

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

United States Bankruptcy Court for the:

**Northern** District of **California**  
(State)

Case number (if known): \_\_\_\_\_ Chapter **11**

Check if this is an amended filing

Official Form 201

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

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name **Profit Recovery Center LLC**

2. All other names debtor used in the last 8 years **None.**  
Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) **01 - 0871899**

4. Debtor's address  
Principal place of business: **901 Battery Street**  
Number Street  
**Suite 220**  
**San Francisco CA 94111**  
City State ZIP Code  
Mailing address, if different from principal place of business: \_\_\_\_\_  
Number Street  
P.O. Box \_\_\_\_\_  
City State ZIP Code  
Location of principal assets, if different from principal place of business: \_\_\_\_\_  
Number Street  
City State ZIP Code

5. Debtor's website (URL) **none**

6. Type of debtor  
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
 Partnership (excluding LLP)  
 Other. Specify: \_\_\_\_\_

7. Describe debtor's business

A. Check one:

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

B. Check all that apply:

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

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

5 2 3 9

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

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:
  - Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
  - The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - A plan is being filed with this petition.
  - Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- Chapter 12

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

- No
- Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY
- District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

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

- No
- Yes. Debtor Mayacamas Holdings LLC Relationship Affiliate  
District Northern District of California When 04/7/2017  
MM / DD / YYYY  
Case number, if known 17-30326

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

11. Why is the case filed in this district?

Check all that apply:

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

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- No
- Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

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

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

Where is the property?

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Is the property insured?

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

**Statistical and administrative information**

13. Debtor's estimation of available funds

Check one:

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

14. Estimated number of creditors

- 1-49
- 50-99
- 100-199
- 200-999
- 1,000-5,000
- 5,001-10,000
- 10,001-25,000
- 25,001-50,000
- 50,001-100,000
- More than 100,000

15. Estimated assets

- \$0-\$50,000
- \$50,001-\$100,000
- \$100,001-\$500,000
- \$500,001-\$1 million
- \$1,000,001-\$10 million
- \$10,000,001-\$50 million
- \$50,000,001-\$100 million
- \$100,000,001-\$500 million
- \$500,000,001-\$1 billion
- \$1,000,000,001-\$10 billion
- \$10,000,000,001-\$50 billion
- More than \$50 billion

Debtor Profit Recovery Center LLC  
Name

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

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

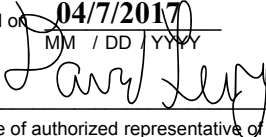
**Request for Relief, Declaration, and Signatures**

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

17. Declaration and signature of authorized representative of debtor
- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
  - I have been authorized to file this petition on behalf of the debtor.
  - I have examined the information in this petition and have a reasonable belief that the information is true and correct.

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

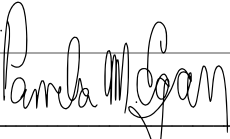
Executed on 04/7/2017  
MM / DD / YYYY

**X**   
Signature of authorized representative of debtor

Title Manager

David H. Levy  
Printed name

18. Signature of attorney

**X**   
Signature of attorney for debtor

Date 04/7/2017  
MM / DD / YYYY

**Pamela M. Egan**

Printed name  
**Rimon P.C.**

Firm name  
**One Embarcadero Ctr., Suite 400**

Number Street  
**San Francisco** **CA** **94111**  
City State ZIP Code

Contact phone 415-688-4622

Email address pamela.egan@rimonlaw.com

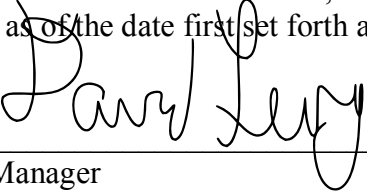
224758 **CA**  
Bar number State

MANAGER'S CERTIFICATE  
OF  
PROFIT RECOVERY CENTER LLC

April 6, 2017

The undersigned hereby certifies that he is the duly incumbent Manager of Profit Recovery Center LLC, a California limited liability company (the "Company"), and in such capacity certifies that (a) attached hereto as **Exhibit A** is a true, complete and correct copy of the resolutions adopted by the Company on April 6, 2017, (b) as Manager of the Company, undersigned has the authority to make and act upon the resolutions adopted by the Company, attached as Exhibit A, and (c) such resolutions have not been amended, modified or rescinded and remain in full force and effect as of the date hereof.

IN WITNESS WHEREOF, the undersigned has executed this Manager's Certificate to be effective as of the date first set forth above.

