Fill in this information to identify the case:					
Debtor 1 Body Contour Ventures, LLC					
Debtor 2 (Spouse, if filia	ng)				
United States Bankruptcy Court for the: Eastern District of Michigan					
Case numbe	_{er} 19-42510-pjs				

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 MED AUCTION, INC. creditor? 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 ₩ No acquired from ☐ Yes. From whom? someone else? 3. Where should notices Where should notices to the creditor be sent? Where should payments to the creditor be sent? (if and payments to the creditor be sent? DARRYL LOUIS/ MED AUCTION DARRYL LOUIS/ MED AUCTION Federal Rule of **Bankruptcy Procedure** 8120 ARTESIAN ROAD 8120 ARTESIAN ROAD (FRBP) 2002(g) Number Number SAN DIEGO CA 92127 SAN DIEGO CA 92127 State ZIP Code State ZIP Code Contact phone 616-449-1663 Contact phone 616-449-1663 Contact email D@MEDAUCTION.COM Contact email D@MEDAUCTION.COM Uniform claim identifier for electronic payments in chapter 13 (if you use one): 4. Does this claim amend one already filed? Yes. Claim number on court claims registry (if known) Filed on MM / DD 5. Do you know if anyone Ø No else has filed a proof ☐ Yes. Who made the earlier filing? of claim for this claim? LIGHTRX POC 01090

Give Information About the Claim as of the Date the Case Was Filed Part 2: 6. Do you have any number ✓ No you use to identify the ☐ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _ debtor? $540,\!000.00$. Does this amount include interest or other charges? 7. How much is the claim? **M** 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 Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. claim? 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. Debtor's breach of contract dated March 29, 2018. See Exhibit A 9. Is all or part of the claim ☐ No secured? 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 Claim is secured by Med Auction's right to setoff/recoupment 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.) 540,000.00 Value of property: 540,000.00 Amount of the claim that is secured: $0.00\,\mathrm{(The\ sum\ of\ the\ secured\ and\ unsecured\ }}$ Amount of the claim that is unsecured: \$ amounts should match the amount in line 7.) 0.00 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 ✓ No lease? Yes. Amount necessary to cure any default as of the date of the petition.

12 le ell er nert ef the eleim	<u> </u>	No.								
12. Is all or part of the claim entitled to priority under		vo Yes. <i>Check</i>	one:					Amount entitled to priority		
11 U.S.C. § 507(a)?	_	_	c support obligations	Constantinos	Paramatan da da 9 da a			Amount entitled to priority		
A claim may be partly priority and partly nonpriority. For example,	·	Domestic 11 U.S.C	\$							
in some categories, the law limits the amount entitled to priority.	[,025* of deposits towa , family, or household	services for	\$					
enduced to priority.	Ţ	bankrupt	salaries, or commission ocy petition is filed or t C. § 507(a)(4).			\$				
	Ţ	☐ Taxes or	penalties owed to go	vernmental	units. 11 U.S.C. §	507(a)(8).		\$		
	Ţ	☐ Contribu	tions to an employee	benefit plar	n. 11 U.S.C. § 507	(a)(5).		\$		
	Ţ	Other. S	pecify subsection of 1	1 U.S.C. §	507(a)() that ap	plies.		\$		
	*	Amounts a	e subject to adjustment	on 4/01/22 a	nd every 3 years afte	r that for cases	begun on or afte	er the date of adjustment.		
Part 3: Sign Below										
The person completing	Checi	k the approp	oriate box:							
this proof of claim must sign and date it.	_	am the cree								
FRBP 9011(b).				norized age	nt					
If you file this claim		_								
electronically, FRBP	☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.									
5005(a)(2) authorizes courts to establish local rules	a a gata and, outer, or other codeston summapley ratio code.									
specifying what a signature	I understand that an authorized signature on this <i>Proof of Claim</i> serves as an acknowledgment that when calculating the									
is.	amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.									
A person who files a fraudulent claim could be fined up to \$500,000,	I have examined the information in this <i>Proof of Claim</i> and have a reasonable belief that the information is true and correct.									
imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and	I declare under penalty of perjury that the foregoing is true and correct.									
3571.	Executed on date 06/27/2019 MM / DD / YYYY									
	101	/Kimborl	y Poss Claye	nn.						
			ly Ross Clayso	ווע						
	/s/ Roland Gary Jones Signature									
	Print	the name o	of the person who is	completin	g and signing thi	s claim:				
			Poland Com. In	noc			Kimb	perly Ross Clayson		
	Name		Roland Gary Jo	iies	Middle name		Last name	<u>-</u>		
			Attorney		dato fidillo			rney		
	Title									
	Compa	any	Jones & Associ		e company if the aut	horized agent is	···········	yson, Schneider &		
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	Addres	ss	1325 Avenue of	the Ame	ricas, 28th Flo	or	645 (Griswold, Suite 3900, Detroit, MI 4822		
	, adi G		Number Stre							
			New York			NY	10019			
			City 313-237-0850 x	·2		State	ZIP Code			
	Contac	ct phone	(347) 862-9254	w		Kim(Email raid	@detlegal.o prolandjone	SUITI SS.COM		
			·		_	0,0				

