

B1 (Official Form 1)(04/13)

**United States Bankruptcy Court
Northern District of Texas**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Amarillo Biosciences, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 75-1974352	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 4134 Business Park Drive Amarillo, TX	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 79110	ZIP Code
County of Residence or of the Principal Place of Business: Randall	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code

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

<p>Type of Debtor (Form of Organization) (Check one box)</p> <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.)	<p>Nature of Business (Check one box)</p> <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	<p>Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)</p> <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
<p>Chapter 15 Debtors</p> Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	<p>Tax-Exempt Entity (Check box, if applicable)</p> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	<p>Nature of Debts (Check one box)</p> <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.

<p>Filing Fee (Check one box)</p> <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.	<p>Chapter 11 Debtors</p> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid,
 there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors

<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000

Estimated Assets

<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

Estimated Liabilities

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Amarillo Biosciences, Inc.	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align:center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align:center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p><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?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> 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.)			
<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.			
Information Regarding the Debtor - Venue (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.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (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.) <div style="margin-left: 40px;"> _____ (Name of landlord that obtained judgment) </div> <div style="margin-left: 40px;"> _____ (Address of landlord) </div>			
<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):
Amarillo Biosciences, Inc.

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

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

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

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

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

(Check only one box.)

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

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

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ ROGER S. COX _____
Signature of Attorney for Debtor(s)

ROGER S. COX 04956200 _____
Printed Name of Attorney for Debtor(s)

UNDERWOOD LAW FIRM, PC _____
Firm Name

P.O. Box 9158
Amarillo, TX 79105-9158

Address

Email: roger.cox@uwlaw.com

(806) 242-9651 Fax: (806) 349-9485 _____
Telephone Number

October 31, 2013 _____
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

X _____
Date

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

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

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

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

Signature of Debtor (Corporation/Partnership)

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

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

X /s/ Stephen Chen, Ph.D. _____
Signature of Authorized Individual

Stephen Chen, Ph.D. _____
Printed Name of Authorized Individual

President - CEO - Chairman _____
Title of Authorized Individual

October 31, 2013 _____
Date

B 1A (Official Form 1, Exhibit A) (9/97)

[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]

**United States Bankruptcy Court
Northern District of Texas**

In re **Amarillo Biosciences, Inc.** Debtor(s) Case No. _____ Chapter **11**

EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is **000-20791**.

2. The following financial data is the latest available information and refers to the debtor's condition on **October 31, 2013**.

a. Total assets		\$	<u>131,853.88</u>					
b. Total debts (including debts listed in 2.c., below)		\$	<u>4,842,877.54</u>					
c. Debt securities held by more than 500 holders:				Approximate number of holders:				
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$	<u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock			<u>3,262</u>					<u>1</u>
e. Number of shares common stock			<u>73,291,008</u>					<u>1,980</u>

Comments, if any:

Number of holders of common stock is from a list produced in August, 2012.

3. Brief description of Debtor's business:

Bioscience R&D

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

**Paul Tibbits and Marian Tibbits
Yasushi Chikagami and Akie Chikagami**

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

In Re:

Amarillo Biosciences, Inc.

§
§
§
§
§
§
§

Case No.:

Debtor(s)

VERIFICATION OF MAILING LIST

The Debtor(s) certifies that the attached mailing list (*only one option may be selected per form*):

- is the first mail matrix in this case.
- adds entities not listed on previously filed mailing list(s).
- changes or corrects name(s) and address(es) on previously filed mailing list(s).
- deletes name(s) and address(es) on previously filed mailing list(s).

In accordance with N.D. TX L.B.R. 1007.2, the above named Debtor(s) hereby verifies that the attached list of creditors is true and correct.

Date: October 31, 2013

/s/ Bernard Cohen
Bernard Cohen, Vice President
Signer/Title

Date: October 31, 2013

/s/ ROGER S. COX
Signature of Attorney
ROGER S. COX, 04956200
UNDERWOOD LAW FIRM, PC
P.O. Box 9158
Amarillo, TX 79105-9158
(806) 242-9651 Fax: (806) 349-9485
75-1974352

Debtor's Social Security/Tax ID No.

Joint Debtor's Social Security/Tax ID No.

AFLAC
ATTN: REMITT PROCESS SERV
1932 WYNNTON ROAD
COLUMBUS, GA 31999-0797

AMERICAN STOCK TRANSFER & TRUST CO., LLC
P O Box 12893
Philadelphia, PA 19176-0893

