

B1 (Official Form 1)(04/13)

**United States Bankruptcy Court
Northern District of Illinois**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): IceBoxx, LLC	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 45-2425555	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)
Street Address of Debtor (No. and Street, City, and State): 200 S. Wacker Dr. Suite 625 Chicago, IL	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 60606	ZIP Code
County of Residence or of the Principal Place of Business: Cook	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP Code	ZIP Code
Location of Principal Assets of Business Debtor (if different from street address above): 6817 S Harlem Ave Chicago, IL 60638	

Type of Debtor (Form of Organization) (Check one box) <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	Nature of Business (Check one box) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.

Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.	Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" type="checkbox"/> 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 thereafter). Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
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Statistical/Administrative Information <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.	THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> OVER 100,000	
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input checked="" type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$50 million <input type="checkbox"/> \$10,000,001 to \$100 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion	

Voluntary Petition		Name of Debtor(s): IceBoxx, LLC	
<i>(This page must be completed and filed in every case)</i>			
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -		Case Number:	Date Filed:
Location Where Filed:		Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -		Case Number:	Date Filed:
District:		Relationship:	Judge:
Exhibit A		Exhibit B	
(To be completed 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.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		(To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). <input checked="" type="checkbox"/> _____ Signature of Attorney for Debtor(s) (Date)	
Exhibit C			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue			
(Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, 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.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property			
(Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			

(Name of landlord that obtained judgment)			

(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):

IceBoxx, LLC

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ William J. Factor
Signature of Attorney for Debtor(s)

William J. Factor 6205675
Printed Name of Attorney for Debtor(s)

FactorLaw
Firm Name

105 W. Madison St., Suite 1500
Chicago, IL 60602

Address

847-878-6976 Fax: 847-574-8233
Telephone Number

March 25, 2015
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X _____
Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

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

X /s/ Michael Williams
Signature of Authorized Individual

Michael Williams
Printed Name of Authorized Individual

Manager
Title of Authorized Individual

March 25, 2015
Date

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court
Northern District of Illinois**

In re IceBoxx, LLC

Debtor(s)

Case No.

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Ally Financial PO Box 9001951 Louisville, KY 40290	Ally Financial PO Box 9001951 Louisville, KY 40290	Isuzu Truck	Contingent Disputed	32,817.82 (30,000.00 secured)
Bank of America Special Assets Group 135 S. LaSalle St., Suite 1025 Chicago, IL 60603	Bank of America Special Assets Group 135 S. LaSalle St., Suite 1025 Chicago, IL 60603	2013 Audi A5 - In possession of Kevin Schmidt - This Vehicle wa purchased in the name of Iceboxx, LLC and Iceboxx disputes that it owns the vehicle an	Contingent Unliquidated Disputed	49,466.36 (Unknown secured)
Future Sanitation 80 Liberty Street Passaic, NJ 07055	Future Sanitation 80 Liberty Street Passaic, NJ 07055	Garbage Collector		Unknown
Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	All Debtor's Assets		1,532,673.00 (Unknown secured)
Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	All Debtor's Assets		20,000.00 (Unknown secured)
Genesis Ice Management, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	Genesis Ice Management, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	Management Services		62,500.00
Handler Thayer LLP 191 N. Wacker Dr. 23rd Floor Chicago, IL 60606	Handler Thayer LLP 191 N. Wacker Dr. 23rd Floor Chicago, IL 60606	Legal Services		22,471.26

B4 (Official Form 4) (12/07) - Cont.

In re **IceBoxx, LLC**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
IBX Investors 1 LLC c/o Marty Goldstein 777 Chestnut Ridge Road Spring Valley, NY 10977	IBX Investors 1 LLC c/o Marty Goldstein 777 Chestnut Ridge Road Spring Valley, NY 10977	Purchased Iceboxx locations		279,655.00
IBX Investors 2 LLC c/o Marty Goldstein 777 Chestnut Ridge Road Chestnut Ridge, NY 10977	IBX Investors 2 LLC c/o Marty Goldstein 777 Chestnut Ridge Road Chestnut Ridge, NY 10977	Purchased Iceboxx locations		279,655.00
McCarter & English, LLP 100 Mulberry St. Four Gateway Center Newark, NJ 07102	McCarter & English, LLP 100 Mulberry St. Four Gateway Center Newark, NJ 07102	Legal Services		11,477.08
Optimum 1111 Stewart Ave Bethpage, NY 11714	Optimum 1111 Stewart Ave Bethpage, NY 11714	Cable and Phone to Kevin Schmidt / 360 Products LLC	Contingent Unliquidated Disputed	609.54
Precision Multiple Controls 33 Greenwood Ave. Midland Park, NJ 07432	Precision Multiple Controls 33 Greenwood Ave. Midland Park, NJ 07432	Prior landlord	Contingent Unliquidated Disputed	Unknown
Public Service Enterprise Group Inc PO Box 14444 New Brunswick, NJ 08906	Public Service Enterprise Group Inc PO Box 14444 New Brunswick, NJ 08906	Gas and Electric	Contingent Disputed	465.00
Specialized Logistics 724 Anthony Trial Northbrook, IL 60062	Specialized Logistics 724 Anthony Trial Northbrook, IL 60062			2,700.00
Tesser & Cohen c/o Frank Kirk 946 Main Street Hackensack, NJ 07601	Tesser & Cohen c/o Frank Kirk 946 Main Street Hackensack, NJ 07601	Legal Services		11,558.44

B4 (Official Form 4) (12/07) - Cont.

