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Fill in this information to identify the case:

Debtor 1 Gold's Holding Corp.

Debtor 2 _____
(Spouse, if filing)

United States Bankruptcy Court for the: Northern District of Texas

Case number 20-31320

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?	<u>W.W. Grainger, Inc.</u> Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	☒ No ☐ Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent? <u>W.W. Grainger, Inc.</u> Name <u>401 South Wright Road W4W.R47</u> Number Street <u>Janesville</u> <u>WI</u> <u>53546</u> City State ZIP Code Contact phone <u>608-898-5354</u> Contact email <u>Marcia.Heck@grainger.com</u>	Where should payments to the creditor be sent? (if different) Name _____ Number Street _____ City State ZIP Code _____ Contact phone _____ Contact email _____
	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



00135

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: 6 0 6 4

7. How much is the claim? \$ 39,635.08 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.

Goods Sold- (See Statement)

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:

Amount entitled to priority

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

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

\$ _____

☐ 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).

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

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.

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.

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.

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 07/01/2020
MM / DD / YYYY

Marcia Heck
Signature

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

Name	<u>Marcia Heck</u>		
	First name	Middle name	Last name
Title	<u>Special Collection Associate</u>		
Company	<u>W.W. Grainger, Inc.</u>		
	Identify the corporate servicer as the company if the authorized agent is a servicer.		
Address	<u>401 S. Wright Rd.</u>		
	Number	Street	
	<u>Janesville</u>	<u>WI</u>	<u>53546</u>
	City	State	ZIP Code
Contact phone	<u>608-898-5354</u>	Email	<u>Marcia.Heck@grainger.com</u>



W.W. Grainger, Inc
401 S. Wright Road
Janesville, WI 53546

PREPETITION STATEMENT

GOLD'S GYM INTERNATIONAL
1602 BABCOCK RD
SAN ANTONIO TX 78229-4745

Account	Invoice	Date	PO Number	Amount	Sold To
885876064	9356260647	11/14/19	WEB-228680	\$39.77	848588638
885876064	9369178562	11/26/19	PM-130210	\$391.66	848588638
885876064	9372536046	12/03/19	PM-130210	\$109.39	848588638
				<u>\$540.82</u>	

GOLDS GYM
8335 WESTCHESTER DR, STE A
DALLAS TX 75225-5718

Account	Invoice	Date	PO Number	Amount	Sold To
885876064	9244178548	07/25/19	WEB-218238	\$17.89	885876064
885876064	9249304552	07/31/19	WEB219763	\$168.72	885876064
885876064	9255715253	08/07/19	WEB-212043	\$9.13	885876064
885876064	9264161317	08/15/19	WEB-220000	\$192.55	885876064
885876064	9264161325	08/15/19	WEB-220000	\$2.27	885876064
885876064	9266491332	08/19/19	WEB-212043	\$3.60	885876064
885876064	9267478452	08/19/19	GUS CANTU	\$20.78	885876064
885876064	9268316677	08/20/19	WEB-218491	\$69.20	885876064
885876064	9271034390	08/22/19	WEB210786	(\$84.84)	885876064
885876064	9275484260	08/27/19	WEB221912	\$30.31	885876064
885876064	9280927527	09/03/19	WEB-222596	\$24.32	885876064
885876064	9101799550	09/17/19	WEB-199913	(\$214.99)	885876064
885876064	9299208570	09/20/19	PM-128788	\$500.72	885876064
885876064	9304247019	09/25/19	WEB-224699	(\$103.18)	885876064
885876064	9302427233	09/24/19	PM-128789	\$139.42	885876064
885876064	9302503090	09/24/19	WEB-222839	\$12.47	885876064
885876064	9304808273	09/25/19	WEB-224344	\$274.31	885876064
885876064	9305051055	09/25/19	PM-129552	\$536.49	885876064
885876064	9305051063	09/25/19	PM-128785	\$427.51	885876064
885876064	9305126063	09/26/19	WEB-222748	\$383.72	885876064
885876064	9305126071	09/26/19	WEB-224998	\$135.15	885876064
885876064	9305318983	09/26/19	WEB225173	\$231.39	885876064