UNITED STATES BANKRUPTCY COURT EASTERN DISTRICT OF MICHIGAN SOUTHERN DIVISION

In re:	Chapter 11
Body Contour Ventures, LLC ¹ ,	Case No.: 19-42510-pjs
Debtors	

EXHIBIT A TO MED AUCTION, INC.'S PROOF OF CLAIM

Med Auction, Inc. ("Med Auction") hereby files this proof of claim (the "Proof of Claim") in the chapter 11 bankruptcy case of Body Contour Ventures, LLC (the "Debtor"), debtor in Bankruptcy Case No. 19-42510-pjs filed in the United States Bankruptcy Court for the Eastern District of Michigan.

Basis for Claim

- 1. On February 22, 2019 (the "Petition Date"), the Debtors, including the Plaintiff (the "Debtors") each filed a voluntary petition for bankruptcy under Chapter 11 of the United States Code.
- 2. On March 29, 2018, the Debtor and Med Auction entered into a Purchase Agreement wherein the Debtor agreed to sell 10 Brand New Thermage FLX Machines to Med Auction for the total purchase price of \$540,000.00 (the "March Agreement"). *See* Copy of the March Agreement attached as "*Exhibit 1*".
- 3. Pursuant to the March Agreement, Med Auction wired the following payments to the Debtor towards the purchase price under March Agreement:

S.	Wire Transfer	Wire Reference No.	Amount		
No.	Date				
1	March 30, 2018	0330B1QGC05C001231	\$270,000.00		
2.	April 3, 2018	0403B1QGC02C003203	\$270,000.00		

See Proof of the two wire transfers attached as "Exhibit 2".

- 4. The Debtor failed to deliver the agreed equipment to Med Action pursuant to the March Agreement and therefore, breached its contractual obligations under the March Agreement.
- 5. On or before October 10, 2018, the Debtor proposed to sell 20 Brand New Ulthera Machines to Med Auction in lieu of partial payment of the debt owed by the Debtor to Med Auction under the March Agreement. Also, on or before October 20, 2018, the Debtor delivered 10 Brand New Ulthera Machines to Med Auction.
- 6. The Ulthera Machine is an old technology and is inferior to Thermage FLX Machine. The Thermage FLX Machine as agreed to be delivered to Med Auction under the March Agreement was a latest 2019

¹ Debtors cases are being jointly administered for procedural purposes only and include Debtors Body Contour Ventures, LLC, Case No. 19-42510, BCA Acquisitions, LLC, Case No. 19-42511, American Aesthetic Equipment, LLC, Case No. 19-42512, Knoxville Laser Spa LLC, Case No. 19-42513, LRX Alexandria, LLC, Case No. 19-42514, LRX Birmingham, LLC, Case No. 19-42515, LRX Charlotte, LLC, Case No. 19-42516, LRX Chicago, LLC, Case No. 19-42517, LRX Colorado Springs, LLC, Case No. 19-42518, LRX Dearborn, LLC, Case No. 19-42519, LRX East Lansing, LLC, Case No. 19-42520, LRX Grand Blanc, LLC, Case No. 19-42833, LRX Hoffman Estates, LLC, Case No. 19-42521, LRX Las Vegas Summerlin, LLC, Case No. 19-42522, LRX Mesa, LLC, Case No. 19-42523, LRX Naperville, LLC, Case No. 19-42524, LRX Novi, LLC, Case No. 19-42525, LRX Orland Park, LLC, Case No. 19-42526, LRX PlymouthCanton, LLC, Case No. 19-42527, LRX Stone Oak, LLC, Case No. 19-42528, LRX Towson, LLC, Case No. 19-42530, LRX Troy, LLC, Case No. 19-42531, Premier Laser Spa of Greenville LLC, Case No. 19-42532, Premier Laser Spa of Pittsburgh LLC, Case No. 19-42535, Premier Laser Spa of St. Louis LLC, Case No. 19-42536, and Premier Laser Spa of Virginia LLC, Case No. 19-42535, Premier Laser Spa of Virginia LLC, Case No. 19-42536,