ATMOS ENERGY
P.O. BOX 79073
PHOENIX, AZ 85062-9073

BARNES & THORNBURG
11 SOUTH MERIDIAN STREET
INDIANAPOLIS, IN 46204

BERNARD COHEN
2803 S. TRAVIS ST.
AMARILLO, TX 79109-3523

BLUE CROSS BLUE SHIELD OF TX
HEALTH CARE SERVICE CORP
P.O. BOX 731428
DALLAS, TX 75373-1428

BOARD OF TRUSTEES
UNIVERSITY OF ILLINOIS
809 S. MARSHFIELD AVE
CHICAGO, IL 60612

CHRYSTAL SHELTON
5215 ROYCE DRIVE
AMARILLO, TX 79110

DR. MANFRED W. BEILHARZ
MICROBIO. & IMMUNOL. M502
35 STIRLING HWY
CRAWLEY, PERTH 6009
AUSTRALIA

EDWARD MORRIS
3501 CINDERELLA LN
AMARILLO, TX 79121

EGOFOCUS OHC
JAKOB-JUNG-STR. 6
6421 DARMSTADT
GERMANY

HAPPY STATE BANK
GOLDSTAR PROTECTIVE SERVICES
701 S TAYLOR, LB120
AMARILLO, TX 79101

HAYASHIBARA BIOCHEMICAL LABORATORIES
2-3 SHIMOISHI 1-CHOME
OKAYAMA, 700-0907
JAPAN

JOEL E. MICHALEK, PhD
2634 PEBBLE VALLEY
SAN ANTONIO, TX 78232

JOHNSON & SHELDON, P.C.
P.O. BOX 509
AMARILLO, TX 79105

MARTIN J CUMMINS
2207 GEORGIAN DRIVE
GEORGETOWN, TX 78626

NYU COLLEGE OF DENISTRY
BLUESTONE CTR CLINICAL RES
421 1ST AVE., RM 229
NEW YORK, NY 10010

OFFICE DEPOT CREDIT PLAN
DEPT. 56 - 4203763106
P.O. BOX 689020
DES MOINES, IA 50368-9020

PAUL TIBBITS
2371 BLUE BALL ROAD
RINEYVILLE, KY 40162

PETER MUELLER
3 BUSH COURT
CLINTON, NJ 08809

PRECISION IR, INC
601 MOOREFIELD PARK DR
RICHMOND, VA 23236-3654

PRELUDE DYNAMICS, LLC
4425 MOPAC SOUTH
SUITE 600
AUSTIN, TX 78735

PREMIUM ASSIGNMENT CORPORATION
P.O. BOX 8000
TALLAHASSEE, FL 32314-8000

RDG FILINGS
PO BOX 883213
SAN FRANCISCO, CA 94188-3213

SHARON HOLLINGSWORTH
TAX ASSESSOR/COLLECTOR
P.O. BOX 9514
AMARILLO, TX 79105-9514

STANDARD & POOR'S
2542 COLLECTION CENTER DR.
CHICAGO, IL 60693

SUDDENLINK
PO BOX 660365
DALLAS, TX 75266-0365

TAMU OTC
OFFICE OF TECH. COMMERCIA
1700 RESEARCH PKWY, # 250
COLLEGE STATION, TX 77845

THE REGENTS OF THE UNIV OF CALIFORNIA
UCSF ACCTG OFF/EXTRAMURAL FUND
1855 FOLSOM STREET, ROOM 425
SAN FRANCISCO, CA 94103

THE TRUSTEES OF THE UNIV PENNSYLVANIA
P-221 FRANKLIN BUILDING
3451 WALNUT STREET
PHILADELPHIA, PA 19104-6205

UMDNJ - NEW JERSEY DENTAL SCHOOL
CONTROLLER, GRANTS & CONTRACTS
65 BERGEN ST., ROOM 550
NEWARK, NJ 01701

UNITED STATES TREASURY
INTERNAL REVENUE SERVICE
PO BOX 105078
ATLANTA, GA 30348-5078

UNIV TX HLTH SCIENCE CENTER SAN ANTONIO
OFFICE OF SPONSORED PROGRAMS
7703 FLOYD CURL DRIVE, MSC7828
SAN ANTONIO, TX 78229-3900

UNIVERSITY OF MARYLAND BALTIMORE
ATTN: Dr. Timothy Meiller
P.O. BOX 1773
BALTIMORE, MD 21203-1773

WELLS FARGO BUSINESSLINE
PAYMENT REMITTANCE CENTER
PO BOX 54349
LOS ANGELES, CA 90054-0349

WILD PONY HOLDINGS L.P.
82 ARMSTRONG DRIVE
MUSTANG, OK 73064

WOLTERS KLUWER LAW & BUSINESS
ACCTS RECEIVABLE DEPT
4829 INNOVATION WAY
CHICAGO, IL 60682-0048

XCEL ENERGY
P.O. BOX 9477
MPLS, MN 55484-9477

YANG GROUP
NO. 168, CHING-KUO ROAD
TAOYUAN
TAIWAN

**United States Bankruptcy Court
Northern District of Texas**

In re **Amarillo Biosciences, Inc.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Amarillo Biosciences, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

October 31, 2013

Date

/s/ ROGER S. COX

ROGER S. COX 04956200

Signature of Attorney or Litigant

Counsel for **Amarillo Biosciences, Inc.**

UNDERWOOD LAW FIRM, PC

P.O. Box 9158

Amarillo, TX 79105-9158

(806) 242-9651 Fax:(806) 349-9485

roger.cox@uwlaw.com