

Fill in this information to identify your case:

United States Bankruptcy Court for the:

CENTRAL DISTRICT OF CALIFORNIA

Case number (if known)

Chapter you are filing under:

- Chapter 7
- Chapter 11
- Chapter 12
- Chapter 13

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

12/15

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 Henderson Holdings 1, LLC, a Nevada limited liability company

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) 56-2388939

4. Debtor's address Principal place of business Mailing address, if different from principal place of business c/o David K. Gottlieb & Associates, LLC 15233 Ventura Blvd., 9th Floor Sherman Oaks, CA 91403 Los Angeles County 305 SE Greenville Blvd., Greenville, NC 27858

5. Debtor's website (URL)

6. Type of debtor [X] Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) [ ] Partnership [ ] Other. Specify:

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number (if known)  
 Name \_\_\_\_\_

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(53AB))
- 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. §80a-3)

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.  
 See <http://www.naics.com/search/>.

60-67

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 \$2,490,925 (amount subject to adjustment on 4/01/16 and every three 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 operation, 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 <u>Roger Meyer</u>	Relationship to you <u>Affiliate</u>
District <u>Central District of California</u>	Case number, if known <u>1:12-10955</u>
When <u>1/31/12</u>	

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number (if known)  
 Name \_\_\_\_\_

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 State Farm and ACE American Insurance
- Contact name Cassius Williams (State Farm); Aon Risk Services (ACE)  
 Phone 252- 355-2461 (State Farm); 866-283-7122 (ACE)

**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
- |  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99           | <input type="checkbox"/> 5001-10,000   | <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
- |  |  |  |
|--|--|--|
| <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          |
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          |

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number (if known)  
Name

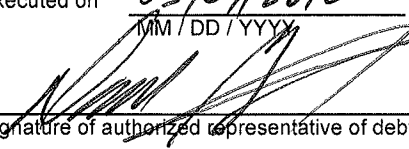
**Request for Relief, Declaration, and Signature**

**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 03/09/2016  
MM / DD / YYYY

X   
Signature of authorized representative of debtor

David K. Gottlieb,  
Printed name

**David K. Gottlieb solely as Chapter 7 Trustee for the Bankruptcy Estate of Roger W. Meyer, the Managing Member of Henderson Holdings 1, LLC**  
Title

**18. Signature of attorney**

X   
Signature of attorney for debtor

Date 3/09/16  
MM / DD / YYYY

Linda F. Cantor  
Printed name

Pachulski Stang Ziehl & Jones LLP  
Firm name

10100 Santa Monica Blvd.  
13th Floor  
Los Angeles, CA 90067  
Number, Street, City, State & ZIP Code

Contact phone 310-277-6910 Email address LCANTOR@PSZJLAW.COM

153762 California  
Bar number and State

**UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA**

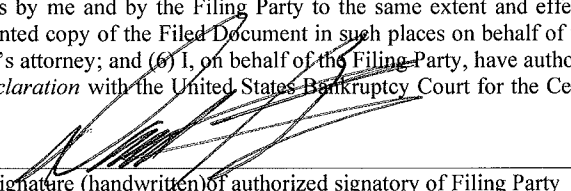
Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address <b>Linda F. Cantor</b> <b>Pachulski Stang Ziehl &amp; Jones LLP</b> <b>10100 Santa Monica Blvd.</b> <b>13th Floor</b> <b>Los Angeles, CA 90067</b> <b>310-277-6910</b> <b>153762</b>  Attorney for:	CASE NO.: CHAPTER: <b>11</b> ADVERSARY NO.: (if applicable)
In re:  <b>Henderson Holdings 1, LLC, a Nevada limited liability company</b> Debtor(s).	<b>ELECTRONIC FILING DECLARATION (CORPORATION/PARTNERSHIP)</b>  <b>[LBR 1002-1(f)]</b>

- |   |                   |
|---|-------------------|
| <input checked="" type="checkbox"/> Petition, statement of affairs, schedules or lists        | Date Filed: _____ |
| <input type="checkbox"/> Amendments to the petition, statement of affairs, schedules or lists | Date Filed: _____ |
| <input type="checkbox"/> Other (specify): _____   | Date Filed: _____ |

**PART I - DECLARATION OF SIGNATORY OF DEBTOR OR OTHER PARTY**

I, the undersigned, declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the “/s/,” followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature lines; (5) I have actually signed a true and correct printed copy of the Filed Document in such places on behalf of the Filing Party and provided the executed printed copy of the Filed Document to the Filing Party’s attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party’s attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.

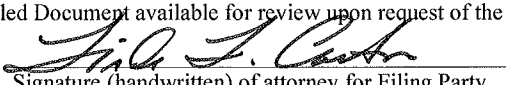
Date: March 9, 2016

Signature (handwritten) of authorized signatory of Filing Party  
  
 Printed name of authorized signatory of Filing Party  
**David K. Gottlieb, solely as Chapter 7 Trustee for the  
Bankruptcy Estate of Roger W. Meyer, the Managing  
Member of Henderson Holdings 1, LLC**  
 Title of authorized signatory of Filing Party

**PART II - DECLARATION OF ATTORNEY FOR FILING PARTY**

I, the undersigned Attorney for the Filing Party, declare under penalty of perjury that: (1) the “/s/,” followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed Part 1 - Declaration of Authorized Signatory of Debtor or Other Party of this Declaration before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by “/s/,” followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by “/s/,” followed by the name of the Filing Party’s authorized signatory, on the true and correct printed copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration and the Filed Document available for review upon request of the court or other parties.

Date: 3/09/16

Signature (handwritten) of attorney for Filing Party  
  
**Linda F. Cantor 153762**  
 Printed Name of attorney for Filing Party

**Official Form 201A (12/15)**

*[If debtor is required to file periodic reports (e.g. forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]*

**United States Bankruptcy Court  
Central District of California**

In re Henderson Holdings 1, LLC, a Nevada limited liability company Case No. \_\_\_\_\_  
Debtor(s) Chapter 11

**Attachment to Voluntary Petition for Non-Individuals Filing for  
Bankruptcy under Chapter 11**

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is NA.