42537.

model product and therefore superior in quality as compared to the Ulthera Machine which was initially launched in the year 2010. Being the latest technology and therefore, higher in demand, the price of a Thermage FLX Machine is higher as compared to the Ulthera Machine. A proof indicating the pricing of an Ulthera Machine is attached as "Exhibit 3".

- 7. On October 10, 2018, only for accounting purposes, Med Auction and the Debtor entered into a Purchase Agreement wherein the Debtor agreed to sell the remaining 10 Brand New Ulthera Machines as agreed, to Med Auction for the total purchase price of \$500,000.00 (the "October Agreement"). *See* the Copy of the October Agreement attached as "*Exhibit 4*". After about October 10, 2018, the Debtor delivered the agreed equipment to Med Auction.
- 8. As of the Petition Date, the Debtor owed \$540,000 to Med Auction for the breach of contract amounting to failure of the Debtor to deliver the agreed products under the March Agreement.
- 9. The debt owed by the Debtor to Med Auction under the March Agreement and the debt owed by Med Auction to the Debtor under the October Agreement essentially relate to the same transaction between the parties.
- 10. Accordingly, Med Auction now files this Proof of Claim in Debtor's bankruptcy case asserting its right to setoff or recoupment of a debt owed by the Debtor to Med Auction.

Reservation of Rights

Med Auction reserves the right to further supplement or amend this Proof of Claim, including for the purpose of adding specific or additional sums related to the matters described herein. Nothing herein or otherwise, including, but without limitation, any later appearance, pleading, claim, or action, is intended or shall be deemed to be a waiver, release, or modification by Med Auction of rights, remedies, claims, actions, defenses, setoffs, or recoupments to which Med Auction is or may be entitled, all of which are hereby expressly reserved. Med Auction reserves the right to amend, supplement, or modify this Proof of Claim and its supporting documents from time to time as may be necessary or appropriate in accordance with changes in fact or law.

Purchase Agreement dated March 29, 2018

PURCHASE AGREEMENT



March 29, 2018 Reference #2676

Purchase Agreement

In consideration of \$540,000.00, paid via Wire Transfer by Med Auction, Inc., "Buyer," at 8120 Artesian Rd., San Diego, CA 92127, (619)449-1663, Rich Morgan, LightRx Face & Body, Body Contour Ventures LLC, "Seller", at, 34405 W. 12 MILE RD, SUITE 200, FARMINGTON, MI, 48331, (248) 579-6772, agrees to release and make available the following goods:

10 x Brand New Thermage FLX x \$54,000.00 = \$540,000.00

 SUBTOTAL:
 \$540,000.00

 TOTAL:
 \$540,000.00

Buyer pays for all shipping costs.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument. Signatures of the parties transmitted by facsimile or by email transmission in portable document format, or similar format, shall be deemed to be their original signatures for all purposes.

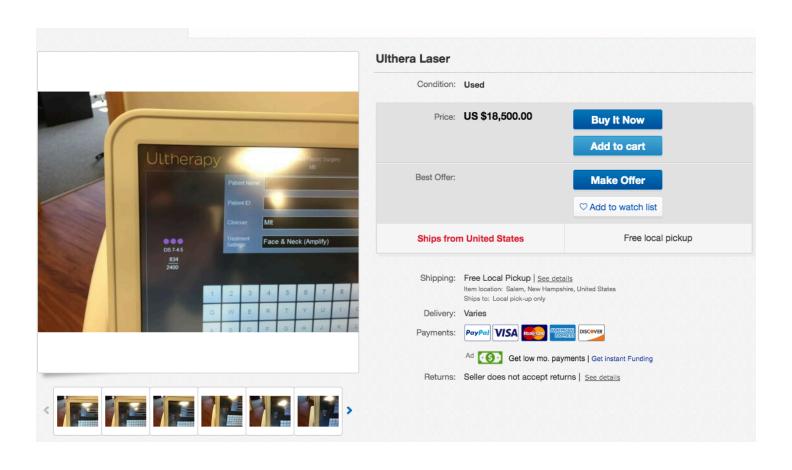
Darryl Louis Med Auction, Inc d@medauction.com

