

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

SGR WINDDOWN, INC., et al.,¹

Debtors.

Chapter 11

Case No. 19-11973 (MFW)

(Jointly Administered)

**AMENDED STATEMENTS OF FINAL AFFAIRS FOR
SUGARFINA (CANADA), LTD. (CASE NO. 19-11975)**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number or Canadian Revenue Agency, as applicable are (1) SGR Winddown, Inc., a Delaware corporation (4356), (2) SGR Winddown International, LLC, a Delaware limited liability company (1254), and (3) SGR Canada Winddown Legacy, Ltd. (4480). The location of the Debtors' corporate headquarters is 1700 E. Walnut Ave, 5th Floor, El Segundo, California 90245

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**GLOBAL NOTES, STATEMENT OF LIMITATIONS, METHODOLOGY
AND DISCLAIMERS AND SPECIFIC DISCLOSURES REGARDING
DEBTORS' AMENDED SCHEDULES OF ASSETS AND
LIABILITIES AND AMENDED STATEMENTS OF FINANCIAL AFFAIRS**

Introduction

SGR Winddown, Inc., SGR Winddown International, LLC, SGR Canada Winddown Legacy, Ltd. (collectively, the “Debtors”) submit their Amended *Schedules of Assets and Liabilities* (the “Amended Schedules”) and *Statement of Financial Affairs* (the “Amended Statements” and, together with the Schedules, the “Amended Schedules and Statements”) pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure.

These Global Notes and Statement of Limitations, Methodology and Disclaimers Regarding Debtors’ Amended Schedules of Assets and Liabilities and Statements of Financial Affairs (the “Global Notes”) pertain to, are incorporated by reference in, and constitute an integral part of, each of the Debtors’ Amended Schedules and Statements. Any party reviewing the Amended Schedules and Statements should refer to, consider and consult the Global Notes in connection with such review.

These Global Notes consist of: (I) general comments regarding the Amended Schedules and Statements; (II) specific disclosures applicable to the Debtors’ Amended Schedules; and (III) specific disclosures applicable to the Debtors’ Amended Statements.

On September 6, 2019 (the “Petition Date”), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court for the District of Delaware (the “Delaware Bankruptcy Court”).

The Amended Schedules and Statements were prepared by the Debtors’ financial advisor and the

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Debtors' counsel, and they are unaudited. The Debtors' professionals who are responsible for the preparation of the Amended Schedules and Statements have made a reasonable effort based upon information known to them at the time to ensure that the Amended Schedules and Statements are accurate and complete after reasonable inquiry. The Debtors reserve their right to amend and/or supplement their Amended Schedules and Statements from time to time as may be necessary or appropriate and they will do so as information becomes available.

General Comments Regarding the Amended Schedules and Statements

1. **Global Notes Control.** In the event that the Amended Schedules and Statements differ from the Global Notes, the Global Notes shall control.

2. **Reservation of Rights.** The Debtors and their advisors have made reasonable efforts to prepare and file complete and accurate Amended Schedules and Statements; however, inadvertent errors or omissions in the Amended Schedules and Statements may exist. The Debtors reserve all rights to amend, supplement or otherwise modify the Amended Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, without limitation, the right to amend the Amended Schedules and Statements with respect to the description or designation of any claim against any Debtor (including, without limitation, reserving the right to: (a) alter the description or designation of any claim; (b) dispute or otherwise assert a right of setoff or other defenses to any claim, including, without limitation, any defenses relating to amount, liability, priority, status or classification; (c) subsequently designate any claim as "disputed," "contingent," or "unliquidated"; and/or (d) object to the extent, validity, enforceability, priority or avoidability of any claim). The absence of a "disputed," "contingent," or "unliquidated" designation with respect to any claim or amount in the Amended Schedules and Statements does not constitute an admission by the Debtors that such claim or amount is not "disputed," "contingent," or "unliquidated."

3. **Basis of Presentation.** Except as otherwise noted herein or in the Amended Schedules and Statements, the Amended Schedules and Statements are intended to reflect the separate assets and liabilities for each of the Debtors.

4. **Valuation of Assets.** Many of these assets of the Debtors' as set forth in the Amended Schedules and Statements are premised upon valuations that were provided to the Debtors. Except as otherwise noted, the Debtors have not formally evaluated the valuation of the assets or updated the assets contained therein or updated such valuation as of the Petition Date, and are presented as they appear on the Debtors' ledgers.

