

Fill in this information to identify the case:

United States Bankruptcy Court for the:

NORTHERN District of CALIFORNIA
(State)

Case number (if known): _____ Chapter _____

Check if this is an amended filing

Official Form 205

Involuntary Petition Against a Non-Individual

12/15

Use this form to begin a bankruptcy case against a non-individual you allege to be a debtor subject to an involuntary case. If you want to begin a case against an individual, use the *Involuntary Petition Against an Individual* (Official Form 105). Be as complete and accurate as possible. If more space is needed, attach any additional sheets to this form. On the top of any additional pages, write debtor's name and case number (if known).

Part 1: Identify the Chapter of the Bankruptcy Code Under Which Petition Is Filed

1. Chapter of the Bankruptcy Code

Check one:

- Chapter 7
- Chapter 11

Part 2: Identify the Debtor

2. Debtor's name

Leong Partnership
(See Attachment #1)

3. Other names you know the debtor has used in the last 8 years

Include any assumed names, trade names, or doing business as names.

4. Debtor's federal Employer Identification Number (EIN)

Unknown

EIN _____

5. Debtor's address (See Attachment #1)

Principal place of business

Arnold Leong
3111 Green River Drive
Number Street

Reno NV 89503
City State ZIP Code

Washoe
County

Mailing address, if different

Number Street

P.O. Box

City State ZIP Code

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

FCC licenses nationwide, locus in Delaware, under Leong Partnership de facto control, via
Number Street
Susan Uecker, Receiver
1613 Lyon Street, Suite A

San Francisco CA 94115
City State ZIP Code

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6. Debtor's website (URL) None known. (See Attachments #1 and #2, referring to the "pPNT Companies under de facto control of the Debtor. A website of these Companies is: www.terranaux.com)

7. Type of debtor
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)
 Other type of debtor. Specify: _____

8. Type of debtor's business
Check one:
 Health Care Business (as defined in 11 U.S.C. § 101(27A))
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
 Railroad (as defined in 11 U.S.C. § 101(44))
 Stockbroker (as defined in 11 U.S.C. § 101(53A))
 Commodity Broker (as defined in 11 U.S.C. § 101(6))
 Clearing Bank (as defined in 11 U.S.C. § 781(3))
 None of the types of business listed.
 Unknown type of business.

9. To the best of your knowledge, are any bankruptcy cases pending by or against any partner or affiliate of this debtor?
 No
 Yes. Debtor _____ Relationship _____
District _____ Date filed _____ Case number, if known _____
MM / DD / YYYY
Debtor _____ Relationship _____
District _____ Date filed _____ Case number, if known _____
MM / DD / YYYY

Part 3: Report About the Case

10. Venue
Check one:
 Over the last 180 days before the filing of this bankruptcy, the debtor had a domicile, principal place of business, or principal assets in this district longer than in any other district.
 A bankruptcy case concerning debtor's affiliates, general partner, or partnership is pending in this district.

11. Allegations
Each petitioner is eligible to file this petition under 11 U.S.C. § 303(b).
The debtor may be the subject of an involuntary case under 11 U.S.C. § 303(a).
At least one box must be checked:
 The debtor is generally not paying its debts as they become due, unless they are the subject of a bona fide dispute as to liability or amount.
 Within 120 days before the filing of this petition, a custodian, other than a trustee, receiver, or an agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.

12. Has there been a transfer of any claim against the debtor by or to any petitioner?
 No
 Yes. Attach all documents that evidence the transfer and any statements required under Bankruptcy Rule 1003(a).