In re **IceBoxx, LLC**

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Manager of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **March 25, 2015**

Signature **/s/ Michael Williams**

Michael Williams
Manager

Penalty for making a false statement or 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
Northern District of Illinois**

In re IceBoxx, LLC
Debtor

Case No. _____
Chapter 11

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	8	912,435.74		
C - Property Claimed as Exempt	No	0			
D - Creditors Holding Secured Claims	Yes	1		1,634,957.18	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	2		0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	3		671,091.32	
G - Executory Contracts and Unexpired Leases	Yes	5			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No	0			N/A
J - Current Expenditures of Individual Debtor(s)	No	0			N/A
Total Number of Sheets of ALL Schedules		21			
			912,435.74		
				2,306,048.50	
			Total Assets		
				Total Liabilities	

**United States Bankruptcy Court
Northern District of Illinois**

In re IceBoxx, LLC
Debtor

Case No. _____
Chapter 11

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 12)	
Average Expenses (from Schedule J, Line 22)	
Current Monthly Income (from Form 22A-1 Line 11; OR, Form 22B Line 14; OR, Form 22C-1 Line 14)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

In re IceBoxx, LLC, Debtor Case No. _____

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total > **0.00** (Total of this page)
 Total > **0.00**
 (Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

In re IceBoxx, LLC Case No. _____
 Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	X			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Bank of America Account	-	14,985.74
3. Security deposits with public utilities, telephone companies, landlords, and others.	X			
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			

Sub-Total > **14,985.74**
 (Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

In re IceBoxx, LLC, Debtor Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Accounts receivable from Stores \$8,206.82	-	Unknown
		Customer Balance Summary attached.		
		Note to Kevin Schmidt for Mercedes ML about \$16,300 outstanding	-	Unknown
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			

Sub-Total > **0.00**
(Total of this page)

Sheet 1 of 3 continuation sheets attached to the Schedule of Personal Property

In re IceBoxx, LLC, Debtor Case No. _____

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.		Various Substantial Legal Claims Against Kevin Schmidt	-	Unknown
		Claim against Kevin Schmidt and 360 Products LLC / "Paint Station"	-	Unknown
22. Patents, copyrights, and other intellectual property. Give particulars.		Trademark of the name "Ice Boxx"	-	Unknown
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.		List of locations for Iceboxx machines	-	Unknown
		2013 Audi A5 - In possession of Kevin Schmidt - This Vehicle wa purchased in the name of Iceboxx, LLC and Iceboxx disputes that it owns the vehicle and that it is liable on the auto note.	-	Unknown
		2 Chevy Spark (2013 model year) vehicles in subprime condition	-	10,000.00
		Isuzu Truck	-	30,000.00
25. Automobiles, trucks, trailers, and other vehicles and accessories.		Mercendes ML 350 (in the Possession of Kevin Schmidt and fraudulently converted into his name)	-	15,000.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		4 Dell Computers, a Couch and Tables, Lucent Phone system, other various office furniture 600 Braen Ave., Wyckoff, NJ 07481	-	2,000.00
29. Machinery, fixtures, equipment, and supplies used in business.		Equipment in Storage: (a) Baggers, (b) Merchandisers, (c) Icemakers. 6817 S. Harlem Ave., Chicago IL 60638 See Exhibit B.	-	628,000.00
			Sub-Total >	685,000.00
			(Total of this page)	

Sheet 2 of 3 continuation sheets attached to the Schedule of Personal Property

In re **IceBoxx, LLC**

Case No. _____

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	NON E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		Equipment Installed: Locations each with the one of the following: (a) Bagger, (b) Merchandiser, (c) Icemaker. See Schedule G for Locations	-	174,550.00
		Air Compressor, Box Mover, Carts, Forklift, Generator, Genie Super Lift, Hand Trck, Tool Cabinet. 6817 S. Harlem, Chicago IL See Exhibit B	-	Unknown
30. Inventory.		270,000 Bags for Ice. See Exhibit B	-	37,900.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total > **212,450.00**
(Total of this page)
Total > **912,435.74**

Sheet 3 of 3 continuation sheets attached to the Schedule of Personal Property

(Report also on Summary of Schedules)

8:48 AM

03/25/15

ICEBOXX, LLC**Customer Balance Summary****As of March 25, 2015**

	<u>Mar 25, 15</u>
1201- Fruits Veggies (Pioneer-256 St Ann)	-19.95
1202- Pioneer- (800 St Ann's)	132.70
1203- N&A Produce- Pioneer (Castel Hill)	-42.13
1204- Pioneer (White Plains)	101.85
1205- Pioneer (3942 White Plains)	305.55
1206- Meat & Produce Inc. (Dreiser)	104.00
1207- Compare (170th)	21.00
1209- C&R Food Corp (E Tremont)	263.55
1210- 3100 Third Ave Food (Foodtown)	159.60
1211- Bedford Blvd. Food Corp	403.00
1213- Martola Meat-Ass (Williamsbridge)	134.00
1214- Modern Foods (Arthur)	241.80
1216- 3815 Ninth Ave Meat (Compare- 9th)	60.50
1217- 1489 Food Corp (Foodtown-West)	423.15
1218- McLean Food Corp- (Foodtown, Lake)	169.05
1219- Hanra Fish - (Associated, Aguilar)	350.70
1220- Price Choice	219.45
1221-3011 Grocery Inc (CTown-Broadway)	220.00
1222- Igua Food (Compare-E 189th)	61.00
1223- Associated (Pennsylvania)	363.60
1226- Pioneer (Mother Gaston)	1,151.00
1227- Xtra (Broadway)	398.20
1230- Pioneer (Rockaway Blvd)	423.00
1231- DAR Food Corp (Ass-Greenpoint)	259.60
1232- Associated (Einstein Loop)	383.00
1233- Keyfood (S Amboy)	946.00
1235- Associated (21st)	27.00
1238- Associated (Ft Washington)	160.65
1239- Pioneer (Parson's)	262.50
1240- Compare (W 138th)	156.00
1241- Associated (Grand St)	86.10
1242-Cherry Valley <arket	112.35
1244 - Associated (Astoria)	68.00
1245 - Golden Mango (Bronx)	101.00
TOTAL	<u>8,206.82</u>



105 Revere Drive, Suite C | Northbrook, IL 60062
Ph: 224-927-5300 | Fax: 224-927-5311
sales@pplgroupllc.com | www.pplgroupllc.com

ICEBOXX INVENTORY

6/18/2014

QUANTITY	DESCRIPTION
11	Leers model 96, double door merchandiser
32	Leers model 50 single door merchandiser
71	In store bagging units
4	Hoshizaki ice makers
270 box's	Max Katz Bag Co. 1000ea
31 box's	Bags purchased in DEC. (1200ea)
12	I-400 Filters
9	Pre filters

ROLLING STOCK

1	Isuzu NPR HD. box body w/ hydraulic liftgate	<i>(Note: Vin n/a. No keys)</i>
2	Auto's	<i>(Note: vehicles not onsite at time of inspection)</i>