885876064	9305746050	09/26/19	PM-128792	\$27.76	885876064
885876064	9306020752	09/26/19	WEB225216	\$200.96	885876064
885876064	9306779597	09/27/19	WEB-225342	\$157.40	885876064
885876064	9306980799	09/27/19	WEB-225314	\$36.22	885876064
885876064	9307040502	09/27/19	WEB-224172	\$198.29	885876064
885876064	9307040510	09/27/19	WEB-225342	\$92.57	885876064
885876064	9307356197	09/27/19	WEB-225405	\$216.50	885876064
885876064	9307364118	09/27/19	WEB-225313	\$80.11	885876064
885876064	9307372129	09/27/19	PM-129371	\$73.99	885876064
885876064	9308625624	09/30/19	WEB-225518	\$193.63	885876064
885876064	9308625632	09/30/19	CAP-100671	\$325.92	885876064
885876064	9308946434	09/30/19	WEB-225331	\$124.16	885876064
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885876064	9309818269	10/01/19	WEB-225627	\$296.69	885876064
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885876064	9334558039	10/24/19	WEB228239	\$15.77	885876064
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885876064	9337457072	10/28/19	WEB228602	\$37.68	885876064
885876064	9337672175	10/28/19	WEB-227322	\$86.24	885876064
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885876064	9341066885	10/31/19	WEB228760	\$426.05	885876064
885876064	9346558142	11/06/19	WEB-228071	\$193.61	885876064
885876064	9357796334	11/15/19	WEB-230531	\$69.22	885876064
885876064	9360192521	11/18/19	PM-130211	\$493.11	885876064
885876064	9373525162	12/03/19	WEB-231653	\$69.82	885876064
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885876064	9376292158	12/05/19	8016204	\$37.11	885876064
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885876064	9380367335	12/09/19	PM-130827	\$442.96	885876064
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885876064	9393523791	12/23/19	8016786	\$221.56	885876064
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885876064	9435107546	02/06/20	WEB-238244	\$372.40	885876064
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885876064	9446542731	02/17/20	WEB-239287	\$149.91	885876064
			REDPASS		
885876064	9446911423	02/18/20	PLUS	\$129.00	885876064
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885876064	9451627005	02/21/20	WEB240399	\$18.78	885876064
885876064	9452767586	02/24/20	WEB-240503	\$94.01	885876064
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885876064	9454385551	02/25/20	PM-134140	\$329.07	885876064
885876064	9454663791	02/25/20	WEB-240725	\$456.15	885876064
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885876064	9455426875	02/25/20	WEB-240776	\$418.50	885876064
885876064	9455542143	02/25/20	WEB-240749	\$53.37	885876064
885876064	9455566530	02/25/20	WEB-240764	\$176.12	885876064
885876064	9455574500	02/25/20	WEB-240778	\$438.00	885876064
885876064	9456116426	02/26/20	WEB-240833	\$467.24	885876064
885876064	9456116434	02/26/20	WEB-240835	\$437.07	885876064
885876064	9456410266	02/26/20	WEB-240841	\$453.87	885876064
885876064	9456413757	02/26/20	8018865	\$183.37	885876064
885876064	9456413765	02/26/20	WEB-240878	\$98.07	885876064
885876064	9456513044	02/26/20	WEB-240912	\$298.19	885876064
885876064	9456719898	02/26/20	WEB-240799	\$64.93	885876064
885876064	9457260181	02/26/20	PM-134403	\$273.68	885876064
885876064	9457794676	02/27/20	WEB-240998	\$453.46	885876064
885876064	9457962562	02/27/20	WEB240991	\$276.56	885876064
885876064	9458045227	02/27/20	WEB-241031	\$178.51	885876064
885876064	9458045235	02/27/20	WEB-241071	\$54.36	885876064
885876064	9458045243	02/27/20	WEB-240979	\$59.30	885876064
885876064	9458045250	02/27/20	WEB-240979	\$65.87	885876064
885876064	9458306520	02/27/20	WEB-240586	\$38.06	885876064
885876064	9458306538	02/27/20	WEB-240997	\$228.29	885876064
885876064	9458306546	02/27/20	WEB-240912	\$32.26	885876064
885876064	9458361483	02/27/20	WEB-241070	\$123.65	885876064
885876064	9458361491	02/27/20	WEB-240802	\$102.30	885876064
885876064	9459124633	02/28/20	WEB-241173	\$168.98	885876064
885876064	9459124641	02/28/20	PM-132027	\$372.30	885876064
885876064	9459124658	02/28/20	PM-132035	\$343.34	885876064