Debtor Leong Havens Partnership (See attached Statement)
Name

Case number (if known) _____

| 13. Each petitioner's claim | Name of petitioner | Nature of petitioner's claim | Amount of the claim above the value of any lien |
|-----------------------------|---|---|---|
| | <u>Warren Havens</u> | <u>Salary & expenses owed & property taken by torts</u> | <u>\$ 100,100,000 -plus</u> |
| | <u>Skybridge Spectrum Foundaiaon (by transfer from Warren Havens)</u> | <u>Same nature as 1</u> | <u>\$ 100,000</u> |
| | <u>Polaris PNT PBC (by transfer from Warren Havens)</u> | <u>Same nature as 1</u> | <u>\$ 100,000</u> |
| | | Total of petitioners' claims | <u>\$ 100,300,000 -plus</u> |

If more space is needed to list petitioners, attach additional sheets. Write the alleged debtor's name and the case number, if known, at the top of each sheet. Following the format of this form, set out the information required in Parts 3 and 4 of the form for each additional petitioning creditor, the petitioner's claim, the petitioner's representative, and the petitioner's attorney. Include the statement under penalty of perjury set out in Part 4 of the form, followed by each additional petitioner's (or representative's) signature, along with the signature of the petitioner's attorney.

Part 4: Request for Relief

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.

Petitioners request that an order for relief be entered against the debtor under the chapter of 11 U.S.C. specified in this petition. If a petitioning creditor is a corporation, attach the corporate ownership statement required by Bankruptcy Rule 1010(b). If any petitioner is a foreign representative appointed in a foreign proceeding, attach a certified copy of the order of the court granting recognition.

I have examined the information in this document and have a reasonable belief that the information is true and correct.

Petitioners or Petitioners' Representative

Name and mailing address of petitioner


Warren Havens
Name
2509 Stuart Street
Number Street
Berkeley CA 94705
City State ZIP Code

Name and mailing address of petitioner's representative, if any

W. Havens - Acting Assistant
Name
c/o 2649 Benvenue Avenue
Number Street
Berkeley CA 94704
City State ZIP Code

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

Executed on 08 / 22 / 2016
MM / DD / YYYY

X 
Signature of petitioner or representative, including representative's title

Attorneys

Printed name

Firm name, if any

Number Street

City State ZIP Code

Contact phone Email

Bar number

State

X _____
Signature of attorney

Date signed
MM / DD / YYYY

Debtor

Name _____

Case number (if known) _____

Name and mailing address of petitioner

Polaris PNT PBC

Name _____

2649 Benvenue Ave, #3

Number Street _____

Berkeley

CA

94704

City _____

State _____

ZIP Code _____

Name and mailing address of petitioner's representative, if any

Name _____

Number Street _____

City _____

State _____

ZIP Code _____

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

Executed on 08/22/2016

MM / DD / YYYY

X

Handwritten signature

President

Signature of petitioner or representative, including representative's title

Printed name _____

Firm name, if any _____

Number Street _____

City _____

State _____

ZIP Code _____

Contact phone _____

Email _____

Bar number _____

State _____

X

Signature of attorney _____

Date signed _____

MM / DD / YYYY

Name and mailing address of petitioner

Skybridge Spectrum Foundation

Name _____

2649 Benvenue Ave. #6

Number Street _____

Berkeley

CA

94704

City _____

State _____

ZIP Code _____

Name and mailing address of petitioner's representative, if any

Name _____

Number Street _____

City _____

State _____

ZIP Code _____

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

Executed on 08/22/2016

MM / DD / YYYY

X

Handwritten signature

Member, Director, President

Signature of petitioner or representative, including representative's title

Printed name _____

Firm name, if any _____

Number Street _____

City _____

State _____

ZIP Code _____

Contact phone _____

Email _____

Bar number _____

State _____

X

Signature of attorney _____

Date signed _____

MM / DD / YYYY

Official Form 205 - Involuntary Petition Against a Non-Individual

Leong Partnership

Attached Statement #2

Response to Form 205, Item 12:

Transfers of claims against the debtor by or to any petitioner:
Documents that evidence the transfer and statements under Bankruptcy Rule 1003(a).

Bankruptcy Rule 1003(a) states:

Rule 1003. Involuntary Petition. (a) Transferor or Transferee of Claim. A transferor or transferee of a claim shall annex to the original and each copy of the petition a copy of all documents evidencing the transfer, whether transferred unconditionally, for security, or otherwise, and a signed statement that the claim was not transferred for the purpose of commencing the case and setting forth the consideration for and terms of the transfer. An entity that has transferred or acquired a claim for the purpose of commencing a case for liquidation under Chapter 7 or for reorganization under Chapter 11 shall not be a qualified petitioner.