MATERIAL HANDLING

1	Hyster forklift, mdl S30XM, S/N C010H04904V
1	Genie Superlift mdl SLA10 s/n sla12-49757
2	Magliner 2 wheel dolly's
2	Hydraulic furniture movers, 1800kg capacity

MISC EQUIPMENT

2	Werner 4' f/g ladders
1	Waterloo 6 drawer rolling tool cabinet with misc. repair parts, pvc fitting
1	Skill 10" drill press
1	Delta 1/2 hp double ended bench grinder
1	8' 7 drawer wood top work bench, misc parts
1	Olympia 5" vise
15 sections	Pallet racking approx 10' x 42" x 18'
2 sections	Pallet racking approx 8' x 42" x 18'
	Parts bins with pvc, copper fittings, parts
	PVC pipe and fittings
	Copper and plastic tubing

OFFICE EQUIPMENT

3	Desks w/ cedenzas, overhead files
3	Computers
2	Televisions
8	Chairs
1	2 drawer lateral file
3	Phones
2	Glass tables (1) end (1) coffee
1	Leather couch



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8-3-4.JPG



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11.JPG



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38-1-3.JPG





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Todd DiBenedetto
Principal
PPL Group LLC
105 Revere Drive, Suite C
Northbrook, IL 60062
P: 847-656-9067
C: 312-343-0747
Todd@pplgroupllc.com



B6D (Official Form 6D) (12/07)

In re **IceBoxx, LLC**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor" ,include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community			C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN							
Account No. xxxxxxxx1643 Ally Financial PO Box 9001951 Louisville, KY 40290	X	-			X		X		
				Value \$				30,000.00	32,817.82
									2,817.82
Account No. Bank of America Special Assets Group 135 S. LaSalle St., Suite 1025 Chicago, IL 60603	X	-			X	X	X		
				Value \$				Unknown	49,466.36
									Unknown
Account No. Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606		-							
				Value \$				Unknown	1,532,673.00
									Unknown
Account No. Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606		-							
				Value \$				Unknown	20,000.00
									Unknown

0 continuation sheets attached

Subtotal
(Total of this page) **1,634,957.18** **2,817.82**

Total
(Report on Summary of Schedules) **1,634,957.18** **2,817.82**

In re IceBoxx, LLC

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$12,475* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$6,150* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,775* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

B6E (Official Form 6E) (4/13) - Cont.

In re IceBoxx, LLC
Debtor

Case No. _____

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS
(Continuation Sheet)

Wages, salaries, and commissions

TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.								
Cheri Schmidt 5 Point View Oakland, NJ 07336		-		X	X	X	0.00	0.00
Account No.			Wages				0.00	0.00
Jeffrey Hernandez 663 Midland Ave Apt 2A Garfield, NJ 07026		-					0.00	0.00
Account No.								
Kevin Schmidt 5 Point View Oakland, NJ 07336		-		X	X	X	0.00	0.00
Account No.								
Account No.								
Subtotal							0.00	0.00
(Total of this page)							0.00	0.00
Total							0.00	0.00
(Report on Summary of Schedules)							0.00	0.00

Sheet 1 of 1 continuation sheets attached to
Schedule of Creditors Holding Unsecured Priority Claims

B6F (Official Form 6F) (12/07)

In re IceBoxx, LLC, Debtor Case No. _____

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. xxxxxx8781 CNA Insurance PO Box 790094 Saint Louis, MO 63179	-	Liability and Car Insurance				0.00
Account No. Future Sanitation 80 Liberty Street Passaic, NJ 07055	-	various Garbage Collector				Unknown
Account No. Genesis Ice Management, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	-	Each of the last 5 quarters Management Services				62,500.00
Account No. Handler Thayer LLP 191 N. Wacker Dr. 23rd Floor Chicago, IL 60606	-	Various Legal Services				22,471.26
Subtotal (Total of this page)						84,971.26

2 continuation sheets attached

In re IceBoxx, LLC Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M	
		H W J C						
Account No. IBX Investors 1 LLC c/o Marty Goldstein 777 Chestnut Ridge Road Spring Valley, NY 10977	-		Purchased Iceboxx locations				279,655.00	
Account No. IBX Investors 2 LLC c/o Marty Goldstein 777 Chestnut Ridge Road Chestnut Ridge, NY 10977	-		Purchased Iceboxx locations				279,655.00	
Account No. McCarter & English, LLP 100 Mulberry St. Four Gateway Center Newark, NJ 07102	-		Various Legal Services				11,477.08	
Account No. xxxxx-xxxxx0-02-9 Optimum 1111 Stewart Ave Bethpage, NY 11714	X -		2/15/15 Cable and Phone to Kevin Schmidt / 360 Products LLC	X	X	X	609.54	
Account No. Precision Multiple Controls 33 Greenwood Ave. Midland Park, NJ 07432	X -		Unknown Prior landlord	X	X	X	Unknown	
Sheet no. <u>1</u> of <u>2</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)	571,396.62

In re IceBoxx, LLC Case No. _____
 Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	
		H W J C					DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.
Account No. xxxxxxxx6122 Public Service Enterprise Group Inc PO Box 14444 New Brunswick, NJ 08906	X	-	Gas and Electric	X	X	465.00	
Account No. Specialized Logistics 724 Anthony Trial Northbrook, IL 60062	-	-				2,700.00	
Account No. Tesser & Cohen c/o Frank Kirk 946 Main Street Hackensack, NJ 07601	-	-	Various Legal Services			11,558.44	
Account No. xxxxx8252 Utica National Insurance Group PO Box 6532 Utica, NY 13504	-	-	Workers Compensation Insurance			0.00	
Account No.							
Sheet no. <u>2</u> of <u>2</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page)	14,723.44
						Total (Report on Summary of Schedules)	671,091.32