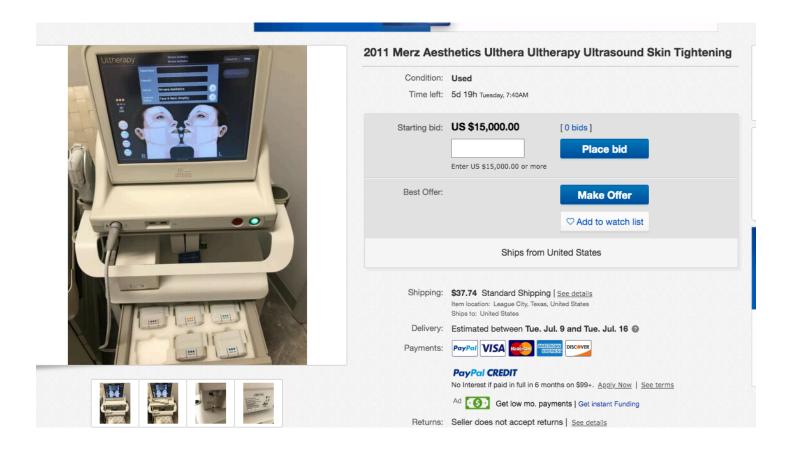
rich@lightrx.com PDF Date: March 30, 2018, 7:27 am

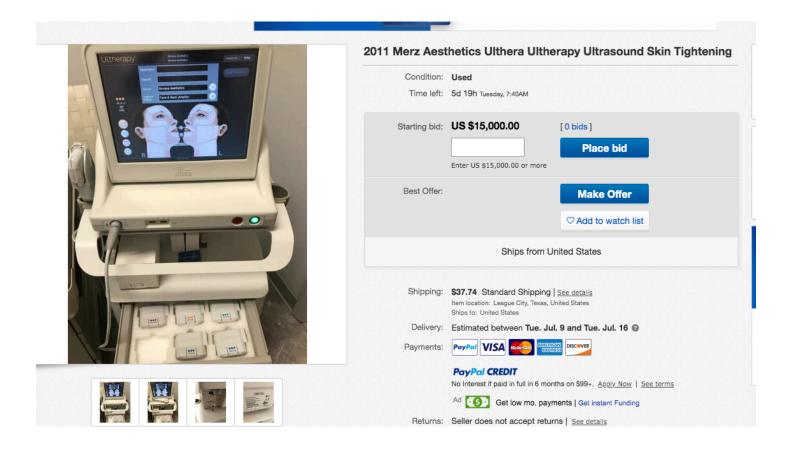
Proof of Wire Transfers

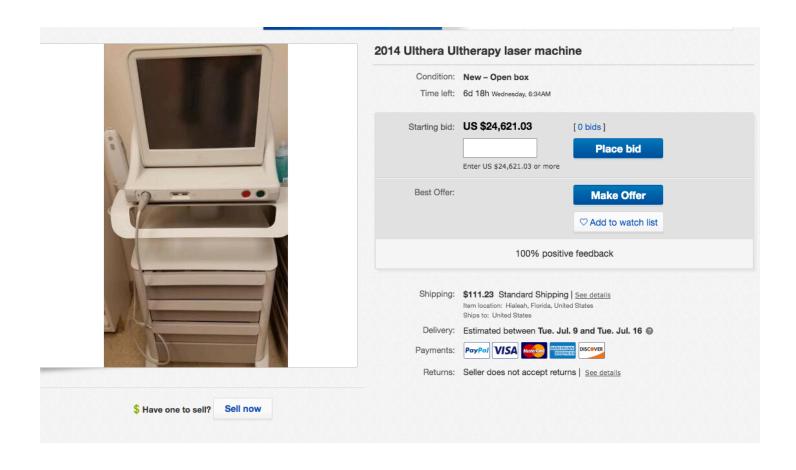
												▼ Apr 3, 2018	Wire date ▼
												Completed	Status ▼
	Message to recipient bank	Message	Transact	Refere				To				Body Contour Ventures	Wire to ▼
Memo	cipient bank	Message to reciplent	Transaction number	Reference number	Status date	Status	Wire date	Total wire cost	Amount	Wire from	Wire to	5035922276	Transaction number •
10 Thermage FLX Machines PA2676	None	10 Thermage FLX Machines PA2676	5035922276	0403B1QGC02C003203		Completed	Apr 3, 2018	\$270,000.00 USD (U.S. Dollar)	\$270,000.00 USD (U.S. Dollar)	Med Auction Inc Chec (4051)	Body Contour Ventures (2499)	Request info >	
576		576										\$270,000.00	Debit amount 🔻
Case	19-4	2510	-nis	Clai	m 11	0-1 P	art 2	File	ed 06/	128/10	a) P	\$270,000.00 USD of 7	Amount ▼