5. **Statute of Limitations for Personal Injury Claims.** The Debtors have made their best efforts to set forth known causes of action by third parties. The Debtors are unaware of any actions against them for personal injury claims; however the statute of limitations under applicable non-bankruptcy law may not have yet passed.

6. **Totals.** All totals that are included in the Amended Schedules and Statements represent totals of all known amounts. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total. In addition, even where not marked as

contingent, unliquidated or disputed, totals may represent the sum of all unpaid invoices issued by any creditor, as reflected in the applicable Debtors' books and records, without reference to any credits, allowances, defenses or counterclaims that may exist with respect to such invoices. The Debtors reserve all of their rights with respect to any such defenses or counterclaims, including, without limitation, the right to amend the Amended Schedules and Statements as necessary or appropriate.

7. **Canadian dollars.** All dollar amounts listed in the Amended Schedules and Statements for Sugarfina International and Sugarfina (Canada) Ltd. and Sugarfina International, LLC are in Canadian Dollars.

Specific Disclosures Regarding the Debtors' Amended Schedules

Schedule D – Creditors Holding Secured Claims

The descriptions provided in Schedule D are intended to be only a summary. Reference to the applicable loan agreements and related documents is necessary for a complete description of the collateral and the nature, extent and priority of any liens. Nothing in these Global Notes or the Amended Schedules and Statements shall be deemed to be a modification or interpretation of the terms of such agreements. Further, the Debtors have identified the secured claims of which they are aware, however there may be other claimants, including taxing entities, utility companies or other service providers who may assert a claim for which they may be entitled a security interest, as a matter of law.

Schedule E/F – Creditors Holding Priority Unsecured Claims

The claims identified in Schedule E/F Part 2 arose or were incurred on various dates. In certain instances, the date on which a claim arose is an open issue of fact. Although reasonable efforts have been made to identify the date each claim was incurred or arose, determining each such date would be unduly burdensome and cost prohibitive. In addition, claims identified in Schedule E/F Part 2 have been aggregated by the creditor and may include several dates of incurrence for the aggregate balance listed. As such, Schedule E/F Part 2 does not include the date of incurrence for every claim identified thereon.

Schedule E/F may reflect the prepetition amounts owing to parties holding priority claims, including on account of outstanding wages. Such prepetition amounts may be paid in connection with the order authorizing the Debtors to pay employees' wages entered by this Court.

Schedule E/F may also reflect the prepetition amounts owing to counterparties to executory contracts and unexpired leases. Such prepetition amounts may be paid in connection with the assumption, or assumption and assignment, of an executory contract or unexpired lease. Additionally, Schedule E/F Part 2 does not attempt to anticipate any potential rejection damage claims of the counterparties to executory contracts and unexpired leases that may be rejected.

Question 3:

Schedule E for each of the Debtors contains a list of the tax claims known by the Debtors on the Petition Date. If the Debtors learn of any additional claims of taxing entities who are entitled to assert priority claims, the Debtors will amend their Amended Schedules.

Schedule E/F Part 2 - Creditors Holding Nonpriority Unsecured Claims

Attached as Exhibit E-4 to Schedule E is a list of all claimants known to the Debtors after conducting a reasonable investigation of their books and records. There may be additional claimants who the Debtors have no basis for knowing,

Schedule G – Executory Contracts and Unexpired Leases

The businesses of the Debtors are complex and, the Debtors' professionals endeavored to determine the contracts to which the Debtors are parties to equipment leases, supply agreements and other contacts. The Debtors will supplement Schedule G in the event that they are able to determine the names and other information regarding executory contracts and unexpired leases to which either of the Debtors were a party on the Petition Date.

Schedule H - Co-Debtors.

The Debtors listed parties that are either principal obligors or guarantors with respect to the Debtors' secured claims. The Debtors are unaware of any other obligations for which third parties may be liable, although there may be other claims in which individuals or insurers may be jointly or severally liable.

Specific Disclosures Regarding the Debtors' Amended Statements

Question 2 – Non-business Revenue – The Debtors are not aware of any revenue not listed on Amended Statements Exhibit 1, although there may be incidental income received by the Debtors such as interest received on account of money held in the one or more of the bank accounts.