2. The following financial data is the latest available information and refers to the debtor's condition on NA.

a. Total assets \$ 0.00

b. Total debts (including debts listed in 2.c., below) \$ 0.00

c. Debt securities held by more than 500 holders:					Approximate number of holders:		
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
secured	<input type="checkbox"/>	unsecured	<input type="checkbox"/>	subordinated	<input type="checkbox"/>	\$ <u>0.00</u>	<u>0</u>
d. Number of shares of preferred stock						<u>0</u>	<u>0</u>
e. Number of shares common stock						<u>0</u>	<u>0</u>

Comments, if any:

3. Brief description of Debtor's business:

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

**RESOLUTIONS OF THE MANAGING MEMBER OF  
HENDERSON HOLDINGS 1, LLC**

March 9, 2016

WHEREAS, Henderson Holdings 1, LLC (the “*Company*”) is a Nevada limited liability company the business and affairs of which are, pursuant to the Company’s corporate documents managed under the direction of its *Managing Member*;

WHEREAS, Roger W. Meyer, the Managing Member of the Company, is a debtor in proceedings under chapter 7 of title 11 of the United States Code, 11 U.S.C. Sections 101 *et seq.* (the “*Bankruptcy Code*”) in the United States Bankruptcy Court for the Central District of California, San Fernando Division (the “*Bankruptcy Court*”), for whom David Gottlieb has been appointed by the Bankruptcy Court as chapter 7 trustee (the “*Chapter 7 Trustee*”);

WHEREAS, in his capacity as the Chapter 7 Trustee, Mr. Gottlieb is authorized and empowered to exercise all rights of the debtor as Managing Member of the Company;

WHEREAS, the Managing Member, has considered the financial and operational aspects of the Company’s business;

WHEREAS, the Managing Member has reviewed the historical performance of the Company, the market for the Company’s real estate asset, and the current and long-term liabilities of the Company;

WHEREAS, the Chapter 7 Trustee in his capacity as Managing Member has considered the advice of its professional advisors regarding the possible need to liquidate or restructure the Company, and has analyzed each of the strategic alternatives available to it, and the impact of the foregoing on the Company’s business and its stakeholders;

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Managing Member, it is desirable and in the best interests of the Company, its creditors, members, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of the Bankruptcy Code;

RESOLVED, the Managing Member and his representatives (each, an “*Authorized Person*”) be, and each of them hereby is, authorized, empowered and directed on behalf of the Company to execute, verify and file all petitions, schedules, lists, and other papers or documents, and to take and perform any and all further actions and steps that any such Authorized Person deems necessary, desirable and proper in connection with the Company’s chapter 11 case, with a view to the successful prosecution of such case;

RESOLVED, that the Chapter 7 Trustee shall be an Authorized Person (as defined in these resolutions), and is hereby authorized to appear and represent the Company in the bankruptcy case and make decisions with respect to all aspects of the prosecution of the Company’s bankruptcy case, including, but not limited to, bankruptcy-related reporting

requirements, filing of Statement of Financial Affairs, Schedule of Assets and Liabilities, a chapter 11 plan and related disclosure statement, claims management, managing outside professionals and such other aspects as he may identify, in such manner as he deems necessary or appropriate in his reasonable discretion, and in accordance with the Company's corporate documents, applicable limited liability company law, applicable bankruptcy law and orders of the bankruptcy court;

RESOLVED, that the Authorized Persons, be, and each of them hereby is, authorized, empowered and directed on behalf of the Company to retain the law firm of Pachulski Stang Ziehl & Jones LLP ("*PSZ&J*") as bankruptcy counsel to represent and assist the Company in carrying out its duties under chapter 11 of the Bankruptcy Code, and to take any and all actions to advance the Company's rights in connection therewith, and the Authorized Persons are hereby authorized, empowered and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and to cause to be filed an appropriate application for authority to retain the services of PSZ&J;

RESOLVED, that the Authorized Persons of the Company be, and hereby are, authorized, empowered and directed on behalf of the Company to employ accountants, financial advisors, investment bankers, real estate brokers, any other professionals necessary to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Authorized Persons are hereby authorized, empowered and directed on behalf of the Company to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the chapter 11 case and cause to be filed appropriate applications with the bankruptcy court for authority to retain the services of any other professionals, as necessary, and on such terms as are deemed necessary, desirable and proper;

RESOLVED, that in the judgment of the Chapter 7 Trustee in his capacity as Managing Member, it is desirable and in the best interests of the Company that the Company sell its real estate project and substantially all of its other assets and, therefore, the Company is hereby authorized to pursue such a transaction, and the Company is further authorized to file a motion to approve such sale and for any related relief, or to approve a sale to a higher and better bidder, and to close such sale, subject to bankruptcy court approval in the Company's chapter 11 proceeding;

RESOLVED, subject in each case to any required bankruptcy court approval in the Company's chapter 11 proceeding, as well as the Company's corporate documents, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed on behalf of the Company to take any and all actions, to execute, deliver, certify, file and/or record and perform any and all documents, agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities or certificates and to take any and all actions and steps deemed by any such Authorized Person to be necessary or desirable to carry out the purpose and intent of each of the foregoing resolutions and to effectuate a successful chapter 11 case, including, but not limited to the development, filing and prosecution to confirmation of a chapter 11 plan and related disclosure statement; and



RESOLVED, that any and all actions heretofore taken by any Authorized Person in the name and on behalf of the Company in furtherance of the purpose and intent of any or all of the foregoing resolutions be, and hereby are, ratified, confirmed, and approved in all respects.

IN WITNESS WHEREOF, the undersigned hereby consents to all of the foregoing as of the date above first written, which consents may be executed by facsimile signature.

