

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

United States Bankruptcy Court for the:  
 EASTERN DISTRICT OF NORTH CAROLINA

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 Stiletto Manufacturing, Inc.

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) 47-3459077

4. Debtor's address  Principal place of business  <u>107 South Water Street</u> <u>Columbia, NC 27925</u> Number, Street, City, State & ZIP Code  <u>Tyrrell</u> County	Mailing address, if different from principal place of business  <u>PO Box 417</u> <u>Columbia, NC 27925</u> P.O. Box, Number, Street, City, State & ZIP Code  Location of principal assets, if different from principal place of business  _____ Number, Street, City, State & ZIP Code
--	--

5. Debtor's website (URL) \_\_\_\_\_

6. Type of debtor

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

Partnership (excluding LLP)

Other. Specify: \_\_\_\_\_

Debtor **Stiletto Manufacturing, 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>.

3366

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

Debtor **Stiletto Manufacturing, 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 type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input checked="" 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 checked="" 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 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 Stiletto Manufacturing, 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 3/2/2018  
MM / DD / YYYY

X   
Signature of authorized representative of debtor  
Title Chief Executive Officer

Jay M. Phillips  
Printed name

**18. Signature of attorney**

X   
Signature of attorney for debtor

Date 3/2/2018  
MM / DD / YYYY

David J. Haidt 22092  
Printed name

Ayers & Haidt, PA  
Firm name

PO Box 1544  
307 Metcalf Street  
New Bern, NC 28563  
Number, Street, City, State & ZIP Code

Contact phone 252-638-2955 Email address davidhaidt@embarqmail.com

22092 NC  
Bar number and State

Fill in this information to identify the case:

Debtor name	<b>Stiletto Manufacturing, Inc.</b>
United States Bankruptcy Court for the:	<b>EASTERN DISTRICT OF NORTH CAROLINA</b>
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
Albemarle Commission ATTN: Managing Agent/Officer 512 South Church Street Hertford, NC 27944						<b>\$30,699.79</b>
BlueDoor Capital Partners ATTN: Managing Agent/Officer 5265 Sunset Lake Rd. #5 Holly Springs, NC 27540						<b>\$12,000.00</b>
C-Tech, Ltd. ATTN: Managing Agent/Officer 551 Rosebank Road Avondale Auckland 1026 New Zealand						<b>\$27,167.97</b>
Calfee Engineering ATTN: Managing Agent/Officer 3048 Martin's Point Road Kitty Hawk, NC 27949-3816						<b>\$6,926.76</b>
Capital Outdoor, Inc. ATTN: Managing Agent/Officer PO Box 309 Zebulon, NC 27597						<b>\$4,025.00</b>

Debtor **Stiletto Manufacturing, Inc.**  
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Core Composites/ROM Dev. Corp. ATTN: Managing Agent/Officer 108 Tupelo Street Bristol, RI 02809						\$3,833.33
Eugene Konikov 1187 Quick Rabbit Loop Charleston, SC 29414-9103						\$79,500.00
Harbor Welding ATTN: Managing Agent/Officer PO Box 698 Wanchese, NC 27981-0698						\$5,069.46
Hexcel Reinforcements UK Ltd ATTN: Managing Agent/Officer 281 Tresser Blvd., 16th Floor Stamford, CT 06901-3261						\$6,476.90
Internal Revenue Service ATTN: Bankruptcy Department PO Box 21126 Philadelphia, PA 19114						\$71,298.99
Jay M. Phillips 340 Soundview Drive Kill Devil Hills, NC 27948		Unpaid employment compensation				\$29,407.25
Jay M. Phillips 340 Soundview Drive Kill Devil Hills, NC 27948		Capital contribution				\$10,000.00
Johnson Mizelle Straub & Murphy, LL ATTN: Managing Agent/Officer 4016 N. Croatan Hwy. Kitty Hawk, NC 27949		former CPA				\$4,517.00

Debtor **Stiletto Manufacturing, Inc.**  
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Margaret S. Phillips 340 Soundview Drive Kill Devil Hills, NC 27948						\$27,140.30
Matthew Jason Buckley 1105 Swallow Falls Lane Raleigh, NC 27614						\$40,941.78
North Carolina Dept. of Revenue Office Services Div/Bankruptcy Unit PO Box 1168 Raleigh, NC 27602-1168						\$17,340.26
RDH Composites ATTN: Managing Agent/Officer 13 Austin Lane Little Compton, RI 02837						\$11,665.00
Robin J. Fleming 6304 Castlebrook Drive Raleigh, NC 27604						\$52,653.89
Timothy Britton PO Box 422 Peru, VT 05152		Stiletto Xf XSMJX001H616		\$100,000.00	\$0.00	\$100,000.00
Whitacre Yacht Design ATTN: Managing Agent/Officer 1352 Walnut Ave. Annapolis, MD 21403						\$9,575.00

