

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NEVADA

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 LEAP FORWARD GAMING, 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) 27-3073324

| | | |
|---------------------|--|---|
| 4. Debtor's address | Principal place of business | Mailing address, if different from principal place of business |
| | <u>10589 DOUBLE R BOULEVARD</u> <u>RENO, NV 89521</u> Number, Street, City, State & ZIP Code | P.O. Box, Number, Street, City, State & ZIP Code |
| | <u>Washoe</u> County | Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code |

5. Debtor's website (URL) www.leapforwardgaming.com

6. Type of debtor

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- Partnership (excluding LLP)
- Other. Specify: _____

Debtor **LEAP FORWARD GAMING, 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>.

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

16. Estimated liabilities

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

Debtor LEAP FORWARD GAMING, 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 July 7, 2016
MM / DD / YYYY

X Darby Bryant
Signature of authorized representative of debtor

DARBY BRYANT
Printed name

Title CFO/CONTROLLER

18. Signature of attorney

X /s/ Jeffrey L. Hartman
Signature of attorney for debtor

Date July 7, 2016
MM / DD / YYYY

Jeffrey L. Hartman, Esq.
Printed name

Hartman & Hartman
Firm name

510 W. Plumb Lane
Suite B
Reno, NV 89509
Number, Street, City, State & ZIP Code

Contact phone (775) 324-2800 Email address notices@bankruptcyreno.com;
sjl@bankruptcyreno.com

1607
Bar number and State

**ACTION BY WRITTEN CONSENT OF THE BOARD
OF DIRECTORS OF LEAP FORWARD GAMING, INC.**

In accordance with Sections 78.315(2) and 78.320(2) of the Nevada Revised Statutes (“NRS”), the undersigned, being all of the members of the Board of Directors of LEAP FORWARD GAMING, INC., a Nevada corporation (“LFG”), adopts the following resolutions by written consent, effective for all purposes as of the 28th day of June, 2016 :

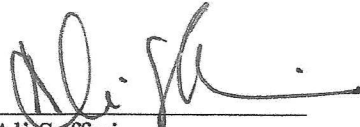
WHEREAS, it is in best interest of LFG to file a voluntary petition in the United States Bankruptcy Court, District of Nevada (Reno) pursuant to Chapter 11 of Title 11 of the United States Code;

NOW, THEREFORE, BE IT RESOLVED that Ali Saffari, President and Director of LFG, shall be and hereby is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case in the United States Bankruptcy Court on behalf of the Company; and

BE IT FURTHER RESOLVED that Ali Saffari is authorized and directed to appear in all bankruptcy proceedings on behalf of LFG, and to otherwise perform any and all acts and deeds as required in connection with the Chapter 11 petition; and

BE IT FINALLY RESOLVED that LFG is authorized and directed to retain the law firm of Hartman & Hartman to represent it in all matters in connection with the filing and processing of the Chapter 11 petition.

IN WITNESS WHEREOF, this Written Consent was executed effective as of the date first written above.



Ali Saffari,
President and Director
Leap Forward Gaming, Inc.

Fill in this information to identify the case:

Debtor name LEAP FORWARD GAMING, INC.
United States Bankruptcy Court for the: DISTRICT OF NEVADA
Case number (if known) _____

Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

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

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

Declaration and signature

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

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

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

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

Executed on July 8, 2016

X /s/ DARBY BRYANT

Signature of individual signing on behalf of debtor

DARBY BRYANT

Printed name

CFO/CONTROLLER

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **LEAP FORWARD GAMING, INC.**
 United States Bankruptcy Court for the: **DISTRICT OF NEVADA**
 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 |
| Andrew Hostetler 9350 Double R Boulevard Apt. 2913 Reno, NV 89521 | | Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | | | \$1,960.46 |
| Arrow OEM Computing Solutions PO Box 600000 File 21174 San Francisco, CA 94160-1174 | | Self-reported Windows software license, 1 per "SCC" box built by LFG | | | | \$142,670.00 |
| Bradley Smith 11660 Campo Rico Lane Sparks, NV 89441 | | Paid time off plus accrued pay on date of filing | | | | \$4,314.16 |
| Cavour Claypool 800 Quincy Street Reno, NV 89512 | | Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | | | \$447.12 |
| Craig Paulsen 13301 Crest Valley Drive Reno, NV 89511 | | Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy; \$12,383.06 is wages; \$20,000.00 is bonus | | | | \$32,283.06 |
| Ernest W. Moody Revocable Trust 175 E. Reno Avenue Suite C-6 Las Vegas, NV 89119 | | Subordinated loans, with interest to date of filing | | | | \$6,883,398.00 |

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known)

Name

| 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 |
| Hitachi High Technologies America Systems Product Division PO Box 2203 Greenville, SC 29602 | | Unauthorized shipment of product; vendor refused return (\$63,328); plus invoice for remaining, not yet delivered product (\$53,531) | Disputed | | | \$116,859.00 |
| James "Mike" Ford 7607 Water View Way Reno, NV 89511 | | Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | | | \$82.21 |
| Latham & Watkins LLP 12670 High Bluff Drive San Diego, CA 92130 | | Legal fees for 2013 acquisition offer | | | | \$240,000.00 |
| Matthew Kovnot 13301 Moquith Court Reno, NV 89521 | | Paid time off plus accrued pay on date of filing | | | | \$643.85 |
| MIHI LLC 125 W. 55th Street, 20th Floor New York, NY 10019 | arvind.admal@macquarie.com | All property, of any type | | \$12,220,822.00 | \$2,461,286.00 | \$9,759,536.00 |
| MIHI LLC 125 W. 55th Street, 20th Floor New York, NY 10019 | | Loan | | | | \$3,214,413.00 |
| Thunder Valley Casino Resort 1200 Athens Avenue Lincoln, CA 95648 | | 50% deposit on sales order | | | | \$1,812,500.00 |
| Timothy Aragon 5203 Palo Alto Circle Sparks, NV 89436 | | Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | | | \$1,960.46 |
| Tom Quick 955-B Round House Lane Carson City, NV 89701 | | Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | | | \$12,259.60 |
| Venetian Macau Limited Estrada de Baia de N. Senhora de Esperanca Taipa, Macau | | 100% deposit on sales order | | | | \$1,010,982.00 |

Debtor LEAP FORWARD GAMING, 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 |
| Washoe County Treasurer PO Box 30039 Reno, NV 89520-3039 | | Personal property taxes | | | | \$3,000.00 |

Fill in this information to identify the case:

Debtor name LEAP FORWARD GAMING, INC.

