

Fill in this information to identify the case:

Debtor 1 GGI Holdings, LLC

Debtor 2 _____
(Spouse, if filing)

United States Bankruptcy Court for the: Northern District of Texas, Dallas Division

Case number 20-31318-hdh11

E-Filed on 09/09/2020
Claim # 333

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?** Citrix Systems Inc.
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)	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
	<u>Citrix Systems Inc - David Rubenstein</u> Name <u>851 W. Cypress Creek Rd</u> Number Street <u>Ft. Lauderdale FL 33309</u> City State ZIP Code Contact phone <u>(954) 267-2559</u> Contact email <u>david.rubenstein@citrix.com</u>	<u>Citrix Systems Inc.</u> Name <u>Lockbox 931686</u> Number Street <u>Atlanta GA 30354</u> City State ZIP Code Contact phone <u>(954) 267-2559</u> Contact email <u>david.rubenstein@citrix.com</u>
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: 4 5 4 0

7. How much is the claim? \$ 5,455.80. 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.
Services Performed

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. \$ 0.00

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).

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.

Amount entitled to priority

\$ 0.00

\$ 0.00

\$ 0.00

\$ 0.00

\$ 0.00

\$ 0.00

* 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 09/09/2020
MM / DD / YYYY

/s/ David Rubenstein

Signature

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

Name David Rubenstein
First name Middle name Last name

Title Regional Manager

Company Citrix Systems Inc.
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____
Number Street

City State ZIP Code

Contact phone _____ Email _____

Attachment 1 - GGI Holdings POC.pdf

Description -

Fill in this information to identify the case:

Debtor 1 GGI Holdings, LLC

Debtor 2 _____
(Spouse, if filing)

United States Bankruptcy Court for the: Northern District of Texas

Case number 20-31318

Official Form 410

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04/19

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Part 1: Identify the Claim

1. Who is the current creditor?	<u>Citrix Systems 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?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
	<u>Citrix Systems Inc - David Rubenstein</u> Name <u>851 W Cypress Creek Rd</u> Number Street <u>Ft Lauderdale FL 33309</u> City State ZIP Code Contact phone <u>1-954-267-2559</u> Contact email <u>david.rubenstein@citrix.com</u>	<u>Citrix Systems Inc</u> Name <u>Lockbox 931686</u> Number Street <u>Atlanta GA 30354</u> City State ZIP Code Contact phone <u>1-954-267-2559</u> Contact email <u>david.rubenstein@citrix.com</u>
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY	
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Software licensing services

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 Other. Describe: _____
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Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amounts should match the amount in line 7.)
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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.

Amount entitled to priority

\$ _____

\$ _____

\$ _____

\$ _____

\$ _____

\$ _____

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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 09/08/2020
MM / DD / YYYY

David Rubenstein

Signature

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

Name David Rubenstein
First name Middle name Last name

Title Regional Manager

Company Citrix Systems Inc
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 851 W Cypress Creek Rd
Number Street

Ft Lauderdale FL 33309
City State ZIP Code

Contact phone 1-954-267-2559 Email david.rubenstein@citrix.com



TRANSACTION DETAILS

Reference Number
AD06833D-8F69-4E6E-BEF3-C9B1D0BBA4CA

Transaction Type
Signature Request

Sent At
09/08/2020 18:25 EDT

Executed At
09/08/2020 18:34 EDT

Identity Method
email

Distribution Method
email

Signed Checksum
57c9327f52da6b951929774ca806aea28fb1141d47355a7a527d86d5b78f1536

Signer Sequencing
Disabled

Document Passcode
Disabled

DOCUMENT DETAILS

Document Name
Proof Of Claim Form - Ggi Holdings Use Active01 307854864 2

Filename
proof_of_claim_form_-_ggi_holdings_use_active01_307854864_2.pdf

Pages
3 pages

Content Type
application/pdf

File Size
84.4 KB

Original Checksum
7e8ec7ed1d9fb8b3fe2aca6f938284b283df2f5ee1b45363748a7c18463243c6

SIGNERS


SIGNER

Name
David Rubenstein
Email
david.rubenstein@citrix.com
Components
2

E-SIGNATURE

Status
signed
Multi-factor Digital Fingerprint Checksum
ebbee2cc7b35b39e082634d3ce815bd61de1f677cfb90337c0ed30dd3adaaaed

IP Address
108.83.94.59
Device
Mobile Safari via iOS

Typed Signature


Signature Reference ID
F2D44F89

EVENTS

Viewed At
09/08/2020 18:33 EDT
Identity Authenticated At
09/08/2020 18:34 EDT
Signed At
09/08/2020 18:34 EDT

AUDITS

TIMESTAMP

AUDIT

- 09/08/2020 18:34 EDT David Rubenstein (david.rubenstein@citrix.com) signed the document on Mobile Safari via iOS from 108.83.94.59.
- 09/08/2020 18:34 EDT David Rubenstein (david.rubenstein@citrix.com) authenticated via email on Mobile Safari via iOS from 108.83.94.59.
- 09/08/2020 18:33 EDT David Rubenstein (david.rubenstein@citrix.com) viewed the document on Mobile Safari via iOS from 108.83.94.59.
- 09/08/2020 18:30 EDT David Rubenstein (david.rubenstein@citrix.com) was emailed a reminder.
- 09/08/2020 18:25 EDT David Rubenstein (david.rubenstein@citrix.com) was emailed a link to sign.
- 09/08/2020 18:25 EDT Luiza Souto (luiza.souto@citrix.com) created document 'proof_of_claim_form_-_ggi_holdings_use_active01_307854864_2.pdf' on Chrome via Windows from 73.244.232.103.

