

Fill in this information to identify the case:

Debtor 1 KLS ACQUISITION CORP.

Debtor 2 _____
(Spouse, if filing)

United States Bankruptcy Court for the: Northern District of Illinois

Case number 18-30052

Official Form 410

Proof of Claim

04/16

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>THE COUNTERTOP FACTORY</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? <u>Brian Sher</u> Name <u>161 North Clark Street, Suite 4300</u> Number Street <u>Chicago IL 60601</u> City State ZIP Code Contact phone <u>312-602-5070</u> Contact email <u>brian.sher@bcplaw.com</u>	Where should payments to the creditor be sent? (if different) <u>Geoffrey Gran</u> Name <u>869 S. Route 53 Unit G</u> Number Street <u>Addison IL 60101</u> City State ZIP Code Contact phone <u>(630) 485-0474</u> Contact email <u>ggran@tcfmidwest.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	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> 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? \$ 27,968.38. 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 rendered, including materials

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:

<input type="checkbox"/> 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 \$ _____
<input type="checkbox"/> Up to \$2,850* 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 \$12,850*) 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).	\$ _____
<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 subsection of 11 U.S.C. § 507(a)() that applies.	\$ _____

* Amounts are subject to adjustment on 4/01/19 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 01/24/2019
MM / DD / YYYY

Signature

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

Name Raquel Torres
First name Middle name Last name

Title Director of Finance & Purchasing

Company The Countertop Factory
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 869 S. Route 53 Unit G
Number Street

Addison IL 60101
City State ZIP Code

Contact phone (630) 485-0474 Email ggran@tcfmidwest.com

ADDENDUM TO PROOF OF CLAIM OF THE COUNTERTOP FACTORY

The Countertop Factory ("Countertop") hereby submits this addendum (the "Addendum") to its proof of claim (the "Proof of Claim") against KLS Acquisition Corp. (the "Debtor"). In support thereof, Countertop states as follows:

General Background

1. During the months of June 2018 through September 2018, Countertop provided services to Debtor, as set forth in the statement dated October 15, 2018, attached hereto as **Exhibit A**.

2. On October 25, 2018 (the "Petition Date"), Debtor filed a voluntary petition for relief under Chapter 11 of the United States Bankruptcy Code with the United States Bankruptcy Court for the Northern District of Illinois. On the Petition Date, Debtor and its affiliated debtors and debtors in possession, moved for joint administration of the bankruptcy cases of Morgan Administration, Inc., Belvidere Associates LLC, FP Retail Associates LLC, Hillcrest Enterprises LLC, Jular Media LLC, Loomis Enterprises LLC, North Avenue Associates LLC, Oak Creek Distribution LLC, OL Enterprises LLC and Deforab LLC (collectively, the "Debtors").

Reservation of Other Claims and Rights

3. The filing of this Proof of Claim is not intended and should not be construed to be an election of remedies, waiver of any past, present, existing or future breaches, or a waiver or limitation of any rights, remedies, claims, or interest of Countertop.

4. Countertop reserves all rights, remedies, interests, priorities, protections and claims accruing to it at law, in equity, and otherwise, including, without limitation, its rights and claims against Debtor, its affiliates, the bankruptcy estates and all other creditors of Debtor and all other parties.

5. Countertop reserves the right to amend or supplement this Proof of Claim or to file additional proofs of claims for claims, including without limitation, administrative expenses and all other claims, at law or in equity, arising prior to, on, or after the Petition Date. Other than documents named and described herein, there may be additional documents in the possession or under the control of Debtor, a trustee, or the bankruptcy estate that would further support the claims hereunder. Countertop reserves the right to amend or supplement this Proof of Claim for any reason including an updated statement of the amount due, or for any other purpose for which a Proof of Claim filed in this proceeding could be amended.

