

UNITED STATES BANKRUPTCY COURT Western District of Missouri		PROOF OF CLAIM
Name of Debtor: Gas-Mart USA, Inc.	Case Number: 15-41915-abf11	RECEIVED SEP 08 2016 BMC GROUP COURT USE ONLY <input checked="" type="checkbox"/> Check this box if this claim amends a previously filed claim. Court Claim Number: <u>233</u> <i>(If known)</i> Filed on: <u>12/28/2015</u>
NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. § 503.		
Name of Creditor (the person or other entity to whom the debtor owes money or property): SNC JJ Holdings, LLC		
Name and address where notices should be sent: John Cruciani, Husch Blackwell LLP 4801 Main Street, Suite 1000, Kansas City, MO 64112 Telephone number: (816) 983-8000 email: john.cruciani@huschblackwell.com		<input checked="" type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.
Name and address where payment should be sent (if different from above): Telephone number: email:		
1. Amount of Claim as of Date Case Filed: \$ <u>7,102,934.53</u> See attached.		
If all or part of the claim is secured, complete item 4. If all or part of the claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges.		
2. Basis for Claim: <u>See attached.</u> (See instruction #2)		
3. Last four digits of any number by which creditor identifies debtor:	3a. Debtor may have scheduled account as: (See instruction #3a)	3b. Uniform Claim Identifier (optional): (See instruction #3b)
4. Secured Claim (See instruction #4) Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information.		
Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate _____ % <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed)		Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____
5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507 (a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.		
<input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507 (a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Up to \$2,775* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. § 507 (a)(7).	<input type="checkbox"/> Wages, salaries, or commissions (up to \$12,475*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier – 11 U.S.C. § 507 (a)(4). <input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. § 507 (a)(8).	<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5). <input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. § 507 (a)(____). Amount entitled to priority: \$ _____
<i>*Amounts are subject to adjustment on 4/01/16 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</i>		
6. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #6)		

7. Documents: Attached are redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, security agreements, or, in the case of a claim based on an open-end or revolving consumer credit agreement, a statement providing the information required by FRBP 3001(c)(3)(A). If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. If the claim is secured by the debtor's principal residence, the Mortgage Proof of Claim Attachment is being filed with this claim. (See instruction #7, and the definition of "redacted".)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

8. Signature: (See instruction #8)


Check the appropriate box.

☒ I am the creditor. ☐ I am the creditor's authorized agent. ☐ I am the trustee, or the debtor, or their authorized agent. ☐ I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3004.) (See Bankruptcy Rule 3005.)

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

Print Name: Timothy Lavelle
Title: Authorized Signatory
Company: SNC JJ Holdings, LLC
Address and telephone number (if different from notice address above):
Two Greenwich Plaza, First Floor
Greenwich, CT 06830

Telephone number: (203) 542-4214 email: _____



8/29/16
(Date)

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, exceptions to these general rules may apply.

Items to be completed in Proof of Claim form

Court, Name of Debtor, and Case Number:

Fill in the federal judicial district in which the bankruptcy case was filed (for example, Central District of California), the debtor's full name, and the case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to the claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the

claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507 (a).

If any portion of the claim falls into any category shown, check the appropriate box(es) and state the amount entitled to priority. (See Definitions.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

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.

7. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest and documents required by FRBP 3001(c) for claims based on an open-end or revolving consumer credit agreement or secured by a security interest in the debtor's principal residence. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

8. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.

Attachment to Amended Proof of Claim

Summary and Overview of Claim

SNC JJ Holdings, LLC ("SNC") is an unsecured creditor of Debtor Aving-Rice, LLC and an unsecured creditor of Debtor Gas-Mart USA, Inc., by virtue of its deficiency claim following various court-approved sales during the course of these bankruptcy proceedings.

