FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

Meshington, 30

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

3235-0076 OMB Number:

Expires:

Estimated average burden hours per response.....16.00



Name of Offering (check if this is an amendment and name has changed, and indicate change.)	atter atter state, state, state, atter atter atter.
A	
Filing Under (Check box(es) that apply): Rule 504 Rule 505 Rule 506 Section 4(6)	ULOE
Type of Filing: New Filing Amendment	
A. BASIC IDENTIFICATION DATA	
1. Enter the information requested about the issuer	
Name of Issuer (check if this is an amendment and name has changed, and indicate change.)	
Conga Room Live, LLC	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
5858 Wilshire Boulevard, Suite 301, Los Angeles, CA 90036	(323) 935-0900
Address of Principal Business Operations (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
(if different from Executive Offices)	
Brief Description of Business	
Developing, Owning and Operating a Latin-Theme Nightclub and Restaurant.	
Type of Business Organization	please specify):
Lorent Lo	
Entered Security	ability Company
Month Year	matad
Total of Portugeed Park of Management (O.10)	mated ·
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State CN for Canada; FN for other foreign jurisdiction)	

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

- ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

				A BASIC IDE	NTIF	ICATION DATA				
2. Enter the information re	guested	for the follo	wine					· ·		
- Each promoter of t	he iccuer	if the issu	er ha	s been organized wi	thin t	he past five years;				
• Each promoter or t	ner havir	o the nower	to vo	ote or dispose, or dire	ect the	vote or disposition o	f, 10%	6 or more of	a class	s of equity securities of the issuer.
Bach executive off	icer and	director of	corne	rate issuers and of c	orpoi	ate general and mana	iging	partners of p	artne	rship issuers; and
Each general and n					,					
The state of the s	***************************************	***************************************				Executive Officer	7	Director	Z	General and/or
Check Box(es) that Apply:	[Z] Pi	romoter	M	Beneficial Owner		Executive Officer	(M.)			Managing Partner
Full Name (Last name first, i Gluckstein, Bradley			444,1144				and the second s			
Business or Residence Addre 5858 Wilshire Boulevard	ss (Nu , Suite 3	mber and S 301, Los A	treet, inge	City, State, Zip Co les, CA 90036	de)	•			Andreas de la constitución de la	
Check Box(es) that Apply:	П Р	romoter		Beneficial Owner		Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first,	if individ	lual)			***************************************			And the second s		-
Business or Residence Addre	ess (Nu	imber and S	Street	, City, State, Zip Co	de)		and the second s			
Check Box(es) that Apply:	P	romoter		Beneficial Owner		Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first,	if individ	lual)	0444001×74400000***	gastapana markataka kalikitan tutun sarah sarah sa kalikitar peraka tanga manaman markataka tanga tanga manama				***************************************		
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Full Name (Last name first,	if indivi	dual)							g garage - 1985 per species and 1985 per species an	
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Full Name (Last name first,	if indivi	dual)	***************************************			nd for the state of the state o		And the second s		
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Check Box(es) that Apply:	F	Promoter		Beneficial Owner		Executive Officer		Director		General and/or Managing Partner
Full Name (Last name first,	if indivi	dual)			***********					

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

Business or Residence Address (Number and Street, City, State, Zip Code)

				В. І	NFORMATI	ON ABOU	r offeri	NG .				
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2. What	is the minin	num investr									\$_50,0	00.00
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(Check	"All State	s" or check	individual	States)			************				☐ Al	1 States
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[RI]	[SC]	[SD]	TN	[TX]	<u>[UT]</u>	[VT]	[VA]	[WA]	[WV]	WI	WY	LIN
Full Name	(Last name	first, if ind	ividual)					and the second s				
Business o	r Residence	Address (1	Number an	d Street, C	City, State, 2	Zip Code)			encentration of the second section of the section of the second section of the section of the second section of the section o		***************************************	and the state of t
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States in W	hich Person	Listed Has	s Solicited	or Intends	to Solicit I	Purchasers			- Andreas - Constitution - Constitut	The second secon		
3. Does the offering permit joint ownership of a single unit? 4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, a commission or similar renumeration for selicitation of purchasers in connection with sales of securities in the offering and a proker or be listed as an associated person or agent of a broker or dealer registered with the SIC and/or with a st or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of six a broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual) Business or Residence Address (Number and Street, City, State, Zip Code) Name of Associated Broker or Dealer States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) AL AK AZ AR CA CO CT DE DC FL GA IL IN IA KS KY IA ME MID MA MI MN MI NE NY IN											A	II States
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C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	Aggregate	Amount Already
	Type of Security	Offering Price	Sold
	Debt	\$	\$
	Equity	\$	\$
	Common Preferred		
	Convertible Securities (including warrants)	\$	\$
	Partnership Interests (Membership Interest)		\$ 6,687,600.00
	Other (Specify)		\$
	Total	\$ 9,000,000.00	\$ 6,687,600.00
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	r :	Aggregate
		Number Investors	Dollar Amount of Purchases
	Accredited Investors		€ 6,687,600.00
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)		S
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
	T	Type of	Dollar Amount Sold
	Type of Offering	Security	
	Rule 505		\$
	Regulation A		\$
			\$ 0.00
4	Total	- And - Control of the Control of th	2 0.00
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$
	Printing and Engraving Costs	Z	\$_10,000.00
	Legal Fees		\$ 75,000.00
	Accounting Fees		\$_15,000.00
	Engineering Fees		\$
	Sales Commissions (specify finders' fees separately)		\$
	Other Expenses (identify)	**************************************	\$
	Total		\$ 100,000.00

