

**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

\_\_\_\_\_ District of Delaware  
(State)

Case number *(if known)*: \_\_\_\_\_ Chapter 7

Check if this is an amended filing

**Official Form 201**

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

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 the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Let's Disco, Inc.

2. All other names debtor used in the last 8 years Disco  
Winston Products, Inc.

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 8 3 - 2 4 8 2 1 6 4

4. Debtor's address

	<b>Principal place of business</b>	<b>Mailing address, if different from principal place of business</b>
	<u>404 West Milton Street</u>	_____
	<small>Number Street</small>	<small>Number Street</small>

<u>Austin</u>	<u>TX</u>	<u>78704</u>	
<small>City</small>	<small>State</small>	<small>ZIP Code</small>	<small>P.O. Box</small>
			_____
			<small>City State ZIP Code</small>

**Location of principal assets, if different from principal place of business**

Travis

County

\_\_\_\_\_

Number Street

\_\_\_\_\_

City State ZIP Code

5. Debtor's website (URL) <https://letsdisco.com/>

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**6. Type of debtor**

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- Partnership (excluding LLP)
- Other. Specify: \_\_\_\_\_

**7. Describe debtor's business**

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply:

- Tax-exempt entity (as described in 26 U.S.C. § 501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

4 4 6 1

**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under Subchapter V of Chapter 11. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**  No  
 Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY  
 If more than 2 cases, attach a separate list. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**  No  
 Yes. Debtor \_\_\_\_\_ Relationship \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY  
 List all cases. If more than 1, attach a separate list. Case number, if known \_\_\_\_\_

**11. Why is the case filed in this district?** *Check all that apply:*  
 Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.  
 A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**  No  
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** *(Check all that apply.)*

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.  
 What is the hazard? \_\_\_\_\_
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other \_\_\_\_\_

**Where is the property?** \_\_\_\_\_  
Number Street  
 \_\_\_\_\_  
City State ZIP Code

**Is the property insured?**

- No
- Yes. Insurance agency \_\_\_\_\_  
 Contact name \_\_\_\_\_  
 Phone \_\_\_\_\_

**Statistical and administrative information**

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**13. Debtor's estimation of available funds**

Check one:

- Funds will be available for distribution to unsecured creditors.  
 After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |   |  |  |
|---|--|--|
| <input type="checkbox"/> 1-49             | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000  | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199          | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999          |  |  |

**15. Estimated assets<sup>1</sup>**

- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million    | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000      | <input type="checkbox"/> \$10,000,001-\$50 million   | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000     | <input type="checkbox"/> \$50,000,001-\$100 million  | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million   | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000          | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million           | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million          | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million         | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

**WARNING --** Bankruptcy fraud is a serious crime. Making a false statement 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.

**17. Declaration and signature of authorized representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition 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 11/16/2023  
MM / DD / YYYY

**x** /s/ Benjamin Smith

Signature of authorized representative of debtor

Benjamin Smith

Printed name

Title CEO

<sup>1</sup> All of the Debtor's assets have been foreclosed upon by Settle, LLC.

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**18. Signature of attorney**

**x** /s/ Joseph C. Barsalona II

Date 11/16/2023

Signature of attorney for debtor

MM / DD / YYYY

Joseph C. Barsalona II  
Printed name

Pashman Stein Walder Hayden, P.C.  
Firm name

1007 North Orange Street, 4<sup>th</sup> Floor, Suite #183  
Number Street

Wilmington DE 19801  
City State ZIP Code

302-592-6497 jbarsalona@pashmanstein.com  
Contact phone Email address

6102 DE  
Bar number State

**CONSENT OF THE SOLE DIRECTOR OF  
THE BOARD OF DIRECTORS OF LET'S DISCO, INC.**

The undersigned, being the sole member (the "Sole Director") of the board of directors (the "Board") of Let's Disco, Inc., a Delaware corporation (the "Company"), acting by written consent without a meeting pursuant to Article IV, Section 23 of the Bylaws of the Company, agrees, pursuant to the Delaware General Corporation Law, as amended, and the Bylaws of the Company, that he consents to and hereby adopts and approves, the following resolutions:

**WHEREAS**, the Board has reviewed and considered, among other things, the financial condition of the Company on the date hereof; and

**WHEREAS**, the Board acknowledges that the financial condition of the Company is dire due to, among other things, the foreclosure on substantially all of its assets by its senior lender; and

**WHEREAS**, the Board has received, reviewed, and considered the recommendations of the Company's legal and other advisors as to the relative risks and benefits of pursuing a bankruptcy case under the provisions of chapter 7 of title 11 of the United States Code (the "Bankruptcy Code"); and

**WHEREAS**, the Board has the authority to authorize a bankruptcy filing under chapter 7 of the Bankruptcy Code for the Company,

**NOW, THEREFORE, BE IT RESOLVED**, that, with respect to the Company, the Board has determined that it is desirable and in the best interests of the Company, its stockholders, creditors, and other interested parties that a voluntary petition (the "Petition") be filed by the Company under the provisions of chapter 7 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"); and be it

**FURTHER RESOLVED**, that the undersigned and any duly appointed officer of the Company (each, an "Authorized Person"), in each case, acting individually or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, verify, deliver, and file with the Bankruptcy Court, in the name and on behalf of the Company, and under its corporate seal or otherwise, all petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders, plans, and other documents (collectively, the "Chapter 7 Filings") (with such changes therein and additions thereto as any such Authorized Person may deem necessary, appropriate or advisable, the execution and delivery of any of the Chapter 7 Filings by any such Authorized Person with any changes thereto to be conclusive evidence that any such Authorized Person deemed such changes to meet such standard); and be it

**FURTHER RESOLVED**, that any Authorized Person, in each case, acting individually or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of the Company, to take and perform any and all further acts

and deeds that such Authorized Person deems necessary, appropriate, or desirable in connection with the Company's chapter 7 case (the "Chapter 7 Case") or the Chapter 7 Filings, including, without limitation, (i) the payment of fees, expenses and taxes such Authorized Person deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 7 Case with a view to the successful prosecution of the Chapter 7 Case (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and be it

**FURTHER RESOLVED**, that the retention of the law firm of Pashman Stein Walder Hayden, P.C. ("Pashman Stein"), to represent the Company as bankruptcy counsel on the terms set forth in its engagement letter with the Company and to represent and assist the Company in preparing and filing the Petition, the Chapter 7 Filings, and related forms, schedules, lists, statements and other papers or documents is hereby approved, adopted, ratified and confirmed in all respects; and be it

**FURTHER RESOLVED**, that all of the acts and transactions relating to matters contemplated by the foregoing resolutions, which acts and transactions would have been authorized and approved by the foregoing resolutions except that such acts and transactions were taken prior to the adoption of such resolutions, be, and they hereby are, in all respects adopted, confirmed, approved, and ratified.

*[Remainder of Page Intentionally Left Blank]*

**IN WITNESS WHEREOF**, the undersigned Sole Director has executed this consent on the date set forth below.

/s/ Benjamin Smith

Benjamin Smith

Date: November 16, 2023

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

In re

Let's Disco, Inc.

Debtor.<sup>1</sup>

Chapter 7

Case No. 23-\_\_\_\_ ( )

**CORPORATE OWNERSHIP STATEMENT AND LIST OF EQUITY HOLDERS**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are equity holders, other than governmental units, that directly or indirectly own 10% or more of any class of the Debtor's equity interests:

<b>Name and last known address or place of business of holder</b>	<b>Percentage of Ownership</b>
Homewood Capital, LLC 11362 Homewood Road Ellicott City, MD 21042	16.39 %
Paradigm Capital, LLC 404 West Milton Street Austin, TX 78704	49.12 %

<sup>1</sup> The last four digits of the Debtor's federal tax identification number are 3401. The Debtor's mailing 404 W. Milton Street, Austin, Texas 78704.