In February, 2012, Aving-Rice, LLC, Gas-Mart USA, Inc., SNC and other non-debtor parties entered into various agreements and loan documents pursuant to which SNC loaned to Aving-Rice, LLC and Gas-Mart USA, Inc. the principal sum of \$5,823,527.91, with such loan being secured by first-priority real estate mortgages on eight separate convenience stores owned by Aving-Rice, LLC, all of which are located in Illinois (the "SNC C-Stores").¹ The SNC C-Stores include the following:

Store #065 – 703 S. Maple, Mulberry Grove, IL 62262
Store #071 – 1302 S. West St., Olney, IL 62450
Store #078 – 1-1 W. Cumberland, St. Emo, IL
Store #084 – 610 E. Main, Carni, IL
Store #089 – 617 W. Broadway, Centralia, IL
Store #092 – 101 E. Fayette, Effingham, IL
Store #093 – 506 E. Elm, Gillespie, IL
Store #096 – 201 N. Park, Rt. 48, Sesser, IL

In 2013, prior to the Petition Date, SNC declared the loans in default and filed various actions in the Circuit Court for the Fourth Judicial Circuit, Effingham County, Illinois, styled *SNC JJ Holdings, LLC v. Aving-Rice, LLC, et al.*, Case No. 13CH21 (consolidated with seven related actions, one for each of the SNC C-Stores).

On March 6, 2015, the Effingham County Circuit Court entered its *Judgment for Foreclosure & Sale* (the "Judgment") that, among other things, found based upon the evidence submitted to that court that the defendants were indebted to SNC in the amount of \$8,395,867.09 as of March 6, 2015, consisting of the principal sum of \$5,823,527.91 and accrued interest of \$2,572,339.18. A copy of the Judgment is attached hereto as Exhibit A.

On June 24, 2015, the Effingham County Circuit Court denied the Debtors' Motion for Reconsideration and directed the sale of the SNC C-Stores at public sale. The sale was to occur on July 29, 2015, but was stayed as a result of the Debtors' bankruptcies. The Debtors have copies of the relevant agreements, the loan documents, the mortgages and the *Judgment for Foreclosure & Sale*, which are voluminous, but available upon reasonable request.

¹ The specific eight SNC C-Stores are set forth in Aving-Rice, LLC's Schedule A filed herein July 31, 2015 [Docket 34, pages 9 and 10 of 392].

Amendment of Claim

SNC amends its proofs of claim to reflect its remaining deficiency claims following the closing of the subject real estate. As such, the proof of claim with respect to Aving Rice, LLC is now an unsecured deficiency claim. The proof of claim with respect to Gas-Mart USA, Inc. remains a general unsecured claim.

Updated Calculation of Claim.

Original proof of claim	\$8,787,652.53
LESS:	
Proceeds From Credit Bid Stores:	
Store #065 – 703 S. Maple, Mulberry Grove, IL 62262	(\$310,000.00)
Store #071 – 1302 S. West St., Olney, IL 62450	(\$100,000.00)
Store #084 – 610 E. Main, Carni, IL	(\$417,001.00)
Store #089 – 617 W. Broadway, Centralia, IL	(\$370,000.00)
Store #093 – 506 E. Elm, Gillespie, IL	(\$200,000.00)
Store #096 – 201 N. Park, Rt. 48, Sesser, IL	<u>(\$350,000.00)</u>
Sub-Total of Credit Bid Stores	(\$1,747,001.00)
Proceeds From Cash Sale Stores:	
Store #078 – 1-1 W. Cumberland, St. Emo, IL	(\$120,000.00)
Store #092 – 101 E. Fayette, Effingham, IL	(\$4,461.00)
Store #060 – 429 Veterans Memorial Hwy, Council Bluffs, IA ²	<u>(\$23,352.00)</u>
Sub-Total of Cash Sale Stores	<u>(\$147,813.00)</u>
ADD:	
SNC's portion of allocated amount, other allocations, taxes and closing costs ³	<u>\$210,096.00</u>
TOTAL AMENDED CLAIM AMOUNT	<u>\$7,102,934.53</u>

² Store 060 was not a part of SNC's collateral base, but the proceeds of Store 060 were split pursuant to an agreement of various secured creditors in the case, as more fully set forth in the Agreed Supplemental Order entered on March 30, 2016, ¶ 23. [Docket No. 727].

³ See Agreed Supplemental Order entered on March 30, 2016, ¶ 24. [Docket No. 727].

Reservation of Rights.

SNC hereby reserves the right to alter, amend, supplement, modify and/or withdraw this Proof of Claim at any and all times. The submission of this Proof of Claim is subject to, not a waiver or release of, and SNC hereby reserves:

1. Any lack of venue or jurisdiction by this Court over this case or any adversary action, contested matter, or other proceeding ("Matter") in this case;
2. Any right to a jury trial in any Matter;
3. Any right to *de novo* review of any non-core Matter;
4. Rights to have an Article III court enter final orders on Matters to full extent provided in Stern v. Marshall;
5. Any right to contest and deny any and all claims, if any, asserted against SNC;
6. Any right to withdrawal of the reference of this case or any matter; and
7. Any other rights, claims, actions, defenses and setoff or recoupment.