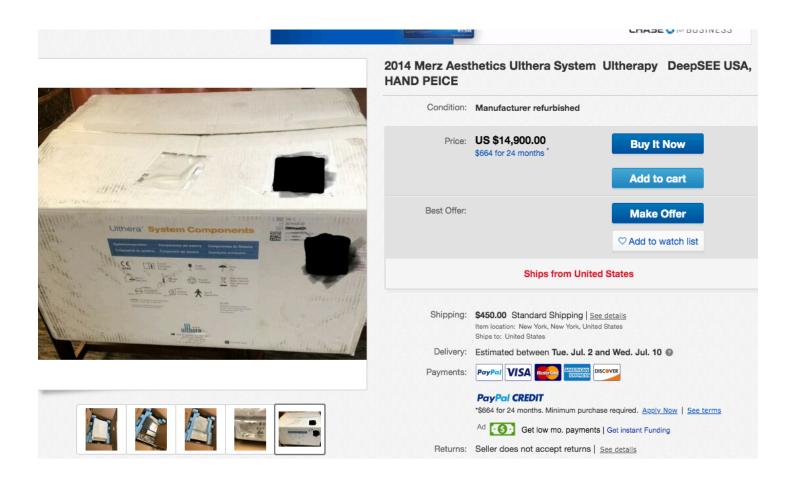
Proof of pricing of Ulthera Machine

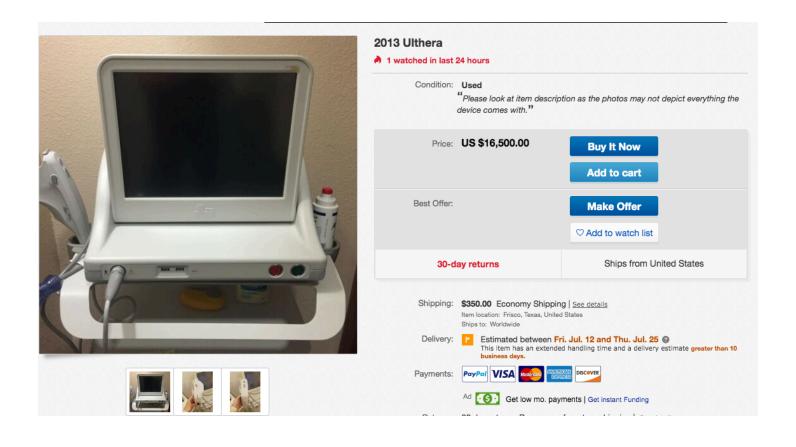


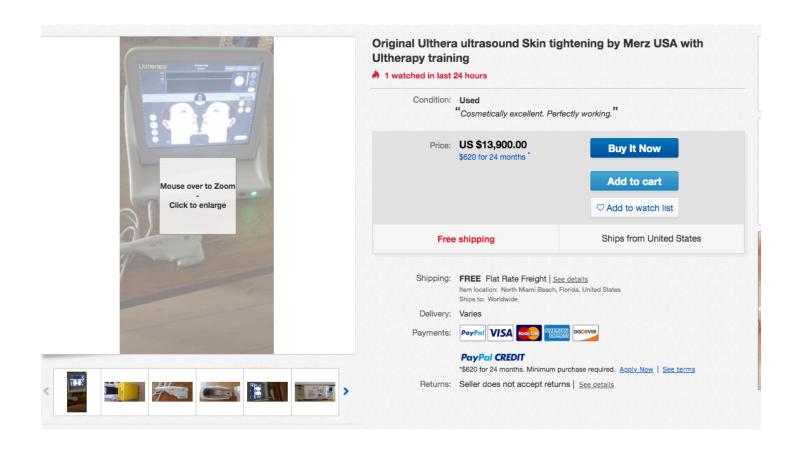


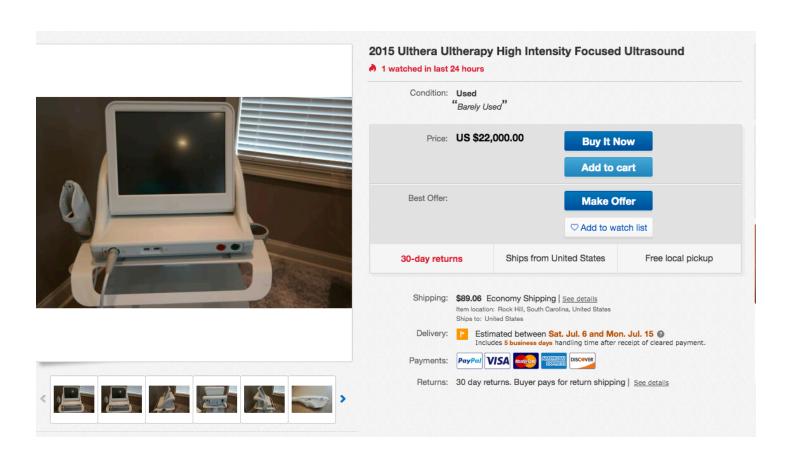


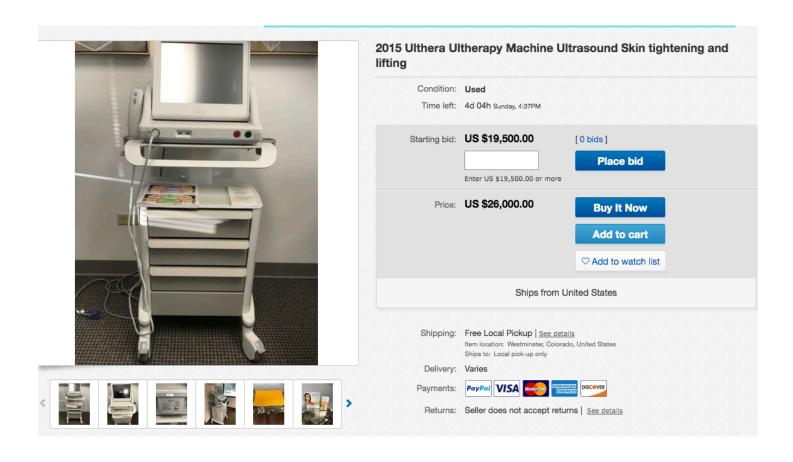












Back to ULTHERA

For Sale ULTHERA Ultrasound



Price: \$17,920.00 USD

[convert]

Condition: Used - Good

Date updated: June 24, 2019

In Stock: Yes

You can also: Buy this item

Forward Listing

Get More Information

get email alerts of similar items

bookmark this

print this item

find service/repair

Specifications for ULTHERA Ultrasound

Warranty: 30 Day

Item Summary for ULTHERA Ultrasound

FDA-Cleared Non-Invasive Lift Face * Neck * Decollete

Date of Manufacture: 2015 Serial Number: 15C020712 DeepSee Handpiece Software Version 2.1.700

Included: key, manual, marketing material.





Price: \$25,000.00 USD

[convert]

Condition: Used - Excellent

Date updated: June 19, 2019

In Stock: Yes

You can also: Buy this item

Forward Listing

Get More Information

get email alerts of similar items bookmark this

print this item

find service/repair

Specifications for ULTHERA Laser - Radio Frequency (RF)

S/N: SHOWN IN PICTURE Warranty: 90 DAYS Year of Manufacture: 2015

For Sale ULTHERA Ultherapy Ultrasound Skin Tightening



Price: \$19,475.00 USD

[convert]

Condition: Used - Good

Date updated: June 18, 2019

In Stock: Yes

You can also:

