

Fill in this information to identify your case:

United States Bankruptcy Court for the:

MIDDLE DISTRICT OF FLORIDA

Case number *(if known)* _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

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

1. Debtor's name International Shoppes, LLC

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) 20-8270668

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>1701 Park Center Drive</u> <u>Suite 200</u> <u>Orlando, FL 32835</u> <small>Number, Street, City, State & ZIP Code</small> <u>Orange</u> <small>County</small>	<u>PO Box 729</u> <u>Windermere, FL 34786</u> <small>P.O. Box, Number, Street, City, State & ZIP Code</small> Location of principal assets, if different from principal place of business <u>5600-5752 International Drive Orlando, FL 32819</u> <small>Number, Street, City, State & ZIP Code</small>

5. Debtor's website (URL) N/A

6. Type of debtor

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

Partnership (excluding LLP)

Other. Specify: _____

Debtor International Shoppes, LLC
Name

Case number (if known) _____

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>.

5311

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

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

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

Chapter 12

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

- No.
- Yes.

If more than 2 cases, attach a separate list.

District	<u>Middle District of Florida, Orlando Division</u>	When	<u>10/21/10</u>	Case number	<u>6:10-bk-18809-ABB</u>
District	_____	When	_____	Case number	_____

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

- No
- Yes.

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

Debtor	_____	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor International Shoppes, LLC
Name

Case number (if known) _____

11. Why is the case filed in this district? *Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

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

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

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

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property? _____
Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

Funds will be available for distribution to unsecured creditors.

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

14. Estimated number of creditors

<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 type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input checked="" 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 International Shoppes, LLC
Name

Case number (if known) _____

Request for Relief, Declaration, and Signatures

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

17. Declaration and signature of authorized representative of debtor

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

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

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

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

Executed on December 4, 2017
MM / DD / YYYY

X /s/ Abdul Mathin
 Signature of authorized representative of debtor
 Title Chief Restructuring Officer

Abdul Mathin
 Printed name

18. Signature of attorney

X /s/ David R. McFarlin
 Signature of attorney for debtor

Date December 4, 2017
MM / DD / YYYY

David R. McFarlin
 Printed name

Fisher Rushmer, P.A.
 Firm name

**390 North Orange Avenue
 Suite 2200
 Orlando, FL 32801-1642**
 Number, Street, City, State & ZIP Code

Contact phone 407-843-2111 Email address dmcfarlin@fisherlawfirm.com

328855
 Bar number and State

Fill in this information to identify the case:

Debtor name International Shoppes, LLC
United States Bankruptcy Court for the: MIDDLE DISTRICT OF FLORIDA
Case number (if known) _____

Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

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

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

Declaration and signature

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

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

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

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

Executed on December 4, 2017

X /s/ Abdul Mathin

Signature of individual signing on behalf of debtor

Abdul Mathin

Printed name

Chief Restructuring Officer

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **International Shoppes, LLC**
 United States Bankruptcy Court for the: **MIDDLE DISTRICT OF FLORIDA**
 Case number (if known): _____

Check if this is an
 amended filing

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

12/15

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

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
B & V Refrigeration Inc 513 N Virginia Ave Winter Park, FL 32789		Shopping center located at 5600-5752 International Drive, Orlando, FL 32819 APN: 30-23-29-2900-00-010	Disputed	\$17,091.13	\$6,682,727.00	\$17,091.13
Bank of the Ozarks PO Box 196 Ozark, AR 72949		Loan	Disputed			\$4,393,325.55
Boot Barn, Inc 15345 Barranca Parkway Irvine, CA 92618		Tenant improvements	Disputed			\$304,500.00
C&C Marble Design, Inc dba C&C Marble & Granite 4333 Silver Star Road Orlando, FL 32808		Shopping center located at 5600-5752 International Drive, Orlando, FL 32819 APN: 30-23-29-2900-00-010	Disputed	\$10,623.35	\$6,682,727.00	\$10,623.35
Carr Law Firm, P.A. Attn: Peter F. Carr, Jr. 203 E Livingston Street Orlando, FL 32801		Attorney fees				\$15,273.39
CBRE, Inc 321 N Clark Street 34th Floor Chicago, IL 60654		Commission fees	Disputed			\$120,179.60