United States Bankruptcy Court for the: DISTRICT OF NEVADA

Case number (if known) _____

Check if this is an amended filing

**Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals**

12/15

Part 1: Summary of Assets

1. **Schedule A/B: Assets-Real and Personal Property** (Official Form 206A/B)

| | |
|---|------------------------|
| 1a. Real property: Copy line 88 from <i>Schedule A/B</i> | \$ <u>0.00</u> |
| 1b. Total personal property: Copy line 91A from <i>Schedule A/B</i> | \$ <u>2,461,286.00</u> |
| 1c. Total of all property: Copy line 92 from <i>Schedule A/B</i> | \$ <u>2,461,286.00</u> |

Part 2: Summary of Liabilities

| | |
|--|--------------------------|
| 2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i> | \$ <u>12,220,822.00</u> |
| 3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F) | |
| 3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of <i>Schedule E/F</i> | \$ <u>180,964.00</u> |
| 3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of <i>Schedule E/F</i> | +\$ <u>13,620,822.00</u> |
| 4. Total liabilities Lines 2 + 3a + 3b | \$ <u>26,022,608.00</u> |

Fill in this information to identify the case:

Debtor name LEAP FORWARD GAMING, INC.

United States Bankruptcy Court for the: DISTRICT OF NEVADA

Case number (if known) _____

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
- Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest
\$400.00

2. **Cash on hand**

3. **Checking, savings, money market, or financial brokerage accounts** (Identify all)
Name of institution (bank or brokerage firm) Type of account Last 4 digits of account number

3.1. Wells Fargo, N.A. Operating 3947 \$24,000.00

3.2. Wells Fargo, N.A. payroll 3949 \$98,000.00

3.3. Wells Fargo, N.A. money market 5194 \$494,048.00

4. **Other cash equivalents** (Identify all)

5. **Total of Part 1.**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$616,448.00

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
- Yes Fill in the information below.

7. **Deposits, including security deposits and utility deposits**
Description, including name of holder of deposit

Debtor LEAP FORWARD GAMING, INC.
Name

Case number (If known) _____

7.1. 1 month's rent deposit, to landlord TDCI Holdings \$9,027.00

7.2. Sales tax deposit \$501.00

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

8.1. Various insurance policies (See attachment to this Schedule) \$11,420.00

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

| |
|--------------------|
| \$20,948.00 |
|--------------------|

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
- Yes Fill in the information below.

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
- Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
- Yes Fill in the information below.

| | General description | Date of the last physical inventory | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|-----|--|-------------------------------------|---|---|------------------------------------|
| 19. | Raw materials Cables, board for slot project | 12/31/2015 | \$216,440.00 | Book value | \$216,440.00 |
| 20. | Work in progress | | | | |
| 21. | Finished goods, including goods held for resale SCC & PiP boxes for slot product | 12/31/2015 | \$299,250.00 | Book value | \$299,250.00 |
| 22. | Other inventory or supplies 50% deposit for 2,000 PIP boxes | n/a | \$302,000.00 | Book value | \$302,000.00 |

Debtor LEAP FORWARD GAMING, INC.
Name

Case number (If known) _____

23. **Total of Part 5.** **\$817,690.00**
Add lines 19 through 22. Copy the total to line 84.

24. **Is any of the property listed in Part 5 perishable?**
 No
 Yes

25. **Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**
 No
 Yes. Book value _____ Valuation method _____ Current Value _____

26. **Has any of the property listed in Part 5 been appraised by a professional within the last year?**
 No
 Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. **Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- No. Go to Part 7.
- Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. **Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- No. Go to Part 8.
- Yes Fill in the information below.

| | General description | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|-----|--|---|---|------------------------------------|
| 39. | Office furniture 14 cubicles, 14 office desks, and 2 conference tables | \$0.00 | Estimate | \$3,000.00 |
| 40. | Office fixtures Refrigerator and TV | \$0.00 | Estimate | \$200.00 |
| 41. | Office equipment, including all computer equipment and communication systems equipment and software Computers, printers, servers | \$0.00 | Estimate | \$3,000.00 |

42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.** **\$6,200.00**
Add lines 39 through 42. Copy the total to line 86.

44. **Is a depreciation schedule available for any of the property listed in Part 7?**
 No
 Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

Debtor LEAP FORWARD GAMING, INC.
Name

Case number (If known) _____

- No
- Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- No. Go to Part 9.
- Yes Fill in the information below.

Part 9: Real property

54. Does the debtor own or lease any real property?

- No. Go to Part 10.
- Yes Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

| Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building, if available. | Nature and extent of debtor's interest in property | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|---|--|---|---|------------------------------------|
| 55.1. 10589 Double R Boulevard, Reno, Nevada | Leasehold | \$0.00 | | \$0.00 |

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

| |
|---------------|
| \$0.00 |
|---------------|

57. Is a depreciation schedule available for any of the property listed in Part 9?

- No
- Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- No
- Yes

Part 10: Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- No. Go to Part 11.
- Yes Fill in the information below.

| General description | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|--|---|---|------------------------------------|
| 60. Patents, copyrights, trademarks, and trade secrets Patents (see attachment to this schedule) plus source code | \$0.00 | Estimate | \$1,000,000.00 |

61. Internet domain names and websites

Debtor LEAP FORWARD GAMING, INC. Case number (if known) _____
Name

www.leapforwardgaming.com \$0.00 \$0.00

- 62. Licenses, franchises, and royalties
- 63. Customer lists, mailing lists, or other compilations
- 64. Other intangibles, or intellectual property
- 65. Goodwill

66. **Total of Part 10.** **\$1,000,000.00**
 Add lines 60 through 65. Copy the total to line 89.

67. **Do your lists or records include personally identifiable information of customers** (as defined in 11 U.S.C. §§ 101(41A) and 107?)