Name:   
Title: Manager

## EXHIBIT A

### RESOLUTION OF THE MANAGER OF PROFIT RECOVERY CENTER LLC

WHEREAS, David H. Levy, the Manager of Profit Recovery Center LLC ("Company"), a California limited liability company, acting pursuant to the laws of the State of California, has considered the financial and operational aspects of the Company's business;

WHEREAS, the Manager has reviewed the historical performance of the Company, the market for the Company's assets, and the current and long-term liabilities of the Company;

WHEREAS, the Manager has, over the last several months, reviewed the possible need to 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 Members;

WHEREAS, the Manager has the authority pursuant to the Operating Agreement of the Company to make the decisions set forth below;

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Manager, 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 title 11 of the United States Code (the "Bankruptcy Code");

RESOLVED, that the Manager of the Company is authorized 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 the Manager 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 Manager, on behalf of the Company, is authorized, empowered and directed to retain the law firm of Rimon P.C. ("Rimon") 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 Manager is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy petition, and to cause to be filed an appropriate application for authority to retain the services of Rimon;

RESOLVED, that the Manager, on behalf of the Company, is authorized, empowered and directed to retain Bennett Murphy Law Incorporated ("BMLI") to serve as Chief Restructuring Officer of the Company to assist the Company in carrying out its duties under chapter 11 of the Bankruptcy Code, including, but not limited to, representing and assisting the Company in the restructuring or the marketing and sale of its assets in the chapter 11 case, and to take any and all actions to advance the Company's rights in connection therewith, and the Manager is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers

prior to and immediately upon the filing of the bankruptcy petition, and to cause to be filed an appropriate application for authority to retain the services of BMLI;

RESOLVED, that the Manager of the Company is authorized and directed to employ any other professionals necessary to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Manager of the Company is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the bankruptcy petition 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 the Manager is, authorized 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 the Manager 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 postpetition financing, a sale of the Company's assets, the development, filing and prosecution of confirmation of a chapter 11 plan and related disclosure statement; and

RESOLVED, that any and all actions heretofore taken by the Manager of the Company 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.

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

Debtor name Profit Recovery Center LLC  
 United States Bankruptcy Court for the: Northern District of CA  
(State)  
 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 the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Michael Engmann One Embarcadero Ctr. Ste. 1150 SF, CA 94111	Michael Engmann Tel.: 415-731-3281 Email: mike.engmann@engmannoptions.com	loan			\$1,503,714.00	
2	Michael Engmann One Embarcadero Ctr. Ste. 1150 SF, CA 94111	<b>See immediately above.</b>	loan			\$813,750.00	
3	Douglas Engmann Engmann Options One California St., Ste. 1900 SF CA 94111	Douglas Engmann Tel.: 415-850-5825 Email: doug.engmann@engmannoptions.com	loan			\$813,750.00	
4	William Shine Company 1956 Lombard Street San Francisco, CA 94123	Karmen Runder Tel.: 415-346-7546 Email: karmenrunder@williamshineco.com	loan			\$461,479.00	
5	Michael Engmann One Embarcadero Ctr. Ste. 1150 SF, CA 94111	<b>See #1</b>	loan			\$365,404.00	
6	Drummond Pike 312 Montford Avenue Mill Valley CA 94941-3313	Drummond Pik Tel. (415)985-2200 Email: info@ultracapital.com	loan			\$300,000.00	
7	Renaissance Ventures P.O. Box 1262 Sausalito, CA 94966	Philip Schneider Tel.: 310-903-6755 Email: philipprojects@gmail.com	loan			\$225,166.00	
8	Reed Foster Frontage Road Freres, LLC 2414 Leimert Blvd. Oakland, CA 94602	Lois Steele Foster Tel: 510-531-5955 Email; n/a	loan			\$206,040.00	



	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured 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
9	Daniel Leibsohn 256 Alvarado Rd. Berkeley, CA 94705	Daniel Leibsohn Tel.: 510-848-1174 Email: n/a	loan			\$120,000.00	
10	Green Radovsky Maloney & Hennigh LLP Four Embarcadero, Suite 4000 SF CA 94111	Russ Pollock Tel.: 415.981.1400 Email: rpollock@greeneradovsky.com	professional services			\$4,819.00	
11	Franchise Tax Board PO Box 942857 Sacramento, CA 94257-0631	Name: n/a Tel.: 888.635.0494 Email: N/a	tax			\$800.00	
12	<b>There are less than 20 non-insider unsecured creditors</b>						
13							
14							
15							
16							
17							
18							
19							
20							