IN THE CIRCUIT COURT OF THE FOURTH JUDICIAL CIRCUIT
EFFINGHAM COUNTY, ILLINOIS

FILED

SNC JJ HOLDINGS, LLC,

Plaintiff,

v.

AVING-RICE, LLC; GAS-MART USA,
INC.; MICHAEL L. GEORGE; DAVID J.
GEORGE; MICHAEL L. GEORGE and
DAVID J. GEORGE AS CO-TRUSTEES
OF THE GEORGE IRREVOCABLE
TRUST DATED NOVEMBER 18, 1996;
UNKNOWN OWNERS AND NON-
RECORD CLAIMANTS,

Defendants.

MAR 06 2015

gdl
CLERK OF THE CIRCUIT COURT
FOURTH JUDICIAL CIRCUIT
EFFINGHAM COUNTY, ILLINOIS

No. 13 CH 21

consolidated with 13 CH 55, 13

CH 20, 13 CH 9, 13 CH 31, 13 CH

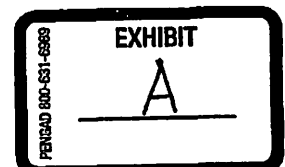
38, 13 CH 20, 13 CH 13

JUDGMENT FOR FORECLOSURE & SALE

This day comes the Plaintiff, authorized to do business in the State of Illinois:

And it appearing to the Court that the Plaintiff commenced this action by filing its Verified Complaints for Foreclosure of Mortgages against the Defendants, Aving-Rice, LLC; Gas-Mart USA, Inc.; Michael L. George; David J. George; Michael L. George and David J. George as co-trustees of the George Irrevocable Trust dated November 18, 1996; and Unknown Owners and Non-Record Claimants; that the affidavits required to make such unknown parties defendants to this action were duly filed and Unknown Owners have been duly and regularly made parties defendant to this action in manner provided by law;

That the persons designated as Unknown Owners include other persons who are interested in this action and who have or claim some right, title, interest or lien in, to or upon the real estate, or some part thereof in this Complaint described as tenants in possession; and in addition other persons who are interested in this action and who have or claim some right, title, interest or lien in, to or upon the real estate, or some part thereof in this Complaint; that the name of each of such other persons interested in this action is unknown to the Plaintiff, and upon diligent inquiry cannot be ascertained, and all such persons are, therefore, made parties defendant to this action by the name and description of Unknown Others.



And the Court having examined the files and records in this cause and having examined the evidence and being fully advised in the premises finds that each of the Defendants in this cause has been duly and properly brought before the court, either through service of Summons or publication, all in manner provided by law; that due and proper notice has been given to each of the Defendants during the progress of this cause, as required by law and that this Court now has jurisdiction over all of the parties to this cause and the subject matter hereof;

And this cause coming to be heard on Motion for Summary Judgment and for Entry of Judgment before the Court, upon the Verified Complaints for Foreclosure of Mortgages, the Exhibits appended thereto, the affidavits, and upon all other pleadings and upon all the files and matters of record herein;

And, due notice having been given to all parties entitled thereto, and the Court being fully advised in the premises, the Court finds as follows:

1. The Mortgages and Note attached to the Verified Complaints are admitted into evidence.

2. All the material allegations of the Verified Complaints are true and proven, and that by virtue of the following Mortgages, and the evidence of indebtedness secured thereby alleged in the Verified Complaints, there is due to the Plaintiff, and it has valid and subsisting liens on the Properties described hereafter as:

13 CH 21: Mortgage recorded in the Effingham County Recorder's Office as Instrument No. 201220121160 in Volume 2812, Page 102 and the evidence of indebtedness secured thereby alleged in the Verified Complaint.

Legal Description:

LOTS 7 AND 8 IN GILLENWATER'S ADDITION TO EFFINGHAM, SITUATED IN THE CITY OF EFFINGHAM, COUNTY OF EFFINGHAM AND STATE OF ILLINOIS, EXCEPT ALL UNDIVIDED INTEREST THE COAL, OIL, GAS AND OTHER MINERALS UNDERLYING SAID PREMISES, WHICH HAVE BEEN HERETOFORE RESERVED OR CONVEYED, TOGETHER WITH THE RIGHT TO MINE AND REMOVE THE SAME.