885876064	9459124666	02/28/20	WEB-241169	\$311.31	885876064
885876064	9459782257	02/28/20	WEB241213	\$71.46	885876064
885876064	9485542451	03/25/20	PM-132027	(\$65.74)	885876064
885876064	9513168410	04/23/20	PM-132027	(\$240.84)	885876064
885876064	9460137632	03/02/20	PM-0135483	\$330.85	885876064
885876064	9460137640	03/02/20	PM-0135482	\$293.58	885876064
885876064	9460334908	03/02/20	PM-135470	\$431.14	885876064
885876064	9460334916	03/02/20	WEB240961	\$155.91	885876064
885876064	9461472079	03/02/20	WEB-241372	\$38.97	885876064
885876064	9462219115	03/03/20	web-240022	\$82.20	885876064
885876064	9462219123	03/03/20	WEB-241493	\$87.34	885876064
885876064	9462399701	03/03/20	WEB-241437	\$49.56	885876064
885876064	9462585218	03/03/20	PM-134132	\$430.23	885876064
885876064	9462585226	03/03/20	PM-134130	\$86.52	885876064
885876064	9462585234	03/03/20	PM-132027	\$372.30	885876064
885876064	9462993974	03/03/20	WEB-241573	\$246.81	885876064
885876064	9462978538	03/04/20	web-241092	\$194.83	885876064
885876064	9463636721	03/04/20	PM-135399	\$45.47	885876064
885876064	9464155218	03/04/20	WEB-241572	\$37.06	885876064
885876064	9464155226	03/04/20	WEB-241715	\$265.61	885876064
885876064	9464483354	03/04/20	WEB-241732	\$33.10	885876064
885876064	9464483362	03/04/20	WEB-240349	\$120.97	885876064
885876064	9465943927	03/05/20	WEB-241681	\$71.30	885876064
885876064	9466025252	03/05/20	WEB-241805	\$63.83	885876064
885876064	9466297570	03/06/20	WEB-239953	\$87.71	885876064
885876064	9466309995	03/06/20	WEB-241944	\$108.25	885876064
885876064	9466548477	03/06/20	PM-134132	\$94.95	885876064
885876064	9466697464	03/06/20	WEB-241941	\$118.53	885876064
885876064	9466742633	03/06/20	WEB-240258	\$306.16	885876064
885876064	9466742641	03/06/20	WEB-241746	\$141.81	885876064
885876064	9466791499	03/06/20	PM-135467	\$414.66	885876064
885876064	9466791507	03/06/20	PM-135462	\$387.10	885876064
885876064	9467465648	03/06/20	WEB-241618	\$19.81	885876064
885876064	9467692662	03/09/20	WEB-232274	\$126.18	885876064
885876064	9467692670	03/09/20	WEB241213	\$72.75	885876064
885876064	9468145769	03/09/20	WEB-242166	\$20.66	885876064
885876064	9468145777	03/09/20	WEB-242166	\$86.60	885876064
885876064	9468162707	03/09/20	WEB-240480	\$132.80	885876064
885876064	9468439477	03/09/20	WEB-242195	\$27.17	885876064
885876064	9468827267	03/09/20	WEB-240105	\$101.21	885876064