**Fill in this information to identify the case and this filing:**

Debtor Name Let's Disco, Inc.  
 United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
State)  
 Case number (if known): \_\_\_\_\_

**Official Form 202**

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**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.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets-Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule \_\_\_\_\_
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration Corporate Ownership Statement

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 11/16/2023  
MM / DD / YYYY

X/s/ Benjamin Smith  
 Signature of individual signing on behalf of debtor

Benjamin Smith  
 Printed name

CEO  
 Position or relationship to debtor

**Fill in this information to identify the case:**

Debtor name Let's Disco, Inc.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)

Case number (If known): \_\_\_\_\_

Check if this is an amended filing

**Official Form 206Sum**  
**Summary of Assets and Liabilities for Non-Individuals**

12/15

**Part 1: Summary of Assets**

1. **Schedule A/B: Assets—Real and Personal Property** (Official Form 206A/B)

1a. **Real property:**

Copy line 88 from *Schedule A/B* .....

\$ 0

1b. **Total personal property:**

Copy line 91A from *Schedule A/B* .....

\$ 4,812,641.00

1c. **Total of all property:**

Copy line 92 from *Schedule A/B* .....

\$ 4,812,641.00<sup>1</sup>

**Part 2: Summary of Liabilities**

2. **Schedule D: Creditors Who Have Claims Secured by Property** (Official Form 206D)

Copy the total dollar amount listed in Column A, *Amount of claim*, from line 3 of *Schedule D* .....

\$ Unknown<sup>2</sup>

3. **Schedule E/F: Creditors Who Have Unsecured Claims** (Official Form 206E/F)

3a. **Total claim amounts of priority unsecured claims:**

Copy the total claims from Part 1 from line 5a of *Schedule E/F* .....

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

3b. **Total amount of claims of nonpriority amount of unsecured claims:**

Copy the total of the amount of claims from Part 2 from line 5b of *Schedule E/F* .....

**+** \$ 860,659.07

4. **Total liabilities** .....

Lines 2 + 3a + 3b

\$ 860,659.07

<sup>1</sup> All of the Debtor's assets have been foreclosed upon by Settle, Inc. However, Settle never took possession of the assets.

<sup>2</sup> Settle Inc. foreclosed on its collateral. The Debtor's records do not indicate what is owed to Shopify and Swift Financial.

**Fill in this information to identify the case:**

Debtor name Let's Disco, Inc.  
 United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)  
 Case number (if known): \_\_\_\_\_

Check if this is an amended filing

Official Form 206A/B

**Schedule A/B: Assets — Real and Personal Property**

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and cash equivalents**

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
- Yes. Fill in the information below.

**All cash or cash equivalents owned or controlled by the debtor**

**Current value of debtor's interest**

2. **Cash on hand**

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

3. **Checking, savings, money market, or financial brokerage accounts** (*Identify all*)

Name of institution (bank or brokerage firm)      Type of account      Last 4 digits of account number

3.1. \_\_\_\_\_ \$ \_\_\_\_\_  
 3.2. \_\_\_\_\_ \$ \_\_\_\_\_

4. **Other cash equivalents** (*Identify all*)

4.1. \_\_\_\_\_ \$ \_\_\_\_\_  
 4.2. \_\_\_\_\_ \$ \_\_\_\_\_

5. **Total of Part 1**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$ 0.00

**Part 2: Deposits and prepayments**

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
- Yes. Fill in the information below.

**Current value of debtor's interest**

7. **Deposits, including security deposits and utility deposits**

Description, including name of holder of deposit

7.1. \_\_\_\_\_ \$ \_\_\_\_\_  
 7.2. \_\_\_\_\_ \$ \_\_\_\_\_



Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**Part 5: Inventory, excluding agriculture assets**

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.  
 Yes. Fill in the information below.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials	_____ MM / DD / YYYY	\$ _____		\$ 0.00
20. Work in progress	_____ MM / DD / YYYY	\$ _____		\$ 0.00
21. Finished goods, including goods held for resale	_____ MM / DD / YYYY	\$ _____	Based on Debtors records	\$ 568,815.00
22. Other inventory or supplies	_____ MM / DD / YYYY	\$ _____	Based on Debtors records	\$ 4,191,818.00
23. Total of Part 5				\$ 4,760,633 <sup>1</sup>

Add lines 19 through 22. Copy the total to line 84.

24. Is any of the property listed in Part 5 perishable?

- No  
 Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- No  
 Yes. Book value \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \_\_\_\_\_

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- No  
 Yes

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.  
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested	\$ _____		\$ _____
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish	\$ _____		\$ _____
30. Farm machinery and equipment (Other than titled motor vehicles)	\$ _____		\$ _____
31. Farm and fishing supplies, chemicals, and feed	\$ _____		\$ _____
32. Other farming and fishing-related property not already listed in Part 6	\$ _____		\$ _____

<sup>1</sup> Settle, Inc. foreclosed on all of the Debtor's inventory prior to the filing.

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

33. **Total of Part 6.**

Add lines 28 through 32. Copy the total to line 85.

\$ 0.00

34. **Is the debtor a member of an agricultural cooperative?**

- No  
 Yes. Is any of the debtor's property stored at the cooperative?  
 No  
 Yes

35. **Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**

- No  
 Yes. Book value \$ \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \$ \_\_\_\_\_

36. **Is a depreciation schedule available for any of the property listed in Part 6?**

- No  
 Yes

37. **Has any of the property listed in Part 6 been appraised by a professional within the last year?**

- No  
 Yes

**Part 7: Office furniture, fixtures, and equipment; and collectibles**

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- No. Go to Part 8.  
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. <b>Office furniture</b> _____	\$ _____	_____	\$ _____
40. <b>Office fixtures</b> _____	\$ _____	_____	\$ _____
41. <b>Office equipment, including all computer equipment and communication systems equipment and software</b> _____	\$ _____	_____	\$ _____
42. <b>Collectibles</b> <i>Examples:</i> Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1 _____	\$ _____	_____	\$ _____
42.2 _____	\$ _____	_____	\$ _____
42.3 _____	\$ _____	_____	\$ _____

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$ 0.00

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

- No  
 Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- No  
 Yes

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**Part 8: Machinery, equipment, and vehicles**

46. Does the debtor own or lease any machinery, equipment, or vehicles?

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

General description	Net book value of debtor's interest	Valuation method used for current value	Current value of debtor's interest
Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	(Where available)		

47. **Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles**

47.1 _____	\$ _____	_____	\$ _____
47.2 _____	\$ _____	_____	\$ _____
47.3 _____	\$ _____	_____	\$ _____
47.4 _____	\$ _____	_____	\$ _____

48. **Watercraft, trailers, motors, and related accessories** Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1 _____	\$ _____	_____	\$ _____
48.2 _____	\$ _____	_____	\$ _____

49. **Aircraft and accessories**

49.1 _____	\$ _____	_____	\$ _____
49.2 _____	\$ _____	_____	\$ _____

50. **Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

_____	\$ _____	_____	\$ _____
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51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$ <u>0.00</u>
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52. **Is a depreciation schedule available for any of the property listed in Part 8?**

- No
- Yes

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- No
- Yes

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**Part 9: Real property**

54. Does the debtor own or lease any real property?

- No. Go to Part 10.  
 Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1 _____	_____	\$ _____	_____	\$ _____
55.2 _____	_____	\$ _____	_____	\$ _____
55.3 _____	_____	\$ _____	_____	\$ _____
55.4 _____	_____	\$ _____	_____	\$ _____
55.5 _____	_____	\$ _____	_____	\$ _____
55.6 _____	_____	\$ _____	_____	\$ _____