PROPERTY ADDRESS: 101 E. FAYETTE, EFFINGHAM, ILLINOIS 62401.

PERMANENT REAL ESTATE TAX NUMBER: 03-16-037-011

13 CH 20: Mortgage recorded in the Bond County Recorder's Office as Instrument No. 146472 in GR 966/14 and the evidence of indebtedness secured thereby alleged in the Verified Complaint.

Legal Description:

PART OF THE SOUTHEAST QUARTER OF THE SOUTHWEST QUARTER OF SECTION 36, TOWNSHIP 6 NORTH, RANGE 2 WEST OF THE THIRD PRINCIPAL MERIDIAN, BOND COUNTY, ILLINOIS, DESCRIBED AS FOLLOWS: BEGINNING AT AN IRON PIN AT THE INTERSECTION OF THE WEST LINE OF SAID QUARTER QUARTER SECTION AND THE NORTH RIGHT OF WAY LINE OF U.S. ROUTE 40; THENCE NORTHERLY ALONG SAID WEST LINE HAVING A PLATTED BEARING OF NORTH 00 DEGREES 08 MINUTES 21 SECONDS WEST 260.79 FEET; THEN SOUTH 89 DEGREES 32 MINUTES 56 SECONDS EAST 150.00 FEET TO THE POINT OF BEGINNING OF THE TRACE HEREIN DESCRIBED; THENCE CONTINUING SOUTH 89 DEGREES 32 MINUTES 56 SECONDS EAST 279.27 FEET; THENCE SOUTH 00 DEGREES 01 MINUTES 14 SECONDS WEST 161.57 FEET; THENCE SOUTH 45 DEGREES 42 MINUTES 16 SECONDS WEST 141.44 FEET; THENCE SOUTH 89 DEGREES 33 MINUTES 33 SECONDS WEST 117.73 FEET; THENCE NORTH 13 DEGREES 04 MINUTES 02 SECONDS WEST 268.17 FEET TO THE POINT OF BEGINNING;

PROPERTY ADDRESS: 703 S. MAPLE, MULBERRY GROVE, ILLINOIS 62262

PERMANENT REAL ESTATE TAX NUMBER: 03-07-36-307-012

13 CH 31: Mortgage recorded in the Clinton County Recorder's Office as Instrument No. 2012R01411 and the evidence of indebtedness secured thereby alleged in the Verified Complaint.

Legal Description:

TRACT I:

LOT NUMBER FIFTEEN (15) IN BLOCK NUMBER TWO (2) IN PULLEN AND HAMM'S BOULEVARD ADDITION TO THE CITY OF CENTRALIA, CLINTON COUNTY, ILLINOIS.

EXCEPT THE COAL, OIL, GAS AND OTHER MINERALS UNDERLYING

TRACT II:

ALL OF LOT 16 IN BLOCK 2 OF PULLEN AND HAMM'S BOULEVARD ADDITION TO THE CITY OF CENTRALIA CLINTON COUNTY, ILLINOIS, MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT AN IRON PIN AT THE INTERSECTION OF THE EAST LINE OF PULLEN BOULEVARD AND THE SOUTH LINE OF BROADWAY, BEING 280 FEET SOUTHERLY OF A RECORDED IRON PIN AT THE SOUTHWEST CORNER OF LOT 9 OF C.C. BEECHAM'S SUBDIVISION OF PART OF BLOCK 1 OF MARY A. KERR'S SUBDIVISION IN THE CITY OF CENTRALIA, ILLINOIS; THENCE SOUTHERLY ALONG THE SAID EAST LINE OF PULLEN BOULEVARD A DISTANCE OF 80 FEET; THENCE EASTERLY, SOUTHERLY, OF AN PARALLEL WITH SAID SOUTH LINE OF BROADWAY A DISTANCE OF 150 FEET TO AN EXISTING IRON PIN; THENCE NORTHERLY, EASTERLY OF AND PARALLEL

WITH THE SAID EAST LINE OF PULLEN BOULEVARD A DISTANCE OF 80 FEET TO AN IRON PIN ON THE SOUTH LINE OF BROADWAY; THENCE WESTERLY ALONG SAID SOUTH LINE OF BROADWAY A DISTANCE OF 150 FEET TO THE POINT OF BEGINNING, TOGETHER WITH ALL RIGHTS, REVERSIONARY OR OTHERWISE, IN AND TO THE ABUTTING STREET, BOULEVARD AND ALLEY.

