

**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, Dallas Division  
Case number 20-31320-hdh11

E-Filed on 09/09/2020  
Claim # 340

# 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?** Arlington Ridge (E&A), LLC  
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. <b>Where should notices and payments to the creditor be sent?</b> Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	<b>Where should notices to the creditor be sent?</b>	<b>Where should payments to the creditor be sent? (if different)</b>
	<u>Dustin P Branch, Esq.</u> Name <u>Ballard Spahr LLP 2029 Century Park E, Ste. 1400</u> Number Street <u>Los Angeles CA 90067</u> City State ZIP Code Contact phone <u>(424) 204-4400</u> Contact email <u>branchd@ballardspahr.com</u>  Uniform claim identifier for electronic payments in chapter 13 (if you use one): -----	_____ Name _____ Number Street _____ City State ZIP Code _____ Contact phone _____ Contact email

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: \_\_\_\_\_

7. How much is the claim? \$ 207,420.86. 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.  
Real Property Lease

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. \$ 104,901.53

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**

\$ 0.00

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).

\$ 0.00

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).

\$ 0.00

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

\$ 0.00

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

\$ 0.00

Other. Specify subsection of 11 U.S.C. § 507(a)(2) that applies.

\$ 102,519.33

\* 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

Dustin P. Branch

Signature

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

Name Dustin P. Branch  
First name Middle name Last name

Title Partner

Company Ballard Spahr LLP  
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 (Gold's Gym)\_Arlington Ridge\_Proof of Claim\_.pdf  
Description -

**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

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Name of the current creditor (the person or entity to be paid for this claim)

Other names the creditor used with the debtor \_\_\_\_\_

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 Yes. From whom? \_\_\_\_\_

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	<p><u>Dustin P. Branch, Esq./Ballard Spahr LLP</u> Name</p> <p><u>2029 Century Park East, Suite 1400</u> Number Street</p> <p><u>Los Angeles CA 90067-2915</u> City State ZIP Code</p> <p>Contact phone <u>424.204.4400</u></p> <p>Contact email <u>branchd@ballardspahr.com</u></p> <p>Uniform claim identifier for electronic payments in chapter 13 (if you use one): -----</p>	<p>_____ Name</p> <p>_____ Number Street</p> <p>_____ City State ZIP Code</p> <p>Contact phone _____</p> <p>Contact email _____</p>

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  
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 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. \$ 104,901.53

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)(2) that applies. \*\*

Amount entitled to priority

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

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

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

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

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

\$ 102,519.33

\* 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.

\*\*This amount is entitled to administrative priority pursuant to 11 U.S.C. Sections 503(b) and 365(d)(3).

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 09/08/2020  
MM / DD / YYYY

  
Signature

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

Name Dustin P. Branch  
First name Middle name Last name

Title Partner

Company Ballard Spahr LLP  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 2029 Century Park East, Suite 1400  
Number Street

Los Angeles CA 90067-2915  
City State ZIP Code

Contact phone 424.204.4400 Email branchd@ballardspahr.com

**PROOF OF CLAIM ATTACHMENT**

**CASE NAME:** GGI HOLDINGS, LLC

**LOCATION:** Arlington Ridge

**CASE NUMBER:** 20-31318

**A. General Information:**

1. Landlord Name: Arlington Ridge (E&A), LLC
2. Property Location: Arlington, VA
3. Tenant Name: Gold's Holding Corp.
4. Space/Store/Bldg. No.: Unknown Remaining term: 17.4 months
5. Petition Date: 5/4/2020
6. Lease Exp. Date: 10/14/2021
7. Lease Rej. Date: N/A

**B. Claim Information:**

	<u>Rent &amp; Charges</u>	<u>Interest</u>	<u>Totals</u>
1. Unsecured Non-Priority Rejection Claim Amount: (Section 502(b)(6)(A))	\$0.00	n/a	\$0.00
2. Unsecured Non-Priority Pre-Petition Claim Amount: (Section 502(b)(6)(B))	\$102,604.10	\$2,297.43	\$104,901.53
<b>Subtotal Unsecured Claims</b>	\$102,604.10	\$2,297.43 <sup>1</sup>	\$104,901.53
3. Administrative Post-Petition Priority Claim Amount: (Section 503(b)(1)(A), 365(d)(3))	\$97,657.82	\$4,861.51	\$102,519.33
<b>Subtotal Administrative Claims</b>	\$97,657.82	\$4,861.51 <sup>2</sup>	\$102,519.33
<b>TOTAL CLAIM AMOUNT</b>			<b>\$207,420.86 <sup>3</sup></b>

<sup>1</sup> Interest calculated at 10.% through 05/03/20, based on a 365 day year.

<sup>2</sup> Interest calculated at 10.% through 09/09/20, (the Claims Bar Date) based on a 365 day year.

<sup>3</sup> Claimant reserves the right to supplement or amend this claim from time to time and at any time hereafter.