**HENDERSON HOLDINGS 1, LLC,**  
A Nevada limited liability company,

By: Its Managing Partner

By:

  
\_\_\_\_\_  
David Gottlieb,

Solely in his capacity as chapter 7 trustee of  
the bankruptcy estate of Roger W. Meyer,  
the Managing Member of Henderson  
Holdings 1, LLC

Signature Page to Resolutions

**STATEMENT OF RELATED CASES  
INFORMATION REQUIRED BY LBR 1015-2  
UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA**

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**Roger W. Meyer, Case No. 1:12-10955 (Affiliate). Filed on 1/31/12. Assigned to the Honorable Maureen Tighe in the Central District of California, San Fernando Valley Division. The chapter 11 case was converted to a chapter 7 on May 2, 2014 and David K. Gottlieb was appointed the Chapter 7 Trustee of the estate of Roger W. Meyer on May 7, 2014. The case is still pending. (See attached for listing of real property)**

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2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**None**

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3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**Woodforest Square, LLC Case No.1:14-12682 (affiliate). Filed on May 23, 2014. Assigned to the Honorable Maureen Tighe in the Central District of California, San Fernando Valley Division.**

**Plan confirmed on 5/14/15. On 12/17/15, the Court entered an Order Granting a Final Decree and Closing the Case.**

**The real property owned by the estate located at 12620 Woodforest Blvd., Houston, Texas 77015 was sold during the pendency of the chapter 11 case.**

**See also No. 1 above.**

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4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)

**None**


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

Executed at Sherman Oaks, California.

Date:

March 9, 2016

  
David K. Gottlieb,

Solely in his capacity as chapter 7 Trustee for the Bankruptcy Estate of Roger W. Meyer, the Managing Member of Henderson Holdings, 1, LLC

In re ROGER W. MEYER

USBC C.D. Cal., San Fernando Valley Division

Case No. 1:12-bk-10955-MT

Status	Property Address <sup>1</sup>
Sold	841 Avenida Acaso, Camarillo, CA
Abandoned	640 American Oaks, Newbury Park, CA 91320
Sold	11 North Via Los Altos, Newbury Park, CA 91320
Abandoned	370 S. Elm Drive, Unit #3, Beverly Hills, CA 90212
	305 Southeast Greenville Boulevard, Greenville, NC
Sold	2959-2967 East Thousand Oaks Boulevard, Thousand Oaks, CA
	5200 S. County Road, Midland, TX
	1222 N. 6 <sup>th</sup> Street, Socorro, NM
	1201 Mescalero Ave., Alamogordo, NM
Abandoned	1610 E. Thousand Oaks Blvd., Thousand Oaks, CA
	5720 Peachtree Parkway, Peachtree, GA
Foreclosed	2764 Cobb Parkway N. Kennesaw, GA
	813 Forest Hill Road, Perry, GA
Sold to Roger Meyer	11 Via Los Altos, Thousand Oaks, CA

<sup>1</sup> These are properties in which Roger W. Meyer either has a direct interest or an indirect interest through an LLC or other entity that holds a fee interest in the property.

In re: Henderson Holdings, 1, LLC, a Nevada limited liability  
company

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF EQUITY SECURITY HOLDERS**  
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
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**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, David K. Gottlieb, solely in my capacity as Chapter 7 Trustee for the Bankruptcy Estate of Roger W. Meyer, the Managing Member of Henderson Holdings I, LLC, the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date

March 9, 2016

Signature



**David K. Gottlieb, solely as Chapter 7 Trustee for the  
Bankruptcy Estate of Roger W. Meyer, the Managing  
Member of Henderson Holdings 1, LLC**

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court  
Central District of California**

In re Henderson Holdings 1, LLC, a Nevada limited liability company  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Christopher Meyer 5442 Cole Street San Diego, CA 92117	Member		5.23%
Darryl Zilberstein, Esq. 31111 Agoura Rd. Ste 235 Westlake Village, CA 91361	Member		3.5%
Frank Fromer 4934 Gaviota Ave Encino, CA 91436	Member		16.13%
Jonathan Meyer 577 Corte Aguacate Suite 116 Camarillo, CA 93010	member		13.52%
Paul Porter 631 Corriente Court Camarillo, CA 93010	Member		12.90%
R. Meyer Ltd. c/o David K. Gottlieb D. Gottlieb & Associates, LLC 9TH Floor Sherman Oaks, CA 91403	Member		44.76%
Chapter 7 Estate of Roger W. Meyer c/o David K. Gottlieb D. Gottlieb & Associates, LLC 15233 Ventura Blvd., 9th Floor Sherman Oaks, CA 91403	Member		3.96%

Attorney or Party Name, Address, Telephone & FAX Nos., and State Bar No. & Email Address <b>Linda F. Cantor</b> <b>10100 Santa Monica Blvd.</b> <b>13th Floor</b> <b>Los Angeles, CA 90067</b> <b>310-277-6910</b> California State Bar Number: 153762	FOR COURT USE ONLY
<b>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA</b>	
In re: <b>Henderson Holdings, 1, LLC, a Nevada limited liability company</b>  Debtor(s),  Plaintiff(s),    Defendant(s).	CASE NO.: ADVERSARY NO.: CHAPTER: 11  <b>CORPORATE OWNERSHIP STATEMENT PURSUANT TO FRBP 1007(a)(1) and 7007.1, and LBR 1007-4</b>  [No hearing]

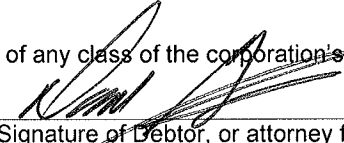
*Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this Statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.*

**David K. Gottlieb, solely as Chapter 7 Trustee for the Bankruptcy Estate of Roger W. Meyer, the**  
 I, **Managing Member of Henderson Holdings 1, LLC**, the undersigned in the above-captioned case, hereby declare  
*(Print Name of Attorney or Declarant)*  
 under penalty of perjury under the laws of the United States of America that the following is true and correct:

**[Check the appropriate boxes and, if applicable, provide the required information.]**

1. I have personal knowledge of the matters set forth in this Statement because:
- I am the authorized agent of the Debtor corporation
  - I am a party to an adversary proceeding
  - I am a party to a contested matter
  - I am the attorney for the Debtor corporation
- 2.a.  The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:  
See Addendum
- b.  There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

March 9, 2016  
Date

By:   
Signature of Debtor, or attorney for Debtor

Name: **David K. Gottlieb, as Chapter 7 Trustee for the  
Bankruptcy Estate of Roger W. Meyer, the  
Managing Member of Henderson Holdings, 1, LLC**  
Printed name of Debtor, or attorney for  
Debtor

**Addendum to Corporate Ownership Statement Pursuant to  
F.R.B.P. 1007(a)(1) and 7007.1, and Local Bankruptcy Rule 1002-5**