**United States Bankruptcy Court  
Eastern District of North Carolina**

In re Stiletto Manufacturing, Inc. Debtor(s) Case No. \_\_\_\_\_  
Chapter 11

**VERIFICATION OF CREDITOR MATRIX**

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

Date: March 2, 2018

  
\_\_\_\_\_  
Jay M. Phillips/Chief Executive Officer  
Signer/Title



Akiva Basnight  
56 Basnight Lane  
Columbia, NC 27925

CapitalNexus, LLC  
ATTN: Managing Agent/Officer  
2101 Queens Rd W.  
Charlotte, NC 28207-2709

Dominion Power  
ATTN: Managing Agent/Officer  
PO Box 26543  
Richmond, VA 23290-0001

Albemarle Commission  
ATTN: Managing Agent/Officer  
512 South Church Street  
Hertford, NC 27944

Clemente J. Rivera  
401 N. Road Street  
Columbia, NC 27925

Endurance Technologies  
ATTN: Managing Agent/Officer  
275 Bridgepoint Way  
South Saint Paul, MN 55075

Aldridge Seawell Malarney & Twichel  
ATTN: Managing Agent/Officer  
PO Box 339  
Manteo, NC 27954

Colligo Marine  
ATTN: Managing Agent/Officer  
1165 Highland Way  
Grover Beach, CA 93433

Erica Spencer  
880 Chapel Hill Road  
Columbia, NC 27925

Barry Harker  
376 Alexander Drive  
Scranton, NC 27875

Complete Payment Recovery Services,  
ATTN: Managing Agent/Officer  
3500 5th Street  
Northport, AL 35476

Ernest L. Wright, III  
990 Soundside Road  
Manteo, NC 27954

BlueDoor Capital Partners  
ATTN: Managing Agent/Officer  
5265 Sunset Lake Rd. #5  
Holly Springs, NC 27540

Composites One, LLC  
ATTN: Managing Agent/Officer  
467 Lakeshore Pkwy.  
Rock Hill, SC 29730-4205

Eugene Konikov  
1187 Quick Rabbit Loop  
Charleston, SC 29414-9103

Brandon Corrales Jimenez  
401 North Road Street  
Columbia, NC 27925

Core Composites/ROM Dev. Corp.  
ATTN: Managing Agent/Officer  
108 Tupelo Street  
Bristol, RI 02809

Ferrellgas  
ATTN: Managing Agent/Officer  
PO Box 173940  
Denver, CO 80217-3940

C-Tech, Ltd.  
ATTN: Managing Agent/Officer  
551 Rosebank Road  
Avondale Auckland 1026 New Zealand

Devin Kilgore  
3391 Chapel Hill Road  
Columbia, NC 27925

GSM Properties, LLC  
ATTN: Managing Agent/Officer  
8930 NC 39 Hwy  
Zebulon, NC 27597

Calfee Engineering  
ATTN: Managing Agent/Officer  
3048 Martin's Point Road  
Kitty Hawk, NC 27949-3816

Devin Phelps  
3391 Chapel Hill Road  
Columbia, NC 27925

Hannah Linton  
5543 Southside Road  
Columbia, NC 27925

Capital Outdoor, Inc.  
ATTN: Managing Agent/Officer  
PO Box 309  
Zebulon, NC 27597

Dianette Lewis  
702 US Highway 64W  
Olde Towne Apt. 1D  
Plymouth, NC 27962

Harbor Welding  
ATTN: Managing Agent/Officer  
PO Box 698  
Wanchese, NC 27981-0698

Heriberto Guierrez  
401 North Road Street  
Columbia, NC 27925

Kameron Dunbar  
6344 Highway 94 North  
Columbia, NC 27925

Mark VanNote  
309 N. Water Street  
Columbia, NC 27925

Hexcel Reinforcements UK Ltd  
ATTN: Managing Agent/Officer  
281 Tresser Blvd., 16th Floor  
Stamford, CT 06901-3261

Kareem Bellamy  
1219 Highway 64 East  
Columbia, NC 27925

Matthew Jason Buckley  
1105 Swallow Falls Lane  
Raleigh, NC 27614

Hornthal, Riley, Ellis & Maland, LL  
ATTN: Managing Agent/Officer  
2502 South Croatan Highway  
Nags Head, NC 27959

Keisha Basnight  
PO Box 508  
Columbia, NC 27925

McMaster-Carr  
ATTN: Managing Agent/Officer  
PO Box 7690  
Chicago, IL 60680-7690