Question 3 – Certain Payments or Transfers to Creditors Within 90 days Before Filing this Case. Attached as Statement Exhibit 3 to the Debtors' Amended Statements are payments made to creditors during the preference period. The Debtors' responses to Question 3 include any disbursement or other transfer made by the Debtors except for those made to potential insiders or other Debtors (which payments appear in response to Question 4). Further Statement Exhibit 3 does not include income or benefits paid for the benefit of specific Debtors' Employees, but to other parties on account of the Employees' 401k plan, and on account of payroll, fees, garnishments, and other compensation-related items. This also does not include payments to bankruptcy professionals (which payments appear in response to Question 11).

Question 4 – Payments or Other Transfers of Property Made Within 1 Year Before Filing this Case That Benefited Any Insider. Amended Statements Exhibit 4 to the Debtors' Amended Statements lists all known transfers of property that benefited an insider.

Question 6 – Set-offs. The Debtors are unaware of any setoffs made during the ninety (90) days immediately prior to the Petition Date.

Question 8 – Assignments and receivership. The Debtors were not the subject of an assignment or receivership prior to the Petition Date.

Question 10 – Casualty Losses. The Debtors are not aware of any casualty losses.

Questions 28-30 – Questions Relating to the Debtors’ Officers, Directors, Managing Members, General Partners, Members in Control, Controlling Shareholders, or Other People in Control. Attached as Statement Exhibit 28 to each of the Debtors’ Statements is a list of all of the Debtors’ Officers, Directors, Members, Shareholders, or Other People in Control.

Fill in this information to identify the case:

Debtor name Sugarfina (Canada), Ltd.
 United States Bankruptcy Court for the: _____ District of Delaware
 (State)
 Case number (if known): 19-11975

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business*

None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date: From 01/01/2019 to Filing date
MM / DD / YYYY

Operating a business
 Other _____

\$ 3,494,883.30

For prior year: From 01/01/2018 to 12/31/2018
MM / DD / YYYY

Operating a business
 Other _____

\$ 5,277,145.92

For the year before that: From 01/01/2017 to 12/31/2017
MM / DD / YYYY

Operating a business
 Other _____

\$ 3,581,983.23 (1)

*All amounts are in Canadian dollars

(1) Note: As of August 29, 2017, Sugarfina International, LLC conducted business as Sugarfina (Canada) Ltd. Revenue is shown as an aggregate for both entities for the full fiscal year 2017.

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

From the beginning of the fiscal year to filing date: From _____ to Filing date
MM / DD / YYYY

\$ _____

For prior year: From _____ to _____
MM / DD / YYYY

\$ _____

For the year before that: From _____ to _____
MM / DD / YYYY

\$ _____

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. See Attached Creditor's name _____ Street _____ City _____ State _____ ZIP Code _____	_____	\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____
3.2. Creditor's name _____ Street _____ City _____ State _____ ZIP Code _____	_____	\$ _____	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. See Attached Insider's name _____ Street _____ City _____ State _____ ZIP Code _____ Relationship to debtor _____	_____	\$ _____	_____
4.2. Insider's name _____ Street _____ City _____ State _____ ZIP Code _____ Relationship to debtor _____	_____	\$ _____	_____

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

Creditor's name and address	Description of the property	Date	Value of property
5.1. Creditor's name Street City State ZIP Code			\$
5.2. Creditor's name Street City State ZIP Code			\$

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Creditor's name Street City State ZIP Code	Last 4 digits of account number: XXXX- _____		\$

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. Case number		Name Street City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Case number		Name Street City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Custodian's name and address	Description of the property	Value	
_____	_____	\$ _____	
Custodian's name	Case title	Court name and address	
Street	_____	Name	
_____	Case number	Street	
City State ZIP Code	_____	_____	
	Date of order or assignment	City State ZIP Code	
	_____	_____	

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

None

	Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1.	University Women's Club Recipient's name 1489 McRae Ave. Street Vancouver BC V6H1V1 City State ZIP Code	Charitable donation	12/12/2017	\$ 1,657.21
	Recipient's relationship to debtor _____			\$ _____
9.2.	Recipient's name Street City State ZIP Code			\$ _____
	Recipient's relationship to debtor _____			

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Date of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets - Real and Personal Property).		
_____	_____	_____	\$ _____

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	<u>See Attached</u>	_____	_____	\$ _____
	Address	_____		
	Street	_____		
	City State ZIP Code	_____		
	Email or website address			

	Who made the payment, if not debtor?			