The following entities, other than the debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:

Frank Fromer 4934 Gaviota Ave Encino, CA 91436	16.13%
Jonathan Meyer 577 Corte Aguacate Suite 116 Camarillo, CA 93010	13.52%
Paul Porter 631 Corriente Court Camarillo, CA 93010	12.90%
R. Meyer Ltd. 100% owned by Roger W. Meyer, Chapter 7 Debtor) c/o David K. Gottlieb D. Gottlieb & Associates, LLC 9TH Floor Sherman Oaks, CA 91403	44.76%



Fill in this information to identify the case:

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

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 Corporate Ownership Statement, Equity Security Holders, Statement of Related Cases and Master Mailing List

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

Executed on March 9, 2016 x [Signature] Signature of individual signing on behalf of debtor

David K. Gottlieb, Printed name

David K. Gottlieb solely in his capacity as Chapter 7 Trustee for the Bankruptcy Estate of Roger W. Meyer, the Managing Member of Henderson Holdings 1, LLC Position or relationship to debtor

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

Debtor name	Henderson Holdings 1, LLC, a Nevada limited liability company
United States Bankruptcy Court for the:	CENTRAL DISTRICT OF CALIFORNIA
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		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Madison Partners c/p Bob Safai 12121 Wilshire Blvd Suite 900 Los Angeles, CA 90025	Bob Safai  310-442-3399	Co-broker fees	Contingent			\$92,500.00
Greenville Grouper, LLC c/o Alexander C. Smith 208 Nuttall Road Chicago, IL 60654	Alexander Smith  312-470-3841	Break-up fee under Purchase Sale Agreement and other charges	Contingent			\$50,000.00
Frank Fromer 4936 Gaviota Encino, CA 91436	Frank Fromer  818-501-5174	Monthly distribution owing since May 2014				\$9,870.00
Paul Porter 631 Corriente Court Camarillo, CA 93010	Paul Porter  805-484-8436	Monthly distribution owing since May 2014				\$7,938.00
Chicago Title Company 725 S. Figueroa St Suite 200 Los Angeles, CA 90017	Patricia Schlageck  213-488-4358	Title Services	Contingent			\$7,652.50
Howard Abell 443 Fearington Post Pittsboro, NC 27312	Howard Abell  919-370-2838	Co-broker fees	Contingent			\$4,675.00
Norman D. Praet Praet Law Firm 5920 S. Miami Blvd. Suite 201 Morrisville, NC 27560	Norman Praet  919-627-7261	Attorneys fees incurred in connection with sale of property				\$2,500.00

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability  
company**  
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
Darryl Zilberstein, Esq. 31111 Agoura Road Suite 235 Westlake Village, CA 91361	Darryl Zilberstein  805-573-6624	Monthly distribution owing since May 2014				\$2,142.00
Cellco Partnership/Verizon Wireless 305 SE Greenville Blvd. Greenville, NC 27858	Representative  252-321-0121	Leasehold-tenant claims	Contingent Unliquidated Disputed			\$0.00

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

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

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. <b>Schedule A/B: Assets-Real and Personal Property</b> (Official Form 206A/B)		
1a. <b>Real property:</b>		
Copy line 88 from <i>Schedule A/B</i> .....	\$	<u>1,850,000.00</u>
1b. <b>Total personal property:</b>		
Copy line 91A from <i>Schedule A/B</i> .....	\$	<u>182,519.92</u>
1c. <b>Total of all property:</b>		
Copy line 92 from <i>Schedule A/B</i> .....	\$	<u>2,032,519.92</u>

**Part 2: Summary of Liabilities**

2. <b>Schedule D: Creditors Who Have Claims Secured by Property</b> (Official Form 206D)		
Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i> .....	\$	<u>1,158,275.39</u>
3. <b>Schedule E/F: Creditors Who Have Unsecured Claims</b> (Official Form 206E/F)		
3a. <b>Total claim amounts of priority unsecured claims:</b>		
Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i> .....	\$	<u>0.00</u>
3b. <b>Total amount of claims of nonpriority amount of unsecured claims:</b>		
Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i> .....	+\$	<u>258,127.50</u>
4. <b>Total liabilities</b> .....		
Lines 2 + 3a + 3b	\$	<u>1,416,402.89</u>

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

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company  
 United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA  
 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

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	Current value of debtor's interest
3.1. <u>Pacific Western Bank as of 2/29/16</u>	<u>Checking</u>	<u>0099</u>	<u>\$182,519.92</u>

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

5. **Total of Part 1.**

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

\$182,519.92

**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.

**Part 3: Accounts receivable**

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
- Yes Fill in the information below.

**Part 4: Investments**

13. Does the debtor own any investments?

- No. Go to Part 5.
- Yes Fill in the information below.

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number *(If known)*  
Name \_\_\_\_\_

**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.

**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.

**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.

**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.

**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

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number (if known)  
Name

55.1. A 64,503 square foot site located at 305 SE Greenville Blvd., City of Greenville, North Carolina. The Property is a retail building and is identified as the Verizon Wireless Phone Center. Site is referenced as Lot 1 of Map Book 47, Page 49 of the Pitt County Registry. Tax Parcel Number 57787 by the Pitt County Tax Office. The property is recorded in Deed Book 2164, Page 467 of the Pitt County Registry.

Amount of claim excludes default interest and costs	Fee simple	\$0.00	pending sale	\$1,850,000.00
---	------------	--------	--------------	----------------

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.

**\$1,850,000.00**

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.

**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.

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number (If known)  
Name \_\_\_\_\_

**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. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$182,519.92</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i> .....>		<u>\$1,850,000.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$0.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$182,519.92</u>	+ 91b. <u>\$1,850,000.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$2,032,519.92</u>



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

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company  
 United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA  
 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 **C-111 Assets Management LLC**  
 Creditor's Name  
**Attn: Mark Contreas & Steve Luther**  
**5221 North O'Connor Blvd Suite 600**  
**Irving, TX 75039**  
 Creditor's mailing address

Describe debtor's property that is subject to a lien  
**Special Servicer for Wells Fargo loan (For Notice Purposes only)**

\$0.00      \$0.00

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

- No  
 Yes. Specify each creditor, including this creditor and its relative priority.

Describe the lien

Is the creditor an insider or related party?

