

Fill in this information to identify the case:

Debtor 1 Body Contour Ventures, LLC  
Debtor 2 \_\_\_\_\_  
(Spouse, if filing)  
United States Bankruptcy Court for the: Eastern District of Michigan  
Case number 19-42510

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? Natalja Macuka  
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? **Where should notices to the creditor be sent?** **Where should payments to the creditor be sent? (if different)**  
Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)  
Paula A. Hall Natalja Macuka c/o Paula A. Hall  
Name Name  
401 S. Old Woodward Avenue, Suite 400 401 S. Old Woodward Avenue, Suite 400  
Number Street Number Street  
Birmingham MI 48009 Birmingham MI 48009  
City State ZIP Code City State ZIP Code  
Contact phone 248-971-1800 Contact phone 248-971-1800  
Contact email hall@bwst-law.com Contact email hall@bwst-law.com

Uniform claim identifier for electronic payments in chapter 13 (if you use one):  
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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? \_\_\_\_\_

LIGHTRX POC  
NEWSPAPER TELEVISION  
01144

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? \$ \_\_\_\_\_ 500000. 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.  
  
Unjust enrichment

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:

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**

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

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

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

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

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

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

\* 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 07/01/2019  
MM / DD / YYYY

/s/ Paula A. Hall

Signature

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

Name Paula A. Hall  
First name Middle name Last name

Title Attorney

Company Brooks Wilkins Sharkey & Turco PLLC  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 401 S. Old Woodward Avenue, Suite 400  
Number Street

Birmingham MI 48009  
City State ZIP Code

Contact phone 248-971-1800 Email hall@bwst-law.com

## **SUPPLEMENT IN SUPPORT OF NATALJA MACUKA'S PROOF OF CLAIM**

For this Supplement to her Proof of Claim, Natalja Macuka (“Ms. Macuka”) states:

### **Introduction**

#### **Ms. Macuka, Body Contour Ventures DCMA, LP, and the Debtors**

In 1990, Congress created the Immigrant Investor Program (“EB-5 Program”) as part of a larger set of immigration reforms under United States Congress’ Immigration Act of 1990 (“IMMACT90”). Congress established the EB-5 program to stimulate the U.S. economy by giving foreign entrepreneurs the opportunity to permanently live and work in the United States after they have invested in a new commercial enterprise.

To be eligible for an EB-5 immigrant investor visa, one must:

- (a) Invest the requisite amount of capital in a new commercial enterprise;
- (b) Show the investment was made into a targeted employment area, where applicable;
- (c) Prove that the investment comes from a lawful source of funds;
- (d) Demonstrate that a new commercial enterprise, or its wholly-owned subsidiary, will create not fewer than ten full-time positions for qualifying employees; and
- (e) Show that the investor’s participation in the business is consistent with regulatory requirements.

8 CFR 204.6(e); 204.6(j). *See also*, Immigration and Nationality Act (“INA”) §203(b)(5)(A)

In early 2018, Ms. Macuka, a citizen of Latvia, invested \$500,000.00 in a new commercial enterprise, Body Contour Ventures DCMA, LP (the “Limited Partnership”), in furtherance of her visa petition under the EB-5 program.

The Limited Partnership was created as a Delaware limited partnership with the purpose of operating an administrative services organization located at 137 National Plaza, Oxon Hill, MD 20745 to service the “Body Contour Ventures” organization (the “Project”). Richard Morgan, the Debtors’ principal, was the driving force behind the creation of the Limited Partnership.