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ 0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- No  
 Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- No  
 Yes

**Part 10: Intangibles and intellectual property**

59. Does the debtor have any interests in intangibles or intellectual property?

- No. Go to Part 11.  
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets _____	\$ _____	_____	\$ _____
61. Internet domain names and websites _____	\$ _____	_____	\$ _____
62. Licenses, franchises, and royalties _____	\$ _____	_____	\$ _____
63. Customer lists, mailing lists, or other compilations _____	\$ _____	_____	\$ _____
64. Other intangibles, or intellectual property _____	\$ _____	_____	\$ <u>52,008</u>
65. Goodwill _____	\$ _____	_____	\$ <u>0.00</u>

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$ 52,008

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?  
 No  
 Yes
68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?  
 No  
 Yes
69. Has any of the property listed in Part 10 been appraised by a professional within the last year?  
 No  
 Yes

**Part 11: All other assets**

70. Does the debtor own any other assets that have not yet been reported on this form?  
 Include all interests in executory contracts and unexpired leases not previously reported on this form.  
 No. Go to Part 12.  
 Yes. Fill in the information below.

**Current value of debtor's interest**

71. **Notes receivable**  
 Description (include name of obligor) \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Total face amount — doubtful or uncollectible amount = → \$ \_\_\_\_\_

72. **Tax refunds and unused net operating losses (NOLs)**  
 Description (for example, federal, state, local) \_\_\_\_\_  
 \_\_\_\_\_ Tax year \_\_\_\_\_ \$ \_\_\_\_\_  
 \_\_\_\_\_ Tax year \_\_\_\_\_ \$ \_\_\_\_\_  
 \_\_\_\_\_ Tax year \_\_\_\_\_ \$ \_\_\_\_\_

73. **Interests in insurance policies or annuities**  
 \_\_\_\_\_ \$ \_\_\_\_\_

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**  
 \_\_\_\_\_ \$ \_\_\_\_\_  
**Nature of claim** \_\_\_\_\_  
**Amount requested** \$ \_\_\_\_\_

75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**  
 \_\_\_\_\_ \$ \_\_\_\_\_  
**Nature of claim** \_\_\_\_\_  
**Amount requested** \$ \_\_\_\_\_

76. **Trusts, equitable or future interests in property**  
 \_\_\_\_\_ \$ \_\_\_\_\_

77. **Other property of any kind not already listed** *Examples: Season tickets, country club membership*  
 \_\_\_\_\_ \$ \_\_\_\_\_  
 \_\_\_\_\_ \$ \_\_\_\_\_

78. **Total of Part 11.**  
 Add lines 71 through 77. Copy the total to line 90  
 \$ 0.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?  
 No  
 Yes

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. <b>Cash, cash equivalents, and financial assets.</b> <i>Copy line 5, Part 1.</i>	\$ <u>0.00</u>	
81. <b>Deposits and prepayments.</b> <i>Copy line 9, Part 2.</i>	\$ <u>0.00</u>	
82. <b>Accounts receivable.</b> <i>Copy line 12, Part 3.</i>	\$ <u>0.00</u>	
83. <b>Investments.</b> <i>Copy line 17, Part 4.</i>	\$ <u>0.00</u>	
84. <b>Inventory.</b> <i>Copy line 23, Part 5.</i>	\$ <u>4,760,633</u>	
85. <b>Farming and fishing-related assets.</b> <i>Copy line 33, Part 6.</i>	\$ <u>0.00</u>	
86. <b>Office furniture, fixtures, and equipment; and collectibles.</b> <i>Copy line 43, Part 7.</i>	\$ <u>0.00</u>	
87. <b>Machinery, equipment, and vehicles.</b> <i>Copy line 51, Part 8.</i>	\$ <u>0.00</u>	
88. <b>Real property.</b> <i>Copy line 56, Part 9</i> ..... →		\$ <u>0.00</u>
89. <b>Intangibles and intellectual property.</b> <i>Copy line 66, Part 10.</i>	\$ <u>52,008</u>	
90. <b>All other assets.</b> <i>Copy line 78, Part 11.</i>	+ \$ _____	
91. <b>Total.</b> Add lines 80 through 90 for each column. ....91a.	\$ <u>4,812,641.00</u>	+ 91b. \$ <u>0.00</u>
92. <b>Total of all property on Schedule A/B.</b> Lines 91a + 91b = 92. ....		\$ <u>4,812,641<sup>2</sup></u>

<sup>2</sup> All of the Debtor's assets have been foreclosed upon by Settle, Inc.

**Fill in this information to identify the case:**

Debtor name Let's Disco, Inc.  
 United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
 (State)  
 Case number (if known): \_\_\_\_\_

Check if this is an amended filing

**Official Form 206D**

**Schedule D: Creditors Who Have Claims Secured by Property**

12/15

Be as complete and accurate as possible.

**1. Do any creditors have claims secured by debtor's property?**

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

**Part 1: List Creditors Who Have Secured Claims**

**2. List in alphabetical order all creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim.

Column A	Column B
Amount of claim	Value of collateral that supports this claim
Do not deduct the value of collateral.	

2.1	Creditor's name	Describe debtor's property that is subject to a lien	Column A	Column B
	Settle Inc. <sup>1</sup> Creditor's mailing address 200 Pine St., Suite 200 San Francisco, CA 94104 Creditor's email address, if known legal@settle.co Date debt was incurred _____ Last 4 digits of account number _____ Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Specify each creditor, including this creditor, and its relative priority. _____ Settle Inc. has first priority.	Substantially all assets. Describe the lien Security Agreement. Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H). As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ 4,654,120.66	\$ Unknown
	Shopify Capital, Inc. Creditor's mailing address PO Box 2576 Springfield, IL 62708 Creditor's email address, if known recovery_operations@shopify.com Date debt was incurred _____ Last 4 digits of account number _____ Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. _____ <input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines 2.1	Substantially all assets. Describe the lien Security Agreement Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H). As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ Unknown	\$ Unknown

**3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.**

Unknown (Settle Inc.'s  
 \$ Claim is \$4,654,120.66)

<sup>1</sup> Settle has foreclosed on the collateral that supports its claim.  
 Official Form 206D

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**Part 1: Additional Page**

*Column A*  
**Amount of claim**  
Do not deduct the value of collateral.

*Column B*  
**Value of collateral that supports this claim**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2. 3 **Creditor's name** Swift Financial **Describe debtor's property that is subject to a lien** Substantially all assets.