- No
- Yes

68. **Is there an amortization or other similar schedule available for any of the property listed in Part 10?**

- No
- Yes

69. **Has any of the property listed in Part 10 been appraised by a professional within the last year?**

- No
- Yes

Part 11: All other assets

70. **Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- No. Go to Part 12.
- Yes Fill in the information below.

Current value of debtor's interest

71. **Notes receivable**
 Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**
 Description (for example, federal, state, local)
Debtor has over \$23M in NOLs from 2010 to 2015. However, purchaser plans an asset purchase so NOLs don't apply. Instead, purchaser will amortize its own goodwill.

Tax year _____ \$0.00

73. **Interests in insurance policies or annuities**

74. **Causes of action against third parties (whether or not a lawsuit has been filed)**

Lawsuit against Andrew G. Novotak, Jr. \$0.00

| | |
|-------------------------|--|
| Nature of claim | Fraudulent actions to destroy LFG's financial condition (lawsuit) |
| Amount requested | <u>\$0.00</u> |

75. **Other contingent and unliquidated claims or causes of action of**

Debtor LEAP FORWARD GAMING, INC.
Name

Case number (If known) _____

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

| Type of property | Current value of personal property | Current value of real property |
|---|------------------------------------|--|
| 80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i> | <u>\$616,448.00</u> | |
| 81. Deposits and prepayments. <i>Copy line 9, Part 2.</i> | <u>\$20,948.00</u> | |
| 82. Accounts receivable. <i>Copy line 12, Part 3.</i> | <u>\$0.00</u> | |
| 83. Investments. <i>Copy line 17, Part 4.</i> | <u>\$0.00</u> | |
| 84. Inventory. <i>Copy line 23, Part 5.</i> | <u>\$817,690.00</u> | |
| 85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i> | <u>\$0.00</u> | |
| 86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i> | <u>\$6,200.00</u> | |
| 87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i> | <u>\$0.00</u> | |
| 88. Real property. <i>Copy line 56, Part 9.....></i> | | <u>\$0.00</u> |
| 89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i> | <u>\$1,000,000.00</u> | |
| 90. All other assets. <i>Copy line 78, Part 11.</i> | + <u>\$0.00</u> | |
| 91. Total. Add lines 80 through 90 for each column | <u>\$2,461,286.00</u> | + 91b. <u>\$0.00</u> |
| 92. Total of all property on Schedule A/B. Add lines 91a+91b=92 | | <u>\$2,461,286.00</u> |

| Forward Gaming- Insurance Policies | | | | | |
|------------------------------------|------------------------|---|--|----------------------------------|-------------------------------|
| Policy Term: | Policy # | Coverage Type & Carrier | Policy Limits / Coverage Amount | Payoff payment | Payoff date |
| 8/30/15 to 8/30/16 | 53SBAZU3921 | Property <i>Carrier: Hartford</i> | Limit: Varies per loc. Deductible \$500 | \$5,410.00 | 10/8/2015 |
| 3/11/15 to 3/11/16 | BAS55542843 | Hired & Non-Owned Auto <i>Carrier: Colorado Casualty</i> | Limit \$1,000,000 Deductible \$0 | \$229.00 <i>\$18.62</i> | 3/13/2015 <i>3/10/2016</i> |
| <i>...then month-to-month</i> | | | | <i>↓per month</i> | <i>↓last pmt</i> |
| 3/11/15 to 3/11/16 | GL1040847 | General Liability <i>Carrier: Colorado Casualty</i> | Each Occurrence: \$1,000,000 Personal/Advertising Injury: \$1,000,000 Damage to Rented Premises: \$500,000 Products/Completed Ops Aggregate:2,000,000 General Aggregate: \$2,000,000 Medical Payments: \$15,000 Deductible \$0 | \$13,482.00 <i>\$1,130.00</i> | 10/6/2015 <i>4/11/2016</i> |
| <i>...then month-to-month</i> | | | | <i>↓per month</i> | <i>↓next pmt</i> |
| 3/11/15 to 3/11/16 | CU8956918 | Umbrella <i>Carrier: Colorado Casualty</i> | Each Occurrence: \$1,000,000 Aggregate Limit: \$1,000,000 Retention: \$10,000 | \$3,994.00 <i>\$330.00</i> | 10/6/2015 <i>4/11/2016</i> |
| <i>...then month-to-month</i> | | | | <i>↓per month</i> | <i>↓next pmt</i> |
| 4/28/15 to 4/28/16 | 53MSZN8523 | Trip Transit <i>Carrier: Hartford,Inland Marine</i> | Limit of Insurance: \$4,000,000 (policy based on \$1,000,000 in shipped goods from 4/28/15 to 4/28/16) Rate \$0.478 per \$100 of values shipped Deductible \$2,500 | \$2,011.00 | 10/8/2015 |
| 9/28/15 to 6/18/16 | CH15DOL615067IV | Management Liability D&O, Employment Practices | D&O Limit \$1,000,000 / Ded \$50,000 EPL Limit \$1,000,000/Ded \$50,000 | \$10,815.00 | 10/7/2015 |

LEAP FORWARD GAMING, SCHEDULE A/B, PART 10, QUESTION 60, 1.1(f)

**SCHEDULE 1.1(F)
TRADEMARKS**

| Registration Number | Application Number | Title | Filing Date | Issue Date | Expiration Date |
|----------------------------|---------------------------|--------------------------------|--------------------|-------------------|------------------------|
| 3922979 | 85080283 | SafariNet | 7/8/10 | 2/22/11 | 2/22/21 |
| 4001192 | 85079485 | Leap Forward Gaming | 7/7/10 | 7/26/11 | 7/26/21 |
| 4072839 | 85149199 | Leap Forward (logo) | 10/10/10 | 12/20/11 | 12/20/21 |
| 4503381 | 85887841 | SmartTable | 3/27/13 | 3/25/14 | 3/25/24 |
| 4503382 | 85887901 | Patron Display Interface | 3/27/13 | 3/25/14 | 3/25/24 |
| 4172219 | 85-091379 | Shahrazad | 7/23/10 | 7/10/12 | 7/10/22 |
| 4576139 | 85-142582 | Smartfloor | 9/30/10 | 7/29/14 | 7/29/24 |

