Inc., its general partner</p> <p>By: _____ Jeffrey J. Ingram Vice President and Assistant Treasurer Dated: June 27, 2011</p>	

**Schedule 1**

**Pending Bankruptcy Cases in the District of Delaware  
Filed by the Debtor and Affiliates of the Debtor on the Date Hereof**

<b>Name of Debtor:</b> Los Angeles Dodgers LLC	<b>Case No.</b> 11- ( )	<b>Judge:</b> Pending
<b>Name of Debtor:</b> LA Holdco LLC	<b>Case No.</b> 11- ( )	<b>Judge:</b> Pending
<b>Name of Debtor:</b> LA Real Estate Holding Company LLC	<b>Case No.</b> 11- ( )	<b>Judge:</b> Pending
<b>Name of Debtor:</b> LA Real Estate LLC	<b>Case No.</b> 11- ( )	<b>Judge:</b> Pending
<b>Name of Debtor:</b> Los Angeles Dodgers Holding Company LLC	<b>Case No.</b> 11- ( )	<b>Judge:</b> Pending

**WRITTEN CONSENT OF THE SOLE MEMBER  
OF  
LA REAL ESTATE HOLDING COMPANY LLC**

June 27, 2011

The undersigned, being the sole member (the "Member") of LA REAL ESTATE HOLDING COMPANY LLC, a Delaware limited liability company (the "Company"), hereby makes and consents to the following resolutions and waives the receipt of prior notice and any and all other preconditions to the making of these resolutions:

WHEREAS, the Member, after due and careful consideration of the financial situation of the Company and the Company's available alternatives, has determined that it would be desirable and in the best interests of the Company to immediately commence voluntary proceedings under title 11 of the United States Code (the "Bankruptcy Code");

NOW, THEREFORE, BE IT

RESOLVED, that in the judgment of the Member, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

RESOLVED, that the Executive Vice President, Secretary, and any other officers of the Company (each, an "Authorized Person" and, collectively, the "Authorized Persons") are hereby authorized, empowered, and directed, in the name, and on behalf of the Company, to execute and verify petitions, and amendments or exhibits thereto, under chapter 11 of the Bankruptcy Code (the "Chapter 11 Case") and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware at such time or in such other jurisdiction as such Authorized Person executing the same shall determine;

RESOLVED, that the law firm of Dewey & LeBoeuf LLP be and is hereby engaged as attorneys for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP be and is hereby engaged as local counsel for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, (i) to obtain post-petition financing according to terms negotiated, or to be negotiated, by the officers of the Company, including under debtor in possession credit facilities or relating to the

use of cash collateral; (ii) 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 agreements; and (iii) to execute and deliver on behalf of the Company appropriate loan agreements, cash collateral agreements, and any ancillary documents or instruments as may be necessary or desirable in connection with such agreements;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers or documents and to take and perform any and all further acts and deeds which he or she deems necessary, proper, or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to engage and retain all assistance by legal counsel, accountants, financial advisors, restructuring advisors, and other professionals in connection with the Chapter 11 Case, with a view to the successful prosecution of such case;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Person, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates, or other documents, and to take such other action as in the judgment of such person shall be or become necessary, proper, and desirable with a view to the successful prosecution of such case;

RESOLVED, that in connection with the Chapter 11 Case, each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized and empowered on behalf of and in the name of the Company, to negotiate, execute, deliver, and perform or cause the performance of any notes, guarantees, security agreements, other agreements, consents, certificates, or instruments as such person considers necessary, appropriate, desirable, or advisable to effectuate borrowings or other financial arrangements, such determination to be evidenced by such execution or taking of such action;

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of

the Company, and any such actions heretofore taken by any of them are hereby ratified, confirmed, and approved in all respects to: (i) negotiate, execute, deliver, and/or file any and all of the agreements, documents, and instruments referenced herein, and such other agreements, documents, and instruments and assignments thereof as may be required or as such officers deem appropriate or advisable, or to cause the negotiation, execution, and delivery thereof, in the name and on behalf of the Company, as the case may be, in such form and substance as such officers may approve, together with such changes and amendments to any of the terms and conditions thereof as such officers may approve, with the execution and delivery thereof on behalf of the Company by or at the direction of such officers to constitute evidence of such approval, (ii) negotiate, execute, deliver, and/or file, in the name and on behalf of the Company, any and all agreements, documents, certificates, consents, filings, and applications relating to the resolutions adopted and matters ratified or approved herein and the transactions contemplated thereby, and amendments and supplements to any of the foregoing, and to take such other action as may be required or as such officers deem appropriate or advisable in connection therewith, and (iii) do such other things as may be required, or as may in their judgment be appropriate or advisable, in order to effectuate fully the resolutions adopted and matters ratified or approved herein and the consummation of the transactions contemplated hereby;