In re IceBoxx, LLC Case No. _____
 Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
1115 Pennsylvania Meat 1115 Pennsylvania Ave Brooklyn, NY 11207	Iceboxx Machine Location
1489 Food Corp - Foodtown 1489 W. Ave. Bronx, NY 10462	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)
3011 Grocery Inc. 3320 Broadway New York, NY 10031	Iceboxx Machine Location
3100 Third Ave Food 3100 Third Ave Bronx, NY 10451	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
3815 Ninth Ave Meat 3815 9th Ave. New York, NY 10034	Iceboxx Machine Location
70 Linden Food Corp - Food Town 70 Linden St. Yonkers, NY 10705	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
Anber Meat & Produce 108-30 Merrick Blvd Jamaica, NY 11433	Iceboxx Machine Location
Associated 1440 Amsterdam Ave. New York, NY 10027	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
Associated 1380 Pennsylvania Ave. Brooklyn, NY 11239	Iceboxx Machine Location
Associated 3871 Broadway New York, NY 10032	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
Associated 119 Einstein Loop Bronx, NY 10475	Iceboxx Machine Location
Associated 20-16 21st St. Astoria, NY 11105	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)

In re IceBoxx, LLC, Debtor Case No. _____

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Associated 529 South Broadway Yonkers, NY 10705	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
Associated 592 Ft. Washington Ave. New York, NY 10033	Iceboxx Machine Location
Associated 639 Grand St. Brooklyn, NY 11211	Iceboxx Machine Location
Associated 21-15 Broadway Astoria, NY 11106	Iceboxx Machine Location
Bedford Blvd Food Corp 2870 Webster Ave. Bronx, NY 10458	Iceboxx Machine Location
Bravo 67 Broadway Paterson, NJ 07505	Iceboxx Machine Location
C&R Food Corp 708 E. Tremont Ave. Bronx, NY 10457	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
Cherry Valley Market 496 Hempstead Turnpike West Hempstead, NY 11552	Iceboxx Machine Location
Compare 306 E. 170 St. Bronx, NY 10456	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
Compare 538 W. 138 St. New York, NY 10031	Iceboxx Machine Location
Convenience Store Goffle Road Hawthorne, NJ 07506	Iceboxx Machine Location
DAR Food Corp 44-07 Greenpoint Ave. Sunnyside, NY 11104	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)
Estevez Market Inc. Foodtown 70 Linden St. Yonkers, NY 10701	Iceboxx Machine Location

In re IceBoxx, LLC, Debtor Case No. _____

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Fruits Veggies 256 St. Ann's Ave. Bronx, NY 10454	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)
Genesis Ice Management, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	Management Agreement
Golden Mango 2300 Randall Ave. NY 10423	Iceboxx Machine Location
Hanra Fish 155-15 Aguiliar Ave. Flushing, NY 11367	Iceboxx Machine Location
IBX Investors 1 LLC c/o Marty Goldstein 777 Chestnut Ridge Road Spring Valley, NY 10977	Management and Service Agreement for Iceboxx Machines
IBX Investors 1 LLC c/o Jack Zakim 190 Moore St. Hackensack, NJ 07601	Iceboxx Machine Location
IBX Investors 2 LLC c/o Marty Goldstein 777 Chestnut Ridge Road Chestnut Ridge, NY 10977	Management and Service Agreement for Iceboxx Machines
IBX Investors 2 LLC c/o Jack Zakim 190 Moore St. Hackensack, NJ 07601	Iceboxx Machine Location
Igua Food 421 E. 189th St. Bronx, NY 10458	Iceboxx Machine Location
Jakes Fruits 1869 Archer St. Bronx, NY 10460	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
Keyfood 611 Bordentown Ave. South Amboy, NJ 08879	Iceboxx Machine Location
Keyfood 145-44 Farmers Blvd Springfield Gardens, NY 11434	Iceboxx Machine Location

In re IceBoxx, LLC, Debtor Case No. _____

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Kiko's 152 48th St. Union City, NJ 07087	Iceboxx Machine Location
Martola Meat-Assoc 2476 Williamsbridge Road Bronx, NY 10469	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
McLean Food Corp 123-129 Lake Ave. Yonkers, NY 10703	Iceboxx Machine Location (Machine Owned by IBX 2 Managed by Debtor)
Meat & Produce Inc. 111 Dreier Loop Bronx, NY 10475	Iceboxx Machine Location
Modern Foods 2385 Arthur Ave. Bronx, NY 10458	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)
N&A Produce 1345 Castle Hill Ave. Bronx, NY 10462	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)
Pioneer 800 St. Ann's Ave. Bronx, NY 10456	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)
Pioneer 3035 White Plains Rd. Bronx, NY 10467	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)
Pioneer 3942 White Plains Rd. Bronx, NY 10466	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)
Pioneer 381 Mother Gaston Blvd Brooklyn, NY 11212	Iceboxx Machine Location
Pioneer 8412 97th Ave. Ozone Park, NY 11416	Iceboxx Machine Location
Pioneer 70-63 Parson's Blvd Flushing, NY 11365	Iceboxx Machine Location
Price Choice 807 East Tremont Bronx, NY 10460	Iceboxx Machine Location

In re IceBoxx, LLC, Debtor Case No. _____

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Tropical Market 155 West Sunrise Hwy Lindenhurst, NY 11757	Iceboxx Machine Location
Xtra 930 Broadway St. Newark, NJ 07104	Iceboxx Machine Location (Machine Owned by IBX 1 Managed by Debtor)

In re **IceBoxx, LLC**

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Andrew Majer 5 Point VW Oakland, NJ 07436	Ally Financial PO Box 9001951 Louisville, KY 40290
Andrew Majer 5 Point VW Oakland, NJ 07436	Bank of America Special Assets Group 135 S. LaSalle St., Suite 1025 Chicago, IL 60603
Kevin Schmidt 5 Point View Oakland, NJ 07336	Precision Multiple Controls 33 Greenwood Ave. Midland Park, NJ 07432
Kevin Schmidt 5 Point View Oakland, NJ 07336	Public Service Enterprise Group Inc PO Box 14444 New Brunswick, NJ 08906
Kevin Schmidt 5 Point View Oakland, NJ 07336	Optimum 1111 Stewart Ave Bethpage, NY 11714

**United States Bankruptcy Court
Northern District of Illinois**

In re **IceBoxx, LLC**

Debtor(s)

Case No.
Chapter

11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **23** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **March 25, 2015**

Signature **/s/ Michael Williams**

**Michael Williams
Manager**

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

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**United States Bankruptcy Court
Northern District of Illinois**

In re IceBoxx, LLC

Debtor(s)

Case No.

Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any persons in control of a corporate 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(2), (31).

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$11,102.50	2015 YTD: Debtor Sales
\$104,454.22	2014: Debtor Sales
\$111,923.28	2013: Debtor Sales

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$305,000.00	Settlement proceeds from case Iceboxx LLC v. KDI, Dec. 24, 2014

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3. Payments to creditors

None *Complete a. or b., as appropriate, and c.*

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$6,225*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	Dec. 24, 2014	\$305,000.00	\$1,532,673.00

None c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	Dec. 24, 2014	\$305,000.00	\$1,532,673.00

4. Suits and administrative proceedings, executions, garnishments and attachments

None a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Iceboxx, LLC v. KDIndustries, Inc. 14-cv-00219	Breach of Contract	U.S. District Court Western District of Pennsylvania	Terminated / Settled
Iceboxx, LLC, v. Kevin Schmidt Ber-C-201-14	Fraud	Superior Court of New Jersey, Chancery Division, Bergen County	Pending
Cheri Schmidt v. Iceboxx, LLC - Case No. WC-1248-0814-KIR	New Jersey Department of Labor Admin Proceeding	Labor Building, 1 John Fitch Plaza, Trenton, NJ 08611	Pending

* Amount subject to adjustment on 4/01/16, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

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- None b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

- None List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

- None a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

- None List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

- None List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
Converted Mercedes ML - \$16,300	Kevin Schmidt illegally converted Vehicle to his own use and name - Still owes Debtor \$16,300 for vehicle	2014
Converted Property - at least \$14,000	Kevin Schmidt illegally converted inventory and equipment and returned to distributor and personally took the refunded amounts.	2014

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DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
Sold Equipment - at least \$8,000	Kevin Schmidt sold two pieces of equipment in New Jersey	2014
Removed Capital Account and other removal of funds - about \$120,000	Kevin Schmidt removed about \$120,000 from the Debtor	various

9. Payments related to debt counseling or bankruptcy

None List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
The Law Office of William J. Factor 1363 Shermer Rd. Suite 224 Northbrook, IL 60062	December 30, 2014	\$5,000
The Law Office of William J. Factor 1363 Shermer Rd. Suite 224 Northbrook, IL 60062	3/25/15	\$20,000

10. Other transfers

None a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606 Secured Creditor	Dec. 24, 2014	\$305,000

None b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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11. Closed financial accounts

None List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

None List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

None List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

None List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
600 Braen Ave., Wyckoff, NJ 07481 - Non-principal address	Iceboxx, LLC	until September of 2014

16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

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SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18 . Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS Mike Williams 200 S. Wacker Drive, ste. 625 Chicago, IL 60606	DATES SERVICES RENDERED Handler of books and monthly records
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NAME AND ADDRESS

Mike Wright
200 S. Wacker Drive, Ste. 625
Chicago, IL 60606

Greg Hilton
Hilton & Associates
500 N. Michigan Ave.
Ste. 600
Chicago, IL 60611

DATES SERVICES RENDERED

Handler of the books and monthly records

CPA (Reviewing old books and records prior to June 2013)

None b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME ADDRESS DATES SERVICES RENDERED

None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME

Mike Williams

ADDRESS

200 S. Wacker Drive, ste. 625
Chicago, IL 60606

Mike Wright

200 S. Wacker Drive, Ste. 625
Chicago, IL 60606

None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS DATE ISSUED

20. Inventories

None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY

6/18/2014

INVENTORY SUPERVISOR

Mike Williams

DOLLAR AMOUNT OF INVENTORY
 (Specify cost, market or other basis)

No Dollar Value Given
See Exhibit B to Schedule B.

None b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

DATE OF INVENTORY

6/18/2014

NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS

Mike Williams
200 S. Wacker Drive, ste. 625
Chicago, IL 60606

21 . Current Partners, Officers, Directors and Shareholders

None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS

NATURE OF INTEREST

PERCENTAGE OF INTEREST

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None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Genesis Ice Capital Partners, LLC 200 S. Wacker Dr. Suite 625 Chicago, IL 60606	Member	47.5% of entire interest 51.6 % of voting interest
Kevin Schmidt 5 Point View Oakland, NJ 07336	Member	44.5% of entire interest 48.4% of voting interest
Marty Goldstein 777 Chestnut Ridge Road Spring Valley, NY 10977	Member	4% non-voting interest
Jack Zakim 190 Moore St. Hackensack, NJ 07601	Member	4% non-voting interest

22 . Former partners, officers, directors and shareholders

None a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
Kevin Schmidt 5 Point View Oakland, NJ 07336	Manager / Officer	Resigned March 28, 2014 Terminated July 14, 2014 (effective March 28, 2014)
Michael Ferguson 37 Blaine St. Hinsdale, IL 60531	Manager	June 6, 2014, replaced by John Joseph Kostaken

23 . Withdrawals from a partnership or distributions by a corporation

None If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
---	--------------------------------	--

24. Tax Consolidation Group.

None If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
----------------------------	--------------------------------------

B7 (Official Form 7) (04/13)

9

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

* * * * *

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date March 25, 2015

Signature /s/ Michael Williams
Michael Williams
Manager

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

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

GLOBAL NOTES AND DISCLAIMER REGARDING DEBTOR'S BANKRUPTCY SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS

The Schedules of Assets and Liabilities (the “*Schedules*”) and Statement of Financial Affairs (the “*Statement*,” and collectively with the Schedules, the “*Bankruptcy Materials*”) of Iceboxx, LLC (the “*Debtor*”) in this chapter 11 case have been prepared pursuant to 11 U.S.C. § 521 and Rule 1007 of the Federal Rule of Bankruptcy Procedure by the Debtor and are unaudited. While the Debtor has made reasonable efforts to ensure that the Bankruptcy Materials are accurate and complete, several factors have hindered the Debtor’s ability to provide complete and accurate information, including (a) the Debtor’s managers only became associated with the Debtor on July 13, 2013, and (b) the Debtor believes its previous sole owner and manager and current minority owner may be using the Debtor’s name in an unauthorized fashion and converting its property, and the full extent thereof is subject to further investigation. These factors adversely impact the Debtor’s ability to complete the Bankruptcy Materials.