LEAP FORWARD GAMING, SCHEDULE A/B, PART 10, QUESTION 60, 1.1(h)

SCHEDULE 1.1(H)
PATENTS

| Patent Num. | Appl. Num. | Title | Priority | Issue Date |
|-------------|------------|---|----------|------------|
| 8,083,592 | 12/943,792 | Apparatus and method for retrofitting candle devices on a gaming machine | 2/10/10 | 12/27/11 |
| 8,088,014 | 12/943,789 | Gaming device and method for wireless gaming system providing non-intrusive processes | 2/10/10 | 1/3/12 |
| 8,241,119 | 12/943,797 | Candle devices for gaming machines | 2/10/10 | 8/14/12 |
| 8,282,480 | 13/327,566 | Candle device for providing transaction verification on a gaming machine | 2/10/10 | 10/9/12 |
| 8,317,604 | 13/294,064 | Apparatus and method for retrofitting candle devices on a gaming machine | 2/10/10 | 11/27/12 |
| 8,336,697 | 12/943,798 | Device health monitoring for gaming machines | 2/10/10 | 12/25/12 |
| 8,371,937 | 13/300,344 | Gaming device and method for wireless gaming system providing non-intrusive processes | 2/10/10 | 2/12/13 |
| 8,460,091 | 13/086,218 | Remote power reset feature on a gaming machine | 2/10/10 | 6/11/13 |
| 8,479,908 | 13/671,394 | Device health monitoring for gaming machines | 2/10/10 | 7/9/13 |
| 8,696,430 | 13/890,692 | Device health monitoring for gaming machines | 2/10/10 | 4/15/14 |
| 8,696,449 | 13/738,774 | Gaming device and method for wireless gaming system... | 2/10/10 | 4/15/14 |
| 8,814,681 | 13/327,584 | Candle device for generating display interfaces... | 2/10/10 | 8/26/14 |
| 8,814,706 | 14/027,111 | Radio candle mount | 2/10/10 | 8/26/14 |
| 8,882,589 | 14/207,476 | Device health monitoring for gaming machines | 2/10/10 | 11/11/14 |
| 8,968,086 | 14/027,112 | Video processing and signal routing apparatus... | 2/10/10 | 3/3/15 |
| 9,022,861 | 14/320,250 | Device health monitoring for gaming machines | 2/10/10 | 5/5/15 |
| 9,245,419 | 14/710,549 | Lottery games on an electronic gaming machine | 2/10/10 | 1/26/16 |
| 9,240,100 | 14/043,724 | Method and apparatus for video display... | 2/10/10 | 1/19/16 |
| Pending | 14/608,149 | Video processing and signal routing apparatus ... | 2/10/10 | TBD |
| Pending | 14/949,982 | Lottery games on an electronic gaming machine | 2/10/10 | TBD |
| Published | 14/970,332 | Method and apparatus for video display... | 2/10/10 | TBD |

Fill in this information to identify the case:

Debtor name LEAP FORWARD GAMING, INC.

United States Bankruptcy Court for the: DISTRICT OF NEVADA

Case number (if known) _____

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

| | | Column A | Column B |
|--|---|--|--|
| | | Amount of claim | Value of collateral that supports this claim |
| | | Do not deduct the value of collateral. | |
| <p>2.1 MIHI LLC</p> <p>Creditor's Name 125 W. 55th Street, 20th Floor New York, NY 10019</p> <p>Creditor's mailing address</p> <p>arvind.admal@macquarie.com</p> <p>Creditor's email address, if known</p> <p>Date debt was incurred 5/6/2013</p> <p>Last 4 digits of account number</p> <p>Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.</p> | <p>Describe debtor's property that is subject to a lien All property, of any type</p> <hr/> <p>Describe the lien \$10M senior secured loan, with accompanying security agreement</p> <p>Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p>As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p> | <p>\$12,220,822.00</p> | <p>\$2,461,286.00</p> |

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. **\$12,220,822.00**

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

| Name and address | On which line in Part 1 did you enter the related creditor? | Last 4 digits of account number for this entity |
|------------------|---|---|
| | | |

Fill in this information to identify the case:

Debtor name LEAP FORWARD GAMING, INC.

United States Bankruptcy Court for the: DISTRICT OF NEVADA

Case number (if known) _____

Check if this is an amended filing

Official Form 206E/F
Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

No. Go to Part 2.

Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

| | | | Total claim | Priority amount |
|-----|--|--|--------------------|--------------------|
| 2.1 | Priority creditor's name and mailing address Ali Saffari 2458 E. Lakeridge Shores Reno, NV 89519 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$25,368.75 | \$12,475.00 |
| | Date or dates debt was incurred 2015 | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | |
| | Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |
| 2.2 | Priority creditor's name and mailing address Andrew Hostetler 9350 Double R Boulevard Apt. 2913 Reno, NV 89521 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$1,960.46 | \$1,960.46 |
| | Date or dates debt was incurred 2015 | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | |
| | Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

Debtor LEAP FORWARD GAMING, INC. Case number (if known) _____

Name

| | | | | |
|--|---|--|-------------------|-------------------|
| 2.3 | Priority creditor's name and mailing address Bradley Smith 11660 Campo Rico Lane Sparks, NV 89441 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$4,314.16 | \$4,314.16 |
| Date or dates debt was incurred 2015 | | Basis for the claim: Paid time off plus accrued pay on date of filing | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| | | | | |
|--|---|--|-----------------|-----------------|
| 2.4 | Priority creditor's name and mailing address Cavour Claypool 800 Quincy Street Reno, NV 89512 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$447.12 | \$447.12 |
| Date or dates debt was incurred 2015 | | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| | | | | |
|--|--|--|--------------------|--------------------|
| 2.5 | Priority creditor's name and mailing address Craig Paulsen 13301 Crest Valley Drive Reno, NV 89511 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$32,283.06 | \$12,475.00 |
| Date or dates debt was incurred 2015 | | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy; \$12,383.06 is wages; \$20,000.00 is bonus | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| | | | | |
|--|--|--|--------------------|--------------------|
| 2.6 | Priority creditor's name and mailing address Darby Bryant 10180 Gold Mine Drive Reno, NV 89521 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$98,644.33 | \$12,475.00 |
| Date or dates debt was incurred 2013 to present | | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy, plus deferred pay per written agreement (\$90K total) at CEO's request to help company conserve cash until sale | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