Buy this item

Forward Listing

Get More Information

get email alerts of similar items

bookmark this

print this item

find service/repair

Specifications for ULTHERA Ultherapy Ultrasound Skin Tightening

Warranty: 90 day warranty

Item Summary for ULTHERA Ultherapy Ultrasound Skin Tightening

2014 Ulthera Ultherapy Ultrasound Skin Tightening;

Excellent Cosmetic and Operating Condition, Single Owner, Used for 50-60 treatments;

Software Version: 2.1.1700;

Includes: Ulthera DeepSee UH-2 Handpiece, Cart, Key, Operators Manual, (3) Partially Used Transducers: DS 1.0-1.5 with 1974 lines remaining, DS 4 - 4.5 with 513 lines remaining, DS 7-3.0N with 743 lines remaining, and 90 Day Warranty.

For Sale ULTHERA Ultherapy Ultrasound Skin Tightening



Price: \$27,975.00 USD

[convert]

Condition: Used - Excellent

Date updated: June 18, 2019

In Stock: Yes

You can also:

Buy this item

Forward Listing

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get email alerts of similar items

bookmark this

print this item

find service/repair

Specifications for ULTHERA Ultherapy Ultrasound Skin Tightening

Warranty: 90 Day

Item Summary for ULTHERA Ultherapy Ultrasound Skin Tightening

2017 Ulthera Ultherapy Ultrasound Skin Tightening with 6 Transducers;

Manufacture Date: 04-2017; Excellent Cosmetic and Operating Condition, Single Owner;

Updated with the Most Recent Software Version: 2.1.1700;

Transducers Included: DS 4-4.5 with 1066 LINES; DS 10-1.5 with 1891 LINES; DS 7-3.0 with 757 LINES; DS 7-3.0N with 1984 LINES; DS 7-3.0N with 2278 LINES; DS 7-4.5 with 1955 LINES;

Includes: Full Day of In House Training by Owner at Additional Cost;

Purchase Agreement dated October 10, 2018

PURCHASE AGREEMENT



October 10, 2018

Reference #2742

Purchase Agreement

In consideration of \$500,000.00, after customer inspection on Tuesday or Wednesday October 17th, 2018, paid via Wire Transfer, by Med Auction, Inc., "Buyer," at 8120 Artesian Rd., San Diego, CA 92127, (619)449-1663, Rich Morgan, LightRx Face & Body, Body Contour Ventures LLC, "Selfer", at, 34405 W. 12 MILE RD, SUITE 200, FARMINGTON, MI, 48331, (248) 579-6772, agrees to release and make available the following goods:

Each Ulthera and hand piece is guaranteed to be 2018, unused in its original box and comes with 4 transducers, an Ipad and a cart.

10 x Brand new Ulthera Machine x \$50,000,00 = \$500,000,00

SUBTOTAL= \$500,000.00 TOTAL WIRE: \$500,000.00

Buyer pays for all shipping costs.

This Agreement may be executed in two or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument. Signatures of the parties transmitted by facsimile or by email transmission in portable document format, or similar format, shall be deemed to be their original signatures for all purposes.

Darryl Louis, Founder and CEO

Med Auction, Inc d@medauction.com

Rich Morgan rich@lightrx.com

Eastern District of Michigan Claims Register

19-42510-pjs Body Contour Ventures, LLC

Judge: Phillip J Shefferly **Chapter:** 11

Office: Detroit Last Date to file claims: 07/01/2019
Trustee: Last Date to file (Govt): 09/30/2019

Creditor:(25821530)Claim No: 110Status:Med Auction, Inc.Original FiledFiled by: CR

8120 Artesian Rd Date: 06/28/2019 Entered by: Kimberly Ross Clayson

San Diego, CA 92127-5710 Original Entered Modified:
Date: 06/28/2019

Amount claimed: \$540000.00 Secured claimed: \$540000.00

History:

Details 110-1 06/28/2019 Claim #110 filed by Med Auction, Inc., Amount claimed: \$540000.00 (Clayson, Kimberly)

Description: Remarks:

Claims Register Summary

Case Name: Body Contour Ventures, LLC

Case Number: 19-42510-pjs

Chapter: 11

Date Filed: 02/22/2019 **Total Number Of Claims:** 1

Total Amount Claimed*	\$540000.00
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	\$540000.00	
Priority		
Administrative		