EXCEPT THE COAL, OIL, GAS AND OTHER MINERALS UNDERLYING

PROPERTY ADDRESS: 617 W. BROADWAY, CENTRALIA, ILLINOIS 62801.

PERMANENT REAL ESTATE TAX NUMBER: 15-14-13-255-022

13 CH 20: Mortgage recorded in the Fayette County Recorder's Office as Instrument No. 120731 in GR 1960/88 and the evidence of indebtedness secured thereby alleged in the Verified Complaint.

Legal Description:

A TRACT OF LAND IN THE SOUTH 1/2 OF THE NORTHEAST 1/4 OF SECTION 27, TOWNSHIP 7 NORTH, RANGE 3 EAST OF THE THIRD PRINCIPAL MERIDIAN, LOCATED AT THE SOUTHWEST INTERSECTION OF U.S. HIGHWAY #40 AND THE PUBLIC ROAD, OR MAIN STREET, OF ST. ELMO, ILLINOIS, EXTENDING BEGINNING AT SAID POINT OF INTERSECTION AND RUNNING THENCE SOUTHWEST ALONG THE SOUTHERLY LINE OF U.S. HIGHWAY #40 A DISTANCE OF 154 FEET, THENCE SOUTH FOR A DISTANCE OF 80 FEET, THENCE EAST 50 FEET TO A POINT, THENCE NORTHEAST ON A LINE PARALLEL TO THE SOUTHERLY LINE OF U.S. HIGHWAY #40 A DISTANCE OF 100 FEET TO THE WEST LINE OF THE PUBLIC ROAD, OR MAIN STREET EXTENDED, THENCE NORTH ALONG THE WEST LINE OF SAID PUBLIC ROAD, OR MAIN STREET EXTENDED, A DISTANCE OF 100 FEET TO THE PLACE OF BEGINNING, SITUATED IN FAYETTE COUNTY, ILLINOIS.

PROPERTY ADDRESS: 101 W. CUMBERLAND ST., ELMO, ILLINOIS 62458.

PERMANENT REAL ESTATE TAX NUMBER: 01-12-27-258-019

13 CH 38: Mortgage recorded in the Franklin County Recorder's Office as Document No. 2012-0998 and the evidence of indebtedness secured thereby alleged in the Verified Complaint.

Legal Description:

LOTS TEN (10), ELEVEN (11) AND TWELVE (12) IN BLOCK ONE (1) IN THE SECOND (2ND) ELLIOTT ADDITION TO SESSER, EXCEPTING THE COAL, OIL, GAS AND OTHER MINERALS UNDERLYING THE SAME AND ALL RIGHTS AND EASEMENTS IN FAVOR OF THE OWNER OF THE MINERAL ESTATE OR OF ANY PARTY CLAIMING BY, THROUGH OR UNDER SAID ESTATE, SITUATED IN FRANKLIN COUNTY, ILLINOIS.

PROPERTY ADDRESS: 201 N. PARK RT. 148, SESSER, ILLINOIS 62884.

PERMANENT REAL ESTATE TAX NUMBER: 01-13-113-010

13 CH 55: Mortgage recorded in the Macoupin County Recorder's Office as Document No. 517757 and the evidence of indebtedness secured thereby alleged in the Verified Complaint.

Legal Description:

A PART OF BLOCK 11 OF P.C. HUGGIN'S ADDITION TO THE CITY OF GILLESPIE, MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT THE NORTHEAST CORNER OF SAID BLOCK 11, BEING A POINT ON THE TOWNSHIP LINE, RUNNING THENCE SOUTH 00 DEGREES 47 MINUTES 22 SECONDS EAST ALONG THE SAID TOWNSHIP LINE FOR 202.32 FEET; THENCE SOUTH 51 DEGREES 28 MINUTES 26 SECONDS WEST FOR 86.91 FEET; THENCE NORTH 38 DEGREES 44 MINUTES 06 SECONDS WEST FOR 160.00 FEET TO THE SOUTH LINE OF ELM STREET; THENCE NORTH 51 DEGREES 28 MINUTES 26 SECONDS EAST ALONG THE SOUTH LINE OF ELM STREET FOR 209.24 FEET TO THE POINT OF BEGINNING, WITH A PORTION OF SAID PROPERTY DEDICATED FOR FEDERAL AID ROUTE 38 AND A PORTION OF THE EAST SIDE USED FOR PUBLIC ROADWAY, ALSO A PORTION OF THE SOUTH SIDE USED FOR AN ALLEY, LOCATED IN MACOUPIN COUNTY, ILLINOIS.