Swift Financial \$ Unknown \$ Unknown

**Creditor's mailing address**  
PO Box 2576  
Springfield, IL 62708

**Describe the lien**  
Security Agreement

**Creditor's email address, if known**  
customerservice@swiftfinancial.com

**Is the creditor an insider or related party?**  
 No  
 Yes

**Date debt was incurred** \_\_\_\_\_

**Last 4 digits of account number** \_\_\_\_\_

**Is anyone else liable on this claim?**  
 No  
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

**Do multiple creditors have an interest in the same property?**  
 No  
 Yes. Have you already specified the relative priority?  
 No. Specify each creditor, including this creditor, and its relative priority.  
\_\_\_\_\_  
\_\_\_\_\_

**As of the petition filing date, the claim is:**  
Check all that apply.  
 Contingent  
 Unliquidated  
 Disputed

Yes. The relative priority of creditors is specified on lines 2.1

2. \_\_\_\_\_ **Creditor's name** **Describe debtor's property that is subject to a lien**

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

**Creditor's mailing address**  
\_\_\_\_\_  
\_\_\_\_\_

**Describe the lien**  
\_\_\_\_\_

**Creditor's email address, if known**  
\_\_\_\_\_

**Is the creditor an insider or related party?**  
 No  
 Yes

**Date debt was incurred** \_\_\_\_\_

**Last 4 digits of account number** \_\_\_\_\_

**Is anyone else liable on this claim?**  
 No  
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H).

**Do multiple creditors have an interest in the same property?**  
 No  
 Yes. Have you already specified the relative priority?  
 No. Specify each creditor, including this creditor, and its relative priority.  
\_\_\_\_\_  
\_\_\_\_\_

**As of the petition filing date, the claim is:**  
Check all that apply.  
 Contingent  
 Unliquidated  
 Disputed

Yes. The relative priority of creditors is specified on lines \_\_\_\_\_

Debtor Let's Disco, Inc.  
Name

Case number *(if known)* \_\_\_\_\_

**Part 2: List Others to Be Notified for a Debt Already Listed in Part 1**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity
Bryan Cave Leighton Paisner LLP One Wells Fargo Center 301 S. College Street, Suite 2150 Charlotte, NC 28202 Attn: Jarret P. Hitchings, Esq.	Line 2. <u>1</u>	_ _ _ _
Bryan Cave Leighton Paisner LLP Three Embarcadero Center, 7th Floor San Francisco, CA 94111 Attn: Scott Olson	Line 2. <u>1</u>	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _
_____ _____ _____	Line 2. _____	_ _ _ _

**Fill in this information to identify the case:**

Debtor Let's Disco, Inc.  
 United States Bankruptcy Court for the \_\_\_\_\_ District of Delaware  
(State)  
 Case number \_\_\_\_\_  
(If known)

Check if this is an amended filing

**Official Form 206E/F**

**Schedule E/F: Creditors Who Have Unsecured Claims**

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1: List All Creditors with PRIORITY Unsecured Claims**

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.  
 Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

		Total claim	Priority amount
<b>2.1</b>	Priority creditor's name and mailing address _____ _____ _____	As of the petition filing date, the claim is: \$ _____	\$ _____
	Date or dates debt was incurred _____	Basis for the claim: _____	
	Last 4 digits of account number _____	Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (_____)		
		Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	

<b>2.2</b>	Priority creditor's name and mailing address _____ _____ _____	As of the petition filing date, the claim is: \$ _____	\$ _____
	Date or dates debt was incurred _____	Basis for the claim: _____	
	Last 4 digits of account number _____	Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (_____)		
		Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	

<b>2.3</b>	Priority creditor's name and mailing address _____ _____ _____	As of the petition filing date, the claim is: \$ _____	\$ _____
	Date or dates debt was incurred _____	Basis for the claim: _____	
	Last 4 digits of account number _____	Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
	Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (_____)		
		Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	

**Part 2: List All Creditors with NONPRIORITY Unsecured Claims**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

			Amount of claim
3.1	Nonpriority creditor's name and mailing address <u>27375 Inc.</u> <hr/> <u>6070 Popar Ave, Suite 200</u> <u>Memphis, TN 38119</u> <hr/> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>6,000.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3.2	Nonpriority creditor's name and mailing address <u>AMDX LLC</u> <hr/> <u>159 20<sup>th</sup> Street</u> <u>Brooklyn, NY 11232</u> <hr/> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>35,925.14</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3.3	Nonpriority creditor's name and mailing address <u>American Express Travel</u> <hr/> <u>200 Vesey Street</u> <u>New York, NY 10285</u> <hr/> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>11,520.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3.4	Nonpriority creditor's name and mailing address <u>Anvyl</u> <hr/> <u>335 Madison Avenue, 6F</u> <u>New York, NY 10017</u> <hr/> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>4,198.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3.5	Nonpriority creditor's name and mailing address <u>Blue Onion Labs, Inc.</u> <hr/> <u>800 3<sup>rd</sup> Avenue, Suite A, #1592</u> <u>New York, NY 10022</u> <hr/> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>1,999.66</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3.6	Nonpriority creditor's name and mailing address <u>Commerce 12, LLC</u> <hr/> <u>1137 Taft St.</u> <u>Rockville, MD 20850</u> <hr/> Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>5,500.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	

**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.	Amount of claim
<p><b>3.7</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>25,875.00</u></span></p> <p><u>Dongguan Kaicheng Eco-Tech Company Limited</u>                      No.72 Building, Swan Road, Swan industrial Area,                      Liwu Village, Qiaotou Town,                      Dongguan City, Guangdong Province,                      P.R. 200439                      China</p> <p><i>Check all that apply.</i>  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed  <input type="checkbox"/> Liquidated and neither contingent nor disputed</p> <p><b>Basis for the claim:</b> _____</p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p> <p><b>Is the claim subject to offset?</b>  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>	
<p><b>3.8</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>15,000.00</u></span></p> <p><u>Donut Digital, Inc.</u>                      324 21<sup>st</sup> Street                      Manhattan Beach, CA 90266</p> <p><i>Check all that apply.</i>  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p> <p><b>Is the claim subject to offset?</b>  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>	
<p><b>3.9</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>5,900.00</u></span></p> <p><u>EA Ventures LLC</u>                      6300 West, 79<sup>th</sup> Street                      Los Angeles, CA 90045</p> <p><i>Check all that apply.</i>  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p> <p><b>Is the claim subject to offset?</b>  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>	
<p><b>3.10</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>7,000.00</u></span></p> <p><u>electrIQ Marketing, LLC</u>                      500 W Haabor Drive, Unit 106                      San Diego, CA 92101-7719</p> <p><i>Check all that apply.</i>  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p> <p><b>Is the claim subject to offset?</b>  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>	
<p><b>3.11</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>400.00</u></span></p> <p><u>Flexport International LLC</u>                      760 Market Street, Floor 8                      San Francscisco, CA 94102</p> <p><i>Check all that apply.</i>  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p> <p><b>Is the claim subject to offset?</b>  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>	

**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.	Amount of claim
<b>3.12</b> Nonpriority creditor's name and mailing address <u>Global Performance Commerce Limited Inc.</u>  <u>707 Broadway Street, Ste 905</u>  <u>San Diego, CA 92101</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>44,300.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.13</b> Nonpriority creditor's name and mailing address <u>Griffin Johnson LLC</u>  <u>511 Berry Street</u> <u>Bennison, IL 62423</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>31,250.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.14</b> Nonpriority creditor's name and mailing address <u>Hire Horatio, LLC</u>  <u>900 Broadway</u> <u>New York, NY 10003</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>23,985.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.15</b> Nonpriority creditor's name and mailing address <u>Holler Audio LLC</u>  <u>1423 Broadway, #287</u> <u>Oakland, CA 94612-2054</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>4,375.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.16</b> Nonpriority creditor's name and mailing address <u>Honor Capital</u>  <u>1551 Sawgrass Corporate Parkway</u> <u>Sunrise, FL 33323</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>4,916.20</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes

Debtor Let's Disco, Inc. Case number (if known) \_\_\_\_\_  
Name

**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.	Amount of claim
<p><b>3.17</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>3,193.75</u></span></p> <p><u>Inclined LLC</u></p> <p><u>1528 Webster Street, 4</u></p> <p><u>Oakland, CA 94612</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><input type="checkbox"/> Liquidated and neither contingent nor disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
<p><b>3.18</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>27,521.00</u></span></p> <p><u>IronClad Consulting Services</u></p> <p><u>10023 Austrial Cove</u></p> <p><u>Austin, TX 78739</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
<p><b>3.19</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>2,250.00</u></span></p> <p><u>Jebbit, Inc.</u></p> <p><u>280 Summer Street, Floor 7</u></p> <p><u>Boston, MA 02210</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
<p><b>3.20</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>2,351.55</u></span></p> <p><u>Jessica Everett</u></p> <p><u>165 Marion Road</u></p> <p><u>Amherst, NY 14226</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
<p><b>3.21</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>130,000</u></span></p> <p><u>JP Morgan Chase</u></p> <p><u>221 W 6<sup>th</sup> Street</u></p> <p><u>Austin, TX 78701</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>

Debtor Let's Disco, Inc. Case number (if known) \_\_\_\_\_  
Name

**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.	Amount of claim
<b>3.22</b> Nonpriority creditor's name and mailing address <u>JP Packaging, LLC</u>  <u>37 Elkay Drive Suite 59</u>  <u>Chester, NY 10918</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>77,870.66</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.23</b> Nonpriority creditor's name and mailing address <u>Kunzler Bean &amp; Adamson</u>  <u>50 West Broadway</u> <u>Salt Lake City, UT 84101</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>5,812.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.24</b> Nonpriority creditor's name and mailing address <u>Landsberg Orora</u>  <u>8311 Central Avenue</u> <u>Newark, CA 94560</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>67,869.68</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.25</b> Nonpriority creditor's name and mailing address <u>Likely, Inc.</u>  <u>790 Earlham Street Apt 2</u> <u>Pasadena, CA 91101</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>14,850.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.26</b> Nonpriority creditor's name and mailing address <u>LiveIntent, Inc.</u>  <u>1 World Trade Center, Suite 45A</u> <u>New York, NY 10007</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>11,753.96</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes

Debtor Let's Disco, Inc. Case number (if known) \_\_\_\_\_  
Name

**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.	Amount of claim
<p><b>3.27</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>2,776.00</u></span></p> <p><u>My subscription Addiction</u> <span style="float: right;"><small>Check all that apply.</small></span></p> <p><u>450 9<sup>th</sup> Street</u> <span style="float: right;"><input type="checkbox"/> Contingent</span></p> <p><u>San Francisco, CA 94103</u> <span style="float: right;"><input type="checkbox"/> Unliquidated</span></p> <p><span style="float: right;"><input type="checkbox"/> Disputed</span></p> <p><span style="float: right;"><input type="checkbox"/> Liquidated and neither contingent nor disputed</span></p> <p><b>Basis for the claim:</b> _____</p> <p><b>Date or dates debt was incurred</b> _____ <b>Is the claim subject to offset?</b></p> <p><b>Last 4 digits of account number</b> _____ <input type="checkbox"/> No</p> <p style="text-align: right;"><input type="checkbox"/> Yes</p>	
<p><b>3.28</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>25,000.00</u></span></p> <p><u>Narrative Ads LLC</u> <span style="float: right;"><small>Check all that apply.</small></span></p> <p><u>2923 Bradley Street</u> <span style="float: right;"><input type="checkbox"/> Contingent</span></p> <p><u>Pasadena, CA 91107</u> <span style="float: right;"><input type="checkbox"/> Unliquidated</span></p> <p><span style="float: right;"><input type="checkbox"/> Disputed</span></p> <p><b>Basis for the claim:</b> _____</p> <p><b>Date or dates debt was incurred</b> _____ <b>Is the claim subject to offset?</b></p> <p><b>Last 4 digits of account number</b> _____ <input type="checkbox"/> No</p> <p style="text-align: right;"><input type="checkbox"/> Yes</p>	
<p><b>3.29</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>5,062.50</u></span></p> <p><u>North Beam, Inc.</u> <span style="float: right;"><small>Check all that apply.</small></span></p> <p><u>338 Main Street, Unit 32D</u> <span style="float: right;"><input type="checkbox"/> Contingent</span></p> <p><u>San Francisco, CA 94105</u> <span style="float: right;"><input type="checkbox"/> Unliquidated</span></p> <p><span style="float: right;"><input type="checkbox"/> Disputed</span></p> <p><b>Basis for the claim:</b> _____</p> <p><b>Date or dates debt was incurred</b> _____ <b>Is the claim subject to offset?</b></p> <p><b>Last 4 digits of account number</b> _____ <input type="checkbox"/> No</p> <p style="text-align: right;"><input type="checkbox"/> Yes</p>	
<p><b>3.30</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>489.00</u></span></p> <p><u>Okendo</u> <span style="float: right;"><small>Check all that apply.</small></span></p> <p><u>333 George Street</u> <span style="float: right;"><input type="checkbox"/> Contingent</span></p> <p><u>Sydney, New South Wales, 2000</u> <span style="float: right;"><input type="checkbox"/> Unliquidated</span></p> <p><u>Australia</u> <span style="float: right;"><input type="checkbox"/> Disputed</span></p> <p><b>Basis for the claim:</b> _____</p> <p><b>Date or dates debt was incurred</b> _____ <b>Is the claim subject to offset?</b></p> <p><b>Last 4 digits of account number</b> _____ <input type="checkbox"/> No</p> <p style="text-align: right;"><input type="checkbox"/> Yes</p>	
<p><b>3.31</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>16,192.50</u></span></p> <p><u>Peachy Labs LLC</u> <span style="float: right;"><small>Check all that apply.</small></span></p> <p><u>11 Harrison Street, Second Floor</u> <span style="float: right;"><input type="checkbox"/> Contingent</span></p> <p><u>New York, NY 10013</u> <span style="float: right;"><input type="checkbox"/> Unliquidated</span></p> <p><span style="float: right;"><input type="checkbox"/> Disputed</span></p> <p><b>Basis for the claim:</b> _____</p> <p><b>Date or dates debt was incurred</b> _____ <b>Is the claim subject to offset?</b></p> <p><b>Last 4 digits of account number</b> _____ <input type="checkbox"/> No</p> <p style="text-align: right;"><input type="checkbox"/> Yes</p>	

**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.	Amount of claim
<b>3.32</b> Nonpriority creditor's name and mailing address <u>PowerReviews, Inc.</u> <u>1 N Dearborn Street</u>  <u>Chicago, IL 60602</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>3,198.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.33</b> Nonpriority creditor's name and mailing address <u>Proxima</u> _____ _____  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>10,236.43</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.34</b> Nonpriority creditor's name and mailing address <u>Rakuten Advertising</u> <u>6985 Union Park Center</u> <u>Midvale, UT 84047</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>3,846.35</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.35</b> Nonpriority creditor's name and mailing address <u>Red Krypton, Inc.</u> <u>415 Main St. Ph 1h</u> <u>New York, NY 10044</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>4,500.00</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes
<b>3.36</b> Nonpriority creditor's name and mailing address <u>ScaledFURY</u> <u>160 Water Street</u> <u>Norwalk, CT 06854</u>  Date or dates debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: \$ <u>12,671.13</u> <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____  Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes

**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.	Amount of claim
<p><b>3.37</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>31,500.00</u></span></p> <p><u>Steadfast Digital LLC</u></p> <p><u>460 Northeast 28<sup>th</sup> Street</u></p> <p><u>Miami, FL 33137</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><input type="checkbox"/> Liquidated and neither contingent nor disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
<p><b>3.38</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>600.00</u></span></p> <p><u>Studio HMVD</u></p> <p><u>1734 Menahan St. Apt 2F</u></p> <p><u>Flushing, NY 11385</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
<p><b>3.39</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>740.25</u></span></p> <p><u>The Stable</u></p> <p><u>923 Nicollet Mall #300</u></p> <p><u>Minneapolis, MN 55402</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
<p><b>3.40</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>5,364.98</u></span></p> <p><u>Tjong &amp; Hsia LLP</u></p> <p><u>45 Rockefeller Plaza, 20<sup>th</sup> Floor</u></p> <p><u>New York, NY 10111</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>
<p><b>3.41</b> Nonpriority creditor's name and mailing address <span style="float: right;"><b>As of the petition filing date, the claim is:</b> \$ <u>119,180.19</u></span></p> <p><u>Verder Cosmetics Labs, LLC</u></p> <p><u>19845 Nordhoff Street</u></p> <p><u>Los Angeles, CA 91324</u></p> <p>Date or dates debt was incurred _____</p> <p>Last 4 digits of account number _____</p>	<p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent</p> <p><input type="checkbox"/> Unliquidated</p> <p><input type="checkbox"/> Disputed</p> <p><b>Basis for the claim:</b> _____</p> <p><b>Is the claim subject to offset?</b></p> <p><input type="checkbox"/> No</p> <p><input type="checkbox"/> Yes</p>

Debtor Let's Disco, Inc. Case number (if known) \_\_\_\_\_  
Name

**Part 2: Additional Page**

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.	Amount of claim
<p><b>3.42</b> Nonpriority creditor's name and mailing address  <u>VideoGro</u>  <u>44 Torchia Rd</u>  <u>Cold Spring, NY 10516</u></p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: \$ <u>25,000.00</u></p> <p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed  <input type="checkbox"/> Liquidated and neither contingent nor disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset?  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>
<p><b>3.43</b> Nonpriority creditor's name and mailing address  <u>Win Pack Industrial Limited</u>  <u>1703 Top Scene International Plaza, No. 101</u>  <u>Yingao West Rd,</u>  <u>Baoshan District, Shanghai, 200439,</u>  <u>China</u></p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: \$ <u>20,107.50</u></p> <p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset?  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>
<p><b>3.44</b> Nonpriority creditor's name and mailing address  <u>WITHUMSMITH+BROWN,PC</u>  <u>506 Carnegie Center, Suite 400</u>  <u>Princeton, NJ 08540</u></p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: \$ <u>1,017.64</u></p> <p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset?  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>
<p><b>3.45</b> Nonpriority creditor's name and mailing address  <u>Zack Gideon</u>  <u>404 West Milton Street</u>  <u>Austin, TX 78704</u></p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: \$ <u>1,560.00</u></p> <p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset?  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>
<p><b>3.46</b> Nonpriority creditor's name and mailing address                      _____                      _____                      _____</p> <p>Date or dates debt was incurred _____                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: \$ _____</p> <p><i>Check all that apply.</i></p> <p><input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed</p> <p>Basis for the claim: _____</p> <p>Is the claim subject to offset?  <input type="checkbox"/> No  <input type="checkbox"/> Yes</p>

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

**Total of claim amounts**

5a. <b>Total claims from Part 1</b>	5a.		\$	<u>0.00</u>
5b. <b>Total claims from Part 2</b>	5b.	+	\$	<u>860,659.07</u>
5c. <b>Total of Parts 1 and 2</b> Lines 5a + 5b = 5c.	5c.		\$	<div style="border: 1px solid black; padding: 2px;"><u>860,659.07</u></div>

**Fill in this information to identify the case:**

Debtor name Let's Disco, Inc.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)

Case number (If known): \_\_\_\_\_ Chapter 7

Check if this is an amended filing

**Official Form 206G**

**Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

**1. Does the debtor have any executory contracts or unexpired leases?**

- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases		State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease
2.1	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Warehousing and Logistics Agreement</p> <hr/> <p>State the term remaining</p> <p>Until September 23, 2024</p> <hr/> <p>List the contract number of any government contract</p> <hr/>	<p>iDrive Fulfillment LLC</p> <hr/> <p>271 West 12800 South, Suite 207</p> <hr/> <p>Draper, UT 84020</p> <hr/>
2.2	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Marketing Contract</p> <hr/> <p>State the term remaining</p> <p>Unitl July 27, 2024</p> <hr/> <p>List the contract number of any government contract</p> <hr/>	<p>AMDX LLC</p> <hr/> <p>159 20<sup>th</sup> Street</p> <hr/> <p>Brooklyn, NY 11232</p> <hr/>
2.3	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <p>Advertising</p> <hr/> <p>State the term remaining</p> <hr/> <p>List the contract number of any government contract</p> <hr/>	<p>Livelntent, Inc.</p> <hr/> <p>222 Broadway, Floor 22</p> <hr/> <p>New York, NY 10038</p> <hr/>
2.4	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <hr/> <p>State the term remaining</p> <hr/> <p>List the contract number of any government contract</p> <hr/>	<hr/> <hr/> <hr/>
2.5	<p>State what the contract or lease is for and the nature of the debtor's interest</p> <hr/> <p>State the term remaining</p> <hr/> <p>List the contract number of any government contract</p> <hr/>	<hr/> <hr/> <hr/>

**Fill in this information to identify the case:**

Debtor name Let's Disco, Inc.  
 United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)  
 Case number (if known): \_\_\_\_\_

Check if this is an amended filing

**Official Form 206H**

**Schedule H: Codebtors**

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

**1. Does the debtor have any codebtors?**

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- Yes

**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.**

Column 1: Codebtor		Column 2: Creditor	
Name	Mailing address	Name	Check all schedules that apply:
2.1 <u>Benjamin Smith</u>	<u>404 West Milton Street</u> <small>Street</small> <u>Austin TX 78704</u> <small>City State ZIP Code</small>	<u>J.P. Morgan Chase</u>	<input type="checkbox"/> D <input checked="" type="checkbox"/> E/F <input type="checkbox"/> G
2.2 _____	_____ <small>Street</small> _____ <small>City State ZIP Code</small>	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3 _____	_____ <small>Street</small> _____ <small>City State ZIP Code</small>	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4 _____	_____ <small>Street</small> _____ <small>City State ZIP Code</small>	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.5 _____	_____ <small>Street</small> _____ <small>City State ZIP Code</small>	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.6 _____	_____ <small>Street</small> _____ <small>City State ZIP Code</small>	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

**Fill in this information to identify the case:**

Debtor name Let's Disco, Inc.  
 United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)  
 Case number (if known): \_\_\_\_\_

Check if this is an amended filing

**Official Form 207**

**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy** 04/22

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)
<b>From the beginning of the fiscal year to filing date:</b> From <u>01/01/2023</u> to Filing date <small>MM / DD / YYYY</small>	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>-1,738,285</u>
<b>For prior year:</b> From <u>01/01/2022</u> to <u>12/31/2022</u> <small>MM / DD / YYYY</small>	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>-3,583,117</u>
<b>For the year before that:</b> From <u>01/01/2021</u> to <u>12/31/2021</u> <small>MM / DD / YYYY</small>	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>-774,839</u>

**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)
<b>From the beginning of the fiscal year to filing date:</b> From _____ to Filing date <small>MM / DD / YYYY</small>	\$ _____
<b>For prior year:</b> From _____ to _____ <small>MM / DD / YYYY</small>	\$ _____
<b>For the year before that:</b> From _____ to _____ <small>MM / DD / YYYY</small>	\$ _____

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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 \$7,575. (This amount may be adjusted on 4/01/25 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.	_____ 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 \$7,575. (This amount may be adjusted on 4/01/25 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.	_____ Insider's name _____ Street _____ _____ City State ZIP Code	_____	\$ _____	_____
<b>Relationship to debtor</b>				
_____				
4.2.	_____ Insider's name _____ Street _____ _____ City State ZIP Code	_____	\$ _____	_____
<b>Relationship to debtor</b>				
_____				

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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.	<b>Settle, Inc.</b> <small>Creditor's name</small> 200 Pine St., Suite 200 <small>Street</small> San Francisco CA 94104 <sup>1</sup> <small>City State ZIP Code</small>	Substantially all assets of the Debtor	June 6, 2023	\$ Unknown
5.2.	_____ <small>Creditor's name</small> _____ <small>Street</small> _____ _____ <small>City State ZIP Code</small>			\$ _____

**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 [UNKNOWN]<sup>2</sup>

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
_____ <small>Creditor's name</small> _____ <small>Street</small> _____ _____ <small>City State ZIP Code</small>			\$ _____
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 [UNKNOWN]<sup>3</sup>

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

<sup>1</sup> Settle, Inc. foreclosed on the Debtor's assets but never took possession.

