

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF ALABAMA

Case number (if known)

Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

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). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Gideon Services, Inc.

2. All other names debtor used in the last 8 years

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

3. Debtor's federal Employer Identification Number (EIN) 80-0420633

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

1300 Meridian Street
Suite A13
Huntsville, AL 35801

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

Madison

County

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

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) http://www.gideon-services.com/

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>.

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

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all 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

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	When	_____
		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**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 to unsecured creditors.

14. Estimated number of creditors☐ 1-49☐ 50-99☒ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☒ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Gideon Services, Inc.**
Name

Case number (if known)

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 **January 24, 2018**
MM / DD / YYYY

X /s/ Anna Thornley
Signature of authorized representative of debtor

Title **Chief Executive Officer**

Anna Thornley
Printed name

18. Signature of attorney

X /s/ Adrienne B. Fazio
Signature of attorney for debtor

Date **January 24, 2018**
MM / DD / YYYY

Adrienne B. Fazio
Printed name

Manier & Herod
Firm name

**One Nashville Place
Suite 2200 150 Fourth Ave. North
Nashville, TN 37219**
Number, Street, City, State & ZIP Code

Contact phone **(615)244-0030** Email address **afazio@manierherod.com**

AL Bar No. 9232-I38S
Bar number and State

**CERTIFICATION OF RESOLUTIONS
OF THE BOARD OF DIRECTORS OF
GIDEON SERVICES, INC.**

1. I am the duly elected and acting Secretary of Gideon Services, Inc. a corporation formed under the laws of the State of Alabama (the "Corporation").

2. I hereby certify that the resolutions set forth below were duly adopted by Anna Thornley, the sole director of the Corporation, at a special meeting of the board of directors of the Corporation (the "Board") held on January 7, 2018, and that such resolutions remain in full force and effect.

Chapter 11 Filing; Retention of Bankruptcy Professionals

RESOLVED, that in the judgment of the Board it is desirable and in the best interests of the Corporation, its creditors, shareholders, and other interested parties that a petition be filed by the Corporation seeking relief under the provisions of chapter 11 of title 11 of the United States Code 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code") in which the authority to operate as a debtor-in-possession will be sought, and the filing of such petition is authorized hereby, and the Corporation shall initiate a bankruptcy case and proceedings; and be it further

RESOLVED, that the proper officer of the Corporation (an "Authorized Officer") be and each hereby is, authorized and directed, for and on behalf of the Corporation, to execute and verify a petition in the name of the Corporation under chapter 11 of the Bankruptcy Code and cause the same to be filed in the United States Bankruptcy Court for the Northern District of Alabama; and be it further

RESOLVED, that the Authorized Officer is authorized to execute, verify and/or file or cause to be filed (or direct others to do so on her behalf), all documents, including, without limitation, petitions, schedules, lists, affidavits, motions, pleadings, and other papers and to take any and all action that she may deem necessary or proper in connection with such proceedings under chapter 11 of the Bankruptcy Code, and in that connection to retain and employ Manier & Herod, P.C. as principal bankruptcy counsel; Ralph E. White, Jr., CPA, P.C. as accountant, and to retain and employ other legal counsel or other professionals that she may deem necessary or

proper with a view to the successful conclusion of such bankruptcy case (together, the “Restructuring Professionals”); and be it further

RESOLVED, that the Authorized Officer is authorized and directed to execute retention agreements, pay retainers prior to, immediately upon and after the filing of the bankruptcy case, and to cause to be filed an application for authority to retain the services of the Restructuring Professionals; and it is further

RESOLVED, that the Authorized Officer is authorized and empowered for and in the name and on behalf of the Corporation to amend, supplement or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements or other writings referred to in the foregoing resolutions; and be it further

RESOLVED, that the Authorized Officer is authorized in the name and on behalf of the Corporation to take or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur all such fees and expenses as in her judgment shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and be it further

RESOLVED that all acts lawfully done or actions lawfully taken by the Authorized Officer to seek relief on behalf of the Corporation under chapter 11 of the Bankruptcy Code, or in connection with the chapter 11 case, or any matter related thereto, be and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Corporation.