Internal Revenue Service  
ATTN: Bankruptcy Department  
PO Box 21126  
Philadelphia, PA 19114

Kincaid & Associates, PLLC  
ATTN: Managing Agent/Officer  
5215 Junction Circle, Suite 100  
Wilmington, NC 28412

MediaCom  
ATTN: Managing Agent/Officer  
910 Highway 32 South  
Plymouth, NC 27962

Jay M. Phillips  
340 Soundview Drive  
Kill Devil Hills, NC 27948

Lawrence McKenzie  
342 Raccoon Road  
Columbia, NC 27925

Mica N. Worthy, Esq.  
Cranfill Sumner & Hartzog, LLP  
PO Box 30787  
Charlotte, NC 28211

Johnnie R. Sykes  
5045 Newland Road  
Columbia, NC 27925

Liberty Mutual Insurance  
ATTN: Managing Agent/Officer  
1511 Sunday Drive, Ste. 200  
Raleigh, NC 27607

NC Department of Commerce, DE  
ATTN: Managing Agent/Officer  
PO Box 26504  
Raleigh, NC 27611

Johnson Mizelle Straub & Murphy, LL  
ATTN: Managing Agent/Officer  
4016 N. Croatan Hwy.  
Kitty Hawk, NC 27949

Luther H. Daniels  
990 Soundside Road  
Columbia, NC 27925

NC Employment Security Commiss  
ATTN: Managing Agent/Officer  
PO Box 26504  
Raleigh, NC 27611

Jose Lopez  
105 Main Street  
Columbia, NC 27925

Margaret Liverman  
91 Majestic Elm Lane  
Columbia, NC 27925

North Beach Sun  
ATTN: Managing Agent/Officer  
115 W. Meadowlark Street  
Kill Devil Hills, NC 27948

Joseph Reeder  
3020 Travis Road  
Columbia, NC 27925

Margaret S. Phillips  
340 Soundview Drive  
Kill Devil Hills, NC 27948

North Carolina Dept. of Revenue  
Office Services Div/Bankruptcy Unit  
PO Box 1168  
Raleigh, NC 27602-1168

Pablo A. Arce  
415 Road Street  
Columbia, NC 27925

Secretary of Treasury  
ATTN: Managing Agent/Officer  
1500 Pennsylvania Ave., NW  
Washington, DC 20220

Whitacre Yacht Design  
ATTN: Managing Agent/Officer  
1352 Walnut Ave.  
Annapolis, MD 21403

Pledger Hardware  
ATTN: Managing Agent/Officer  
PO Box 64  
Columbia, NC 27925

Southern Spars  
ATTN: Managing Agent/Officer  
22 Bolt Ave.  
Montague Gardens Minerton 7435

Poyner Spruill, LLP  
ATTN: Managing Agent/Officer  
PO Box 1801  
Raleigh, NC 27602-1801

Stanley Basnight  
388 Road Street  
Columbia, NC 27925

Ramona Robinson  
509 E.R. Daniels Road  
Wanchese, NC 27981

TFS Leasing  
ATTN: Managing Agent/Officer  
PO Box 41602  
Philadelphia, PA 19101-1602

Raul Landero  
411 Martha Street  
Columbia, NC 27925

Timothy Britton  
PO Box 422  
Peru, VT 05152

RDH Composites  
ATTN: Managing Agent/Officer  
13 Austin Lane  
Little Compton, RI 02837

Town of Columbia  
ATTN: Managing Agent/Officer  
PO Box 361  
Columbia, NC 27925

Roanoke Chowan Health Center  
ATTN: Managing Agent/Officer  
PO Box 669  
Ahoskie, NC 27910

Tyler Colson  
309 North Broad Street  
Columbia, NC 27925

Robin J. Fleming  
6304 Castlebrook Drive  
Raleigh, NC 27604

Tyrrell County Tax Collector  
ATTN: Managing Agent/Officer  
208 S. Water Street  
Columbia, NC 27925

Rudy Liverman  
101 California Road  
Columbia, NC 27925

Walter E. Daniels, Esq.  
Daniels & Daniels, PA  
PO Drawer 12218  
Durham, NC 27709

United States Bankruptcy Court  
Eastern District of North Carolina

In re Stiletto Manufacturing, Inc.  
Debtor(s)

Case No. \_\_\_\_\_  
Chapter 11

**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

I, **Jay M. Phillips**, declare under penalty of perjury that I am the **Chief Executive Officer** of **Stiletto Manufacturing, Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the \_\_\_ day of \_\_, 20\_\_.