885876064	9468930707	03/09/20	WEB-242173	\$60.08	885876064
885876064	9475101599	03/16/20	WEB-242173	(\$60.08)	885876064
885876064	9475101607	03/16/20	WEB-242173	(\$60.08)	885876064
885876064	9469306600	03/10/20	WEB-241731	\$16.63	885876064
885876064	9469306618	03/10/20	WEB-241731	\$97.47	885876064
885876064	9469491444	03/10/20	WEB-241618	\$18.75	885876064
885876064	9469491451	03/10/20	PM-134130	\$147.35	885876064
885876064	9469533369	03/10/20	WEB-242319	\$23.27	885876064
885876064	9469533377	03/10/20	WEB-242315	\$35.05	885876064
885876064	9469533385	03/10/20	WEB-242303	\$486.76	885876064
885876064	9469625165	03/10/20	WEB-242319	\$8.48	885876064
885876064	9469625173	03/10/20	WEB-242295	\$108.34	885876064
885876064	9470014110	03/10/20	WEB-242343	\$19.85	885876064
885876064	9470108623	03/10/20	WEB-242121	\$28.69	885876064
885876064	9470411613	03/10/20	WEB-241490	\$76.48	885876064
885876064	9470984072	03/11/20	WEB-242022	\$129.32	885876064
885876064	9470984080	03/11/20	WEB-242268	\$133.66	885876064
885876064	9471497751	03/11/20	8019684	\$321.61	885876064
885876064	9471497769	03/11/20	WEB-241995	\$95.39	885876064
885876064	9471916131	03/11/20	WEB-242526	\$262.24	885876064
885876064	9472012013	03/11/20	WEB-242173	\$80.65	885876064
885876064	9472012021	03/11/20	WEB-241411	\$122.60	885876064
885876064	9472568196	03/12/20	PM-135455	\$23.43	885876064
885876064	9472568204	03/12/20	WEB-239481	\$97.86	885876064
885876064	9473896802	03/13/20	WEB240924	\$133.21	885876064
885876064	9473896810	03/13/20	WEB-242773	\$32.22	885876064
885876064	9473896828	03/13/20	WEB-242757	\$195.30	885876064
885876064	9475782786	03/16/20	WEB-242903	\$104.18	885876064
885876064	9475951498	03/16/20	WEB-242909	\$165.73	885876064
885876064	9476198149	03/16/20	WEB-242928	\$94.14	885876064
885876064	9476341442	03/16/20	web-242930	\$47.63	885876064
885876064	9476925095	03/17/20	WEB-242838	\$39.06	885876064
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885876064	9477934195	03/17/20	WEB243044	\$38.49	885876064
885876064	9478370381	03/18/20	WEB243044	\$20.14	885876064
885876064	9480593335	03/19/20	web-243224	\$431.33	885876064
885876064	9480642686	03/19/20	WEB-242951	\$133.15	885876064
885876064	9484408043	03/24/20	WEB-242951	(\$34.98)	885876064



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401 S. Wright Road
Janesville, WI 53546

885876064	9480761395	03/20/20	WEB-243185	\$254.30	885876064
885876064	9480767798	03/20/20	WEB-242951	\$118.60	885876064
885876064	9480775585	03/20/20	WEB-243009	\$3.57	885876064
885876064	9481180066	03/20/20	WEB-243237	\$475.47	885876064
885876064	9481232834	03/20/20	WEB-243238	\$475.47	885876064
885876064	9481570209	03/20/20	WEB243246	\$189.93	885876064
885876064	9481633254	03/20/20	WEB-243276	\$126.51	885876064
885876064	9481771815	03/20/20	WEB-243272	\$25.71	885876064
885876064	9483467883	03/23/20	WEB-243338	\$76.96	885876064
885876064	9483863537	03/23/20	PM-135464	\$798.89	885876064
885876064	9483863545	03/23/20	WEB-243355	\$496.66	885876064
885876064	9483904190	03/23/20	WEB-243358	\$484.79	885876064
885876064	9496030132	04/06/20	PM-135464	(\$90.29)	885876064
885876064	9503512791	04/14/20	PM-135464	(\$154.59)	885876064
885876064	9504666745	04/14/20	PM-135464	(\$90.29)	885876064
885876064	9504666752	04/14/20	PM-135464	(\$463.77)	885876064
885876064	9484098695	03/24/20	WEB-243362	\$472.73	885876064
885876064	9502181382	04/13/20	WEB-243362	(\$35.40)	885876064
885876064	9505541012	04/15/20	WEB-243362	(\$437.33)	885876064
				<u>\$39,094.26</u>	

TOTAL \$39,635.08