RESOLVED, that each Authorized Person, and such other officers of the Company as any Authorized Person shall from time to time designate, be, and each hereby is, authorized, empowered, and directed, in the name and on behalf of the Company, to execute such agreements, amendments, consents, or other documents as may be necessary or desirable to effectuate the foregoing;

RESOLVED, that any and all past actions heretofore taken by any Authorized Person of the Company (and such other officers of the Company as any Authorized Person has heretofore designated) in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved; and

RESOLVED, that this written consent may be executed manually, by facsimile or by electronic signature in any number of counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

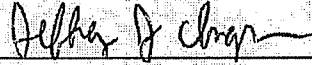
IN WITNESS WHEREOF, this Written Consent shall be effective as of the date first written above.

By: LA Holdco LLC, its sole member

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer



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

In re:	)	
	)	Chapter 11
LOS ANGELES DODGERS LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 11-_____ (____)
	)	
Debtors.	)	Joint Administration Requested
	)	

**CONSOLIDATED LIST OF CREDITORS HOLDING  
40 LARGEST UNSECURED CLAIMS**

Los Angeles Dodgers LLC, Los Angeles Dodgers Holding Company LLC, LA Holdco LLC, LA Real Estate Holding Company LLC, and LA Real Estate LLC, the debtors and debtors in possession in the above-captioned cases (collectively, the “Debtors”),<sup>1</sup> each filed a voluntary petition in this Court for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101, *et seq.* This list of creditors holding the 40 largest unsecured claims (the “Top 40 List”) has been prepared on a consolidated basis, from the Debtors’ books and records as of June 24, 2011. The Top 40 List was prepared in accordance with rule 1007(d) of the Federal Rules of Bankruptcy Procedure for filing in the Debtors’ chapter 11 cases. The Top 40 List does not include: (1) persons who come within the definition of an “insider” set forth in 11 U.S.C. 101(31); or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 40 largest unsecured claims. The information presented in the Top 40 List shall not constitute an admission by, nor is it binding on, the Debtors. The information presented herein, including, without limitation (a) the failure of the Debtors to list any claim as contingent, unliquidated, disputed or subject to a setoff or (b) the listing of any claim as unsecured, does not constitute an admission by the Debtors that the secured lenders listed hold any deficiency claims, nor does it constitute a waiver of the Debtors’ rights to contest the validity, priority, nature, characterization and/or amount of any claim.

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s tax identification number, are: Los Angeles Dodgers LLC (3133), Los Angeles Dodgers Holding Company LLC (4851), LA Holdco LLC (2567), LA Real Estate Holding Company LLC (4850), and LA Real Estate LLC (3029). The mailing address for Los Angeles Dodgers LLC is 1000 Elysian Park Avenue, Los Angeles, CA 90012.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
1	Manny Ramirez	Manny Ramirez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$20,992,086.00
2	Andruw Jones	Andruw Jones c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: scott@borascorp.com	Contract	Contingent	\$11,075,000.00
3	Hiroki Kuroda	Hiroki Kuroda c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$4,483,516.00
4	Rafael Furcal	Rafael Furcal c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,725,275.00
5	Chicago White Sox	Chicago White Sox U.S. Cellular Field 333 West 35th Street Chicago, IL 60616 Phone: (312) 674-1000 Fax: (312) 674-5103	Contract	Contingent	\$3,500,000.00
6	Theodore Lilly	Theodore Lilly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,423,077.00
7	Zach Lee	Zach Lee c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,400,000.00

<sup>2</sup> The Debtors reserve their rights to dispute the claims on this schedule on any basis.