<sup>2</sup> The Debtor no longer has adequate records to answer this question.

<sup>3</sup> The Debtor no longer has adequate records to answer this question.

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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 [UNKNOWN]<sup>4</sup>

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

<sup>4</sup> The Debtor no longer has adequate records to answer this question.

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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. Pashman Stein Walder Hayden, P.C.		04/24/2023 05/31/2023 10/11/2023	\$ 75,000.00
<b>Address</b>			
1007 North Orange Street, <small>Street</small>			
Suite 183			
Wilmington	DE	19801	
<small>City</small>	<small>State</small>	<small>ZIP Code</small>	
<b>Email or website address</b>			
<a href="https://www.pashmanstein.com/">https://www.pashmanstein.com/</a>			
<b>Who made the payment, if not debtor?</b>			
Invenstor			

Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.2.			\$ _____
<b>Address</b>			
_____ <small>Street</small>			
_____ <small>City</small> <small>State</small> <small>ZIP Code</small>			
<b>Email or website address</b>			
_____			
<b>Who made the payment, if not debtor?</b>			
_____			

**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
_____	_____	_____	\$ _____
<b>Trustee</b>			
_____			

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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**

**Who received transfer?**

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. \_\_\_\_\_ From \_\_\_\_\_ To \_\_\_\_\_  
Street

City State ZIP Code

14.2. \_\_\_\_\_ From \_\_\_\_\_ To \_\_\_\_\_  
Street

City State ZIP Code

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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
15.1. _____ Facility name	_____	_____
_____	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
Street _____		
_____		
City _____ State _____ ZIP Code _____	_____	Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper
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
15.2. _____ Facility name	_____	_____
_____	Location where patient records are maintained (if different from facility address). If electronic, identify any service provider.	How are records kept?
Street _____		
_____		
City _____ State _____ ZIP Code _____	_____	Check all that apply: <input type="checkbox"/> Electronically <input type="checkbox"/> Paper

**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. \_\_\_\_\_
- 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 Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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 [UNKNOWN]<sup>5</sup>

	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	_____ _____ _____ Address _____ _____	_____ _____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

**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	_____ _____ _____ Address _____ _____	_____ _____ _____	<input type="checkbox"/> No <input type="checkbox"/> Yes

<sup>5</sup> The Debtor no longer has adequate records to answer this question.

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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 [UNKNOWN]<sup>6</sup>

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 _____ Street _____ _____ City State ZIP Code	_____ _____ _____	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <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 _____ Street _____ _____ City State ZIP Code	_____ Name _____ Street _____ _____ City State ZIP Code	_____ _____ _____	_____ _____

<sup>6</sup> The Debtor no longer has adequate records to answer this question.

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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

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

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

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

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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 [UNKNOWN]<sup>7</sup>

Name and address		Dates of service	
26a.1.	Name _____	From _____	To _____
	Street _____		
	City _____ State _____ ZIP Code _____		

Name and address		Dates of service	
26a.2.	Name _____	From _____	To _____
	Street _____		
	City _____ State _____ ZIP Code _____		

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 [UNKNOWN]<sup>8</sup>

Name and address		Dates of service	
26b.1.	Name _____	From _____	To _____
	Street _____		
	City _____ State _____ ZIP Code _____		

Name and address		Dates of service	
26b.2.	Name _____	From _____	To _____
	Street _____		
	City _____ State _____ ZIP Code _____		

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

<sup>7</sup> The Debtor no longer has adequate records to answer this question.

<sup>8</sup> The Debtor no longer has adequate records to answer this question.

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

Name and address	If any books of account and records are unavailable, explain why
26c.2. _____ Name _____ Street _____ _____ 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. _____ 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
_____	_____	\$ _____

Name and address of the person who has possession of inventory records
27.1. _____ Name _____ Street _____ _____ City State ZIP Code

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

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
<u>Benjamin Smith</u>	<u>404 West Milton Street, Austin, TX 78704</u>	<u>Sole Director</u>	_____
<u>Paradigm Capital, LLC</u>	<u>404 West Milton Street, Austin, TX 78704</u>	<u>Controlling Shareholder</u>	<u>49.12</u>
<u>Homewood Capital LLC</u>	<u>11362 Homewood Road Ellicott City, MD 21042</u>	<u>Controlling Shareholder</u>	<u>16.40</u>
_____	_____	_____	_____
_____	_____	_____	_____

**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
_____	_____	_____	From _____ To _____
_____	_____	_____	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. <u>Benjamin Smith</u> Name <u>404 West Milton Street</u> Street  <u>Austin TX 78704</u> City State ZIP Code	<u>\$175,000/year</u>	<u>Bi Weekly at times/Monthly at times</u>	<u>Salary</u>
<b>Relationship to debtor</b> <u>Sole Director</u>	_____	_____	_____

Debtor Let's Disco, Inc.  
Name

Case number (if known) \_\_\_\_\_

**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 11/16/2023  
MM / DD / YYYY

**x** /s/ Benjamin Smith

Printed name Benjamin Smith

Signature of individual signing on behalf of the debtor

Position or relationship to debtor CEO

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

- No
- Yes

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

In re

Let's Disco, Inc.

Debtor.<sup>1</sup>

Chapter 7

Case No. 23- \_\_\_\_ ( )

**VERIFICATION OF CREDITOR MATRIX**

I, the Chief Executive Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: November 16, 2023

/s/ Benjamin Smith

Benjamin Smith

Title: CEO

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<sup>1</sup> The last four digits of the Debtor's federal tax identification number are 3401. The Debtor's mailing 404 W. Milton Street, Austin, Texas 78704.

27375 INC.  
6070 Poplar Ave, Suite 200,  
Memphis, TN, 38119

Abby Harkins  
2401 Winsted Ln, Apt 4,  
Austin, TX, 78703

Amazon

AMDX LLC  
159 20th Street,  
Brooklyn, NY, 11232

AMERICAN EXPRESS TRAVEL  
200 Vesey Street,  
New York, NY, 10285  
Andie Smith

ANVYL  
335 Madison Ave, 6F,  
New York, NY 10017

Benjamin Smith  
404 West Milton Street,  
Austin, TX, 78704

BLUE ONION LABS, INC.  
800 3rd Avenue, Suite A, #1592,  
New York, NY, 10022

Bryan Cave Leighton Paisner LLP  
One Wells Fargo Center  
301 S. College Street, Suite 2150  
Charlotte, North Carolina 28202  
Attn: Jarret P. Hitchings, Esq.

Bryan Cave Leighton Paisner LLP  
Three Embarcadero Center, 7th Floor  
San Francisco, California 94111  
Attn: Scott Olson, Esq.

