

Fill in this information to identify the case:

Debtor 1 Open Sky Media, Inc.
 Debtor 2 (Spouse, if filing) _____
 United States Bankruptcy Court for the: _____ District of Dallas
 Case number 20-31337

RECEIVED
 JUL 14 2020
 BMC GROUP

Official Form 410

Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?
Open Sky Media, Inc.
 Name of the current creditor (the person or entity to be paid for this claim)
 Other names the creditor used with the debtor San Antonio Magazine, Inc.

2. Has this claim been acquired from someone else?
 No
 Yes. From whom? _____

3. Where should notices and payments to the creditor be sent?
 Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

<p>Where should notices to the creditor be sent?</p> <p><u>Hollis Boice</u> Name <u>1712 Rio Grande Street, Suite 100</u> Number Street <u>Austin TX 78701</u> City State ZIP Code Contact phone <u>512-649-4360</u> Contact email <u>hboice@openskymediainc.com</u></p>	<p>Where should payments to the creditor be sent? (if different)</p> <p>_____ Name _____ Number Street _____ City State ZIP Code Contact phone _____ Contact email _____</p>
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Uniform claim identifier for electronic payments in chapter 13 (if you use one):

4. Does this claim amend one already filed?
 No
 Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY

5. Do you know if anyone else has filed a proof of claim for this claim?
 No
 Yes. Who made the earlier filing? _____

GGI HOLDINGS POC



00163

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? No Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: 1 2 5 2

7. How much is the claim? \$ 1,375. Does this amount include interest or other charges? No Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information.
Advertising Services Rendered

9. Is all or part of the claim secured? No Yes. The claim is secured by a lien on property.
Nature of property:
 Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
 Motor vehicle
 Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)
Value of property: \$ _____
Amount of the claim that is secured: \$ _____
Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)
Amount necessary to cure any default as of the date of the petition: \$ _____
Annual Interest Rate (when case was filed) _____ %
 Fixed
 Variable

10. Is this claim based on a lease? No Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? No Yes. Identify the property: _____

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

No

Yes. Check one:

Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Amount entitled to priority

\$ _____

Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ _____

Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

\$ _____

* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 7/2/2020
MM / DD / YYYY

Hollis Boice
Signature

Print the name of the person who is completing and signing this claim:

Name Hollis Danielle Boice
First name Middle name Last name

Title Director of Operations

Company Open Sky Media, Inc.
Identify the corporate service as the company if the authorized agent is a servicer.

Address 1712 Rio Grande Street, Suite 100
Number Street

Austin TX 78701
City State ZIP Code

Contact phone 512-649-4360 Email hboice@openskymedia

inc.com

PROOF OF CLAIM FILING INFORMATION FOR

GGI Holdings, LLC

CASE NO. 20-31318

US BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS DALLAS DIVISION

Debtor Name	Case Number
GGI HOLDINGS, LLC	20-31318-hdh-11
GOLD'S GYM INTERNATIONAL, INC.	20-31319
GOLD'S HOLDING CORP.	20-31320
GOLD'S ALABAMA, LLC	20-31321
GOLD'S GYM FRANCHISING, LLC	20-31322
GOLD'S GYM LICENSING, LLC	20-31323
GOLD'S GYM MERCHANDISING, LLC	20-31324
GOLD'S GYM ROCKIES, LLC	20-31325
GOLD'S LOUISIANA, LLC	20-31326
GOLD'S NORTH CAROLINA, LLC	20-31328
GOLD'S OHIO, LLC	20-31329
GOLD'S OKLAHOMA, LLC	20-31330
GOLD'S SOUTHEAST, LLC	20-31332
GOLD'S ST. LOUIS, LLC	20-31333
GOLD'S TEXAS HOLDINGS GROUP, INC.	20-31337

General Bar Date: September 9, 2020

Bar Date for filing Proofs of Interest: TBD

Governmental Bar Date: December 8, 2020

Administrative Claims Bar Date: TBD

You may file your completed and executed Proof of Claim as follows:

If by regular mail, send to:

BMC Group, Inc.
Attn: GGI Holdings Claims Processing
PO Box 90100
Los Angeles, CA 90009

If by messenger or overnight delivery, send to:

BMC Group, Inc.
Attn: GGI Holdings Claims Processing
3732 West 120th Street
Hawthorne, CA 90250

Once filed, a "Filed" stamped copy of the proof of claim will be returned to the claimant Within three (3) business days of docketing IF the claimant encloses a stamped, self-addressed envelope with a copy of the proof of claim.