ADDRESS: 506 E. ELM, GILLESPIE, ILLINOIS 62033.

PERMANENT REAL ESTATE TAX NUMBER: 10-001-320-00

13 CH 9: Mortgage recorded in the White County Recorder's Office as Document No. 12-072 in Book 2012, Page 2987 and the evidence of indebtedness secured thereby alleged in the Verified Complaint.

Legal Description:

TRACT I:

LOT NUMBER SIXTEEN (16), IN EAST CARMI, CITY OF CARMI, WHITE COUNTY, ILLINOIS, AS SHOWN BY PLAT BOOK "L" OF DEEDS, AT PAGE 464-465, IN THE OFFICE OF THE RECORDER OF WHITE COUNTY, ILLINOIS EXCEPT A PART THEREOF DESCRIBED AS FOLLOWS: PART OF LOT NUMBER SIXTEEN (16) AND FIFTY FEET IN REGULAR FORM OFF THE NORTHEASTERLY SIDE OF LOT NUMBER TWENTY-FIVE (25) IN EAST CARMI, CITY OF CARMI, WHITE COUNTY, ILLINOIS, MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT AN IRON PIPE AT THE SOUTHWEST CORNER OF LOT SIX (6) IN EAST CARMI, CITY OF CARMI, WHITE COUNTY, ILLINOIS; THENCE SOUTH 37 DEGREES 42 MINUTES 42 SECONDS EAST (ASSUMED BEARING) 80.00 FEET; THENCE SOUTH 51 DEGREES 58 MINUTES 54 SECONDS WEST 66 00 FEET TO THE POINT OF BEGINNING AT THE NORTHEAST CORNER OF LOT SIXTEEN (16) IN EAST CARMI; THENCE SOUTH 37 DEGREES 43 MINUTES 25 SECONDS EAST 20 00 FEET ALONG THE EASTERLY

LINE OF SAID LOT SIXTEEN (16); THENCE NORTH 82 DEGREES 52 MINUTES 15 SECONDS WEST 28.21 FEET TO THE NORTHERLY LINE OF SAID LOT SIXTEEN (16); THENCE 51 DEGREES 58 MINUTES 54 SECONDS EAST 20.00 FEET ALONG SAID NORTHERLY LINE TO THE POINT OF BEGINNING, SITUATED IN THE COUNTY OF WHITE, STATE OF ILLINOIS.

TRACT II:

LOTS NUMBER TWENTY-FIVE (25), THIRTY-TWO (32) AND FORTY-ONE (41), IN EAST CARMI, CITY OF CARMI, WHITE COUNTY, ILLINOIS, AS SHOWN BY PLAT IN BOOK "L" OF DEEDS, AT PAGES 464-465, IN THE OFFICE OF THE RECORDER OF WHITE COUNTY, ILLINOIS.

EXCEPT ANY INTEREST IN THE COAL, OIL, GAS AND OTHER MINERALS UNDERLYING THE LAND WHICH HAVE BEEN HERETOFORE CONVEYED OR RESERVED IN PRIOR CONVEYANCES, AND ALL RIGHTS AND EASEMENTS IN FAVOR OF THE ESTATE OF SAID COAL, OIL, GAS AND OTHER MINERALS, IF ANY.

ADDRESS: 610 E. MAIN, CARMI, ILLINOIS 62821.

PERMANENT REAL ESTATE TAX NUMBER: 13-13-283-001; 13-13-283-0003; 13-13-283-002; 13-13-283-004

13 CH 13: Mortgage originally recorded in the Richland County Recorder's Office in Book 2012 Pages 1955-1973, and then re-recorded on May 2, 2013 in the Richland County Recorder's Office in Book 2013 Pages 4269-4289 and the evidence of indebtedness secured thereby alleged in the Verified Complaint.