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
8	Kazuhi Ishii	Kazuhi Ishii c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269 Email: kisa0017la@yahoo.co.jp	Contract	Contingent	\$3,300,000.00
9	Juan Uribe	Juan Uribe c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,241,758.00
10	Matthew O. Guerrier	Matthew O. Guerrier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,090,659.00
11	Juan Pierre	Juan Pierre c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$3,050,000.00
12	Marquis Grissom	Marquis Grissom c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$2,719,146.00
13	Jon S. Garland	Jon S. Garland c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$1,211,538.00
14	Levy Restaurants	Levy Restaurants 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1480 Fax: (312) 280-2739	Trade Debt		\$588,322.00
15	Andre E. Ethier	Andre E. Ethier c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$559,066.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim
16	Jamey Carroll	Jamey Carroll c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$508,791.00
17	Alexander Santana	Alexander Santana c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$499,500.00
18	Jonathon R. Broxton	Jonathon R. Broxton c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$423,077.00
19	Chad Billingsly	Chad Billingsly c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$379,258.00
20	Continental Airlines	Continental Airlines - Charter Department 1600 Smith Street. HQSSD Houston, Texas 77002 Phone: (713) 324-250 Fax: (713) 324-2687 Email: corpcomm@coair.com	Trade Debt		\$339,403.00
21	William Casey Blake	William Casey Blake c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$332,418.00
22	Bank of America	Bank of America PO Box 15731 Wilmington, DE 19886-5731 Phone: (704) 386-5681 Fax: (704) 386-6699	Credit Card Debt		\$316,243.00
23	Highmark Blue Shield	Highmark Blue Shield P.O.Box 382146 Pittsburgh, PA 15250 Phone: (800) 345-3806 Fax: (717) 302-3874	Trade Debt		\$315,022.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim
24	James A. Loney	James A. Loney c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$294,643.00
25	KABC-AM Radio 790	KABC-AM Radio 790 Attn: Nancy Calalang-Business Office 3321 South La Cienega Blvd Los Angeles, CA 90016 Phone: (310) 840-4900 Fax: (310) 558-5689	Trade Debt		\$273,321.00
26	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009)	Office of Finance - City of Los Angeles (City Business Tax Audit 2007 - 2009) PO Box 53200 Los Angeles, CA 90012-1112 Phone: (213) 473-5901 Fax: (213) 978-1548 Email: Finance.CustomerService@lacity.org	Tax		\$240,563.00
27	Matthew R. Kemp	Matthew R. Kemp c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$216,944.00
28	Rodrigo Barajas	Rodrigo Barajas c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$196,429.00
29	P2 Promo	P2 Promo 132 South Lasky Drive 1st Floor Beverly Hills, CA 90212 Phone: (310) 503-3466	Trade Debt		\$175,326.00
30	Hong-Chih Kuo	Hong-Chih Kuo c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$164,698.00
31	AVM Systems	AVM Systems 1163 Flanders Court Aurora, IL 60502 Phone: (630) 820-9638	Trade Debt		\$160,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim
32	Vincent E. Scully	Vincent E. Scully c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$152,778.00
33	Scott McGough	Scott McGough c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$150,300.00
34	Raydel Sanchez	Raydel Sanchez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$125,000.00
35	Vicente D. Padilla	Vicente D. Padilla c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$120,879.00
36	Francisco Villa	Francisco Villa c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$80,000.00
37	Jesus Valdez	Jesus Valdez c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
38	Chris O'Brien	Chris O'Brien c/o Los Angeles Dodgers LLC 1000 Elysian Park Avenue Los Angeles, CA 90012 Phone: (323) 224-1500 Fax: (323) 224-1269	Contract	Contingent	\$75,000.00
39	Deloitte Tax LLP	Deloitte Tax LLP P.O. Box 2079 Carol Stream, IL 60132 Phone: (212) 489-1600 Fax: (212) 489-1687	Trade Debt		\$74,000.00

Rank	Name of creditor	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff <sup>2</sup>	Amount of claim
40	Covington & Burling LLP	Covington & Burling LLP 1201 Pennsylvania Avenue, N.W. Washington, DC 20004 Phone: (202) 662-6000 Fax: (202) 662-6291	Trade Debt		\$73,397.00

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

-----x	
<i>In re</i>	: Chapter 11
	: :
LOS ANGELES DODGERS LLC,	: Case No. 11-_____ ( )
	: :
Debtor.	: Joint Administration Requested
	: :
-----x	

**DECLARATION REGARDING LIST OF CREDITORS  
HOLDING 40 LARGEST UNSECURED CLAIMS**

I, the undersigned authorized officer of Los Angeles Dodgers LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Creditors Holding 40 Largest Unsecured Claims filed herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