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2.	_____	_____	_____	\$ _____
	Address	_____		
	Street	_____		
	City State ZIP Code	_____		
	Email or website address			

	Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device. Do not include transfers already listed on this statement.

None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
_____	_____	_____	\$ _____
Trustee	_____		

Debtor Sugarfina (Canada), Ltd.
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13. Transfers not already listed on this statement

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1. _____ Address _____ Street _____ City State ZIP Code	_____	_____	\$ _____
Relationship to debtor _____			

13.2. _____ Address _____ Street _____ City State ZIP Code	_____	_____	\$ _____
Relationship to debtor _____			

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Address	Dates of occupancy	
	From	To
14.1. _____ Street _____ City State ZIP Code	_____	_____
14.2. _____ Street _____ City State ZIP Code	_____	_____

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- No. Go to Part 9.
 Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
<p>15.1. _____ Facility name</p> <p>_____</p> <p>Street</p> <p>_____</p> <p>City State ZIP Code</p>	<p>_____</p> <p>_____</p> <p>Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.</p> <p>_____</p>	<p>_____</p> <p>_____</p> <p>How are records kept?</p> <p>Check all that apply:</p> <p><input checked="" type="checkbox"/> Electronically <input checked="" type="checkbox"/> Paper</p>
<p>15.2. _____ Facility name</p> <p>_____</p> <p>Street</p> <p>_____</p> <p>City State ZIP Code</p>	<p>_____</p> <p>_____</p> <p>Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.</p> <p>_____</p>	<p>_____</p> <p>_____</p> <p>How are records kept?</p> <p>Check all that apply:</p> <p><input type="checkbox"/> Electronically <input type="checkbox"/> Paper</p>

Part 9: Personally Identifiable Information

16. Does the debtor collect and retain personally identifiable information of customers?

- No.
- Yes. State the nature of the information collected and retained. Customer addresses and emails.
- Does the debtor have a privacy policy about that information?
- No
 Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- No. Go to Part 10.
- Yes. Does the debtor serve as plan administrator?
- No. Go to Part 10.
 Yes. Fill in below:

Name of plan _____	Employer identification number of the plan
	EIN: _____ - _____

- Has the plan been terminated?
- No
 Yes

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	Name _____ Street _____ City _____ State _____ ZIP Code _____	XXXX- _____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____
18.2.	Name _____ Street _____ City _____ State _____ ZIP Code _____	XXXX- _____	<input type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	_____	\$ _____

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____	_____	_____	<input type="checkbox"/> No <input type="checkbox"/> Yes
Address			

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name _____ Street _____ City _____ State _____ ZIP Code _____	_____	_____	<input type="checkbox"/> No <input type="checkbox"/> Yes
Address			

Debtor Sugarfina (Canada), Ltd.
Name

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Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Owner's name and address	Location of the property	Description of the property	Value
Name			\$ _____
Street			
City State ZIP Code			

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- No
 Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
Case number	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
	City State ZIP Code		<input type="checkbox"/> Concluded

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- No
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

24. Has the debtor notified any governmental unit of any release of hazardous material?

- No
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name _____	Name _____	_____	_____
Street _____	Street _____	_____	
City _____ State _____ ZIP Code _____	City _____ State _____ ZIP Code _____		

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- None

25.1.	<p>Business name and address</p> <p>Name _____</p> <p>Street _____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>Describe the nature of the business</p> <p>_____</p> <p>_____</p>	<p>Employer Identification number Do not include Social Security number or ITIN.</p> <p>EIN: _____ - _____</p> <p>Dates business existed</p> <p>From _____ To _____</p>
25.2.	<p>Business name and address</p> <p>Name _____</p> <p>Street _____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>Describe the nature of the business</p> <p>_____</p> <p>_____</p>	<p>Employer Identification number Do not include Social Security number or ITIN.</p> <p>EIN: _____ - _____</p> <p>Dates business existed</p> <p>From _____ To _____</p>
25.3.	<p>Business name and address</p> <p>Name _____</p> <p>Street _____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>Describe the nature of the business</p> <p>_____</p> <p>_____</p>	<p>Employer Identification number Do not include Social Security number or ITIN.</p> <p>EIN: _____ - _____</p> <p>Dates business existed</p> <p>From _____ To _____</p>

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and address

Dates of service

26a.1. Steven Borse, Controller
Name
1700 E. Walnut Street
Street
5th Floor
El Segundo CA 90245
City State ZIP Code

