

Fill in this information to identify the case:

United States Bankruptcy Court for the: Eastern District of Kentucky

Case number (if known): Chapter 11

Check if this is 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 the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name Xcelerated, LLC

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 4 7 - 5 4 0 2 9 4 9

4. Debtor's address Principal place of business Mailing address, if different from principal place of business 2940 Hebron Park Drive Suite 307 Hebron, KY 41048

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

5. Debtor's website (URL) xcelerated.com

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

Debtor Xcelerated, LLC  
Name

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

7. Describe debtor's business

A. Check one:

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

B. Check all that apply:

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

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.naics.com/search/>.

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

Check one:

- Chapter 7
- Chapter 9
- Chapter 11.

Check all that apply:

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

Chapter 12

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

No

Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

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

No

Yes. Debtor \_\_\_\_\_ Relationship \_\_\_\_\_  
District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

Case number, if known \_\_\_\_\_

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

Debtor Xcelerated, LLC  
Name

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

**11. Why is the case filed in this district?**

Check all that apply:

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

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

No

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

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

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

**Where is the property?**

**Is the property insured?**

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

**Statistical and administrative information**

**13. Debtor's estimation of available funds**

Check one:

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

**14. Estimated number of creditors**

- |  |  |  |
|--|--|--|
| <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"/> 5,001-10,000  | <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 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 Xcelerated, LLC Case number (if known) \_\_\_\_\_  
Name

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

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

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


**17. Declaration and signature of authorized representative of debtor** The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

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

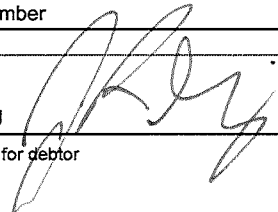
I have examined the information in this petition and have a reasonable belief that the information is true and correct.

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

Executed on 06/29/2017  
MM / DD / YYYY

/s/ Pam Lang  /s/ Pam Lang  
 Signature of authorized representative of debtor Printed name

Title Managing Member

**18. Signature of attorney**  /s/ James R. Irving  Date 06/29/2017  
 Signature of attorney for debtor MM / DD / YYYY

James R. Irving  
 Bingham Greenebaum Doll LLP  
 3500 National City Tower  
 101 South Fifth Street  
 Louisville, KY 40202

(502) 587-3606 jirving@bgdlegal.com  
 Contact phone Email address

96048 KY  
 Bar number State

April A. Wimberg  
 Bingham Greenebaum Doll LLP

(502) 587-3719 awimberg@bgdlegal.com  
 Contact phone Email address

95741 KY  
 Bar number State

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

Debtor name Xcelerated, LLC

United States Bankruptcy Court for the: Eastern District of Kentucky

Case number (If known): \_\_\_\_\_

Check if this is an amended filing

**Official Form 204**

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

12/15

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

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Xcelerated Investments, Inc. 400 Main Street, 3rd Floor LaCrosse, WI 54601		OTHER		2,474,000.00	500,000.00	1,974,000.00
2	M1 Data and Analytics, LLC 1000 NW 65th St. Ste.200 Ft. Lauderdale, FL 33309		SERVICE AGREEMENTS	Contingent Unliquidated Disputed			286,840.00
3	Authenticom, Inc. 300 Main Street Ste. 300 La Crosse, WI 54601	Steve Cottrell	ACCOUNTS PAYABLE	Contingent Unliquidated Disputed			286,000.00
4	National Auto Research d/b/a Black Book, Inc. Attn: Jared Kalfus, Sr. VP Sales PO Box 758 Gainesville, GA		ACCOUNTS PAYABLE				10,250.00
5	R.L. Polk & Co. 26933 Northwestern Hwy. Southfield, MI 48033-4703		ACCOUNTS PAYABLE				6,428.34
6	JKL Global, LLC PO Box 698 Palisades, NY 10964		ACCOUNTS PAYABLE				6,000.00
7	Time Warner Cable Attn: Legal 13820 Sunrise Valley Dr. Herndon, VA 20171		ACCOUNTS PAYABLE				104.99
8	Broadtela 1491 Polaris Pkwy. Ste. 65 Columbus, OH 43240		ACCOUNTS PAYABLE				692.00



# UNITED STATES BANKRUPTCY COURT

Eastern District of Kentucky

Debtor Xcelerated, LLC  
Name

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

## LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Fed. R. Bank. P. 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 Shares or Securities	Kind of Interest
Pensa, LLC	EQUITY		Membership in LLC

## LIST OF EQUITY SECURITY HOLDERS

# UNITED STATES BANKRUPTCY COURT

Eastern District of Kentucky

Debtor Xcelerated, LLC  
Name

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

## CORPORATE OWNERSHIP STATEMENT

1

Name and last known address or place  
of business of holder

Pensa LLC

6780 Plantation Pines Blvd.  
Fort Meyers, FL 33966

Number of Shares or  
Securities

100

CORPORATE OWNERSHIP STATEMENT



**UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF KENTUCKY  
COVINGTON DIVISION**

-----X  
 In re: : Chapter 11  
           :                    :  
 Xcelerated, LLC,<sup>1</sup> : Case No. 17-\_\_\_\_\_  
                           :                    :  
                           Debtor. : Honorable Tracey N. Wise  
 -----X

**CERTIFICATE**

June 29, 2017

The undersigned, as sole member of the member-managed Xcelerated, LLC (the “Debtor”), does hereby certify the following at and as of the date hereof:

- (i) attached as Annex A hereto is a true, accurate, and complete copy of the resolutions (the “Resolutions”) adopted by unanimous written consent earlier this month;
- (ii) such Resolutions have not been amended, modified, or rescinded since adopted, and are in full force and effect as of the date hereof.