LOS ANGELES DODGERS LLC

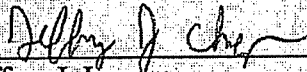
By: Los Angeles Dodgers Holding Company  
LLC, its sole member and manager

By: LA Holdco LLC, its sole member and  
manager

By: LA Partners LLC, its sole member and  
manager

By: The McCourt-Broderick Limited  
Partnership, its sole member and manager

By: The McCourt Company, Inc., its general  
partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer



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

-----	X	
<i>In re</i>	:	<b>Chapter 11</b>
<b>LA REAL ESTATE HOLDING COMPANY LLC,</b>	:	<b>Case No. 11-_____ ( )</b>
<b>Debtor.</b>	:	<b>Joint Administration Requested</b>
-----	X	

**LIST OF EQUITY SECURITY HOLDERS**

The following lists the equity security holders of LA Real Estate Holding Company LLC, named as the debtor in this case, as of the date hereof. This list is being filed pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure.

<u>Equity Security Holder</u>	<u>Address</u>	<u>Number &amp; Kind of Interest</u>
LA Holdco LLC	1000 Elysian Park Avenue. Los Angeles, CA 90012	100% Membership Interest

Dated: June 27, 2011  
Los Angeles, California

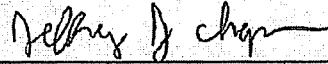
LA REAL ESTATE HOLDING COMPANY LLC

By: LA Holdco, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----	X	
<i>In re</i>	:	<b>Chapter 11</b>
	:	
<b>LA REAL ESTATE HOLDING COMPANY LLC,</b>	:	<b>Case No. 11-_____ ( )</b>
	:	
<b>Debtor.</b>	:	<b>Joint Administration Requested</b>
	:	
-----	X	

**DECLARATION CONCERNING LIST OF EQUITY SECURITY HOLDERS**

I, the undersigned authorized officer of LA Real Estate Holding Company LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the List of Equity Security Holders of LA Real Estate Holding Company LLC submitted herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

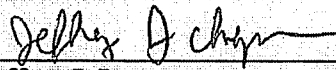
LA REAL ESTATE HOLDING COMPANY LLC

By: LA Holdco, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----X	:	
<i>In re</i>	:	<b>Chapter 11</b>
	:	
<b>LA REAL ESTATE HOLDING COMPANY LLC,</b>	:	<b>Case No. 11-_____ ( )</b>
	:	
<b>Debtor.</b>	:	<b>Joint Administration Requested</b>
	:	
-----X	:	

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO  
FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007(a)(1) AND 7007.1**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure and to enable the Judges to evaluate possible disqualification or recusal, on behalf of LA Real Estate Holding Company LLC ("RealCo Holding"), the undersigned certifies that the following entities directly or indirectly own 10% or more of any class of RealCo Holding's equity interests:

LA Holdco LLC	The McCourt Company, Inc.
LA Partners LLC	Frank H. McCourt, Jr.
The McCourt-Broderick Limited Partnership	

Dated: June 27, 2011  
Los Angeles, California

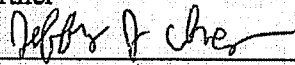
LA REAL ESTATE HOLDING COMPANY LLC

By: LA Holdco, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By:   
\_\_\_\_\_  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer

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

-----X	:	
<i>In re</i>	:	<b>Chapter 11</b>
	:	
<b>LA REAL ESTATE HOLDING COMPANY LLC,</b>	:	<b>Case No. 11-_____ ( )</b>
	:	
<b>Debtor.</b>	:	<b>Joint Administration Requested</b>
	:	
-----X	:	

**DECLARATION CONCERNING CORPORATE OWNERSHIP STATEMENT**

I, the undersigned authorized officer of LA Real Estate Holding Company LLC, named as the debtor in this case, declare under penalty of perjury that I have reviewed the Corporate Ownership Statement of LA Real Estate Holding Company LLC submitted herewith and that it is true and correct to the best of my information and belief.

Dated: June 27, 2011  
Los Angeles, California

LA REAL ESTATE HOLDING COMPANY LLC

By: LA Holdco, its sole member and manager

By: LA Partners LLC, its sole member and manager

By: The McCourt-Broderick Limited Partnership, its sole member and manager

By: The McCourt Company, Inc., its general partner

By: Jeffrey J. Ingram  
Jeffrey J. Ingram  
Vice President and Assistant Treasurer