Moreover, because the Bankruptcy Materials contain information that may be subject to further review and potential adjustment, there can be no assurance that these Bankruptcy Materials are complete or accurate as of the Petition Date. Notwithstanding anything to the contrary contained in the Bankruptcy Materials, the person signing the Bankruptcy Materials on behalf of the Debtor does not attest to the accuracy of the information contained therein and is providing such information to the best of his knowledge. The Debtor also reserves its right to amend the Bankruptcy Materials as may be necessary or appropriate in the future.

These Global Notes comprise an integral part of the Bankruptcy Materials and should be referred to and considered in connection with any review of the Bankruptcy Materials.

United States Bankruptcy Court Northern District of Illinois

In re IceBoxx, LLC

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor 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:

Table with 3 rows: For legal services, I have agreed to accept; Prior to the filing of this statement I have received; Balance Due. Columns include description, dollar sign, and amount.

2. The source of the compensation paid to me was:

Debtor Other (specify):

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. 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.

5. 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]

See engagement letter attached for fee agreement

6. 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.

Dated: March 25, 2015

/s/ William J. Factor
William J. Factor 6205675
FactorLaw
105 W. Madison St., Suite 1500
Chicago, IL 60602
847-878-6976 Fax: 847-574-8233

FACTORLAW
THE LAW OFFICE OF WILLIAM J. FACTOR, LTD.

William J Factor
Direct Dial: 312-878-6146
Email: wfactor@wfactorlaw.com

December 5, 2014

VIA EMAIL

Michael Williams
Manager
IceBoxx, LLC
200 South Wacker Drive, Ste. 625
Chicago IL 60606

Re: Chapter 11 Engagement Letter

Dear Mike:

Thank you for considering The Law Office of William J. Factor, Ltd. ("FactorLaw") to provide legal assistance to IceBoxx, LLC (the "Debtor" or "Client") in connection with a chapter 11 case (the "Case") in the United States Bankruptcy Court (the "Bankruptcy Court") for the Northern District of Illinois (the "Current Engagement"). FactorLaw is pleased to represent the Debtor in the Current Engagement, subject to the following terms and conditions.

If the Debtor agrees to these terms and conditions, please sign this engagement letter on the last page, or have the appropriate person with proper authority do so, and return a signed copy to me.

1. **Limited Scope.** The Current Engagement includes various services to the Debtor related to a chapter 11 proceeding, including but not limited to (a) advising and consulting with the Debtor with respect to its powers, rights and duties as a debtor and debtor-in-possession; (b) attending meetings and negotiating with creditors, other parties-in-interest, and their respective representatives; (c) advising and consulting with the Debtor on the conduct of the Case, including all of the legal and administrative requirements of operating under chapter 11 of the Bankruptcy Code; (d) taking all necessary action to protect and preserve the Estate, including but not limited to, prosecuting or defending all motions and proceedings on behalf of the Debtor and the Estate; (e) preparing and filing, or defending, adversary proceedings or other litigation involving the Debtor or its interests in property; (f) preparing motions, applications, answers, orders, reports, and other papers necessary to the administration of the Case; (g) preparing and negotiating a plan and disclosure statement and all related agreements and documents, and taking any necessary action to obtain confirmation of a plan; and (h) performing other necessary legal

services and providing other necessary legal advice required by the Debtor in connection with the Case.

Notwithstanding the foregoing, the Current Engagement does not include the representation of Debtor in connection with any matters other than the Current Engagement, nor does it include representation of any other entity, including any of the Debtor's owners, officers or employees, or any other business in which the Debtor may have an interest, and no attorney-client relationship will exist between FactorLaw and any other entity, with respect to the Current Engagement, or any expansion thereof.

2. **Retainer.** FactorLaw requires a retainer in the amount of \$25,000 that must be paid prior to filing for bankruptcy (the "Retainer"). Fees and expenses will be subject to approval from the Bankruptcy Court and FactorLaw will apply the Retainer to such fees when it is permitted to do so. FactorLaw's willingness to represent the Debtor is subject to its ability to obtain the Retainer.

3. **Guaranty.** FactorLaw's willingness to represent the Debtor also is subject to obtaining suitable assurances from a third-party as to the payment of fees and expenses in excess of the Retainer. In this case, a commitment by a secured creditor that the Firm's fees will be paid from the proceeds of the secured creditor's collateral will suffice. This is typically known as a carveout.

4. **Authorization.** This confirms that Michael Williams has all necessary authority to execute this engagement letter on behalf of the Debtor and to bind the Debtor to the terms hereof, subject to Bankruptcy Court authorization to the extent required by applicable law.

5. **Fees.** Fees for the Current Engagement will depend upon the number of hours expended by FactorLaw personnel on the Current Engagement, multiplied by the applicable hourly rate for each professional working on the Current Engagement. At present, the customary rate for William Factor is \$350 per hour. FactorLaw charges between \$300 and \$250 for the services of its other attorneys and it charges \$100 per hour for the services of legal assistants. Rates are reviewed periodically and are subject to change.

It is not possible to determine with any degree of precision the total fees and other charges that Debtor is likely to incur in connection with the Current Engagement. Thus, any estimate of total fees always carries the understanding that, unless FactorLaw agrees otherwise in writing, it does not represent a maximum, minimum, or fixed-fee quotation. The ultimate cost frequently is more or less than the amount estimated and often is a function of matters outside of our control, particularly when litigation is involved.

6. **Expenses.** FactorLaw also charges for actual out of pocket expenses advanced on Debtor's behalf. FactorLaw generally limits out of pocket expenses to costs that would not have been incurred but for FactorLaw's work on Debtor's behalf. FactorLaw does not charge for routine facsimile, telephone, and computerized legal research within the scope of FactorLaw's subscription to LEXIS.

Michael Williams / IceBoxx LLC
December 5, 2014

Page 3

7. **Billing and Payment.** FactorLaw will submit fee applications to the Bankruptcy Court as promptly as possible to obtain approval for the fees and expenses incurred on behalf of Client. Once fees have been approved, FactorLaw is authorized to apply such amounts to the balance of any Retainer. To the extent the approved fees and expenses exceed the amount of the Retainer, the Debtor shall pay such fees and expenses within ten days after they have been approved. FactorLaw's willingness to represent Client is contingent upon prompt payment of amounts owed, and FactorLaw has the absolute right to withdraw its appearance on behalf of Client and to cease representing Client and Client agrees that it will agree to FactorLaw's efforts to withdraw if FactorLaw's fees and expenses are not paid within 10 days after they have been approved by the Bankruptcy Court.