Debtor **LEAP FORWARD GAMING, INC.** Case number (if known) _____

Name

| | | | | |
|--|---|--|----------------|----------------|
| 2.7 | Priority creditor's name and mailing address James "Mike" Ford 7607 Water View Way Reno, NV 89511 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$82.21 | \$82.21 |
| Date or dates debt was incurred 2015 | | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| | | | | |
|--|---|--|---------------|---------------|
| 2.8 | Priority creditor's name and mailing address Kay Bonzer 1400 Crown Drive Reno, NV 89503 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$0.00 | \$0.00 |
| Date or dates debt was incurred 2016 | | Basis for the claim: Accrued pay on date of filing, plus continued payroll during bankruptcy | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| | | | | |
|--|--|--|---------------|---------------|
| 2.9 | Priority creditor's name and mailing address Kirk Korver 2200 Kingman Court Reno, NV 89511 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$0.00 | \$0.00 |
| Date or dates debt was incurred 2915 | | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| | | | | |
|--|--|--|-----------------|-----------------|
| 2.10 | Priority creditor's name and mailing address Matthew Kovnot 13301 Moquith Court Reno, NV 89521 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$643.85 | \$643.85 |
| Date or dates debt was incurred 2015 | | Basis for the claim: Paid time off plus accrued pay on date of filing | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

Debtor **LEAP FORWARD GAMING, INC.** Case number (if known) _____

Name

| | | | | |
|--|--|--|-------------------|-------------------|
| 2.11 | Priority creditor's name and mailing address Timothy Aragon 5203 Palo Alto Circle Sparks, NV 89436 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$1,960.46 | \$1,960.46 |
| Date or dates debt was incurred 2015 | | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| | | | | |
|--|---|--|--------------------|--------------------|
| 2.12 | Priority creditor's name and mailing address Tom Quick 955-B Round House Lane Carson City, NV 89701 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$12,259.60 | \$12,259.60 |
| Date or dates debt was incurred 2015 | | Basis for the claim: Paid time off plus accrued pay on date of filing, plus continued payroll during bankruptcy | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (4) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| | | | | |
|--|---|--|-------------------|-------------------|
| 2.13 | Priority creditor's name and mailing address Washoe County Treasurer PO Box 30039 Reno, NV 89520-3039 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$3,000.00 | \$3,000.00 |
| Date or dates debt was incurred 2016 | | Basis for the claim: Personal property taxes | | |
| Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8) | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

| | | | | |
|-----------------------------------|---|---|---------------------|--|
| 3.1 | Nonpriority creditor's name and mailing address Ali Saffari 2458 E. Lakeridge Shores Reno, NV 89519 | As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed | \$200,000.00 | |
| Date(s) debt was incurred _ | | Basis for the claim: Loan | | |
| Last 4 digits of account number _ | | Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes | | |

| Debtor | Name | Case number (if known) |
|--------|--|--|
| | LEAP FORWARD GAMING, INC. | |
| 3.2 | Nonpriority creditor's name and mailing address Andrew G. Novotak, Jr. c/o John P. Desmond, Esq. Dickinson Wright 100 West Liberty Street, Suite 940 Reno, NV 89501 Date(s) debt was incurred <u>2016</u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$0.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Mr. Novotak is a defendant in a lawsuit filed by Debtor, and a plaintiff in a lawsuit against Debtor</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.3 | Nonpriority creditor's name and mailing address Arrow OEM Computing Solutions PO Box 600000 File 21174 San Francisco, CA 94160-1174 Date(s) debt was incurred <u>6/11/13 - 11/30/15</u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$142,670.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Self-reported Windows software license, 1 per "SCC" box built by LFG</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.4 | Nonpriority creditor's name and mailing address Ernest W. Moody Revocable Trust 175 E. Reno Avenue Suite C-6 Las Vegas, NV 89119 Date(s) debt was incurred <u>6/22/13 - 4/29/16</u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$6,883,398.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Subordinated loans, with interest to date of filing</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.5 | Nonpriority creditor's name and mailing address Hitachi High Technologies America Systems Product Division PO Box 2203 Greenville, SC 29602 Date(s) debt was incurred <u>2015</u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$116,859.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Unauthorized shipment of product; vendor refused return (\$63,328); plus invoice for remaining, not yet delivered product (\$53,531)</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.6 | Nonpriority creditor's name and mailing address Latham & Watkins LLP 12670 High Bluff Drive San Diego, CA 92130 Date(s) debt was incurred <u>12/2/13 - 3/11/14</u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$240,000.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Legal fees for 2013 acquisition offer</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.7 | Nonpriority creditor's name and mailing address MIHI LLC 125 W. 55th Street, 20th Floor New York, NY 10019 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$3,214,413.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Loan</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |
| 3.8 | Nonpriority creditor's name and mailing address Peerless Indemnity Insurance Company c/o Amy M. Sandberg, Esq. Snell & Wilmer 3883 Howard Hughes Parkway, Suite 1100 Las Vegas, NV 89169 Date(s) debt was incurred <u>2016</u> Last 4 digits of account number <u> </u> | As of the petition filing date, the claim is: <i>Check all that apply.</i> \$0.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: <u>Plaintiff in declaratory relief action referred to in Statement of Financial Affairs</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |

Debtor LEAP FORWARD GAMING, INC. Case number (if known) _____
Name

3.9 Nonpriority creditor's name and mailing address **Thunder Valley Casino Resort**
 1200 Athens Avenue
 Lincoln, CA 95648
 Date(s) debt was incurred 7/31/15
 Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.* **\$1,812,500.00**
 Contingent
 Unliquidated
 Disputed

Basis for the claim: 50% deposit on sales order
 Is the claim subject to offset? No Yes

3.10 Nonpriority creditor's name and mailing address **Venetian Macau Limited**
 Estrada de Baia de N. Senhora
 de Esperanca
 Taipa, Macau
 Date(s) debt was incurred 7/28/15
 Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.* **\$1,010,982.00**
 Contingent
 Unliquidated
 Disputed