From _____ To Present

Name and address

Dates of service

26a.2. _____
Name

Street

City State ZIP Code

From _____ To _____

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

Name and address

Dates of service

26b.1. Windes
Name
601 South Figueroa Street
Street
Suite 4050
Los Angeles CA 90017
City State ZIP Code

From 6/2016 To Present

Name and address

Dates of service

26b.2. RSM Canada LLP
Name
11 King Street
Street
Suite 700
Toronto ON, Canada M5H 4C7
City State ZIP Code

From 1/2017 To Present

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address

If any books of account and records are unavailable, explain why

26c.1. Windes
Name
601 South Figueroa Street
Street
Suite 4050
Los Angeles CA 90017
City State ZIP Code

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

Name and address

If any books of account and records are unavailable, explain why

26c.2. Steven Borse, Controller
Name
1700 E. Walnut Street
Street
5th Floor
El Segundo CA 90245
City State ZIP Code

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address

26d.1. Numerous lenders, vendors and equity holders have been provided the Debtors' financial statements and the list would be burdensome and voluminous to compile.
Name

Street

City State ZIP Code

Name and address

26d.2. _____
Name

Street

City State ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- No
- Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

See attached. _____ \$ _____

Name and address of the person who has possession of inventory records

27.1. _____
Name

Street

City State ZIP Code

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

Name of the person who supervised the taking of the inventory _____ Date of inventory _____ The dollar amount and basis (cost, market, or other basis) of each inventory \$ _____

Name and address of the person who has possession of inventory records

27.2. Name _____
Street _____
City _____ State _____ ZIP Code _____

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Sugarfina International, LLC	1700 E Walnut Ave., Ste. 500, El Segundo, CA 90245	Membership owner	100.00%
Joshua Resnick	1700 E Walnut Ave., Ste. 500, El Segundo, CA 90245	Chief Executive Officer	0.00%
Lance Miller	1700 E Walnut Ave., Ste. 500, El Segundo, CA 90245	General Counsel & Director	0.00%
Lisa Harris	1700 E Walnut Ave., Ste. 500, El Segundo, CA 90245	Chief Financial Officer	0.00%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- No
 Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Joshua Resnick	1700 E Walnut Ave., Ste. 500, El Segundo, CA 90245	Director	From 8/29/17 To 8/21/19
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1. See Attached	_____	_____	_____
Name _____	_____	_____	_____
Street _____	_____	_____	_____
City _____ State _____ ZIP Code _____	_____	_____	_____
Relationship to debtor _____	_____	_____	_____

Debtor Sugarfina (Canada), Ltd.
Name

Case number (if known) 19-11975

Name and address of recipient

30.2

Name _____

Street _____

City _____ State _____ ZIP Code _____

Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

No

Yes. Identify below.

Name of the parent corporation _____

Employer Identification number of the parent corporation

EIN: _____ - _____

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

No

Yes. Identify below.

Name of the pension fund _____

Employer Identification number of the pension fund

EIN: _____ - _____

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments 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 12 / 20 / 2019
MM / DD / YYYY

/s/ Lance Miller _____ Printed name Lance Miller _____

Signature of individual signing on behalf of the debtor

Position or relationship to debtor Chief Restructuring Officer _____

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207)* attached?

No

Yes

Debtor: **Sugarfina (Canada), Ltd.**Case number (if known): **19-11975****Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers, including expense reimbursements, to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