Legal Description:

THE SOUTH HALF OF LOT 118, AND ALL OF LOTS 119 AND 120 IN JOHN WOLF'S ADDITION TO THE TOWN, NOW CITY OF OLNEY. ALSO ALL THAT PART OF THE PARCEL OF LAND LYING BETWEEN THE WEST RIGHT OF WAY LINE OF S.B.I. ROUTE 130 AS RELOCATED BY ACT OF THE 74TH GENERAL ASSEMBLY OF ILLINOIS, APPROVED AND CERTIFIED JUNE 15, 1965, FILED JULY 2, 1965, AND RECORDED IN MISCELLANEOUS RECORD BOOK P, PAGE 567, AND THE EAST LINE OF THE SOUTH HALF OF LOT 118 AND LOT 119 AND LOT 120 IN JOHN WOLF'S ADDITION TO THE TOWN, NOW CITY OF OLNEY, ILLINOIS. SAID PARCEL BEING HEREIN CONVEYED, THIS PARCEL BEING LOCATED IN THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 4 AND THE SOUTHWEST QUARTER OF THE SOUTHWEST QUARTER OF SECTION THREE (3), TOWNSHIP THREE (3), RANGE TEN (10) EAST OF THE THIRD PRINCIPAL MERIDIAN.

ALSO, INCLUDING THE EAST HALF OF THE ALLEY ABUTTING THE WEST SIDE OF THESE PREMISES AS VACATED BY ORDINANCE NO. 66-7, BY THE CITY COUNCIL OF THE CITY OF OLNEY, COUNTY OF RICHLAND, STATE OF ILLINOIS, DATED APRIL 7, 1966, INTRODUCED APRIL 7, 1966, PASSED APRIL 7, 1966, PUBLISHED APRIL 12, 1966 AND RECORDED APRIL 13, 1966 IN MISCELLANEOUS RECORD Q,

PAGE 187, IN THE OFFICE OF THE RECORDER OF RICHLAND COUNTY, ILLINOIS.

EXCEPT ANY INTEREST IN THE COAL, OIL, GAS AND OTHER MINERALS UNDERLYING THE LAND WHICH HAVE BEEN HERETOFORE CONVEYED OR RESERVED IN PRIOR CONVEYANCES, AND ALL RIGHTS AND EASEMENTS IN FAVOR OF THE ESTATE OF SAID COAL, OIL, GAS AND OTHER MINERALS, IF ANY.

SITUATED IN THE COUNTY OF RICHLAND AND STATE OF ILLINOIS.

PROPERTY ADDRESS: 1301 SOUTHWEST ST., OLNEY, ILLINOIS

PERMANENT REAL ESTATE TAX NUMBER: 11-04-402-120

3. Based on the evidence submitted to this Court, Defendants are indebted to Plaintiff in the following amounts:

Principal Balance	\$ 5,823,527.91
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Accrued Interest (March 6, 2015 @ \$3,256.20 per day)	\$ 2,572,339.18
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TOTAL	\$ 8,395,867.09
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4. That in said Mortgages, Guaranties, and Notes it is provided that Plaintiff is entitled to reasonable attorneys' fees and costs; that the above amount is exclusive of legal fees, and that ^{the amount of} reasonable attorneys' fees and costs here ~~hereby~~ awarded in the amount of \$ *shall be reserved pending further proceedings.*

5. The rights and interest of all the other parties to this cause in and to the property herein described are inferior to the lien of the Plaintiff heretofore mentioned.

6. That the Subject Properties are not residential as defined in 735 ILCS 5/15-1219 of the Illinois Compiled Statutes.

7. That, prior to this date, the Mortgagors (a) have been served with summons or by publication, and (b) have otherwise submitted to the jurisdiction of this court, and the redemption period has been waived pursuant to section 3.8 of the Mortgages.

IT IS THEREFORE ORDERED AND ADJUDGED that Judgment for Foreclosure and Sale is granted in favor of Plaintiff.

IT IS FURTHER ORDERED AND ADJUDGED that the Defendants and all persons claiming under them, or any of them since the commencement of this suit,

be forever barred, foreclosed of and from all rights and equity of redemption or claim or, in and to said premises and any part thereof.

IT IS THEREFORE ORDERED AND ADJUDGED that the real estate hereinabove described, together with all improvements thereon and appurtenances belonging thereto or so much thereof as may be necessary to pay the amounts found due and which may be sold separately without material injury to the parties in interest, be sold at public venue in the appropriate counties, to the highest and best bidder for cash by the authorized selling officer ("Selling Officer").