Basis for the claim: 100% deposit on sales order
 Is the claim subject to offset? No Yes

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

| Name and mailing address | On which line in Part 1 or Part 2 is the related creditor (if any) listed? | Last 4 digits of account number, if any |
|--------------------------|--|---|
| | | |

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

| | Total of claim amounts |
|---|-------------------------|
| 5a. Total claims from Part 1 | \$ <u>180,964.00</u> |
| 5b. Total claims from Part 2 | \$ <u>13,620,822.00</u> |
| 5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c. | \$ <u>13,801,786.00</u> |

Fill in this information to identify the case:Debtor name LEAP FORWARD GAMING, INC.United States Bankruptcy Court for the: DISTRICT OF NEVADA

Case number (if known) _____

 Check if this is an amended filing**Official Form 206G****Schedule G: Executory Contracts and Unexpired Leases**

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases? No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form. Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).**2. List all contracts and unexpired leases****State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease**

2.1. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

PO for 4,000 qty, of which 894 have been delivered/paid for; remaining 3,106 qty includes 700 'extra inventory' qty not needed for Thunder Valley install

Vendor to deliver 3,106 qty and Debtor to pay 3,106 qty (\$83,334)

Vendor purchase order #387A

A&B Precision Metals
13715 Mt. Anderson St.
Reno, NV 89506

2.2. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Per letter, IGT pays Debtor (on Action Gaming's behalf) \$2.50 or \$3.00 per game per day billed by IGT for Triple Play Draw Poker with Match Card (game #1324)

as long as IGT continues to sell this game

6/4/2012 Letter

Action Gaming
175 E. Reno Avenue
Suite C-6
Las Vegas, NV 89119

2.3. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Per agreement, IGT pays Debtor (on Action Gaming's behalf) \$2.00 per game per day billed by IGT for Triple Play Keno Draw Poker (game #1323)

as long as IGT continues to sell this game

3/28/2011 Software Development

Action Gaming
175 E. Reno Avenue
Suite C-6
Las Vegas, NV 89119

Debtor 1 **LEAP FORWARD GAMING, INC.**
 First Name Middle Name Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

Agreement

2.4. State what the contract or lease is for and the nature of the debtor's interest
 State the term remaining
 List the contract number of any government contract

**PO for 3,550 qty ea (2 boards), of which 750 and 500 have been delivered/paid for; remaining 2,800/3,050 qty includes 250/500 'extra inventory' qty not needed for Thunder Valley install
 Vendor to deliver 2,800/3,050 qty and Debtor to pay 2,800/3,050 qty (\$196,373)
 Vendor purchase order #382**

**Creative Electronics and Software (CES)
 650 Sundown Road
 South Elgin, IL 60177**

2.5. State what the contract or lease is for and the nature of the debtor's interest
 State the term remaining
 List the contract number of any government contract

**Per agreement, eBET is the exclusive distributor of Debtor's slot product in Australia and New Zealand per established pricing expires 6/20/2015 unless parties agree to renewal term
 6/20/2014 Equipment Purchase and Reseller Agreement**

**eBET Gaming Systems Party Limited
 Unit 13, 112-118 Talavera Road
 North Ryde, NSW 2113 Australia**

2.6. State what the contract or lease is for and the nature of the debtor's interest
 State the term remaining
 List the contract number of any government contract

**Per addendum, in the event of sale of debtor (or its assets) the Debtor's successor-in-interest will continue to sell, maintain and support Debtor's products for 10 years with certain limitations
 10 years post-sale of LFG (or its assets)**

**eBET Gaming Systems Party Limited
 Unit 13, 112-118 Talavera Road
 North Ryde, NSW 2113 Australia**

2.7. State what the contract or lease is for and the nature of the debtor's interest
 State the term remaining

If Debtor licenses PiP patent pool to third parties, then Moody shares in the proceeds date last LFG PiP

**Ernest W. Moody Revocable Trust
 175 E. Reno Avenue
 Suite C-6
 Las Vegas, NV 89119**

Debtor 1 **LEAP FORWARD GAMING, INC.**
First Name Middle Name Last Name

Case number (if known) _____

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

| | | |
|---|---|--|
| List the contract number of any government contract | patent expires (11/10/2030) 4/17/2012 Cash Advance Agreement | |
|---|---|--|

| | | |
|--|---|---|
| 2.8. State what the contract or lease is for and the nature of the debtor's interest | Per agreement, Debtor paid licensor a one-time fee of \$30,000 for a perpetual license to use Random Rewards bonusing at Thunder Valley Casino Resort | |
| State the term remaining | as long as Thunder Valley wishes to use Debtor's product which incorporates this patent | |
| List the contract number of any government contract | 8/17/2015 1st Amendment to 12/5/2013 Patent License Agreement | Gaming Enhancements, Inc. 1220 Skyline Boulevard Reno, NV 89509 |

| | | |
|--|---|--|
| 2.9. State what the contract or lease is for and the nature of the debtor's interest | Vendor delivered 233 qty and refused to allow return; Vendor invoiced 432 qty (233 delivered plus 199 undelivered); 450 unpaid qty includes 104 'extra inventory' qty not needed for Thunder Valley install | |
| State the term remaining | Vendor to deliver 216 qty and Debtor to pay 450 qty (\$131,762) | |
| List the contract number of any government contract | Vendor purchase order #390 | Hitachi High Technologies America Systems Product Division PO Box 2203 Greenville, SC 29602 |

| | | |
|---|--|---|
| 2.10. State what the contract or lease is for and the nature of the debtor's interest | Per Exhibit D of the agreement signed 11/11/2011, IGT pays Debtor \$50 per kit sold for Ultimate Way Keno that is a part of IGT's Game King 6.4 multigame set (game #1347) | |
| State the term remaining | as long as IGT continues to sell this game | |
| List the contract number of any government contract | Exhibit D to 11/11/2011 Game Development Agreement | IGT 9295 Prototype Way Reno, NV 89521 |

Debtor 1 **LEAP FORWARD GAMING, INC.**

First Name

Middle Name

Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases**2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.11. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Per agreement, Debtor installed 500 units in June 2015; the custom Lottery Application (see 4/27/15 Joint Development and Ownership Agreement) will be installed on the 500 units