In October 2017, the Limited Partnership was formed for the purpose of constituting the “new commercial enterprise” within the meaning of section 203(b)(5)(A) of the INA and related regulations for the investors’ capital investments under the EB-5 program. Under the business plan for the Project, the Limited Partnership would operate as an administrative service organization focused on the administrative and staffing needs of “LightRx Face and Body”-branded clinics. Mr. Morgan and the Limited Partnership forecasted the creation of at least 96 full time jobs over the next 24 months. With respect to each EB-5 investor, including Ms. Macuka, the job creation associated with his or her investment would take approximately 12 months. The project was billed as

accepting no more than 8 EB-5 limited partners, therefore each investor would have a minimum of 10 full-time qualifying employees resulting from the operation of the Project within 2 ½ years following approval of his or her EB-5 application. (the “Business Plan”)<sup>1</sup>. The Limited Partnership was intended to operate ten clinics and manage the operation of four customer-owned facilities in several states, including parts of Maryland, Pennsylvania, Virginia and the District of Columbia, under a territory license from its general partner, BCV Management DCMA, LLC (the “General Partner”), an entity ultimately controlled and managed by Mr. Morgan. Relying upon the representations of Mr. Morgan and the Limited Partnership, Ms. Macuka made to feel confident in their ability to comply with all the requirements of the EB-5 program.

The Limited Partnership is under the ultimate control of Mr. Morgan, through various other corporate entities controlled by him, including, but not limited to, the General Partner. Additionally, as part of the interconnectivity between and among the Limited Partnership, Mr. Morgan, the Debtors and various entities controlled by the Debtors, there are many licenses, pieces of equipment, and intellectual property under common usage, leases, and/or ownership. For reference purposes, a copy of a corporate structure chart generally illustrating the

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<sup>1</sup> The Business Plan is a confidential document, subject to disclosure restrictions. It is available upon request, with the appropriate and necessary approvals, from Ms. Macuka’s counsel.

relationship between and among the Debtors, on the one hand, and the Limited Partnership and entities in control and/or management of the Limited Partnership, on the other hand, is attached as Exhibit 1.

In October 2018, *just a few months after investing \$500,000 in the Limited Partnership*, Mr. Morgan was unable to satisfy Ms. Macuka's request, through advisors, for a clear accounting of the investment funds, or documentation evidencing that the investment funds had been utilized in a manner consistent with that outlined in the Business Plan.

Despite repeated demands by Ms. Macuka or that working on her behalf, Mr. Morgan has been unwilling or unable to provide a complete accounting of her capital investment, nor has he taken any further actions to execute the Business Plan and operating model for the Limited Partnership. *Upon information and belief, the Debtors have been the direct or indirect beneficiaries of some and/or all of Ms. Macuka's \$500,000 investment.*

Even though no contract may exist between Ms. Macuka and the Debtors, "under the equitable doctrine of unjust enrichment, '[a] person who has been unjustly enriched at the expense of another is required to make restitution to the other.' The remedy is one by which the law sometimes indulges in the fiction of a quasi or constructive contract, with an implied obligation to pay for benefits