- No  
 Yes

Is anyone else liable on this claim?

- No  
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

- Check all that apply  
 Contingent  
 Unliquidated  
 Disputed

2.2 **Greenville Tax Collector**

Creditor's Name  
**c/o Pitt County Tax Collector**  
**111 S. Washington St.**  
**Greenville, NC 27858**  
 Creditor's mailing address

Describe debtor's property that is subject to a lien

**Taxes for 2016**

\$7,128.89      \$0.00

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Describe the lien

Is the creditor an insider or related party?

- No  
 Yes

Is anyone else liable on this claim?

- No  
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

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

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company

United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA

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 C-111 Assets Management LLC**

Creditor's Name  
**Attn: Mark Contreas & Steve Luther**  
**5221 North O'Connor Blvd Suite 600**  
**Irving, TX 75039**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?  
 No  
 Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien  
**Special Servicer for Wells Fargo loan (For Notice Purposes only)**

Describe the lien

Is the creditor an insider or related party?  
 No  
 Yes

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

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

<b>\$0.00</b>	<b>\$0.00</b>
---------------	---------------

**2.2 Greenville Tax Collector**

Creditor's Name  
**c/o Pitt County Tax Collector**  
**111 S. Washington St. Greenville, NC 27858**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Describe debtor's property that is subject to a lien  
**Taxes for 2016**

Describe the lien

Is the creditor an insider or related party?  
 No  
 Yes

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

<b>\$7,128.89</b>	<b>\$0.00</b>
-------------------	---------------

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number (if know) \_\_\_\_\_  
Name

Do multiple creditors have an interest in the same property?  
 No  
 Yes. 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

**2.3 Pitt County Tax Collector** Describe debtor's property that is subject to a lien \$9,146.50 \$1,850,000.00  
Creditor's Name

**111 S. Washington Street  
Greenville, NC 27858**

Creditor's mailing address

**Property taxes for 2016**

Describe the lien

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Is the creditor an insider or related party?

No  
 Yes

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. 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

**2.4 Wells Fargo Bank N.A. as Trustee** Describe debtor's property that is subject to a lien \$1,142,000.00 \$1,850,000.00  
Creditor's Name

**for the Registered Holders of  
Credit Suisse First Boston  
Mortgage  
CMBS Dept. 1015 10th Ave  
Minneapolis, MN 55414**

Creditor's mailing address

**A 64,503 square foot site located at 305 SE  
Greenville Blvd., City of Greenville, North  
Carolina. Site is referenced as Lot 1 of Map  
Book 47, Page 49 of the Pitt County Registry.**

Amount of claim excludes default interest and costs

Describe the lien

**Deed of Trust and Assignment of Lease**

Is the creditor an insider or related party?

No  
 Yes

Is anyone else liable on this claim?

No  
 Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number  
**06C4**

Do multiple creditors have an interest in the same property?  
 No  
 Yes. 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

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. **\$1,158,275.3**

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company**  
Name

Case number (if know)

9

**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 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

Kyle B. Beaty  
Winstead PC  
5400 Renaissance Tower  
1201 Elm Street  
Dallas, TX 75270

Line 2.4

Randy B. Soref, Esq.  
Polsinell  
2049 Century Park East  
Suite 2300  
Los Angeles, CA 90067

Line 2.1

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

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company  
 United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA  
 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.

**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
<p>3.1 Nonpriority creditor's name and mailing address  <b>Cellco Partnership/Verizon Wireless</b>                      305 SE Greenville Blvd.                      Greenville, NC 27858                      Date(s) debt was incurred _____                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i>  <input checked="" type="checkbox"/> Contingent  <input checked="" type="checkbox"/> Unliquidated  <input checked="" type="checkbox"/> Disputed                      Basis for the claim: <u>Leasehold tenant claims</u>                      Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p><u>Unknown</u></p>
<p>3.2 Nonpriority creditor's name and mailing address  <b>Chicago Title Company</b>                      725 S. Figueroa St                      Suite 200                      Los Angeles, CA 90017                      Date(s) debt was incurred _____                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i>  <input checked="" type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed                      Basis for the claim: <u>Title Services for pending sale of real property</u>                      Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p><u>\$7,652.50</u></p>
<p>3.3 Nonpriority creditor's name and mailing address  <b>Christopher Meyer</b>                      5442 Cole Street                      San Diego, CA 92117                      Date(s) debt was incurred <u>5/14-present</u>                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i>  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed                      Basis for the claim: <u>Monthly distribution owing since May, 2014.</u>                      Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p><u>\$3,213.00</u></p>
<p>3.4 Nonpriority creditor's name and mailing address  <b>Darryl Zilberstein, Esq.</b>                      31111 Agoura Road                      Suite 235                      Westlake Village, CA 91361                      Date(s) debt was incurred <u>5/14-present</u>                      Last 4 digits of account number _____</p>	<p>As of the petition filing date, the claim is: <i>Check all that apply.</i>  <input type="checkbox"/> Contingent  <input type="checkbox"/> Unliquidated  <input type="checkbox"/> Disputed                      Basis for the claim: <u>Monthly distribution owing since May, 2014.</u>                      Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p>	<p><u>\$2,142.00</u></p>

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number (if known) \_\_\_\_\_  
Name

3.5 Nonpriority creditor's name and mailing address **Frank Fromer**  
**4934 Gaviota**  
**Encino, CA 91436**  
Date(s) debt was incurred 5/14-present  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: Check all that apply. \$9,870.00  
 Contingent  
 Unliquidated  
 Disputed  
Basis for the claim: Monthly distribution owing since May, 2014.  
Is the claim subject to offset?  No  Yes

3.6 Nonpriority creditor's name and mailing address **Greenville Grouper, LLC**  
**c/o Alexander C. Smith**  
**208 Nuttall Road**  
**Chicago, IL 60654**  
Date(s) debt was incurred \_\_\_\_\_  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: Check all that apply. \$50,000.00  
 Contingent  
 Unliquidated  
 Disputed  
Basis for the claim: Breakup fee under the Purchase and Sale Agreement and other unknown charges  
Is the claim subject to offset?  No  Yes