The Debtor agrees to pay promptly the fees and expenses, including legal fees, incurred by FactorLaw to obtain the benefits of this agreement, including to collect any amounts owed to FactorLaw by the Debtor.

8. **Professional Judgment.** At all times FactorLaw and its attorneys will endeavor to represent the Debtor zealously and act on its behalf to the best of our ability. Whenever FactorLaw provides the Debtor with an expression regarding the potential outcome of a matter, we will use our best professional judgment. However, we cannot guarantee the outcome of any matter or issue. Any expression of our professional judgment regarding the Current Engagement or the potential outcome is, of course, limited by our knowledge of the facts and based on the law at the time of expression. It is also subject to any unknown or uncertain factors or conditions beyond our control. Any expressions of judgment or views are limited solely to the Debtor and may not be shared with any other entity, nor may any other entity rely upon such expressions.

9. **Illinois Law.** This agreement will be construed and interpreted in accordance with the laws of the State of Illinois.

10. **Termination of Representation.** This confirms the Debtor's understanding that FactorLaw has the right to withdraw from the Current Engagement, and none of the Debtor or its direct or indirect owners will object thereto, in the event, inter alia, (a) the Debtor fails to pay the Bankruptcy Court approved fees and expenses owed to FactorLaw within ten (10) days of the date they have been allowed, and (b) FactorLaw determines that there are any others grounds to withdraw from the Current Engagement.

11. **Conclusion of Representation.** When we complete the services for which the Debtor has retained us, our attorney-client relationship for that matter will be terminated. If Debtor later retains us to perform further or additional services, our attorney-client relationship will be revived subject to these terms of engagement unless we change the terms in writing at that time.

If the Debtor does wish to retain FactorLaw for the Current Engagement on the terms and conditions set forth above, please sign a duplicate original of this letter and return it to my office.

**THE LAW OFFICE OF
WILLIAM J. FACTOR, LTD.**


Very truly yours,



William J Factor

WJF:

IceBoxx, LLC

By: 
Michael Williams
Manager

**United States Bankruptcy Court
Northern District of Illinois**

In re IceBoxx, LLC
Debtor

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

None

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Manager of 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 25, 2015

Signature /s/ Michael Williams
Michael Williams
Manager

Penalty for making a false statement or 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
Northern District of Illinois**

In re **IceBoxx, LLC**

Debtor(s)

Case No.
Chapter

11

VERIFICATION OF CREDITOR MATRIX

Number of Creditors: **77**

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date: **March 25, 2015**

/s/ Michael Williams

Michael Williams/Manager

Signer/Title

1115 Pennsylvania Meat
1115 Pennsylvania Ave
Brooklyn, NY 11207

1489 Food Corp - Foodtown
1489 W. Ave.
Bronx, NY 10462

3011 Grocery Inc.
3320 Broadway
New York, NY 10031

3100 Third Ave Food
3100 Third Ave
Bronx, NY 10451

3815 Ninth Ave Meat
3815 9th Ave.
New York, NY 10034

70 Linden Food Corp - Food Town
70 Linden St.
Yonkers, NY 10705

Ally Financial
PO Box 9001951
Louisville, KY 40290

Anber Meat & Produce
108-30 Merrick Blvd
Jamaica, NY 11433

Andrew Majer
5 Point VW
Oakland, NJ 07436

Andrew Majer
5 Point VW
Oakland, NJ 07436

Associated
1440 Amsterdam Ave.
New York, NY 10027

Associated
1380 Pennsylvania Ave.
Brooklyn, NY 11239

Associated
3871 Broadway
New York, NY 10032

Associated
119 Einstein Loop
Bronx, NY 10475

Associated
20-16 21st St.
Astoria, NY 11105

Associated
529 South Broadway
Yonkers, NY 10705

Associated
592 Ft. Washington Ave.
New York, NY 10033

Associated
639 Grand St.
Brooklyn, NY 11211

Associated
21-15 Broadway
Astoria, NY 11106

Bank of America
Special Assets Group
135 S. LaSalle St., Suite 1025
Chicago, IL 60603

Bedford Blvd Food Corp
2870 Webster Ave.
Bronx, NY 10458

Bravo
67 Broadway
Paterson, NJ 07505

C&R Food Corp
708 E. Tremont Ave.
Bronx, NY 10457

Cheri Schmidt
5 Point View
Oakland, NJ 07336

Cherry Valley Market
496 Hempstead Turnpike
West Hempstead, NY 11552

CNA Insurance
PO Box 790094
Saint Louis, MO 63179

Compare
306 E. 170 St.
Bronx, NY 10456

Compare
538 W. 138 St.
New York, NY 10031

Convenience Store
Goffle Road
Hawthorne, NJ 07506

DAR Food Corp
44-07 Greenpoint Ave.
Sunnyside, NY 11104

Estevez Market Inc. Foodtown
70 Linden St.
Yonkers, NY 10701

Fruits Veggies
256 St. Ann's Ave.
Bronx, NY 10454

Future Sanitation
80 Liberty Street
Passaic, NJ 07055

Genesis Ice Capital Partners, LLC
200 S. Wacker Dr.
Suite 625
Chicago, IL 60606

Genesis Ice Capital Partners, LLC
200 S. Wacker Dr.
Suite 625
Chicago, IL 60606

Genesis Ice Management, LLC
200 S. Wacker Dr.
Suite 625
Chicago, IL 60606

Genesis Ice Management, LLC
200 S. Wacker Dr.
Suite 625
Chicago, IL 60606

Golden Mango
2300 Randall Ave.
NY 10423

Handler Thayer LLP
191 N. Wacker Dr.
23rd Floor
Chicago, IL 60606

Hanra Fish
155-15 Aguiliar Ave.
Flushing, NY 11367

IBX Investors 1 LLC
c/o Marty Goldstein
777 Chestnut Ridge Road
Spring Valley, NY 10977