In this regard:

Re: Claims transfer from Warren Havens to Polaris PNT PBC:

I, Warren Havens, the undersigned, assigned and transferred to **Polaris PNT PBC**, a Delaware Public Benefit Corporation formed in year 2016 and which I control, **\$100,000** (one hundred thousand dollars) in unsecured claims I held against the Leong Partnership under (as part of) the "Assignment of Claims and Interests" attached hereto as Exhibit 1.

This \$100,000 assignment and transfer to Polaris PNT PBC was not for the purpose of commencing the Chapter 11 case at issue under the Form 205 referenced above but was part of my capitalization of Polaris PNT PBP for its public benefit purposes of advancing precise Position, Navigation and Timing ("pPNT") wireless systems and services in the nation, as described in the Polaris PNT PBC Certificate of Incorporation, a copy of which is Exhibit 2 hereto. Exhibit 3 hereto describes the pPNT wireless that Polaris is pursuing.

Re: Claims transfer from Warren Havens to Skybridge Spectrum Foundation:

I, Warren Havens, the undersigned, assigned and transferred to **Skybridge Spectrum Foundation** ("SSF"), a Delaware non-stock, nonprofit corporation formed in year 2006 of which I am the Member (a protective control role, with no ownership), **\$100,000** (one hundred thousand dollars) in unsecured claims I held against the Leong Partnership under (as part of) the "Charitable Assignment of Claims and Interests" and associated documents attached hereto as Exhibit 4. SSF is a private operating foundation tax-exempt under §510(c)(3) of the Internal Revenue Code: see Exhibit 5 hereto, which contains, in an Indemnification demand to the Leong Partnership Receiver, the SSF Certificate of Incorporation, Bylaws, IRS tax exemption grant letter (and application), and State of

California registration. See also this website that describes SSF and the affiliated LLCs (together, the "pPNT Companies" described in Attachment 2 to this Form 205):
www.terranaux.com

This \$100,000 assignment and transfer to SSF was not for the purpose of commencing the Chapter 11 case at issue under the Form 205 referenced above but was part of my regular (every year or several years) charitable contributions of assets to SSF for its nonprofit, charitable purposes of advancing, at no cost to the nation's public and government agency staff, precise Position, Navigation and Timing wireless systems and services in the nation, as described the documents comprising Exhibit 5 hereto.

See Attachment #1: My creditor claims against the Leong Partnership, the Debtor, are in excess of \$100,100,000 (one hundred million, one hundred thousand dollars, at fair market value), of which not less than \$100,000 is cash owed to me. The two other petitioning creditors' claims, described above, are \$100,000 each. I have signed the Form 205 for them, in my corporate capacity. Each of these three claims "is not contingent as to liability or the subject of a bona fide dispute as to liability or amount" as that quoted phrase is described and meant in 11 USC § 303 of the Bankruptcy Code.

This Attachment is submitted under the Petitioner's signature on the Form 205, as well as the following Declaration.

I declare that the above statements are true and correct under penalty of perjury, and that all exhibits hereto are true and correct copies of what they purport to be.

The Exhibits described above will be separately filed.



Warren Havens

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UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA

In re:

Case No.:

Leong Partnership

Debtor /

CREDITOR MATRIX COVER SHEET

I declare that the attached Creditor Mailing Matrix, consisting of 4 sheets, contains the correct, complete and current names and addresses of all priority, secured and unsecured creditors listed in debtor=s filing and that this matrix conforms with the Clerk=s promulgated requirements.