200 E. Grayson St., Ste. 107
San Antonio, TX 78215

INVOICE 2020ci-1470

Bill To:

Jordan James
Gold's Gym - San Antonio Market
15759 San Pedro Ave
San Antonio, TX 78232

Client ID: 1252
Client Name: Gold's Gym - San Antonio Market

DATE	INVOICE #	TERMS	SALES REP
1/14/2020	2020ci-1470	Net 30	Maxine Pittman

Product	PO/IO Number	Position	Start Date	End Date	Net	Barter	Amount
SAM Website		Fixed Channel Sponsor	1/1/2020	1/1/2020	\$500.00	0.00	\$500.00
SA From Our Partners Newsletter		Dedicated e-blast (600 x 650)	1/3/2020	1/3/2020	\$750.00	0.00	\$750.00
SA On Newsstands Now Newsletter		Square (295x295)	1/1/2020	1/1/2020	\$500.00	0.00	\$500.00
SA From Our Partners Newsletter		Dedicated e-blast (600 x 650)	1/1/2020	1/1/2020	\$750.00	0.00	\$750.00
SAM Sponsored Content		Sponsored content package	1/1/2020	1/1/2020	\$2,000.00	0.00	\$2,000.00
Barter							\$0.00
Total							\$4,500.00

Total	\$4,500.00
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Customer Account payment posted on 5/18/2020	-750.00
Customer Account payment posted on 5/18/2020	-750.00
Customer Account payment posted on 5/18/2020	-500.00
Customer Account payment posted on 5/18/2020	-1,625.00
Total Due After Payments	\$875

REMIT CHECKS TO:
San Antonio Magazine, Inc.
1712 Rio Grande Street
Suite 100
Austin, TX 78701

PAY ONLINE WITH OUR NEW CUSTOMER PORTAL:
<https://cpgaustin.magazinemanager.com/payonline>

To set up automatic billing to your credit card, send an email to customerservice@sanantoniomag.com and request our credit card form.

For questions regarding this invoice please email customerservice@sanantoniomag.com or call 512-263-9133

Payments received after the due date will be assessed a 1.5% monthly finance charge.

Thank you for your business.



200 E. Grayson St., Ste. 107
San Antonio, TX 78215

INVOICE 2020-60277

Bill To:

Jordan James
Gold's Gym - San Antonio Market
15759 San Pedro Ave
San Antonio, TX 78232

Client ID: 1252
Client Name: Gold's Gym - San Antonio Market

DATE	INVOICE #	TERMS	SALES REP
2/14/2020	2020-60277	Net 30	Maxine Pittman

Product	PO/IO Number	Position	Start Date	End Date	Net	Barter	Amount
SAM Website		Fixed Channel Sponsor	2/1/2020	2/1/2020	\$500.00	0.00	\$500.00
Barter							\$0.00
Total							\$500.00

Total	\$500.00
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REMIT CHECKS TO:
San Antonio Magazine, Inc.
1712 Rio Grande Street
Suite 100
Austin, TX 78701

PAY ONLINE WITH OUR NEW CUSTOMER PORTAL:
<https://cpgaustin.magazinemanager.com/payonline>

To set up automatic billing to your credit card, send an email to customerservice@sanantoniomag.com and request our credit card form.

For questions regarding this invoice please email customerservice@sanantoniomag.com or call 512-263-9133

Payments received after the due date will be assessed a 1.5% monthly finance charge.

Thank you for your business.