IBX Investors 1 LLC
c/o Marty Goldstein
777 Chestnut Ridge Road
Spring Valley, NY 10977

IBX Investors 1 LLC
c/o Jack Zakim
190 Moore St.
Hackensack, NJ 07601

IBX Investors 2 LLC
c/o Marty Goldstein
777 Chestnut Ridge Road
Chestnut Ridge, NY 10977

IBX Investors 2 LLC
c/o Marty Goldstein
777 Chestnut Ridge Road
Chestnut Ridge, NY 10977

IBX Investors 2 LLC
c/o Jack Zakim
190 Moore St.
Hackensack, NJ 07601

Igua Food
421 E. 189th St.
Bronx, NY 10458

Jakes Fruits
1869 Archer St.
Bronx, NY 10460

Jeffrey Hernandez
663 Midland Ave Apt 2A
Garfield, NJ 07026

Kevin Schmidt
5 Point View
Oakland, NJ 07336

Kevin Schmidt
5 Point View
Oakland, NJ 07336

Kevin Schmidt
5 Point View
Oakland, NJ 07336

Kevin Schmidt
5 Point View
Oakland, NJ 07336

Keyfood
611 Bordentown Ave.
South Amboy, NJ 08879

Keyfood
145-44 Farmers Blvd
Springfield Gardens, NY 11434

Kiko's
152 48th St.
Union City, NJ 07087

Martola Meat-Assoc
2476 Williamsbridge Road
Bronx, NY 10469

McCarter & English, LLP
100 Mulberry St.
Four Gateway Center
Newark, NJ 07102

McLean Food Corp
123-129 Lake Ave.
Yonkers, NY 10703

Meat & Produce Inc.
111 Dreier Loop
Bronx, NY 10475

Modern Foods
2385 Arthur Ave.
Bronx, NY 10458

N&A Produce
1345 Castle Hill Ave.
Bronx, NY 10462

Optimum
1111 Stewart Ave
Bethpage, NY 11714

Pioneer
800 St. Ann's Ave.
Bronx, NY 10456

Pioneer
3035 White Plains Rd.
Bronx, NY 10467

Pioneer
3942 White Plains Rd.
Bronx, NY 10466

Pioneer
381 Mother Gaston Blvd
Brooklyn, NY 11212

Pioneer
8412 97th Ave.
Ozone Park, NY 11416

Pioneer
70-63 Parson's Blvd
Flushing, NY 11365

Precision Multiple Controls
33 Greenwood Ave.
Midland Park, NJ 07432

Price Choice
807 East Tremont
Bronx, NY 10460

Public Service Enterprise Group Inc
PO Box 14444
New Brunswick, NJ 08906

Specialized Logistics
724 Anthony Trail
Northbrook, IL 60062

Tesser & Cohen
c/o Frank Kirk
946 Main Street
Hackensack, NJ 07601

Tropical Market
155 West Sunrise Hwy
Lindenhurst, NY 11757

Utica National Insurance Group
PO Box 6532
Utica, NY 13504

Xtra
930 Broadway St.
Newark, NJ 07104

**United States Bankruptcy Court
Northern District of Illinois**

In re **IceBoxx, LLC**

Debtor(s)

Case No.

Chapter **11**

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **IceBoxx, LLC** in the above captioned action, certifies 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, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

March 25, 2015

Date

/s/ William J. Factor

William J. Factor 6205675

Signature of Attorney or Litigant

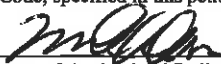
Counsel for **IceBoxx, LLC**

FactorLaw

105 W. Madison St., Suite 1500

Chicago, IL 60602

847-878-6976 Fax:847-574-8233

<p>Voluntary Petition <i>(This page must be completed and filed in every case)</i></p>	<p>Name of Debtor(s): IceBoxx, LLC</p>
<p style="text-align: center;">Signatures</p> <p style="text-align: center;">Signature(s) of Debtor(s) (Individual/Joint)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b). I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (If not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;">Signature of a Foreign Representative</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition. (Check only one box.) <input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached. <input type="checkbox"/> Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ Signature of Foreign Representative</p> <p>_____ Printed Name of Foreign Representative</p> <p>_____ Date</p>
<p style="text-align: center;">Signature of Attorney*</p> <p>X _____ Signature of Attorney for Debtor(s) William J. Factor 6205675 Printed Name of Attorney for Debtor(s) FactorLaw Firm Name 105 W. Madison, Sulte 1500 Chicago, IL 60602</p> <p>_____ Address</p> <p>847-239-7248 Fax: 847-574-8233 Telephone Number</p> <p>_____ Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;">Signature of Non-Attorney Bankruptcy Petition Preparer</p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:</p> <p>_____ Date</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.</small></p>
<p style="text-align: center;">Signature of Debtor (Corporation/Partnership)</p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X  Signature of Authorized Individual Michael Williams Printed Name of Authorized Individual Managing Member Title of Authorized Individual 3-25-15 Date</p>	<p>_____ Date</p>

B4 (Official Form 4) (12/07) - Cont.

In re IceBoxx, LLC
Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Managing Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 3-25-15

Signature 
Michael Williams
Managing Member

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

B6 Declaration (Official Form 6 - Declaration), (12/07)

**United States Bankruptcy Court
Northern District of Illinois**

In re IceBoxx, LLC
Debtor(s)

Case No. _____
Chapter 11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Managing Member of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 23 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date 3-25-15

Signature 
Michael Williams
Managing Member

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

B7 (Official Form 7) (04/13)

9

25. Pension Funds.

None If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date

3.25.15

Signature



**Michael Williams
Managing Member**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: 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
Northern District of Illinois**

In re IceBoxx, LLC Debtor(s) Case No. _____ Chapter 11

VERIFICATION OF CREDITOR MATRIX

Number of Creditors: 77

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date: 3-25-15



Michael Williams/Managing Member
Signer/Title

**United States Bankruptcy Court
Northern District of Illinois**

In re IceBoxx, LLC
Debtor

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.

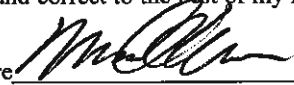
Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
---	-------------------	-------------------------	---------------------

None

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Managing Member of 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 3-25-15

Signature 
**Michael Williams
Managing Member**

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