Debtor **International Shoppes, LLC**
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
CFL Construction Walls Inc Attn: Manuel Quilli PO Box 620815 Orlando, FL 32862		Shopping center located at 5600-5752 International Drive, Orlando, FL 32819 APN: 30-23-29-2900-00-010	Disputed	\$19,859.00	\$6,682,727.00	\$19,859.00
Elizon DB Transfer Agent LLC 53 Forest Avenue Suite 301 Old Greenwich, CT 06870		Shopping center located at 5600-5752 International Drive, Orlando, FL 32819 APN: 30-23-29-2900-00-010		\$14,350,000.00	\$6,682,727.00	\$7,667,273.00
Halloween Megastore, Inc 154 N Nova Road Daytona Beach, FL 32114		Refund of rent	Disputed			\$53,300.00
Orange County Tax Collector Attn: Scott Randolph PO Box 545100 Orlando, FL 32854		Shopping center located at 5600-5752 International Drive, Orlando, FL 32819 APN: 30-23-29-2900-00-010		\$144,500.85	\$6,682,727.00	\$144,500.85
Prescient Capital Partners 440 Wells Street Suite 200 Delafield, WI 53018		Loan broker	Disputed	Unknown	Unknown	Unknown

**United States Bankruptcy Court
Middle District of Florida**

In re International Shoppes, LLC

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

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

Date: December 4, 2017

/s/ Abdul Mathin

Abdul Mathin/Chief Restructuring Officer
Signer/Title

International Shoppes, LLC
PO Box 729
Windermere, FL 34786

Bank of the Ozarks
PO Box 196
Ozark, AR 72949

Elizon DB Transfer Agent LLC
53 Forest Avenue
Suite 301
Old Greenwich, CT 06870

David R. McFarlin
Fisher Rushmer, P.A.
390 North Orange Avenue
Suite 2200
Orlando, FL 32801-1642

BlackMINE Property Mgmt
PO Box 729
Windermere, FL 34786

Halloween Megastore, Inc
154 N Nova Road
Daytona Beach, FL 32114

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

Boot Barn, Inc
15345 Barranca Parkway
Irvine, CA 92618

Nuzhat Mathin
5012 Latrobe Drive
Windermere, FL 34786

Florida Dept. of Revenue
Bankruptcy Unit
PO Box 6668
Tallahassee, FL 32314-6668

C&C Marble Design, Inc
dba C&C Marble & Granite
4333 Silver Star Road
Orlando, FL 32808

Optima, L.L.C.
PO Box 729
Windermere, FL 34786

Abdul Mathin
5012 Latrobe Drive
Windermere, FL 34786

C1 Bank
100 5th Street South
Saint Petersburg, FL 33701

Orange County Tax Collector
Attn: Scott Randolph
PO Box 545100
Orlando, FL 32854

ANAA Holdings I, LLC
PO Box 729
Windermere, FL 34786-3000

Carr Law Firm, P.A.
Attn: Peter F. Carr, Jr.
203 E Livingston Street
Orlando, FL 32801

Prescient Capital Partners
440 Wells Street
Suite 200
Delafield, WI 53018

ANAA Holdings IV, LLC
5012 Latrobe Drive
Windermere, FL 34786

CBRE, Inc
321 N Clark Street
34th Floor
Chicago, IL 60654

SF IV Bridge IV, LP
767 Fifth Ave
121st Floor
New York, NY 10153

Avenue Shoppes, LLC
PO Box 729
Windermere, FL 34786

CFL Construction Walls Inc
Attn: Manuel Quilli
PO Box 620815
Orlando, FL 32862

The BlackMINE Group, LLC
PO Box 729
Windermere, FL 34786

B & V Refrigeration Inc
513 N Virginia Ave
Winter Park, FL 32789

EF Edgewood SBC 2016-1 LLC
c/o Edgewood Capital Advisor
250 Pequot Avenue
Southport, CT 06890

**United States Bankruptcy Court
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION**

In re International Shoppes, LLC

Debtor.

Case No. 6:17-bk-

Chapter 11

CORPORATE OWNERSHIP STATEMENT

International Shoppes, LLC, debtor, pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(1) and 7007.1, states that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests:

**ANAA Holdings III, LLC
1803 Park Center Drive
Suite 200
Orlando, FL 32835**

None [*Check if applicable*]

INTERNATIONAL SHOPPES, LLC

12/4/2017
Date

By: 
Abdul Mathin, Chief Restructuring Officer