Debtor to install Lottery Application & bill annual fee; Debtor to provide 3 years of billable maintenance

4/28/15 Product Purchase and License Agreement

MGM Grand Detroit, LLC
1777 Third Street
Detroit, MI 48226

2.12. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

MGM's patent to be included in Debtor's PiP patent pool; if Debtor licenses pool to third parties, MGM shares in the proceeds date last LFG PiP patent expires (11/10/2030)

5/9/2012 Patent License Agreement

MGM Resorts International
3600 Las Vegas Boulevard South
Las Vegas, NV 89109

2.13. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Per agreement, customer paid debtor to develop a custom Lottery Application. This Application, and the patent incorporated into it, are jointly owned by customer and Debtor

Debtor to complete development of Lottery Application

4/27/15 Joint Development and Ownership Agreement

MGM Resorts Manufacturing Corp.
3600 Las Vegas Boulevard South
Las Vegas, NV 89109

2.14. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

Debtor to buy 1,000 qty after prototype testing is complete (ready in 6 months after planned field testing of 100 qty)

Vendor to deliver 1,000

Quixant
PO Box 2203
Greenville, SC 29602

Debtor 1 **LEAP FORWARD GAMING, INC.**
 First Name Middle Name Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

List the contract number of any government contract **qty; Debtor to pay \$350,000 Vendor purchase order #367A per 4/6/2015 Custom Design Agreement**

2.15. State what the contract or lease is for and the nature of the debtor's interest **PO for 2,550 qty, of which 1,560 qty have been delivered/paid for; remaining 990 qty includes 350 'extra inventory' qty not needed for Thunder Valley install**
 State the term remaining **Vendor to deliver 990 qty and Debtor to pay 990 qty (\$30,007)**
 List the contract number of any government contract **Vendor purchase order 388** **Sierra Assembly Technology, Inc. 4145 Indus Way Riverside, CA 92503**

2.16. State what the contract or lease is for and the nature of the debtor's interest **Debtor pays \$13,345 monthly rent for office space**
 State the term remaining **3 month term expires 4/14/16 then renews for 3 months, etc.**
 List the contract number of any government contract **6/18/2015 Lease Agreement** **TDCI Holdings, LLC PO Box 4780 Pahrump, NV 89041**

2.17. State what the contract or lease is for and the nature of the debtor's interest **Debtor accepted customer's 50% deposit and PO**
 State the term remaining **through installation by Debtor, plus 1 yr maintenance**
 List the contract number of any government contract **Customer purchase order #15082261** **Thunder Valley Casino Resort 1200 Athens Avenue Lincoln, CA 95648**

2.18. State what the contract or lease is for and the nature of the debtor's interest **Per addendum, in the event of sale of Debtor (or its assets), the Debtor's successor-in-interest will continue to sell, maintain and support Debtor's products for 10 years with certain limitations**
 State the term remaining **10 years post-sale of LFG (or its assets)** **Thunder Valley Casino Resort 1200 Athens Avenue Lincoln, CA 95648**

Debtor 1 **LEAP FORWARD GAMING, INC.**

First Name

Middle Name

Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases**2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

List the contract number of any government contract 7/15/2015 Addendum (to Debtor Quote dated 7/9/2015)

2.19. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Debtor paid 50% deposit (\$302,000) for 2,000 qty. 2,000 qty includes 457 'extra inventory' qty not needed for Thunder Valley installation Vendor to deliver 2,000 qty & Debtor to pay 1,000 qty (\$302,000) Vendor purchase order #384

**Twisted Crystals
4591 Longley Lane
Unit 6
Reno, NV 89502**

2.20. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Debtor accepted customer's 100% deposit and PO through installation by Debtor, plus 1 yr maintenance Customer purchase order #1000719770

**Venetian Macau Limited
Estrada de Baia de N. Senhora de Esperanca
Taipa, Macau**

2.21. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

Per agreement, customer paid Debtor to develop a custom table LCD prototype; product then sold to customer at volume-based pricing Debtor has completed 6 paid prototypes; however, customer requests additional, billable development work 1/2/2013 Joint Development Agreement, as amended on 12/19/2013

**Venetian Macau Limited
Estrada de Baia de N. Senhora de Esperanca
Taipa, Macau**

2.22. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

Per SOW, customer to pay Debtor professional services to install and test 6 prototypes (of Debtor's custom table LCD solution) Debtor to invoice

**Venetian Macau Limited
Estrada de Baia de N. Senhora de Esperanca
Taipa, Macau**

Debtor 1 **LEAP FORWARD GAMING, INC.**
First Name Middle Name Last Name

Case number (if known) _____

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

List the contract number of any government contract **\$66,800; customer to pay \$66,800
11/23/2015 Statement of Work (tables)**

2.23. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

**Per SOW, customer to pay Debtor professional services to install 750 new slot units and update 250 existing slot units (see customer PO #1000719770)
Debtor to install PO #1000719770 and then invoice \$310,900; customer to pay \$310,900
11/23/2015 Statement of Work (slots)**

**Venetian Macau Limited
Estrada de Baia de N. Senhora de Esperanca
Taipa, Macau**

2.24. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

**Per addendum, in the event of sale of Debtor (or its assets), the Debtor's successor-in-interest will continue to sell, maintain and support Debtor's products for 10 years with certain limitations
10 years post-sale of LFG (or its assets)
10/28/2015 Addendum (to Customer PO #1000719770)**

**Venetian Macau Limited
Estrada de Baia de N. Senhora de Esperanca
Taipa, Macau**

2.25. State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract

**PO for 4,000 qty, of which 800 have been delivered/paid for; remaining 3,200 qty includes 650 'extra inventory' qty not needed for Thunder Valley install
Vendor to deliver 3,200 qty and Debtor to pay 3,200 qty (\$756,504)
Vendor purchase order #380A**

**Via Technologies, Inc.
940 Mission Court
Fremont, CA 94539**

Debtor 1 **LEAP FORWARD GAMING, INC.**
 First Name Middle Name Last Name

Case number (if known)