 None

	Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer
3.1	ADECCO EMPLOYMENT SERVICES LIMITED LOCKBOX#T46033 PO BOX 46033 POSTAL STATION A TORONTO, ON M5W 4K9 CANADA	06/24/2019	\$9,090.95	SUPPLIERS OR VENDORS
		06/28/2019	\$4,963.31	SUPPLIERS OR VENDORS
		07/19/2019	\$2,873.48	SUPPLIERS OR VENDORS
		07/26/2019	\$4,991.72	SUPPLIERS OR VENDORS
		08/02/2019	\$1,125.94	SUPPLIERS OR VENDORS
		SUBTOTAL	\$23,045.40	
3.2	AMERICAN PAPER EXPORT 506-1080 HOWE ST. VANCOUVER, BC V6Z 2T1 CANADA	07/02/2019	\$10,739.37	SUPPLIERS OR VENDORS
		08/06/2019	\$5,369.69	SUPPLIERS OR VENDORS
		08/15/2019	\$5,369.68	SUPPLIERS OR VENDORS
		SUBTOTAL	\$21,478.74	
3.3	APPLEONE 50 PAXMAN ROAD, UNIT 6 ETOBICOKE, ON M9C 1B7 CANADA	06/24/2019	\$7,575.18	SUPPLIERS OR VENDORS
		06/24/2019	\$7,575.18	SUPPLIERS OR VENDORS
		06/28/2019	\$2,020.28	SUPPLIERS OR VENDORS
		07/26/2019	\$5,049.86	SUPPLIERS OR VENDORS
		08/02/2019	\$756.00	SUPPLIERS OR VENDORS
		SUBTOTAL	\$22,976.50	
3.4	BROOKFIELD PROPERTIES (PI) INC. 100 KING STREET WEST CONCOURSE LEVEL TORONTO, ON M5X1A9 CANADA	06/13/2019	\$1,046.29	SUPPLIERS OR VENDORS
		07/02/2019	\$5,984.69	SUPPLIERS OR VENDORS
		SUBTOTAL	\$7,030.98	
3.5	CANADA REVENUE AGENCY ADDRESS UNAVAILABLE AT TIME OF FILING	06/26/2019	\$2,167.40	TAX
		07/08/2019	\$1,761.41	TAX
		07/17/2019	\$4,500.00	TAX
		08/23/2019	\$4,500.00	TAX
		SUBTOTAL	\$12,928.81	
3.6	ENCON GROUP 500-1400 BLAIR PLACE, OTTAWA, ON K1G 9B8 CANADA	07/02/2019	\$3,649.48	SUPPLIERS OR VENDORS
		08/01/2019	\$3,266.60	SUPPLIERS OR VENDORS
		SUBTOTAL	\$6,916.08	
3.7	ET TRANSPORT 500 CREDITSTONE ROAD CONCORD, ON L4K 3Z3 CANADA	06/13/2019	\$4,500.00	SUPPLIERS OR VENDORS
		06/13/2019	\$7,246.20	SUPPLIERS OR VENDORS
		06/28/2019	\$5,500.00	SUPPLIERS OR VENDORS
		07/26/2019	\$13,965.00	SUPPLIERS OR VENDORS
		08/02/2019	\$1,900.00	SUPPLIERS OR VENDORS
		SUBTOTAL	\$33,111.20	
3.8	IVANHOE CAMBRIDGE II INC. 95 WELLINGTON STREET WEST SUITE 300 TORRONTO, ON M5J2R2 CANADA	07/02/2019	\$13,361.34	SUPPLIERS OR VENDORS
			SUBTOTAL	\$13,361.34

Debtor: **Sugarfina (Canada), Ltd.**Case number (if known): **19-11975****Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers, including expense reimbursements, to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

 None

	Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer
3.9	JP MORGAN CHASE 270 PARK AVE. NEW YORK, NY 10017-7924	06/20/2019	\$1,374.57	BANK FEES
		06/24/2019	\$182.38	BANK FEES
		07/04/2019	\$100.00	BANK FEES
		07/22/2019	\$1,220.55	BANK FEES
		07/22/2019	\$911.65	BANK FEES
		07/26/2019	\$300.00	BANK FEES
		07/26/2019	\$0.01	BANK FEES
		08/06/2019	\$974.26	BANK FEES
		08/20/2019	\$1,320.67	BANK FEES
		08/20/2019	\$974.26	BANK FEES
		09/03/2019	\$2,544.49	BANK FEES
		09/05/2019	\$1,085.89	BANK FEES
			SUBTOTAL	
3.10	OPGI MANAGEMENT LP 100 ADELAIDE ST W SUITE 900 TORONTO, ON M5H0E2 CANADA	07/02/2019	\$14,330.05	SUPPLIERS OR VENDORS
			SUBTOTAL	\$14,330.05
3.11	PAYMENTECH ADDRESS UNAVAILABLE AT TIME OF FILING	07/02/2019	\$2,344.14	SUPPLIERS OR VENDORS
		08/02/2019	\$3,044.77	SUPPLIERS OR VENDORS
		08/30/2019	\$44.95	SUPPLIERS OR VENDORS
		09/03/2019	\$23.47	SUPPLIERS OR VENDORS
		09/03/2019	\$28.62	SUPPLIERS OR VENDORS
		09/03/2019	\$48.02	SUPPLIERS OR VENDORS
		09/03/2019	\$60.33	SUPPLIERS OR VENDORS
		09/03/2019	\$426.41	SUPPLIERS OR VENDORS
		09/03/2019	\$499.72	SUPPLIERS OR VENDORS
		09/03/2019	\$663.30	SUPPLIERS OR VENDORS
		09/03/2019	\$794.62	SUPPLIERS OR VENDORS
		09/05/2019	\$218.69	SUPPLIERS OR VENDORS
		09/05/2019	\$867.20	SUPPLIERS OR VENDORS
	SUBTOTAL		\$9,064.24	
3.12	QUADREAL OAKRIDGE CENTRE HOLDINGS INC. NORTH OFFICE TOWER SUITE 319-650 WEST 41ST AVENUE VANCOUVER, BC V5Z 2M9 CANADA	07/02/2019	\$10,034.95	SUPPLIERS OR VENDORS
			SUBTOTAL	\$10,034.95
3.13	RECEIVER GENERAL ADDRESS UNAVAILABLE AT TIME OF FILING	09/05/2019	\$48,287.96	TAX
		09/05/2019	\$48,287.96	TAX
			SUBTOTAL	\$96,575.92

