

Fill in this information to identify your case:

United States Bankruptcy Court for the:
 NORTHERN DISTRICT OF ILLINOIS

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

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

1. Debtor's name Premium Themes, Inc.

2. All other names debtor used in the last 8 years
 Include any assumed names, trade names and doing business as names
DBA Red Ivy

3. Debtor's federal Employer Identification Number (EIN) 20-0996440

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>414 N. Orleans St.</u> <u>Chicago, IL 60654</u> <small>Number, Street, City, State & ZIP Code</small>	<hr/> <small>P.O. Box, Number, Street, City, State & ZIP Code</small>
	<u>Cook</u> <small>County</small>	Location of principal assets, if different from principal place of business <hr/> <small>Number, Street, City, State & ZIP Code</small>

5. Debtor's website (URL) _____

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

Debtor Premium Themes, Inc.
Name

Case number (if known) _____

7. Describe debtor's business

A. Check one:

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

B. Check all that apply

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

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

7225

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

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

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

Chapter 12

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

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____

District _____ When _____ Case number _____

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

- No
- Yes.

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

Debtor River North 414 LLC Relationship _____

District Northern District of Illinois When 5/23/16 Case number, if known _____

Debtor **Premium Themes, Inc.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

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

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

No

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

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

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

What is the hazard? _____

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

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

Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

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

14. Estimated number of creditors

- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets

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

16. Estimated liabilities

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

Debtor Premium Thomas, Inc.
Name

Case number (if known) _____


Request for Relief, Declaration, and Signatures

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

17 Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
I have been authorized to file this petition on behalf of the debtor.
I have examined the information in this petition and have a reasonable belief that the information is true and correct.
I declare under penalty of perjury that the foregoing is true and correct.

Executed on May 23, 2016
MM / DD / YYYY

X 
Signature of authorized representative of debtor
Title Authorized Officer

Jesse T Boyle
Printed name

18. Signature of attorney

X /s/ Thomas R. Fawkes
Signature of attorney for debtor

Date May 23, 2016
MM / DD / YYYY

Thomas R. Fawkes
Printed name

Goldstein & McClintock LLLP
Firm name

209 South LaSalle Street
Suite 1750
Chicago, IL 60604
Number, Street, City, State & ZIP Code

Contact phone (312) 337-7700 Email address tomf@restructuringshop.com

6277451, Illinois
Bar number and State

**UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
PREMIUM THEMES, INC.
(a corporation formed under the laws of Illinois)
(the "Company")**

Effective as of May 23, 2016

The undersigned, being all of the Directors of the Company, at the holding a special meeting, hereby consent to the following actions and adopt the following resolutions and direct that this consent be filed with the records of the Company:

WHEREAS, each of the Board of Directors has considered the financial and operational aspects of the Company's business and the recommendations of the Company's professionals and advisors, and adopt the following resolutions by unanimous written consent;

NOW, THEREFORE, BE IT RESOLVED, that, in the judgment of the undersigned, it is desirable and in the best interests of the Company, its creditors and other interested parties to file a petition (the "*Petition*") seeking relief under chapter 11 of title 11 of the United States Code (the "*Bankruptcy Code*") in the United States Bankruptcy Court in the district as determined to be appropriate by the Authorized Officer (as defined herein) upon the advice of counsel (the "*Bankruptcy Court*");

RESOLVED FURTHER, that the Petition is adopted in all respects. Jesse T. Boyle (the "*Authorized Officer*") is hereby authorized and directed, on behalf of the Company, to execute the Petition or authorize the execution of a filing of the Petition by the Company and to cause the same to be filed with the Bankruptcy Court at such time as the Authorized Officer considers it appropriate;

RESOLVED FURTHER, that the Authorized Officer shall be, and hereby is, authorized, directed, and empowered on behalf of and in the name of the Company to execute, verify, and cause to be filed such requests for first-day relief from the Bankruptcy Court as the Authorized Officer may deem necessary, proper, or desirable in connection with the Petition, with a view to successful prosecution thereunder;

RESOLVED FURTHER, that the Authorized Officer shall be, and hereby is, authorized to execute and file on behalf of the Company all petitions, schedules, lists, and other motions, papers, or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Company's business;

RESOLVED FURTHER, that the law firm of Goldstein & McClintock LLLP shall be, and hereby is, employed as general bankruptcy counsel for the Company in the Company's chapter 11 case;

RESOLVED FURTHER, that the Authorized Officer shall be, and hereby is, authorized and empowered on behalf of, and in the name of the Company to retain and to employ other attorneys, brokers, investment bankers, accountants, restructuring professionals, financial

advisors, and other professionals to assist in the Company's chapter 11 case on such terms as are deemed necessary, proper, or desirable by the Authorized Officer;

RESOLVED FURTHER, that the Authorized Officer, and any employees or agents (including counsel) designated by or directed by the Authorized Officer, shall be, and each hereby is, authorized and empowered to cause the Company and such of its affiliates as management deems appropriate to enter into, execute, deliver, certify, file, record, and perform such agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities, certificates, or other documents, and to take such other actions, as in the judgment of the Authorized Officer shall be necessary, proper, and desirable to prosecute to a successful completion of the Company's chapter 11 case, to effectuate the restructuring of the Company's debt, other obligations, organizational form and structure, and ownership of the Company consistent with the foregoing resolutions, and to carry out and put into effect the purposes of the foregoing resolutions, and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions;