IN WITNESS WHEREOF, the undersigned has caused this certificate to be executed as of the date first set forth above.

/s/ Pamela Lang \_\_\_\_\_  
Pamela Lang, Authorized Signatory

<sup>1</sup> The last four digits of the Debtor’s taxpayer identification number are (2949). The Debtor’s mailing address, solely for purposes of notices and communications, is 2940 Hebron Park Drive, Suite 307, Hebron Kentucky 41048.

**RESOLUTIONS OF THE MEMBERS  
OF XCELERATED, LLC**

June, 2017

The undersigned, being the authorized agent for Pensa LLC and the sole member of Xcelerated, LLC, a Florida Limited Liability Company (the "Company"), hereby adopt the following recitals and resolutions by written consent, effective as of the date set forth above, which recitals and resolutions shall have the same force and effect as if adopted in a duly convened meeting of the shareholders of the Company:

WHEREAS, the undersigned have determined that it is in the best interests of the Company to take steps to explore restructuring options for the Company.

WHEREAS, the undersigned having carefully evaluated and considered such factors and information as it has deemed necessary or appropriate in order to reach a fully informed conclusion, has determined that it is advisable and in the best interests of the Company to file a voluntary petition (the "Petition") for relief under chapter 11 of title 11 of the United States Code, and the undersigned wishes to approve such action.

NOW, THEREFORE, BE IT RESOLVED, that the Company shall be, and hereby is, authorized to file the Petition in the United States Bankruptcy Court for the Eastern District of Kentucky; and be it

FURTHER RESOLVED, that the law firm of Bingham Greenebaum Doll LLP shall be, and hereby is, retained as bankruptcy counsel for the Company; and be it


FURTHER RESOLVED, that Pam Lang, the Company's authorized agent, shall independently be, and hereby is, any other officer or representative of the Company and without any attestation required, the authorized representative of the Company with authority to execute and deliver in the Company's name and on its behalf any and all documents which are, in their opinion, necessary or desirable to take in connection with the foregoing resolution and/or preparation and/or commencement and/or administration of any chapter 11 bankruptcy proceeding of the Company; and be it

FURTHER RESOLVED, that any and all acts taken and any and all certificates, instruments, agreements or other documents executed on behalf of the Company prior to the adoption of the foregoing resolutions with regard to any of the transactions, actions, certificates, instruments, agreements or other documents authorized or approved by the foregoing resolutions be, and they hereby are, ratified, confirmed adopted and approved.

*[remainder of page intentionally left blank]*

IN WITNESS WHEREOF, the undersigned have executed these resolutions as of this date written:

Date: June 29th, 2017



Pam Lang

Pam Lang, President, Director and Shareholder,  
Pensa LLC

**UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF KENTUCKY  
COVINGTON DIVISION**

-----X  
 In re: : Chapter 11  
 :  
 Xcelerated, LLC,<sup>1</sup> : Case No. 17-\_\_\_\_\_  
 :  
 Debtor. : Honorable Tracey N. Wise  
 -----X

**NOTICE OF DESIGNATION AS COMPLEX CHAPTER 11 CASE**

On June 29, 2017, Xcelerated, LLC, the debtor and debtor-in-possession in the above-captioned bankruptcy case (the “Debtor”), filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code. The Debtor believes that this qualifies as a complex chapter 11 case, and hereby provides this *Notice of Designation as Complex Chapter 11 Case* pursuant to Local Rule 2018-2, because the Debtor has need for “first day” emergency hearings for consideration of matters vital to the survival of the business.

*[remainder of page left intentionally blank]*

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<sup>1</sup> The last four digits of the Debtor’s taxpayer identification number are (2949). The Debtor’s mailing address, solely for purposes of notices and communications, is 2940 Hebron Park Drive, Suite 307, Hebron Kentucky 41048.

Dated: June 29, 2017

Respectfully submitted,

/s/ James R. Irving

James R. Irving

April A. Wimberg

Bingham Greenebaum Doll LLP

3500 National City Tower

101 South Fifth Street

Louisville, Kentucky 40202

Telephone: (502) 587-3606

Facsimile: (502) 540-2215

E-mail: jirving@bgdlegal.com

awimberg@bgdlegal.com

*Proposed counsel to the debtor,*

*Xcelerated, LLC*