3.7 Nonpriority creditor's name and mailing address **Howard Abell**  
**443 Fearington Post**  
**Pittsboro, NC 27312**  
Date(s) debt was incurred \_\_\_\_\_  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: Check all that apply. \$4,675.00  
 Contingent  
 Unliquidated  
 Disputed  
Basis for the claim: Co-broker fees from pending sale of real property.  
Is the claim subject to offset?  No  Yes

3.8 Nonpriority creditor's name and mailing address **Jonathan Meyer**  
**577 Corte Aguacate**  
**Suite 116**  
**Camarillo, CA 93010**  
Date(s) debt was incurred 5/14-present  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: Check all that apply. \$8,400.00  
 Contingent  
 Unliquidated  
 Disputed  
Basis for the claim: Monthly distribution owing since May, 2014.  
Is the claim subject to offset?  No  Yes

3.9 Nonpriority creditor's name and mailing address **Madison Partners**  
**c/p Bob Safai**  
**12121 Wilshire Blvd**  
**Suite 900**  
**Los Angeles, CA 90025**  
Date(s) debt was incurred \_\_\_\_\_  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: Check all that apply. \$92,500.00  
 Contingent  
 Unliquidated  
 Disputed  
Basis for the claim: Co-broker fees  
Is the claim subject to offset?  No  Yes

3.10 Nonpriority creditor's name and mailing address **Norman D. Praet**  
**Praet Law Firm**  
**5920 S. Miami Blvd.**  
**Suite 201**  
**Morrisville, NC 27560**  
Date(s) debt was incurred \_\_\_\_\_  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: Check all that apply. \$2,500.00  
 Contingent  
 Unliquidated  
 Disputed  
Basis for the claim: Attorneys fees incurred in connection with pending sale of real property.  
Is the claim subject to offset?  No  Yes

3.11 Nonpriority creditor's name and mailing address **Paul Porter**  
**631 Corriente Court**  
**Camarillo, CA 93010**  
Date(s) debt was incurred 5/14-present  
Last 4 digits of account number \_\_\_\_\_  
As of the petition filing date, the claim is: Check all that apply. \$7,938.00  
 Contingent  
 Unliquidated  
 Disputed  
Basis for the claim: Monthly distribution owing since May, 2014.  
Is the claim subject to offset?  No  Yes

Debtor Henderson Holdings 1, LLC, a Nevada limited liability company Case number (if known) \_\_\_\_\_  
Name

3.12 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. \$27,531.00  
**R. Meyer Ltd**  
**c/o David K. Gottlieb**  
**D. Gottlieb & Associates LLC**  
**15233 Ventura Blvd. 9th Floor**  
**Sherman Oaks, CA 91403**  
 Date(s) debt was incurred 5/14-present  
 Last 4 digits of account number \_\_\_\_\_  
 Contingent  
 Unliquidated  
 Disputed  
 Basis for the claim: Monthly distribution owing since May, 2014.  
 Is the claim subject to offset?  No  Yes

3.13 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. \$41,706.00  
**Roger Meyer**  
**c/o David K. Gottlieb**  
**D. Gottlieb & Associates LLC**  
**15233 Ventura Blvd. 9th Floor**  
**Sherman Oaks, CA 91403**  
 Date(s) debt was incurred 5/14-present  
 Last 4 digits of account number \_\_\_\_\_  
 Contingent  
 Unliquidated  
 Disputed  
 Basis for the claim: Monthly distribution owing since May, 2014.  
 Is the claim subject to offset?  No  Yes

3.14 Nonpriority creditor's name and mailing address As of the petition filing date, the claim is: Check all that apply. Unknown  
**Roger W. Meyer**  
**c/o David K. Gottlieb**  
**D. Gottlieb & Associates LLC**  
**15233 Ventura Blvd., 9th Floor**  
**Sherman Oaks, CA 91403**  
 Date(s) debt was incurred 5/14-present  
 Last 4 digits of account number \_\_\_\_\_  
 Contingent  
 Unliquidated  
 Disputed  
 Basis for the claim: Management fees  
 Is the claim subject to offset?  No  Yes

**Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1 <b>Alexander Smith</b> <b>200 South Wacker Drive</b> <b>Suite 2800</b> <b>Chicago, IL 60606</b>	Line <u>3.6</u> <input type="checkbox"/> Not listed. Explain _____	—
4.2 <b>Bryan Hawks</b> <b>Smith Oropeza Hawks</b> <b>138-142 Simonton Street</b> <b>Key West, FL 33040</b>	Line <u>3.6</u> <input type="checkbox"/> Not listed. Explain _____	—
4.3 <b>Cushman &amp; Wakefield</b> <b>Verizon Wireless Portfolio Manageme</b> <b>Mail Code FLG10300</b> <b>8800 Adamo Drive</b> <b>Tampa, FL 33619</b>	Line <u>3.1</u> <input type="checkbox"/> Not listed. Explain _____	—
4.4 <b>Gary C. Pennington</b> <b>Pennington Law Firm</b> <b>1501 Main Street</b> <b>Suite 600</b> <b>Columbia, SC 29201</b>	Line <u>3.1</u> <input type="checkbox"/> Not listed. Explain _____	—

Debtor Name	Case number (if known)	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
<b>Henderson Holdings 1, LLC, a Nevada limited liability company</b>			
<b>4.5 Jeremy Faith, Esq. Margulies Faith LLP 16030 Ventura Blvd. Suite 470 Encino, CA 91436</b>		Line <u>3.13</u> <input type="checkbox"/> Not listed. Explain _____	—
<b>4.6 M. Jonathan Hayes Simon Resnik Hayes LLP 15233 Ventura Blvd Suite 250 Sherman Oaks, CA 91403</b>		Line <u>3.4</u> <input type="checkbox"/> Not listed. Explain _____	—
<b>4.7 Verizon Wireless Attn: General Counsel One Verizon Place Mail Code 1B3LGL Alpharetta, GA 30004</b>		Line <u>3.1</u> <input type="checkbox"/> Not listed. Explain _____	—
<b>4.8 Verizon Wireless TN Partnership Attn: Lease Administrator-TN 2B1LA Alpharetta, GA 30004</b>		Line <u>3.1</u> <input type="checkbox"/> Not listed. Explain _____	—

**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. Total claims from Part 1	\$ 0.00
5b. Total claims from Part 2	\$ 258,127.50
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	\$ 258,127.50



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

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company  
 United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA  
 Case number (if known) \_\_\_\_\_

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, number the entries consecutively.