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	and total expenses furnished in response proceeds to the issuer."	gregate offering price given in response to Part C — Question 1 to Part C — Question 4.a. This difference is the "adjusted gross		8,900,000.00
5.	each of the purposes shown. If the ar	ted gross proceed to the issuer used or proposed to be used for nount for any purpose is not known, furnish an estimate and. The total of the payments listed must equal the adjusted gross onse to Part C — Question 4.b above.		
			Directors, & Affiliates	Payments to Others
	Salaries and fees		<u></u>	- [] \$
	Purchase of real estate		\$	_ [] \$
	Purchase, rental or leasing and install and equipment	ation of machinery	\$	\$ 1,500,000.00
	Construction or leasing of plant build	ings and facilities	\$	S 3,700,000.00
	offering that may be used in eychange	ding the value of securities involved in this for the assets or securities of another	\$	_ [] \$
	Repayment of indebtedness		\$	\$
	Working capital			_ S 1,710,000.00
	Other (specify):		[] \$	\$
			<u></u> \$	\$
			\$ 0.00	\$ 8,910,000.00
	Total Payments Listed (column totals	added)	\$ <u></u> 8	3,910,000.00
		D. FEDERAL SIGNATURE		
sigr	ature constitutes an undertaking by the	signed by the undersigned duly authorized person. If this notice issuer to furnish to the U.S. Securities and Exchange Comm any non-accredited investor pursuant to paragraph (b)(2) of	ission, upon wriu	tule 505, the following ten request of its staff,
Issu	er (Print or Type)	Signature	Date	
Со	nga Room Live, LLC		21/0	50
Nan	ne of Signer (Print or Type)	Title of Signer (Print or Type)		
-	lley Gluckstein	Manager, Conga Room Management, LLC		

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

E. STA		

Is any party described in 17 CFR 230.262 presently subject to any of the disqualification	Yes	No
 provisions of such rule?		X

See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type)	Signature
Conga Room Live, LLC	3(12/09
Name (Print or Type)	Title (Print or Type)
Bradley Gluckstein	Manager, Conga Room Management, LLC

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX 5 Disqualification 2 3 4 1 under State ULOE Type of security and aggregate (if yes, attach Intend to sell explanation of offering price to non-accredited Type of investor and waiver granted) offered in state amount purchased in State investors in State (Part C-Item 2) (Part E-Item 1) (Part C-Item 1) (Part B-Item 1) . Number of Number of Non-Accredited Accredited No Yes State Yes No Investors Amount **Investors** Amount ALΑK AZAR Membership CA17 \$6,687,600. X Interests CO CTDE DC FL GA HIIDILINIA KS KY LA ME MD MA MI MN MS

APPENDIX 2 3 4 1 Disqualification under State ULOE Type of security and aggregate (if yes, attach Intend to sell Type of investor and explanation of offering price to non-accredited waiver granted) amount purchased in State offered in state investors in State (Part E-Item 1) (Part C-Item 2) (Part C-Item 1) (Part B-Item 1) Number of Number of Non-Accredited Accredited Yes No Investors Amount Yes No Investors Amount State .* MO MT NE NV NH NJ NM NY NC ND OHOK OR PA RI SCSD TN TXUT VT VA WA WVWI

	1.000			APPI	ENDIX					
1	Intend to sell to non-accredited investors in State (Part B-Item 1) Type of security and aggregate offering price offered in state (Part C-Item 1)			Type of investor and amount purchased in State (Part C-Item 2)					5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
WY										
PR	E la prima no representa de la composición del l								Application of the property of the control of the c	