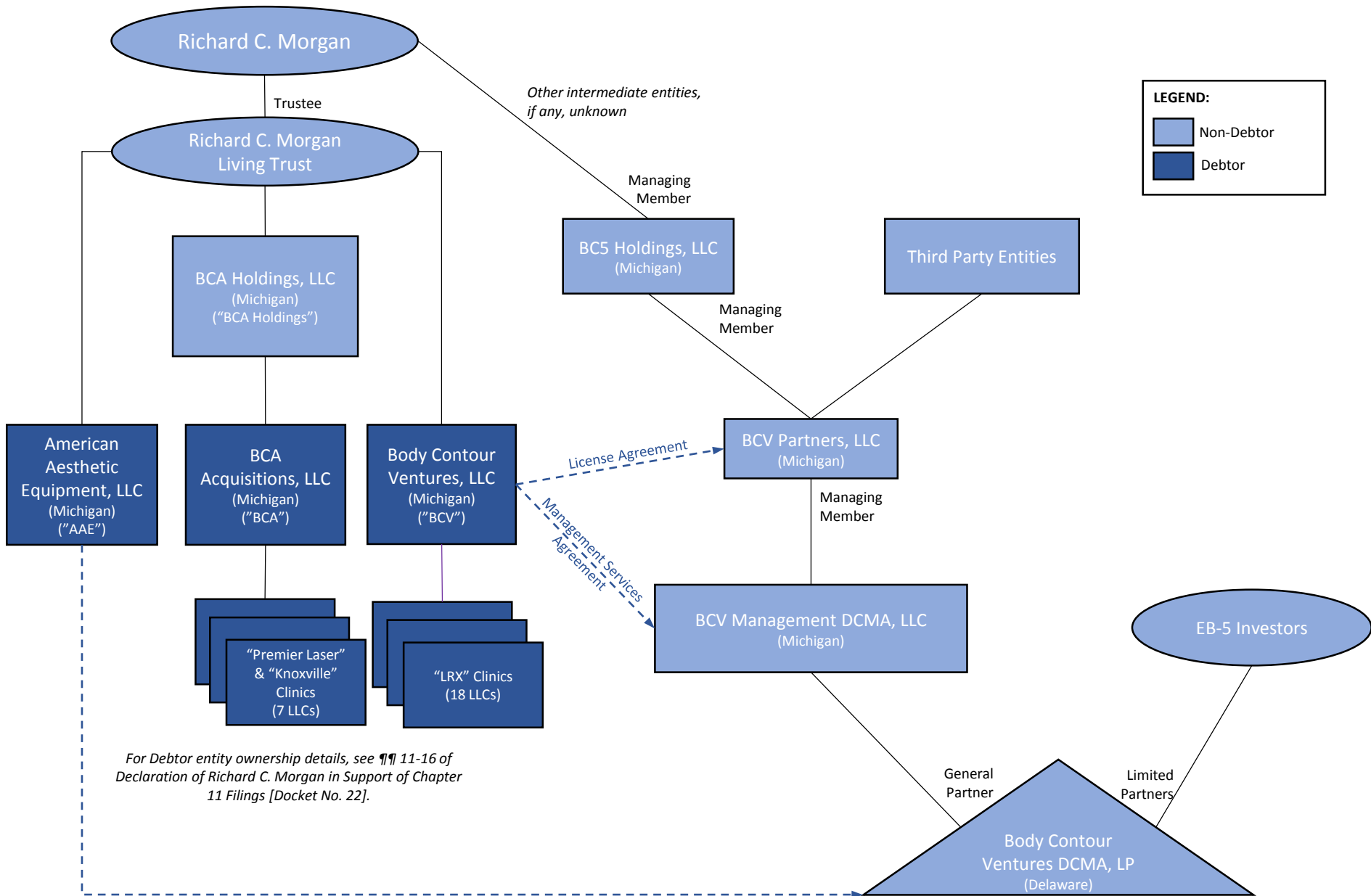
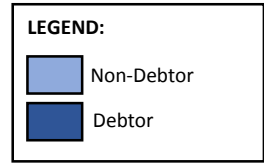
received to ensure that exact justice is obtained.” *In re Harajli*, 469 B.R. 274, 282 (Bankr. E.D.Mich. 2012).

Ms. Macuka submits this claim under the theory that by failing to account for and/or to return her \$500,000 investment, the Debtors, under the control of Richard Morgan, have been unjustly enriched by an amount of not less than \$500,000.



# Body Contour Ventures/EB-5 Corporate Structure

Unofficial version for illustrative and reference purposes only



For Debtor entity ownership details, see ¶¶ 11-16 of Declaration of Richard C. Morgan in Support of Chapter 11 Filings [Docket No. 22].

# 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

<i>Creditor:</i> (26034634) Natalja Macuka c/o Brooks Wilkins Sharkey & Turco PLLC 401 S. Old Woodward Avenue, Suite 400 Birmingham, MI 48009	<b>Claim No: 137</b> <i>Original Filed Date:</i> 07/01/2019 <i>Original Entered Date:</i> 07/01/2019	<i>Status:</i> Filed by: CR Entered by: Paula A. Hall Modified:
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Amount claimed: \$500000.00

*History:*

[Details](#) [137-](#) 07/01/2019 Claim #137 filed by Natalja Macuka, Amount claimed: \$500000.00 (Hall, Paula)  
[1](#)

*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

<b>Total Amount Claimed*</b>	\$500000.00
<b>Total Amount Allowed*</b>	

\*Includes general unsecured claims

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

	Claimed	Allowed
<b>Secured</b>		
<b>Priority</b>		
<b>Administrative</b>		