Prepared by:

Trinitee G. Green
BRYAN CAVE LEIGHTON PAISNER LLP
161 North Clark Street, Suite 4300
Chicago, IL 60601-3315
Telephone: 312.602.5071
Counsel for The Countertop Factory

Statement

THE COUNTERTOP FACTORY

869 S. Route 53
 Unit G
 Addison, Illinois 60101

Date
10/15/2018

To:
HOBO 2650 Belvidere Road Waukegan, IL 60085

		Amount Due	Amount Enc.		
		\$27,968.38			
Date	Transaction	Amount	Balance		
08/27/2018	CREDMEM #72265. --- Customer Liquidated Damages \$-250.00 --- Tax: Out of State @ 0.0% = 0.00	-250.00	-250.00		
09/27/2018	HOBO Crest Hill:Caruso, Mike -HOBO 24- INV #73605. Due 10/27/2018. Orig. Amount \$1,447.20. --- Q Quartz, 1 @ \$1,447.20 = 1,447.20 --- Tax: Out of State @ 0.0% = 0.00	1,447.20	1,197.20		
09/10/2018	HOBO Crest Hill:Sexton P11419 - HOBO 23- INV #72845. Due 10/10/2018. Orig. Amount \$1,226.55. --- Q Quartz, 1 @ \$1,226.55 = 1,226.55 --- Tax: Out of State @ 0.0% = 0.00	1,226.55	2,423.75		
08/27/2018	HOBO Forest Park #22:Curio, Michelle - Hobo 22- INV #72248. Due 09/26/2018. Orig. Amount \$740.72. --- Q Quartz, 1 @ \$990.72 = 990.72 --- Q Quartz, 1 @ \$250.00 = -250.00 --- Tax: Out of State @ 0.0% = 0.00	740.72	3,164.47		
07/31/2018	HOBO Forest Park #22:Lucid, Shannon - Hobo 22- INV #71725. Due 08/30/2018. Orig. Amount \$460.80. --- Q Quartz, 1 @ \$460.80 = 460.80 --- Tax: Out of State @ 0.0% = 0.00	460.80	3,625.27		
08/22/2018	HOBO Forest Park #22:Mohring, David - HOBO/Forest Park #22- INV #72157. Due 09/21/2018. Orig. Amount \$1,369.44. --- Q Quartz, 1 @ \$1,369.44 = 1,369.44 --- Tax: Out of State @ 0.0% = 0.00	1,369.44	4,994.71		
09/26/2018	HOBO Forest Park #22:Rodriguez, Alma - HOBO 22- INV #73571. Due 10/26/2018. Orig. Amount \$856.80. --- Q Quartz, 1 @ \$856.80 = 856.80 --- Tax: Out of State @ 0.0% = 0.00	856.80	5,851.51		
CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	Amount Due
6,887.70	15,042.71	5,737.13	0.00	300.84	\$27,968.38

Statement

THE COUNTERTOP FACTORY

869 S. Route 53
 Unit G
 Addison, Illinois 60101

Date
10/15/2018

To:
HOBO 2650 Belvidere Road Waukegan, IL 60085

Amount Due	Amount Enc.
\$27,968.38	

Date	Transaction	Amount	Balance		
08/14/2018	HOBO Forest Park #22:SALGADO HOLLY - HOBO 22-INV #72360. Due 09/13/2018. Orig. Amount \$3,498.48. --- Q Quartz, 1 @ \$3,498.48 = 3,498.48 --- Tax: Out of State @ 0.0% = 0.00	3,498.48	9,349.99		
09/21/2018	HOBO Forest Park #22:Smith, Mike - HOBO - Forest Park #22-INV #73298. Due 10/21/2018. Orig. Amount \$2,484.00. --- Q Quartz, 1 @ \$2,484.00 = 2,484.00 --- Tax: Out of State @ 0.0% = 0.00	2,484.00	11,833.99		
08/28/2018	HOBO Milwaukee:Minasian, zack - Hobo 27-INV #72291. Due 09/27/2018. Orig. Amount \$2,118.98. --- Q Quartz, 1 @ \$2,118.98 = 2,118.98 --- Tax: Out of State @ 0.0% = 0.00	2,118.98	13,952.97		
09/11/2018	HOBO Villa Park:Mena - HOBO/Villa Park 26-INV #73683. Due 10/11/2018. Orig. Amount \$118.00. --- Granite Non-Inventory, 1 @ \$118.00 = 118.00 --- Tax: Out of State @ 0.0% = 0.00	118.00	14,070.97		
06/06/2018	HOBO Villa Park:Qureshi Vanity- Hobo 26-INV #69387. Due 07/06/2018. Orig. Amount \$550.84. --- Granite Non-Inventory, 1 @ \$520.28 = 520.28 --- Granite Non-Inventory, 1 @ \$30.56 = 30.56 --- Tax: Out of State @ 0.0% = 0.00	550.84	14,621.81		
07/27/2018	HOBO Villa Park:SCHLOMAS, BRIAN - HOBO 26-INV #71354. Due 08/26/2018. Orig. Amount \$1,777.85. --- Q Quartz, 1 @ \$1,777.85 = 1,777.85 --- Tax: Out of State @ 0.0% = 0.00	1,777.85	16,399.66		
	HOBO Waukegan:Ali, Syed - HoBo - Waukegan #24-				
CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	Amount Due
6,887.70	15,042.71	5,737.13	0.00	300.84	\$27,968.38