Debtor: **Sugarfina (Canada), Ltd.**Case number (if known): **19-11975****Part 2: List Certain Transfers Made Before Filing for Bankruptcy****3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers, including expense reimbursements, to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

 None

	Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer
3.14	RSM CANADA LLP 11 KING ST W #700 TORONTO, ON M5H 4C7 CANADA	06/28/2019	\$34,684.00	SUPPLIERS OR VENDORS
		SUBTOTAL	\$34,684.00	
3.15	SCHERER, CHRIS 1010 RICHARDS ST SUITE 606 VANCOUVER, BC V6B1G2 CANADA	08/06/2019	\$3,579.03	SUPPLIERS OR VENDORS
		08/07/2019	\$3,579.03	SUPPLIERS OR VENDORS
		SUBTOTAL	\$7,158.06	
3.16	TFORCE INTEGRATE SOLUTIONS 96 DISCO ROAD TORONTO, ON M9W 0A3 CANADA	07/26/2019	\$5,719.00	SUPPLIERS OR VENDORS
		08/02/2019	\$1,155.23	SUPPLIERS OR VENDORS
		08/12/2019	\$1,733.54	SUPPLIERS OR VENDORS
		SUBTOTAL	\$8,607.77	
3.17	ULTIMATE SOFTWARE GROUP OF CAD ULTIMATE SOFTWARE 2000 ULTIMATE WAY WESTON, FL 33326-3643	06/13/2019	\$11,374.83	PAYROLL
		06/13/2019	\$37,001.07	PAYROLL
		06/27/2019	\$39,596.48	PAYROLL
		06/27/2019	\$13,336.41	PAYROLL
		07/11/2019	\$40,045.20	PAYROLL
		07/11/2019	\$12,171.56	PAYROLL
		07/25/2019	\$11,971.36	PAYROLL
		07/25/2019	\$40,123.19	PAYROLL
		08/08/2019	\$38,305.27	PAYROLL
		08/08/2019	\$11,480.74	PAYROLL
		08/22/2019	\$40,839.33	PAYROLL
		08/22/2019	\$11,865.96	PAYROLL
		08/23/2019	\$48,287.96	PAYROLL
		08/23/2019	\$48,287.96	PAYROLL
		08/29/2019	\$766.77	PAYROLL
09/03/2019	\$2,984.66	PAYROLL		
09/03/2019	\$34,632.12	PAYROLL		
09/03/2019	\$9,443.37	PAYROLL		
	SUBTOTAL	\$452,514.24		
	TOTAL	\$784,807.01		

Debtor: **Sugarfina (Canada), Ltd.**Case number (if known): **19-11975****Part 2: List Certain Transfers Made Before Filing for Bankruptcy****4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. Insiders include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

 None

	Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1	SUGARFINA, INC. 1700 E. WALNUT STREET 5TH FLOOR EL SEGUNDO, CA 90245-2610	9/29/2018	\$197,715.00	INTERCOMPANY
		10/29/2018	\$133,470.00	INTERCOMPANY
		11/2/2018	\$133,720.00	INTERCOMPANY
		12/6/2018	\$150,000.00	INTERCOMPANY
	Relationship to debtor	1/14/2019	\$403,920.00	INTERCOMPANY
	CO-DEBTOR	3/22/2019	\$273,620.00	INTERCOMPANY
		7/17/2019	\$350,000.00	INTERCOMPANY
		8/15/2019	\$400,000.00	INTERCOMPANY
		SUBTOTAL	\$2,042,445.00	
		TOTAL	\$2,042,445.00	

Debtor: **Sugarfina (Canada), Ltd.**Case number (if known): **19-11975****Part 13: Details About the Debtor's Business or Connections to Any Business****30. Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

 No

 Yes. Identify below.