General Authorization

RESOLVED FURTHER, that the Authorized Officer of the Company shall be, and hereby is, authorized and empowered on behalf of the Company and in its name to take or cause to be taken all actions and to execute and deliver all such instruments that the Authorized Officer of the Company approves as necessary or desirable in connection with the foregoing resolutions, such approval to be conclusively evidenced by the taking of any such action or the execution and delivery of any such instrument by the Authorized Officer of the Company;

RESOLVED FURTHER, that any specific resolutions that may be required to have been adopted by the Authorized Officer in connection with the actions contemplated by the foregoing resolutions be, and hereby are, adopted, and the Authorized Officer of the Company shall be, and hereby is, authorized to certify as to the adoption of any and all such resolutions and attach such resolutions hereto;

RESOLVED FURTHER, that all actions heretofore taken by the Authorized Officer in connection with or otherwise in contemplation of the transactions contemplated by any of the foregoing resolutions be, and they hereby are, ratified, confirmed, and approved; and

RESOLVED FURTHER, that this consent may be executed in several counterparts, each of which shall be deemed an original, but which together shall constitute one and the same instrument.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, the undersigned, the directors of the Company, have executed this Action by Unanimous Written Consent as of the date first written above.

Jesse Boyle



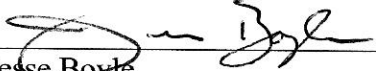
Adam Cisek

Scott Eng

Richard Trench

Nicholas O'Meara

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Jesse Boyle

Adam Cisek

Scott Eng

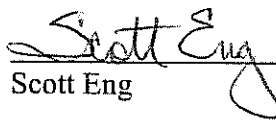
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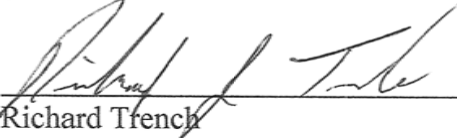
Scott Eng

Richard Trench

Nicholas O'Meara

Adam Cisek

Scott Eng



Richard Trench

Nicholas O'Meara

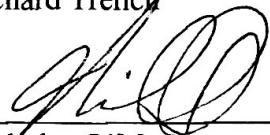
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Jesse Boyle

Adam Cisek

Scott Eng

Richard Trench



Nicholas O'Meara

Fill in this information to identify the case:

Debtor name **Premium Themes, Inc.**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF ILLINOIS**

Case number (if known): _____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders 12/15

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

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Bryon Miller 818 W. Sunnyside, Apt #2B Chicago, IL 60640						\$3,000.00
Global Cash Network 210 W. Campus Dr, Suite C Arlington Heights, IL 60004						\$10,000.00
Jesse Boyle 1301 Degener Ave. Elmhurst, IL 60126						\$6,700.00
PSA Solutions, Inc. 1101 W Lake St Chicago, IL 60607						Unknown
Republic Bank 2221 Camden Ct. Oak Brook, IL 60523				Unknown	Unknown	Unknown

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

In re Premium Themes, Inc.

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 Premium Themes, Inc. 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*]

May 23, 2016

Date

/s/ Thomas R. Fawkes

Thomas R. Fawkes

Signature of Attorney or Litigant
Counsel for **Premium Themes, Inc.**

Goldstein & McClintock LLLP

208 South LaSalle Street

Suite 1750

Chicago, IL 60604

(312) 337-7700 Fax:(312) 277-2305

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

In re **Premium Themes, Inc.**

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Adam Cisek		7.672229%	
Anthony Zalewski		2.991704%	
Anuj Grover		0.121812%	
Arjun Grover		12.059423%	
Brian Woulfe		3.171290%	
Chris Lefferdink		5.631422%	
Craig Lidbury		1.540051%	
David Pegorsch		1.132274%	
Esteban Lizano		1.184582%	
Harold & Deborah Hokinson		5.587304%	
Ilene Lehane		0.474584%	
Jacqueline & Theodore Hokinson		2.896111%	
Jeff Pegorsch		1.132274%	
Jennifer Jezuit		1.836069%	

In re: **Premium Themes, Inc.**

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Jesse Boyle 1301 Degener Ave. Elmhurst, IL 60126		26.490486%	
John Czerwionka		1.337212%	
John O'Meara		0.430085%	
Jon Lehane		0.633932%	
Joseph Becker		0.706542%	
Joshua Lehane		2.951401%	
Ken Zaugh		1.850454%	
Michael Dearth		4.571156%	
Michael Lepir		5.303456%	
Michael McMorris		0.654205%	
Patricia Wilke		0.460200%	
Richard Trench		2.072739%	
Scott Eng		2.265922%	
Thomas Trench		2.841080%	

In re: Premium Themes, Inc.

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

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

I, the **Authorized Officer** 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 May 23, 2016

Signature



Jesse T. Boyle

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

United States Bankruptcy Court
Northern District of Illinois

In re Premium Themes, Inc.

Debtor(s)

Case No.

Chapter

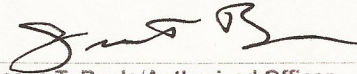
11

VERIFICATION OF CREDITOR MATRIX

Number of Creditors: 2

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

Date: May 23, 2016



Jesse T. Boyle/Authorized Officer
Signer/Title

Bryon Miller
818 W. Sunnyside, Apt #2B
Chicago, IL 60640

Global Cash Network
210 W. Campus Dr, Suite C
Arlington Heights, IL 60004

Jesse Boyle
1301 Degener Ave.
Elmhurst, IL 60126

PSA Solutions, Inc.
1101 W Lake St
Chicago, IL 60607

Republic Bank
2221 Camden Ct.
Oak Brook, IL 60523