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

Debtor Name Profit Recovery Center LLC  
United States Bankruptcy Court for the: Northern District of CA  
(State)  
Case number (if known): \_\_\_\_\_

Official Form 202

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

12/15

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

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

**Declaration and signature**

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

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

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

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

Executed on 04/07/2017  
MM / DD / YYYY

x   
Signature of individual signing on behalf of debtor

**David H. Levy**  
Printed name

**Manager**  
Position or relationship to debtor

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

In re:

Case No.: 17-\_\_\_\_\_( )

PROFIT RECOVERY CENTER LLC

\_\_\_\_\_  
Debtor. /

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned authorized representative of the above-captioned Debtor, certifies that the following is a limited liability company other than the Debtor, or a governmental unit, that directly or indirectly owns 10% or more of any class of the limited liability company's membership interests or, in the alternative states that there are no entities to report under FRBP 7007.1.

None [check if applicable]

Name: On the T Capital LLC

Address: 901 Battery Street  
Suite 220  
San Francisco, CA 94111

DATED: April 6, 2017



\_\_\_\_\_  
David H. Levy  
Manager

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

Debtor Name Profit Recovery Center LLC  
United States Bankruptcy Court for the: Northern District of California  
(State)  
Case number (if known): \_\_\_\_\_

Official Form 202

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**Declaration and signature**

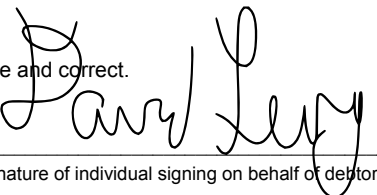
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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

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

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

Executed on 04/07/2017  
MM / DD / YYYY

x   
Signature of individual signing on behalf of debtor

David H. Levy  
Printed name

Manager  
Position or relationship to debtor

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

In re:

Case No.: 17-\_\_\_\_\_( )

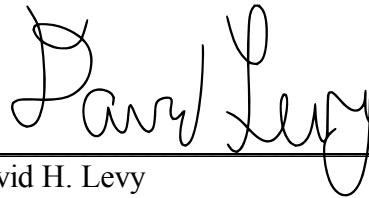
Profit Recovery Center LLC

\_\_\_\_\_  
Debtor(s) /

**CREDITOR MATRIX COVER SHEET**

I declare that the attached Creditor Mailing Matrix, consisting of two (2) 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, to the best of my knowledge, conforms with the Clerk's promulgated requirements.

DATED: April 7, 2017



\_\_\_\_\_  
David H. Levy  
Manager

Carmel Financing LLC  
c/o ATC Partners  
1000 Sansome St., 1st Floor  
San Francisco, CA 94111

Daniel Liebsohn  
256 Alvarado Rd.  
Berkeley, CA 94705

Douglas Engmann  
Engmann Options  
One California St., Suite 1900  
San Francisco, CA 94111

Drummond Pike  
312 Montford Avenue  
Mill Valley CA  
94941-3313

Franchise Tax Board  
PO BOX 942857  
Sacramento, CA 94257-0531

Green Radovsky, Maloney, Share & Hennigh  
Four Embarcadero Ctr., #4000  
San Francisco, CA 94111

Michael Engmann  
One Embarcadero Center, Ste 1150  
San Francisco, CA 94111

Patrick Shine  
1956 Lombard St  
San Francisco, CA 94123

Reed Foster  
Frontage Road Freres, LLC  
2414 Leimert Blvd.  
Oakland, CA 94602

Renaissance Ventures  
P.O. Box 1262  
Sausalito, CA 94966

Steven Gold  
50 Mt. Tiburon  
Tiburon, CA 94920  
San Francisco, CA 94111

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(State)  
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Official Form 202

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**Declaration and signature**

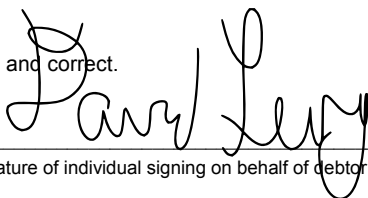
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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- 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 Creditor Matrix

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

Executed on 04/04/2017  
MM / DD / YYYY

x   
Signature of individual signing on behalf of debtor

**David H. Levy**

Printed name

**Manager**

Position or relationship to debtor