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

No. Check this box and file this form 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 contacts of 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. State what the contract or lease is for and the nature of the debtor's interest

**Agreement with Chicago Title for issuance of title insurance for sale of property in Greenville, N.C.**

State the term remaining

List the contract number of any government contract

Chicago Title Company  
725 S. Figueroa  
Ste. 200  
Los Angeles, CA 90017

2.2. State what the contract or lease is for and the nature of the debtor's interest

**Purchase and Sale Agreement with Debtor for sale of 305 SE Greenville Blvd. Greenville, North Carolina 27858**  
6/30/16 (With option to extend)

State the term remaining

List the contract number of any government contract

Greenville Grouper, LLC  
c/o Alexander C. Smith  
208 Nuttal Road  
Riverside, IL 60546

2.3. State what the contract or lease is for and the nature of the debtor's interest

**Brokerage Agreement for sale of Greenville Property.**

State the term remaining

List the contract number of any government contract

Madison Partners  
c/p Bob Safai  
12121 Wilshire Blvd  
Suite 900  
Los Angeles, CA 90025

Debtor 1 **Henderson Holdings 1, LLC, a Nevada limited liability company**

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

First Name Middle Name Last Name

**Additional Page if You Have More Contracts or Leases**

**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

2.4. State what the contract or lease is for and the nature of the debtor's interest

**Engagement Agreement with Debtor under which Mr. Praet was retained to serve as special real estate counsel counsel in North Carolina for pending sale of real property**

State the term remaining

List the contract number of any government contract

**Norman D. Praet  
Praet Law Firm  
5920 S. Miami Blvd.  
Suite 201  
Morrisville, NC 27560**

2.5. State what the contract or lease is for and the nature of the debtor's interest

**Debtor is a party to a non-residential unexpired real property lease under which Verizon is the lessee.  
7/31/16**

State the term remaining

List the contract number of any government contract

**Verizon Wireless  
305 S.E. Greenville Blvd  
Greenville, NC 27858**

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

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company  
 United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA  
 Case number (if known) \_\_\_\_\_

Check if this is an amended filing

**Official Form 206H  
Schedule H: Your 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. Do you 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	<i>Check all schedules that apply:</i>
2.1 Estate of Roger W. Meyer	c/o David K. Gottlieb D. Gottlieb & Associates LLC 9th Floor Sherman Oaks, CA 91403	Wells Fargo Bank N.A. as Trustee	<input checked="" type="checkbox"/> D <u>2,4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____

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

Debtor name Henderson Holdings 1, LLC, a Nevada limited liability company  
 United States Bankruptcy Court for the: CENTRAL DISTRICT OF CALIFORNIA  
 Case number (if known) \_\_\_\_\_

Check if this is an amended filing

**Official Form 207**

**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

12/15

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)

For prior year:  
From 1/01/2015 to 12/31/2015

Operating a business  
 Other Rental income from unexpired real property lease

\$190,977.40

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)

**Part 2: List Certain Transfers Made Before Filing for Bankruptcy**

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

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,225. (This amount may be adjusted on 4/01/16 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 of value	Reasons for payment or transfer
Berkadia	1/4/16	\$8,110.30	Mortgage payment for real property
Berkadia	11/2/15	\$8,110.30	Mortgage payment for real property
Berkadia	12/2/16	\$8,110.30	Mortgage payment for real property
Pitt County Tax Collector	2/16	\$16,752.96	Property taxes owing for 2015

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company**

Case number (if known)

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

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,225. (This amount may be adjusted on 4/01/16 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 Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
--	-------	-----------------------	---------------------------------

**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	Describe of the Property	Date	Value of property
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**6. Setoffs**

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

None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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**Part 3: Legal Actions or Assignments**

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

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

None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
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**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

**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
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**Part 5: Certain Losses**

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

None.

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company** Case number (if known)

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates 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).		

**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? Address	If not money, describe any property transferred	Dates	Total amount or value
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**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
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**13. Transfers not already listed on this statement**

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

None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
Roger Meyer	Monthly Distribution for 3 months	2/14-4/14	\$5,958
R. Meyer Ltd.	Monthly Distribution for 3 months	2/14-4/14	\$3,933
Jon Meyer	Monthly Distribution for 3 months	2/14-4/14	\$1,200
Chris Meyer	Monthly Distribution for 3 months	2/14-4/14	\$459
Paul Porter	Monthly Distribution for 3 months	2/14-4/14	\$1,134
Frank Fromer	Monthly Distribution for 3 months	2/14-4/14	\$1,41
Darryl Zilberstein	Monthly Distribution for 3 months	2/14-4/14	\$306

**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

Debtor Henderson Holdings 1, LLC, a Nevada limited liability company

Case number (if known)

Address

Dates of occupancy  
From-To

14.1. 501-I S. Reino Rd  
Newbury Park, CA 91320

January, 2013 -present

**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

**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.

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?

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

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?  
Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- None

Financial Institution name and Address

Last 4 digits of account number

Type of account or instrument

Date account was closed, sold, moved, or transferred

Last balance before closing or transfer

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  
Address

Description of the contents

Do you still have it?

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.

Debtor Henderson Holdings 1, LLC, a Nevada limited liability company Case number (if known)

None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
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**Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**

**21. Property held for another**

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

None

**Part 12: Details About Environment 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 Case number	Court or agency name and address	Nature of the case	Status of case
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**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
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**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
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**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 address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.	Dates business existed
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**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.



Debtor Henderson Holdings 1, LLC, a Nevada limited liability company Case number (if known)

None

**Name and address**

**Date of service  
From-To**

26a.1. Douglas Hill, CPA  
1800 Ventura Blvd.  
Camarrilo, CA 93010-7848

Continuous

May 2014-present

Berkeley Research Group, LLC  
201 S. Main Street  
Suite 450  
Salt Lake City, UT 84111

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

None

**Name and address**

**Date of service  
From-To**

26b.1. Douglas Hill, CPA  
1800 Ventura Blvd.  
Camarrilo, CA 93010-7848

Continuous

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. Berkeley Research Group, LLC  
201 S. Main Street  
Suite 250  
Salt Lake City, UT 84111

26c.2. David K. Gottlieb, Ch. 7 Trustee for  
the bankruptcy estate of Roger W. Meyer  
c/o David K. Gottlieb  
15233 Ventura Blvd., Ninth Flr.  
Sherman Oaks, CA 91403-2250

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**

**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**

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.