Dated: January 7, 2018



Anna Thornley

Chief Executive Officer and Secretary of
Gideon Services, Inc.

Fill in this information to identify the case:

Debtor name Gideon Services, Inc.

United States Bankruptcy Court for the: NORTHERN DISTRICT OF ALABAMA

Case number (if known) _____

☐ Check if this is an amended filing

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 _____

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

Executed on January 24, 2018

X /s/ Anna Thornley

Signature of individual signing on behalf of debtor

Anna Thornley

Printed name

Chief Executive Officer

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **Gideon Services, Inc.**
 United States Bankruptcy Court for the: **NORTHERN DISTRICT OF ALABAMA**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204
Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders
12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Aberdeen LLC 10420 Pioneer Blvd. Santa Fe Springs, CA 90670	lucyo@aberdeennin c.com	Trade Payable				\$49,384.00
AR RF/Microwave Instrumentation 160 School House Road Souderton, PA 18964-9990	bbinder@arworld.u s	Trade Payable				\$378,775.00
Dell Marketing L.P. P.O.Box 5275 Carol Stream, IL 60197-5275	casey_love@dell.c om	Trade Payable				\$55,047.46
Digi-Key Electronics P.O. Box 250 Thief River Falls, MN 56701-0250	istone@rccmn.com	Trade Payable				\$85,216.53
Dow-Key Microwave Corporation 4822 McGarth St. Ventura, CA 93003	ecanales@dowkey. com	Trade Payable				\$39,568.02
Ehmke Manufacturing Company, Inc. 4200 Macalester St. Philadelphia, PA 19124	bheydt@ehmkemfg .com	Trade Payable				\$38,950.41
Juggernaut Defense 16460 N. 91st Street Scottsdale, AZ 85260	CHall@Polsinelli.c om	Trade Payable				\$103,119.03
Keysight Technologies 1400 Fountaingrove Parkway Santa Rosa, CA 95403	ray_bryant@keysig ht.com	Trade Payable				\$127,178.06

Debtor **Gideon Services, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
LDRA Building One 7000 Peachtree Dunwoody Road Atlanta, GA 30328	paula.corley@ldra.com	Trade Payable				\$97,700.00
Lockheed CMI 133 West Park Loop Huntsville, AL 35806	ECharlton@barclaydamon.com	Trade Payable				\$380,076.00
Lockheed UIS 133 West Park Loop Huntsville, AL 35806	ECharlton@barclaydamon.com	Trade Payable				\$127,238.00
Magna-Power Electronics, Inc. 39 Royal Road Flemington, NJ 08822	ipitel@magna-power.com	Trade Payable				\$54,530.95
National Instruments, Inc. P.O. BOX 202262 Dallas, TX 75320-2262	arturo.ayala@ni.com	Trade Payable				\$37,034.95
Objective Interface Systems, Inc. 220 Spring Street Suite 530 Herndon, VA 20170-6201	joe.jacob@ois.com	Trade Payable				\$36,250.00
Quasonix, Inc. 6025 Schumacher Park Dr. West Chester, OH 45069	AMH@corsbassett.com	Trade Payable				\$59,939.00
Revision Military 7 Corporate Dr. Essex Junction, VT 05452	AManitsky@lynnlawvt.com	Trade Payable				\$160,440.00
Rhodes & Schwartz USA, Inc. 6821 Benjamin Franklin Drive Columbia, MD 21046	jeff@gtflawfirm.com	Trade Payable				\$357,375.00
Spectracom Corp. 1565 Jefferson Rd. Suite 460 Rochester, NY 14623	carolyn.mccusker@spectracom.oroia.com	Trade Payable				\$59,862.00
Technical Marketing Systems Inc. 3710 East 9th St. Tulsa, OK 74137	heatherevanslaw@outlook.com	Trade Payable				\$48,316.23

Debtor **Gideon Services, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Thermodyne International, LTD. 1841 Business Parkway Ontario, CA 91761	angie.white@vsslogistics.com	Trade Payable				\$43,694.00