

**Fill in this information to identify the case:**

Debtor 1 GOLD'S TEXAS HOLDINGS GROUP, INC

Debtor 2 \_\_\_\_\_  
(Spouse, if filing)

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number 20-31337-HDH11

RECEIVED  
 SEP 04 2020  
 BMC GROUP

Bankruptcy  
**Proof of Claim**

12/15

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? TEXAS COMPTROLLER OF PUBLIC ACCOUNTS ON BEHALF OF THE STATE OF TEXAS AND LOCAL SALES TAX JURISDICTIONS  
 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?  
 Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)

<p><b>Where should notices to the creditor be sent?</b></p> <p><u>Office of the Attorney General</u>  <u>Bankruptcy &amp; Collections Division</u>        Name</p> <p><u>P.O. Box 12548, MC-008</u>        Number</p> <p><u>Austin TX 78711</u>        City State ZIP Code</p> <p>Contact phone <u>(512) 463-2173</u></p> <p>Contact email <u>bankruptcytax@oag.texas.gov</u></p>	<p><b>Where should payments to the creditor be sent? (if different)</b></p> <p><u>Revenue Accounting Division</u>  <u>Attention: Bankruptcy</u>        Name</p> <p><u>P.O. Box 13528</u>        Number</p> <p><u>Austin TX 78711</u>        City State ZIP Code</p> <p>Contact phone <u>(512) 463-4510</u></p> <p>Contact email <u>bankruptcysection@cpa.texas.gov</u></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? \_\_\_\_\_

**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 5 6 6

7. How much is the claim? \$ 6,347,090.19 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.  
SALES AND USE TAX CH. 151,(321,322,323)

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: See attached.

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 \$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).

\$ \_\_\_\_\_

Wages, salaries, or commissions (up to \$12,475\*) 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).

\$ 5,837,468.08

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 4/01/16 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.

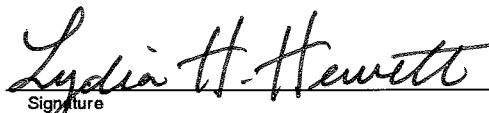
I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

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 08/26/2020  
MM / DD / YYYY

  
Signature

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

Name LYDIA H HEWETT  
First name Middle name Last name

Title Accounts Examiner

Company Texas Comptroller of Public Accounts  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 111 E. 17th Street, ATTN: Revenue Accounting Div.  
Number Street

Austin Texas 78711  
City State ZIP Code

Contact phone (512) 463-4510 Email bankruptcysection@cpa.texas.gov

## Bankruptcy Claim Worksheet — With Addendum

Date 08/26/2020	Case court number 20-31337-HDH11	Primary TP ID XXXXXXXX1566	Taxpayer number XXXXXXXX1566
Entity name GOLD'S TEXAS HOLDINGS GROUP, INC.			

Basis for claim: 26 - SALES AND USE TAX							
PERIOD	BASIS	GROSS TAX	PENALTY	INTEREST	TOTAL	PAYMENT	BALANCE
DEC 15 - APR 20	EA	\$5,244,654.75	\$509,622.11	\$592,813.33	\$6,347,090.19	\$0.00	\$6,347,090.19
<b>TOTAL:</b>		\$5,244,654.75	\$509,622.11	\$592,813.33	\$6,347,090.19	\$0.00	\$6,347,090.19
<b>ORIGINAL PRIORITY PROOF OF CLAIM</b>						<b>GRAND TOTAL:</b>	\$6,347,090.19

Addendum:

- This is an estimated claim pending a tax audit. When the audit is completed, the claim will be amended to reflect the audit results.
- Claim is based on statute. No other supporting documentation is required. Creditor reserves all setoff rights under Texas law, including those arising from audits, credits, refunds, or payments due for goods and services provided to the State of Texas.

R - Original Tax Return	F - Final Return	AR - Affiliated Return	EAA - Estimated Affiliated Audit
A - Audit	EF - Estimated Final Return	AA - Affiliated Audit	EAF - Estimated Affiliated Final
EA - Estimated Audit	SA - Successor Assessment	AF - Affiliated Final	
ER - Estimated Return	PA - Predecessor Assessment	EAR - Estimated Affiliated Return	

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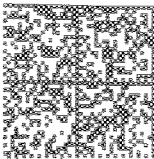
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SEP 04 2020

BMC GROUP



OFFICIAL BUSINESS  
STATE OF TEXAS  
PENALTY FOR  
PRIVATE USE



U.S. POSTAGE PITNEY BOWES  
ZIP 78701 \$008.05<sup>9</sup>  
02 4M  
0000372116AUG 28 2020

Comptroller of Public Accounts - LBJ  
111 E 17th St  
Austin TX 78701

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USPS CERTIFIED MAIL



9214 8901 9403 8319 8252 04

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BMC GROUP  
ATTN: GGI HOLDINGS CLAIMS PROCESSING  
PO Box 90100  
LOS ANGELES CA 90009-0100



TEXAS COMPTROLLER OF PUBLIC ACCOUNTS

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P.O. Box 13528 • Austin, TX 78711-3528

08/26/2020

BMC GROUP  
ATTN: GGI HOLDINGS CLAIMS PROCESSING  
PO BOX 90100  
LOS ANGELES, CA 90009-0100

Re: Taxpayer # XXXXXXXX1566  
GOLD'S TEXAS HOLDINGS GROUP, INC  
Bankruptcy Case # 20-31337-HDH11

The State of Texas submits for your office to file the enclosed Pre-petition Tax Claim(s) in the above-referenced proceeding.

Enclosed is a second copy of the proof(s) of claim. Please stamp this copy with the date filed and return it in the enclosed self-addressed envelope.

The Office of the Attorney General is representing the Comptroller of Public Accounts in this proceeding. Please direct all notices and correspondence to:

Office of the Attorney General  
Bankruptcy & Collections Division MC-008  
P.O. Box 12548  
Austin, TX 78711-2548

Thank you for your cooperation in this matter.

Sincerely,

A handwritten signature in cursive script that reads "Lydia H. Hewett".

LYDIA H HEWETT  
Accounts Examiner  
Bankruptcy and Liens Section  
Revenue Accounting Division

Enclosure

Form VT-358 (Rev.8-19/6)



**TEXAS COMPTROLLER OF PUBLIC ACCOUNTS**

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P.O.Box 13528 • Austin, TX 78711-3528

08/26/2020

**Addendum for Jointly Administered Cases**

Re: Lead Bankruptcy Case # 20-31318-HDH11

Please be advised that the Texas Comptroller of Public Accounts asserts the same against each of the below referenced taxpayers:

<b>TAXPAYER NUMBER</b>	<b>ENTITY NAME</b>	<b>CASE NUMBER CLAIM NUMBER</b>
XXXXXXX6105	GOLD'S HOLDING CORP.	20-31320
XXXXXXX0095	GOLD'S GYM FRANCHISING, LLC	20-31322
XXXXXXX0137	GOLD'S GYM LICENSING, LLC	20-31323
XXXXXXX8925	GOLD'S GYM MERCHANDISING, LLC	20-31324
XXXXXXX1566	GOLD'S TEXAS HOLDINGS GROUP, INC	20-31337