# PRE-PETITION CHARGES

CASE NAME: GGI HOLDINGS, LLC

LOCATION: Arlington Ridge

CASE NUMBER: 20-31318

<u>DATE OF CHARGE</u>	<u>DESCRIPTION OF CHARGE</u>	<u>AMOUNT DUE</u>	<u>INTEREST<sup>1</sup></u>	<u>TOTAL AMOUNT DUE</u>
12/31/2019	Balance on Account	\$10,426.70	\$359.94	\$10,786.64
1/1/2020	January 2020 Rent & Charges Short-pay	\$1,480.29	\$264.83	\$1,745.12
2/1/2020	February 2020 Rent & Charges Short-pay	\$1,480.29	\$38.12	\$1,518.41
2/27/2020	Real Estate Taxes Assessment	(\$2,740.65)	\$0.00	(\$2,740.65)
3/1/2020	March 2020 Rent & Charges Short-pay	\$1,480.29	\$26.36	\$1,506.65
3/11/2020	Utilities	\$5,104.51	\$76.92	\$5,181.43
3/11/2020	Security	\$5,898.70	\$88.88	\$5,987.58
3/11/2020	Snow Removal	\$10,267.58	\$154.72	\$10,422.30
3/11/2020	Management Fees	\$37,173.29	\$560.15	\$37,733.44
3/11/2020	CAM + MF	(\$43,216.12)	\$0.00	(\$43,216.12)
3/11/2020	Tenant Fire Monitoring	\$2,997.44	\$45.17	\$3,042.61
3/11/2020	Capital CAM	\$10,620.56	\$160.04	\$10,780.60
3/11/2020	Property Insurance	(\$1,282.71)	\$0.00	(\$1,282.71)
3/11/2020	Liability Insurance	\$1,843.40	\$27.78	\$1,871.18
4/1/2020	Insurance	\$1,029.00	\$9.59	\$1,038.59
4/1/2020	Base Rent	\$35,293.77	\$328.76	\$35,622.53
4/1/2020	CAM	\$8,148.00	\$75.90	\$8,223.90
4/1/2020	Real Estate Taxes	\$8,020.00	\$74.71	\$8,094.71
5/1/2020	Pro-rated Insurance (5/1/20 - 5/3/20)	\$99.58	\$0.11	\$99.69
5/1/2020	Pro-rated Base Rent (5/1/20 - 5/3/20)	\$3,415.53	\$3.74	\$3,419.27
5/1/2020	Pro-rated CAM (5/1/20 - 5/3/20)	\$788.52	\$0.86	\$789.38
5/1/2020	Pro-rated Real Estate Tax (5/1/20 - 5/3/20)	\$776.13	\$0.85	\$776.98
	Attorney's fees	\$3,500.00	\$0.00	\$3,500.00
		<u>\$102,604.10</u>	<u>\$2,297.43</u>	
				<b><u>\$104,901.53</u></b>

**TOTAL PRE-PETITION CHARGES: \$104,901.53**

<sup>1</sup> Interest calculated at 10.% through 05/03/20, the day before the petition date.

# POST-PETITION CHARGES

**CASE NAME: GGI HOLDINGS, LLC**  
**CASE NUMBER: 20-31318**

**LOCATION: Arlington Ridge**

<b>DATE OF CHARGE</b>	<b>DESCRIPTION OF CHARGE</b>	<b>AMOUNT DUE</b>	<b>INTEREST<sup>1</sup></b>	<b>TOTAL AMOUNT DUE</b>
5/4/2020	Pro-rated Insurance (5/4/20 - 5/31/20)	\$929.42	\$32.85	\$962.27
5/4/2020	Pro-rated Base Rent (5/4/20 - 5/31/20)	\$31,878.24	\$1,126.66	\$33,004.90
5/4/2020	Pro-rated CAM (5/4/20 - 5/31/20)	\$7,359.48	\$260.10	\$7,619.58
5/4/2020	Pro-rated Real Estate Tax (5/4/20 - 5/31/20)	\$7,243.87	\$256.02	\$7,499.89
5/22/2020	Payment	(\$31,433.44)	\$0.00	(\$31,433.44)
6/1/2020	June 2020 Rent & Charges	\$52,490.77	\$1,452.48	\$53,943.25
6/4/2020	Payment	(\$15,716.72)	\$0.00	(\$15,716.72)
7/1/2020	July 2020 Rent & Charges	\$52,490.77	\$1,021.05	\$53,511.82
7/1/2020	Payment	(\$51,010.48)	\$0.00	(\$51,010.48)
7/31/2020	Payment	(\$62,775.07)	\$0.00	(\$62,775.07)
8/1/2020	August 2020 Rent & Charges	\$52,490.77	\$575.24	\$53,066.01
8/18/2020	Legal Invoice - Ballard Spahr LLP	\$689.06	\$4.34	\$693.40
8/18/2020	Legal Invoice - Ballard Spahr LLP	\$530.38	\$3.34	\$533.72
9/1/2020	September 2020 Rent & Charges	\$52,490.77	\$129.43	\$52,620.20
		<u>\$97,657.82</u>	<u>\$4,861.51</u>	
<b>TOTAL POST-PETITION CHARGES:</b>				<b><u>\$102,519.33</u></b>

<sup>1</sup> Interest calculated at 10.% through 09/09/20, the Claims Bar Date.