Statement

THE COUNTERTOP FACTORY

869 S. Route 53

Unit G

Addison, Illinois 60101

Date
10/15/2018

To:
HOBO 2650 Belvidere Road Waukegan, IL 60085

		Amount Due	Amount Enc.		
		\$27,968.38			
Date	Transaction	Amount	Balance		
09/07/2018	INV #72718. Due 10/07/2018. Orig. Amount \$3,692.00. --- Q Quartz, 1 @ \$3,692 = 3,692.00 --- Tax: Out of State @ 0.0% = 0.00	3,692.00	20,091.66		
09/28/2018	HOBO Waukegan:Blair, Diane - Waukegan 24- INV #73701. Due 10/28/2018. Orig. Amount \$436.50. --- Q Quartz, 1 @ \$436.50 = 436.50 --- Tax: Out of State @ 0.0% = 0.00	436.50	20,528.16		
09/25/2018	HOBO Waukegan:Zegar - Hobo 24- INV #73455. Due 10/25/2018. Orig. Amount \$1,663.20. --- Q Quartz, 1 @ \$1,663.20 = 1,663.20 --- Tax: Out of State @ 0.0% = 0.00	1,663.20	22,191.36		
08/31/2018	HOBO West Allis:Banach, Carla - hobo 21- INV #72706. Due 09/30/2018. Orig. Amount \$2,317.52. --- Q Quartz, 1 @ \$2,317.52 = 2,317.52 --- Tax: Out of State @ 0.0% = 0.00	2,317.52	24,508.88		
08/30/2018	HOBO West Allis:Dretzka, Ron & Gayle - hobo 21- INV #72563. Due 09/29/2018. Orig. Amount \$1,085.00. --- Q Quartz, 1 @ \$1,085 = 1,085.00 --- Tax: Out of State @ 0.0% = 0.00	1,085.00	25,593.88		
09/12/2018	HOBO West Allis:Neuburg, Jim Hobo 21- INV #72905. Due 10/12/2018. Orig. Amount \$1,697.00. --- Q Quartz, 1 @ \$1,697.00 = 1,697.00 --- Tax: Out of State @ 0.0% = 0.00	1,697.00	27,290.88		
08/28/2018	HOBO West Allis:Pawlak M19875- INV #72293. Due 09/27/2018. Orig. Amount \$677.50. --- Q Quartz, 1 @ \$677.50 = 677.50 --- Tax: Out of State @ 0.0% = 0.00	677.50	27,968.38		
CURRENT	1-30 DAYS PAST DUE	31-60 DAYS PAST DUE	61-90 DAYS PAST DUE	OVER 90 DAYS PAST DUE	Amount Due
6,887.70	15,042.71	5,737.13	0.00	300.84	\$27,968.38

Northern District of Illinois Claims Register

[18-30052 KLS Acquisition Corp.](#)

Honorable Judge: Jacqueline P. Cox

Chapter: 11

Office: Eastern Division

Last Date to file claims:

Trustee:

Last Date to file (Govt):

Creditor: (27219863)
THE COUNTERTOP
FACTORY
869 S ROUTE 53 UNIT G
Addison, IL 60101-0000

Claim No: 71
Original Filed
Date: 01/25/2019
Original Entered
Date: 01/25/2019

Status:
Filed by: CR
Entered by: Trinitee G. Green
Modified:

Amount claimed: \$27968.38

History:

[Details](#) [71-1](#) 01/25/2019 Claim #71 filed by THE COUNTERTOP FACTORY, Amount claimed: \$27968.38 (Green, Trinitee)

Description:

Remarks:

Claims Register Summary

Case Name: KLS Acquisition Corp.

Case Number: 18-30052

Chapter: 11

Date Filed: 10/25/2018

Total Number Of Claims: 1

Total Amount Claimed*	\$27968.38
Total Amount Allowed*	

*Includes general unsecured claims

The values are reflective of the data entered. Always refer to claim documents for actual amounts.

	Claimed	Allowed
Secured		
Priority		
Administrative		