DATED: August 22, 2016



Signature of Petitioner (Form 205)

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Warren Havens
2509 Stuart Street
Berkeley CA 94705

Skybridge Spectrum Foundation
2469 Benvenue Avenue, #6
Berkeley CA 94704

Polaris PNT PBC
2469 Benvenue Avenue, #3
Berkeley CA 94704

Pepco Holdings, Inc. Service Company
92DC42, PO Box 6066
500 N. Wakefield Drive
Newark, DE 19702

Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

National Railroad Passenger Corporation
("Amtrak")
40 Massachusetts Avenue, N.E.
Washington, DC 20002

GE Transportation Systems
Global Signaling, LLC,
and any Assignee
2712 South Dillingham Road
Grain Valley, MO 64029

PTC-220, LLC
(members are freight railroads)
2400 Western Center Blvd
Fort Worth, TX 76131-1322

Arnold Leong
3111 Green River Drive
Reno, NV 89503

Susan Uecker
Uecker & Associates, Inc
1613 Lyon Street, Suite A
San Francisco, CA 94115

Puget Sound Energy
10885 NE 4th Street
Bellevue, Washington 98009-9734

Winne Banta
Court Plaza South - East Wing
21 Main Street, Suite 101
Hackensack, NJ 07601-0647

Copeland Cook Taylor & Bush
1076 Highland Colony Parkway
Concourse 600 Suite 100
Ridgeland, MS 39157

Axiom Global Inc.
405 Howard Street, Suite 650
San Francisco, CA 94105

Drinker Biddle & Reath LLP
1500 K Street, N.W., Ste. 1100
Washington, DC 20005-1209

Saiber LLC
18 Columbia Turnpike
Suite 200
Florham Park, NJ 07932

Stephen Hudspeth
6 Glen Hill Road
Wilton, Connecticut 06897

Rosenblatt Law PC
21 Main Street
Court Plaza South, Suite 305
Hackensack, NJ 07601

Chadbourne & Parke LLP
1200 New Hampshire Avenue NW
Washington, DC 20036

Coburn & Greenbaum PLLC
1710 Rhode Island Avenue NW
2nd floor
Washington DC 20036

Lowenstein Sandler
2200 Pennsylvania Ave. NW
Washington, District of Columbia 20037

ATLIS Wireless LLC
C/o Susan Uecker, Receiver
1613 Lyon Street, Suite A
San Francisco, CA 94115

Chesapeake Operating, Inc.
ATTN Field Wireless
6100 N. Western Avenue
Oklahoma City, OK 73118

David Mincin, Esq.
MINCIN LAW, PLLC
528 S. Casino Center, #325
Las Vegas, Nevada 89101

James Ming Chen
6017 Sleepy Hollow Lane
East Lansing, MI 48823-9225

Marashlian & Donahue, PLLC
The CommLaw Group
1420 Spring Hill Road
Suite 401
McLean, Virginia 22102

Rogers Joseph O'Donnell
Thomas Carlson, Esq.
311 California Street, 10th Floor
San Francisco, CA 94104

Skybridge Joint Venture Parties:
The pPNT Companies:
2509 Stuart Street, Suite 2
Berkeley, CA 94705

Corr Cronin Michelson Baumgardner Fogg & Moore LLP
1001 Fourth Avenue, Suite 3900
Seattle, WA 98154

The Deckard Law Firm
96 North Third Street, Suite 350
San Jose, CA 95112

Currie Johnson & Myers, P.A.
1044 River Oaks Drive
Jackson, Mississippi 39232

James Stobaugh
C/o 2509 Stuart Street, Suite 3
Berkeley, CA 94705

The McKenna Law Firm, LLC
96 Park Street
Montclair, New Jersey 07042-2929

Nossaman LLP
50 California Street, 34th Floor
San Francisco, CA 94111

Walters & Associates, Inc.
139 Juniper Creek Blvd.
Pinehurst, NC 28374

Ueltzen and Company, LLP
3600 American River Dr #150
Sacramento, CA 95864

Tai Liu
Precision Imaging
735 Montgomery ST, Suite 230
San Francisco, CA 94111

Jose Nunez
Silicon Valley Accounting & Tax
84 W. Santa Clara Street, Suite 770
San Jose, CA 95113

West Coast Reporters
17 Paul Drive
San Rafael, CA

Adam R. Bernstein
198 Coffeeberry Drive
San Jose, CA 95123