IT IS FURTHER ORDERED AND ADJUDGED that the Plaintiff, or Plaintiffs agent, give public notice of the time, place and terms of said sales by publishing the same at least once in each week for three consecutive calendar weeks (Sunday through Saturday), the first such notice to be published not more than forty-five days prior to the sale and the last such notice to be published not less than seven days prior to the sale; that said notice shall be by an advertisement in a newspaper circulated to the general public in the County in which the real estate is located, in the section where legal notices are commonly placed and by a separate advertisement, which may be in the same newspaper, in the section where real estate, other than real estate being sold in a legal proceeding, is commonly advertised to the public. Provided, however, that where said newspaper does not have separate legal and real estate sections, a single advertisement shall be sufficient; that said sales may be adjourned from time to time at the discretion of the Plaintiff provided, however, that if the adjourned sale date is to occur less than sixty (60) days after the last scheduled sale, notice of any adjourned sale need not be published; and notice to the parties need only be given once, not less than 5 days prior to the day of the adjourned sale; that the Plaintiff or any of the parties to this cause may become the purchaser or purchasers at such sale; that upon such a sale being made, said Selling Officer shall execute and deliver to the purchaser or purchasers a certificate or certificates of sale and record a duplicate thereof as required by law.

IT IS FURTHER ORDERED AND ADJUDGED that the Selling Officer upon holding such sale, shall with all convenient speed report the same to the court for its approval and confirmation, and he shall likewise report the distribution of the proceeds of each sale and his acts and doings in connection therewith; that out of the proceeds of each sale, he shall make distribution in the following order or priority:

- (a) For his fees, disbursements and commissions on such sale;
- (b) To the Plaintiff, the sum of the aggregate sums set forth in Paragraph 3 of this Judgment with interest thereon at the lawful rate, together with all costs taxed herein; and

IT IS FURTHER ORDERED AND ADJUDGED that the Selling Officer take receipts from the respective parties to whom he may have made payment as aforesaid, and file the same with his report of sale and distribution in this Court; that, if after the payments of all the foregoing items, there shall be a remainder, he hold the surplus subject to the further order of this court, and that if there be not sufficient funds to pay in full the amounts found due herein, he specify the amount of deficiency in his report of sale; and further, that said deficiency stand either as a lien and apply against the rents, issues and profits accruing from said premises, or as a personal deficiency against the defendants so specified in this Court's order approving the report of sale and distribution.

IT IS FURTHER ORDERED AND ADJUDGED that upon confirmation of the sale by the Court and upon production to the Selling Officer of said certificate or certificates of sale by the legal holder thereof, the Selling Officer or other appropriate party shall execute and deliver to the legal holder of said certificate or certificates of sale a good and sufficient deed of conveyance of said premises; and after the 30th day after the Judicial sale is confirmed, the grantee or grantees in such deed or his or her legal representative or assigns be let into possession of said premises, and that any of the parties to this cause who shall be in possession of said premises or any portion thereof, or any person who may have come into such possession under them, or any of them, since the commencement of this suit shall, upon the production of said Selling Officer's deed of conveyance surrender possession of said premises to said grantee or grantees, his or her representatives or assigns, without notice to any party or further order of this Court, and in default of so doing, a writ of assistance shall issue.

DATED: 3/6/15

ENTER: *James J. Egan*

Judge

Order prepared by:
Holland & Knight LLP
131 S. Dearborn St., 30th Floor
Chicago, Illinois 60603
Tel: (312) 263-8600

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HUSCH BLACKWELL

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susan.williams@huschblackwell.com

August 29, 2016

VIA FEDERAL EXPRESS

BMC Group, Inc.
Attn: Gas-Mart USA, Inc. Claims Processing
300 N. Continental Blvd., #570
El Segundo, CA 90245

Re: Gas-Mart USA, Inc., Case No. 15-41915
Aving Rice, LLC, Case No. 15-41917
Our File: 525953-1

Dear Clerk:

Enclosed please find an original and two (2) copies of two (2) separate Amended Proofs of Claim to be filed on behalf of SNC JJ Holdings LLC in each of the above-referenced cases. Please file the enclosed original Amended Proofs of Claim and return file-stamped copies to me in the self-addressed, stamped envelope provided.

Thank you for your assistance in this matter. Please contact me at (816) 329-4794 with any questions.

Sincerely,



Susan A. Williams
Paralegal to John J. Cruciani

/sw
Enclosures