Debtor **Henderson Holdings 1, LLC, a Nevada limited liability company**

Case number (if known)

Name	Address	Position and nature of any interest	% of interest, if any
Chapter 7 Bankruptcy Estate of Roger W. Meyer	c/o David K. Gottlieb, Trustee D. Gottlieb & Associates LLC 15233 Ventura Blvd. 9th Floor Sherman Oaks, CA 91403	Managing Member	3.96%

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.

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
-------------------------------	--	-------	--------------------------------

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

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 parent corporation

Employer Identification number of the parent corporation

**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 March 9, 2016

  
 Signature of individual signing on behalf of the debtor

David K. Gottlieb,  
 Printed name

Position or relationship to debtor **Solely as Chapter 7 Trustee for the Bankruptcy Estate of Roger W. Meyer, the Managing Member of Henderson Holdings 1, LLC**

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

- No  
 Yes

**United States Bankruptcy Court  
Central District of California**

In re Henderson Holdings, 1, LLC, a Nevada limited liability company  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept .....	\$	<u>25,000</u>
Prior to the filing of this statement I have received .....	\$	<u>0.00</u>
Balance Due .....	\$	<u>25,000</u>

2. \$ 1,717 of the filing fee has been paid.

3. The source of the compensation paid to me was:  
 Debtor  Other (specify): None

4. The source of compensation to be paid to me is:  
 Debtor  Other (specify): None

5.  I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.  
 I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:  
a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;  
b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;  
c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;  
d. Representation of the debtor in adversary proceedings and other contested bankruptcy matters;  
e. [Other provisions as needed]


**To be Determined**

7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

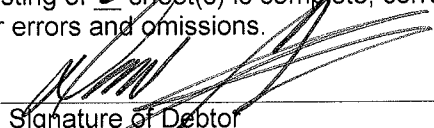
3/09/16  
Date

  
Linda F. Cantor 153762  
Signature of Attorney  
Pachulski Stang Ziehl & Jones LLP  
10100 Santa Monica Blvd.  
13th Floor  
Los Angeles, CA 90067  
310-277-6910  
Name of law firm


Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address <b>Linda F. Cantor</b> <b>10100 Santa Monica Blvd.</b> <b>13th Floor</b> <b>Los Angeles, CA 90067</b> <b>310-277-6910</b> California State Bar Number: <b>153762</b>	FOR COURT USE ONLY
<b>UNITED STATES BANKRUPTCY COURT                  CENTRAL DISTRICT OF CALIFORNIA</b>	
In re:  <b>Henderson Holdings 1, LLC, a Nevada limited                  liability company</b>	CASE NO.: CHAPTER: 11
Debtor(s).	<b>VERIFICATION OF MASTER                  MAILING LIST OF CREDITORS</b>  <b>[LBR 1007-1(a)]</b>

Pursuant to LBR 1007-1(a), the Debtor, or the Debtor's attorney if applicable, certifies under penalty of perjury that the master mailing list of creditors filed in this bankruptcy case, consisting of 5 sheet(s) is complete, correct, and consistent with the Debtor's schedules and I/we assume all responsibility for errors and omissions.

Date: March 9, 2016

  
 \_\_\_\_\_  
 Signature of Debtor  
 David K. Gottlieb, as Chapter 7 Trustee for the  
 Bankruptcy Estate of Roger W. Meyer, the Managing  
 Member of Henderson Holdings 1, LLC

Date: March 9, 2016

  
 \_\_\_\_\_  
 Signature of Attorney for Debtor (if applicable)

Henderson Holdings 1, LLC, a Nevada limited liability com  
c/o David K. Gottlieb & Associates, LLC  
15233 Ventura Blvd., 9th Floor  
Sherman Oaks, CA 91403

Linda F. Cantor  
Pachulski Stang Ziehl & Jones LLP  
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13th Floor  
Los Angeles, CA 90067

Office of US Trustee-Woodland Hills  
21051 Warner Ave. Suite 115  
Woodland Hills, CA 91367

Alexander Smith  
200 South Wacker Drive  
Suite 2800  
Chicago, IL 60606

Bryan Hawks  
Smith Oropeza Hawks  
138-142 Simonton Street  
Key West, FL 33040

C-111 Assets Management LLC  
Attn: Mark Contreas & Steve Luther  
5221 North O'Connor Blvd  
Suite 600  
Irving, TX 75039

Cellco Partnership/Verizon Wireless  
305 SE Greenville Blvd.  
Greenville, NC 27858

Chicago Title Company  
725 S. Figueroa St  
Suite 200  
Los Angeles, CA 90017

Christopher Meyer  
5442 Cole Street  
San Diego, CA 92117

Cushman & Wakefield  
Verizon Wireless Portfolio Manageme  
Mail Code FLG10300  
8800 Adamo Drive  
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Westlake Village, CA 91361

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Estate of Roger W. Meyer  
c/o David K. Gottlieb  
D. Gottlieb & Associates LLC  
15233 Ventura Blvd., 9th Floor  
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Encino, CA 91436

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Columbia, SC 29201

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c/o Pitt County Tax Collector  
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c/p Bob Safai  
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Camarillo, CA 93010

Pitt County Tax Collector  
111 S. Washington Street  
Greenville, NC 27858



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c/o David K. Gottlieb  
D. Gottlieb & Associates, LLC  
15233 Ventura Blvd., 9th Floor  
Sherman Oaks, CA 91403

Verizon Wireless  
Attn: General Counsel  
One Verizon Place  
Mail Code 1B3LGL  
Alpharetta, GA 30004

Verizon Wireless TN Partnership  
Attn: Lease Administrator-TN  
2B1LA  
Alpharetta, GA 30004

Wells Fargo Bank N.A. as Trustee  
for the Registered Holders of  
Credit Suisse First Boston Mortgage  
CMBS Dept. 1015 10th Ave  
Minneapolis, MN 55414