BYTEDANCE  
5800 Bristaol Pkwy, Ste 100,  
Culver City, CA 90230

CHTD Company  
PO Box 2576  
Springfield, IL 62708

Cole Sexton

COMMERCE 12, LLC  
1137 Taft St,  
Rockville, MD, 20850

DONGGUAN KAICHENG ECO-TECH  
COMPANY LIMITED  
No.72 Building, Swan Road, Swan industrial  
Area, Liwu Village, Qiaotou Town,  
Dongguan City, Guangdong Province,  
P.R. 200439  
China

DONUT DIGITAL, INC.  
324 21st Street,  
Manhattan Beach, CA, 90266

EA VENTURES LLC  
6300 West, 79th Street,  
Los Angeles CA, 90045

ELECTRIQ MARKETING, LLC  
500 W Harbor Dr, Unit 106,  
San Diego, CA, 92101-7719

FLEXPORt INTERNATIONAL LLC  
760 Market St, Floor 8,  
San Francisco, CA ,94102

GLOBAL PERFORMANCE COMMERCE  
LIMITED INC.  
707 Broadway Street Ste 905,  
San Diego, CA, 92101

GRIFFIN JOHNSON LLC  
511 Berry Street,  
Dennison, IL, 62423

HIRE HORATIO, LLC  
900 Broadway,  
New York, NY, 10003

HOLLER AUDIO LLC  
1423 Broadway, # 287,  
Oakland, CA ,94612-2054

HONOR CAPITAL  
1551 Sawgrass Corporate Parkway,  
Sunrise, FL, 33323

iDrive Fulfillment LLC  
271 West 12800 South, Suite 207  
Draper, UT 84020

INCLINED LLC  
1528 Webster Street, 4,  
Oakland, CA, 94612

IRONCLAD CONSULTING SERVICES  
10023 Austral Cove,  
Austin, TX, 78739

JEBBIT, INC.  
280 Summer Street, Floor 7,  
Boston, MA 02210

JESSICA EVERETT  
165 Marion Road,  
Amherst, NY, 14226

JP PACKAGING, LLC  
37 Elkay Drive Suite 59,  
Chester, NY, 10918

JPMORGAN CHASE BANK, NA  
PO Box 182051  
Columbus, OH 73218-2051

Kinsale Insurance Company  
2035 Maywill Street, Suite 100  
Richmond, VA 23230

KUNZLER BEAN & ADAMSON  
50 West Broadway,  
Salt Lake City, UT, 84101

LANDSBERG ORORA  
8311 Central Avenue,  
Newark, CA, 94560

LIKELY, INC.  
790 Earlham Street Apt 2,  
Pasadena, CA, 91101

LIVEINTENT, INC.  
1 World Trade Center Suite 45A,  
New York, NY, 10007

MY SUBSCRIPTION ADDICTION  
450 9th Street,  
San Francisco, CA, 94103

MY SUBSCRIPTION ADDICTION  
94103, Dept. LA 23909,  
Pasadena, CA, 91185-3909

NARRATIVE ADS LLC  
2923 Bradley Street,  
Pasadena, CA, 91107

NORTH BEAM, INC.  
338 Main Street, Unit 32D,  
San Francisco, CA, 94105

OKENDO  
333 George Street,  
Sydney, New South Wales, 2000  
Australia

Pau Bondoc

14 Spratly, Paranaque City,  
Metro Manila, 1711  
Philippines

PayPal

PEACHY LABS LLC  
11 Harrison Street Second Floor,  
New York, NY, 10013

POWERREVIEWS, INC.  
1 N Dearborn St,  
Chicago, IL, 60602

PROXIMA

RAKUTEN ADVERTISING  
6985 Union Park Center,  
Midvale, UT, 84047,

RED KRYPTON, INC.  
415 Main St, Ph 1h,  
New York, NY, 10044

Samantha Nafso  
3323 S La Cienega Blvd, Apt 658  
Los Angeles, CA, 90016

Samuel Smith

SCALED FURY  
160 Water Street,  
Norwalk, CT, 06854

Settle Funding, LLC  
29 W 17<sup>th</sup> Street  
Suite 500  
New York, NY 10011

Settle Inc.  
200 Pine Street, Suite 200

San Fransico, CA 94104

Shopify

STEADFAST DIGITAL LLC  
460 Northeast 28th Street,  
Miami, FL, 33137

Steph Ford  
1414 Shore District Drive,  
Austin, TX, 78741

Stripe

STUDIO HMVD  
1734 Menahan St, Apt 2F,  
Flushing, NY, 11385

THE STABLE  
923 Nicollet Mall, #300,  
Minneapolis, MN, 55402

TJONG & HSIA LLP  
45 Rockefeller Plaza, 20th Floor,  
New York, NY, 10111

VERDE COSMETICS LABS, LLC  
19845 Nordhoff Street,  
Los Angeles, CA, 91324

VIDEGRO  
44 Torchia Rd,  
Cold Spring, NY, 10516

WIN PACK INDUSTRIAL LIMITED  
1703 Top Scene International Plaza, No. 101  
Yingao West Rd,  
Baoshan District, Shanghai, 200439,  
China

WITHUMSMITH+BROWN,PC

506 Carnegie Center, Suite 400,  
Princeton, NJ, 08540

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

In re

Let's Disco, Inc.

Debtor.<sup>1</sup>

Chapter 7

Case No. 23-\_\_\_\_ ( )

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTORS**

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that my firm, Pashman Stein Walder Hayden, PC ("Pashman") is counsel for the above-captioned debtor (the "Debtor") and that compensation paid to Pashman within one year before the filing of the petition in bankruptcy, or agreed to be paid to Pashman, for services rendered or to be rendered on behalf of the Debtor in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, Pashman has agreed to accept	\$75,000.00 <sup>2</sup>
Prior to the filing of this statement Pashman has received	\$75,000.00
Balance Due	\$0.00

2. The source of the Chapter 7 Payment to Pashman was an equity holder of Debtor—Homewood Capital LLC.

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<sup>1</sup> The last four digits of the Debtor's federal tax identification number are 3401. The Debtor's mailing 404 W. Milton Street, Austin, Texas 78704.

<sup>2</sup> Two retainer payments of \$25,000 were made on April 24, 2023 and May 31, 2023, respectively, for a previously anticipated chapter 11 filing that never occurred. A separate retainer payment of \$25,000 was made on October 11, 2023 (the "Chapter 7 Payment") under a separate engagement letter for purposes of this chapter 7 proceeding.

3. Pashman has not agreed to share the above-captioned disclosed compensation with any other person unless they are a partner, counsel, or associate of Pashman.

4. In return for the above-disclosed fee, Pashman has agreed to pay the filing fees required to commence this bankruptcy case and has further agreed to render legal services relating to this bankruptcy case, including:

a. Analysis of the Debtor's financial situation, and rendering advice to the Debtor in determining whether to file the bankruptcy petition;

b. Preparation and filing of the voluntary petition in bankruptcy and certain other documents that may be required; and

c. Representation of the Debtor at the meeting of creditors, and any adjourned hearing thereof.

**CERTIFICATION**

I hereby certify that the foregoing is a complete statement of any agreement or agreement for payment to Pashman for representation of the Debtor in this bankruptcy proceeding.

Dated: November 16, 2023  
Wilmington, Delaware

**PASHMAN STEIN WALDER  
HAYDEN, P.C.**

*/s/ Joseph C. Barsalona II*

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Joseph C. Barsalona II (No. 6102)  
1007 North Orange Street, 4<sup>th</sup> Floor, Suite 183  
Wilmington, DE 19801-1242  
Telephone: (302) 592-6496  
Email: [jbarsalona@pashmanstein.com](mailto:jbarsalona@pashmanstein.com)

*Counsel to the Debtors*