	Name and address of recipient	Amount of money or description and value of property	Dates	Reasons for providing the value
30.1	SUGARFINA, INC. 1700 E. WALNUT STREET 5TH FLOOR EL SEGUNDO, CA 90245-2610	\$197,715.00	9/29/2018	INTERCOMPANY
		\$133,470.00	10/29/2018	INTERCOMPANY
		\$133,720.00	11/2/2018	INTERCOMPANY
		\$150,000.00	12/6/2018	INTERCOMPANY
	Relationship to debtor	\$403,920.00	1/14/2019	INTERCOMPANY
	CO-DEBTOR	\$273,620.00	3/22/2019	INTERCOMPANY
		\$350,000.00	7/17/2019	INTERCOMPANY
		\$400,000.00	8/15/2019	INTERCOMPANY
	SUBTOTAL	\$2,042,445.00		
	TOTAL	\$2,042,445.00		

Sugarfina (Canada), Ltd.

Case Number: 19-11975

Part 6: Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy
Certain Payments or Transfers

11. Payments related to bankruptcy within 1 year prior to filing.

	Name	Address	Email or website	Who made payment, if not debtor?	Dates	Total amount or value
11.1	BMC	3732 W. 120th Street, Hawthorne, CA 90250	bmcgroup.com	N/A	8/28/2019	\$25,000.00
11.2	Morris James	500 Delaware Avenue, Suite 1500 Wilmington, DE 19801	morrisjames.com	N/A	8/28/2019	\$25,000.00
11.3	Morris James	500 Delaware Avenue, Suite 1500 Wilmington, DE 19801	morrisjames.com	N/A	9/5/2019	\$15,000.00
11.4	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	5/17/2019	\$10,000.00
11.5	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	5/29/2019	\$30,000.00
11.6	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	6/18/2019	\$29,293.31
11.7	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	6/25/2019	\$57,892.34
11.8	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	7/10/2019	\$68,015.50
11.9	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	7/19/2019	\$44,117.00
11.10	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	7/29/2019	\$50,422.38
11.11	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	7/30/2019	\$23,745.00
11.12	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	8/7/2019	\$20,248.51
11.13	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	8/14/2019	\$13,034.00
11.14	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	8/14/2019	\$13,034.00
11.15	Force 10	20341 SW Birch, Suite 220 Newport Beach, CA 92660	force10partners.com	N/A	8/28/2019	\$65,000.00
11.16	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine, CA 92618	shbllp.com	N/A	5/29/2019	\$50,000.00
11.17	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine, CA 92618	shbllp.com	N/A	6/5/2019	\$25,000.00
11.18	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine, CA 92618	shbllp.com	N/A	6/10/2019	\$35,000.00
11.19	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine, CA 92618	shbllp.com	N/A	6/18/2019	\$35,000.00

11.20	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine. CA 92618	shbllp.com	N/A	7/10/2019	\$30,000.00
11.21	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine. CA 92618	shbllp.com	N/A	7/24/2019	\$35,000.00
11.22	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine. CA 92618	shbllp.com	N/A	8/14/2019	\$35,000.00
11.23	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine. CA 92618	shbllp.com	N/A	8/28/2019	\$65,000.00
11.24	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine. CA 92618	shbllp.com	N/A	8/30/2019	\$9,640.44
11.25	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine. CA 92618	shbllp.com	N/A	9/3/2019	\$25,000.00
11.26	Shulman Hodges & Bastian LLP	100 Spectrum Center Drive, Suite 600 Irvine. CA 92618	shbllp.com	N/A	8/30/2019	\$ 13,322.00

¹ The payments provided in Question 11 are reported for the joint representation of the Debtors. The Debtors believe that it would be an inefficient use of the assets of the estates to allocate these payments on a Debtor-by-Debtor basis.