Supplement to Proof of Claim Filed by Citrix Systems Inc.

Citrix Systems Inc. (“Claimant”) submits this supplement to its proof of claim with regard to the chapter 11 case of GGI Holdings, LLC, Case No. 20-31318, against debtor GGI Holdings, LLC (“Debtor”).

On May 4, 2020 (the “Petition Date”), Debtor and certain of its affiliates (collectively, the “Debtors”) filed voluntary petitions under chapter 11 of the Bankruptcy Code. Prior to the Petition Date, Claimant provided software licensing services to the Debtors for which it has not been paid, as evidenced by the invoice attached hereto as **Exhibit A** and the purchase order attached hereto as **Exhibit B**.

Claimant reserves the right to (a) amend and/or supplement this Proof of Claim at any time, including after the applicable bar date, and in any manner; (b) to file additional proofs of claim for any additional claim(s) that may be based on the same or additional documents or grounds of liability; and (c) assert this Proof of Claim against a different debtor entity that may be responsible for the indebtedness. This Proof of Claim is not, and shall not be deemed to be, a waiver of any claim by Claimant.

The filing of this Proof of Claim is not and shall not be deemed or construed as (a) a waiver or release by Claimant of any rights against any person, entity or property; (b) a consent by Claimant to the jurisdiction of any court with respect to proceedings, if any, commenced in any case otherwise involving Claimant; (c) a waiver or release of Claimant’s right to trial by jury, or Claimant’s consent to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy or proceeding related thereto, notwithstanding the designation or not of such matters as core proceedings pursuant to 28 U.S.C. § 157 or otherwise; (d) a waiver or release of Claimant’s right to have, or to assert that, any and all final orders in any and all matters or proceedings be entered only after *de novo* review by a judge of the United States District Court; (e) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case or otherwise involving Claimant; (f) an election of remedies or choice of law; (g) a waiver or release of or any other limitation on Claimant’s right to assert that any portion of the claims asserted herein are entitled to treatment as priority claims or as administrative claims under §§ 503(b) and 507(a) of the Bankruptcy Code; or (h) a waiver of any rights, claims, actions or defenses, setoffs, recoupments or other matters to which Claimant is entitled under any agreements, at law, in equity or otherwise.

EXHIBIT A

INVOICE



Invoice

Billing Address

Gold's Gym
 4001 Maple Ave
 Dallas, TX 75219-3217
 USA

Total Cost:

Sub Total: 5,040.00 USD
 Freight: 0.00 USD
 Tax Amount: 415.80 USD
Total USD: 5,455.80 USD

Information Details

Invoice Number: 92062816
 Invoice Date: March 23, 2020
 Due Date: April 22, 2020
 Payment terms: NET 30 Days
 Currency: USD
 Ship Via: UPS Ground - 526-971

Sold To Customer No: [REDACTED] 4540
 Customer PO: 10175040
 Sales Order: 2736962
 Reference Invoice:
 Reward Registration Id:
 Quote Id: Q-00600822

Ship To Address

Gold's Gym
 4001 Maple Ave
 Dallas, TX 75219-3217
 USA

Remit Payment To

Citrix Systems Inc.
 P O Box 931686
 Atlanta, GA 31193-1686
 Electronic payments (ACH)
 ABA new: [REDACTED]
 ABA (CDA): [REDACTED]
 Account #: [REDACTED]
 SWIFT: [REDACTED]

Instructions

Please make payable to Citrix Systems, Inc. and indicate customer number and invoice number on payment. Payable in US funds

Comments

Memorandum Only

Material Description	Po Itm Qty	Unit Qty	Unit price	Amount	Tax
3018429 Renewal Silver Maintenance Citrix ADC MPX 5650 Standard Edition Appliance Service Start Date: Mar 23, 2020 End Date: Mar 22, 2021	2 EA	2 EA	2,520.00	5,040.00	8.25 %



Invoice

Material Description	Po Itm Qty	Unit Qty	Unit price	Amount	Tax
Serial Number: 7RDWE2C3ZJ;AM7UP2FGPT					
			Total Cost:		
			Sub Total:	5,040.00	USD
			Freight:	0.00	USD
			Tax Amount:	415.80	USD
			Total USD:	5,455.80	USD

EXHIBIT B

PURCHASE ORDER

Purchase Order

Gold's Gym

PO# 10175040
DATE: MARCH 17, 2020

Vendor:
Citrix Systems Inc.
851 W. CYPRESS CREEK ROAD
FORT LAUDERDALE, FL, USA
33309-2009

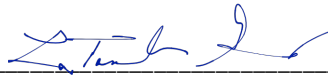
Bill to Customer: Gold's Gym
Org ID: 50980998
4001 Maple Ave,
Dallas, TX, 75219-3217, USA
Phone: (214) 2965861

SHIP TO Customer: Gold's Gym
Org ID: 50980998
4001 Maple Ave,
Dallas, TX, 75219-3217, USA
Phone: (214) 2965861

SHIPPING METHOD	SHIPPING TERMS	DELIVERY DATE
Electronically		

QTY	SKU #	DESCRIPTION	JOB	UNIT PRICE	LINE TOTAL
1		Citrix Renewal Quote # Q- 00600822			\$5,040.00

SUBTOTAL
SALES TAX
TOTAL \$ 5,040.00


Authorized by / Date 03-20-2020