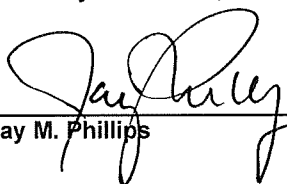
"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Jay M. Phillips**, **Chief Executive Officer** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Jay M. Phillips**, **Chief Executive Officer** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Jay M. Phillips**, **Chief Executive Officer** of this Corporation is authorized and directed to employ **David J. Haidt 22092**, attorney and the law firm of **Ayers & Haidt, PA** to represent the corporation in such bankruptcy case."

Date March 2, 2018

Signed   
Jay M. Phillips

**Resolution of Board of Directors  
of  
Stiletto Manufacturing, Inc.**

Pursuant to North Carolina General Statute Section 55-8-24, and in accordance with the Company's Bylaws, the undersigned, being at least a majority of the Directors of Stiletto Manufacturing, Inc. (the "Company"), do hereby adopt the following resolutions by affixing our signatures thereto:

**WHEREAS**, the members of the Board of Directors ("Board") of the Company have reviewed the existing financial status of the Company and consulted with legal counsel; and

**WHEREAS**, in accordance with the provisions of Section 2.15 of the Company's Bylaws, a majority of the Board is in agreement that given the financial status of Stiletto Manufacturing, Inc., the Company should seek relief pursuant to a Petition under Chapter 11 of the United States Bankruptcy Code and that said Petition should be filed as soon as is practicable; and

**WHEREAS**, the Board concludes that the Company should retain David J. Haidt, of Ayers & Haidt, P.A., for the purpose of providing legal representation regarding the preparation of said Petition and throughout the Chapter 11 proceeding; and

**NOW, THEREFORE, BE IT RESOLVED** that the Company, Stiletto Manufacturing, Inc., hereby elects to undertake all necessary action to accomplish the filing of a voluntary petition for relief pursuant to Chapter 11 of the United States Bankruptcy Code, and the President of said corporation is hereby authorized to execute and file any and all documentation necessary to accomplish the filing of said Petition and operation of the Company as a Chapter 11 Debtor.

**BE IT FURTHER RESOLVED** that the Company, Stiletto Manufacturing, Inc., hereby elects to retain the legal services of David J. Haidt, of Ayers & Haidt, P.A., for the purpose of preparing said Petition and as necessary thereafter during the Chapter 11 proceeding.

These actions are effective this the 8<sup>th</sup> day of February, 2018.

**Directors:**

  
\_\_\_\_\_  
Jay Phillips, Chairman

  
\_\_\_\_\_  
Meg Phillips

\_\_\_\_\_  
Mark Elliot

**Resolution of Board of Directors  
of  
Stiletto Manufacturing, Inc.**

Pursuant to North Carolina General Statute Section 55-8-24, and in accordance with the Company's Bylaws, the undersigned, being at least a majority of the Directors of Stiletto Manufacturing, Inc. (the "Company"), do hereby adopt the following resolutions by affixing our signatures thereto:

**WHEREAS**, the members of the Board of Directors ("Board") of the Company have reviewed the existing financial status of the Company and consulted with legal counsel; and

**WHEREAS**, in accordance with the provisions of Section 2.15 of the Company's Bylaws, a majority of the Board is in agreement that given the financial status of Stiletto Manufacturing, Inc., the Company should seek relief pursuant to a Petition under Chapter 11 of the United States Bankruptcy Code and that said Petition should be filed as soon as is practicable; and

**WHEREAS**, the Board concludes that the Company should retain David J. Haidt, of Ayers & Haidt, P.A., for the purpose of providing legal representation regarding the preparation of said Petition and throughout the Chapter 11 proceeding; and

**NOW, THEREFORE, BE IT RESOLVED** that the Company, Stiletto Manufacturing, Inc., hereby elects to undertake all necessary action to accomplish the filing of a voluntary petition for relief pursuant to Chapter 11 of the United States Bankruptcy Code, and the President of said corporation is hereby authorized to execute and file any and all documentation necessary to accomplish the filing of said Petition and operation of the Company as a Chapter 11 Debtor.

**BE IT FURTHER RESOLVED** that the Company, Stiletto Manufacturing, Inc., hereby elects to retain the legal services of David J. Haidt, of Ayers & Haidt, P.A., for the purpose of preparing said Petition and as necessary thereafter during the Chapter 11 proceeding.

These actions are effective this the 8<sup>th</sup> day of February, 2018.

**Directors:**

-----

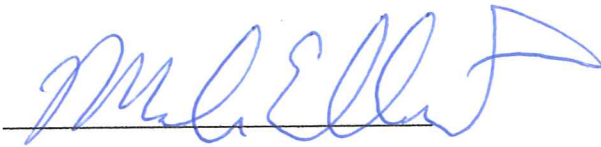
-----

J a y

P h i l l i p s ,

C h a i r m a n

Meg Phillips



Mark Elliot