Additional Page if You Have More Contracts or Leases

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

| | | |
|--|---|--|
| 2.26. State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract | Debtor paid \$3M for patent exclusivity; can be converted to non-exclusive license prepaid for 150,000 of Debtor's unit sales expires August 3, 2019 (ignoring bankruptcy clause) 4/17/2012 Patent License Agreement | Western Gaming Properties (affiliate of Gaming Technology Group) 8820 West Russell Road Suite 160 Las Vegas, NV 89148 |
|--|---|--|

| | | |
|--|---|---|
| 2.27. State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract | Per agreement, Debtor pays Mr. McNabola 20% of the Ultimate Way Keno proceeds received by Debtor (see Exhibit D to 11/11/2011 Game Development Agreement) as long as IGT continues to sell this game 12/30/2010 Patent License Agreement | William D. McNabola 140 Triberg Street Henderson, NV 89074 |
|--|---|---|

Fill in this information to identify the case:

Debtor name LEAP FORWARD GAMING, INC.

United States Bankruptcy Court for the: DISTRICT OF NEVADA

Case number (if known) _____

Check if this is an amended filing

**Official Form 206H
Schedule H: Your Codebtors**

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

| | Name | Mailing Address | Name | Check all schedules that apply: |
|-----|-------|--|-------|--|
| 2.1 | _____ | Street _____ City State Zip Code | _____ | <input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G |
| 2.2 | _____ | Street _____ City State Zip Code | _____ | <input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G |
| 2.3 | _____ | Street _____ City State Zip Code | _____ | <input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G |
| 2.4 | _____ | Street _____ City State Zip Code | _____ | <input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G |

Fill in this information to identify the case:

Debtor name LEAP FORWARD GAMING, INC.

United States Bankruptcy Court for the: DISTRICT OF NEVADA

Case number (if known) _____

Check if this is an amended filing

Official Form 207**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/16

The debtor must answer every question. 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).

Part 1: Income**1. Gross revenue from business**

None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From **1/01/2016** to **Filing Date**

Operating a business
 Other _____

\$13,466.00

For prior year:
From **1/01/2015** to **12/31/2015**

Operating a business
 Other _____

\$1,188,023.00

For year before that:
From **1/01/2014** to **12/31/2014**

Operating a business
 Other _____

\$966,378.00

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known)

or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership 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(31).

None.

| Insider's name and address Relationship to debtor | Dates | Total amount of value | Reasons for payment or transfer |
|--|-------|-----------------------|---------------------------------|
|--|-------|-----------------------|---------------------------------|

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

None

| Creditor's name and address | Describe of the Property | Date | Value of property |
|-----------------------------|--------------------------|------|-------------------|
|-----------------------------|--------------------------|------|-------------------|

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

None

| Creditor's name and address | Description of the action creditor took | Date action was taken | Amount |
|-----------------------------|---|-----------------------|--------|
|-----------------------------|---|-----------------------|--------|

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

None.

| Case title Case number | Nature of case | Court or agency's name and address | Status of case |
|--|--|--|---|
| 7.1. IGT v. Leap Forward Gaming, Ali Saffari, Bruce Cunningham, and Perry Cobb 2:15-cv-01842-APG-VCF | Civil (misappropriation of trade secret) | US District Court, District of Nevada 333 Las Vegas Boulevard South Las Vegas, NV 89101 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.2. Leap Forward Gaming, Inc. v. Andrew G. Novotak, Jr. CV15-02014 | Civil (fraudulent intent to destroy financial condition) | Second Judicial District Court Washoe County, Nevada 1 South Sierra Street Reno, NV 89501 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.3. Andrew G. Novotak, Jr. v. Leap Forward Gaming, Inc. CV15-02420 | Wrongful termination | Second Judicial District Court Washoe County, Nevada 1 South Sierra Street Reno, NV 89501 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |
| 7.4. Peerless Indemnity Insurance Company, Plaintiff, v. Leap Forward Gaming, Inc., Mohamad Ali Saffari, Perry Cobb, and Bruce Cunningham 2:15-cv-02390-APG-CWH | Declaratory Relief Action | United States District Court District of Nevada 333 South Las Vegas Boulevard Las Vegas, NV 89101 | <input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded |

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known) _____

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

None

| Recipient's name and address | Description of the gifts or contributions | Dates given | Value |
|------------------------------|---|-------------|-------|
|------------------------------|---|-------------|-------|

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

None

| Description of the property lost and how the loss occurred | Amount of payments received for the loss <small>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</small> | Dates of loss | Value of property lost |
|--|--|---------------|------------------------|
|--|--|---------------|------------------------|

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None.

| Who was paid or who received the transfer? Address | If not money, describe any property transferred | Dates | Total amount or value |
|---|---|--------------------------------|-----------------------|
| 11.1. Hartman & Hartman 510 W. Plumb Lane Suite B Reno, NV 89509 | Attorney Fees | December, 2015 and March, 2016 | \$25,000.00 |

Email or website address
 notices@bankruptcyreno.com;
 sji@bankruptcyreno.com

Who made the payment, if not debtor?

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known)

| | Who was paid or who received the transfer? Address | If not money, describe any property transferred | Dates | Total amount or value |
|-------|---|---|--|-----------------------|
| 11.2. | Carl Marks Advisory Group, LLC 900 Third Avenue New York, NY 10022 | \$20,000 deposit | December 2015, January 2016 | \$23,231.00 |

Email or website address
aaccordino@carlmarks.com

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device. Do not include transfers already listed on this statement.

None.

| Name of trust or device | Describe any property transferred | Dates transfers were made | Total amount or value |
|-------------------------|-----------------------------------|---------------------------|-----------------------|
|-------------------------|-----------------------------------|---------------------------|-----------------------|

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None.

| Who received transfer? Address | Description of property transferred or payments received or debts paid in exchange | Date transfer was made | Total amount or value |
|-----------------------------------|--|------------------------|-----------------------|
|-----------------------------------|--|------------------------|-----------------------|

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

| Address | Dates of occupancy From-To |
|---------|-------------------------------|
|---------|-------------------------------|

Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:
 - diagnosing or treating injury, deformity, or disease, or
 - providing any surgical, psychiatric, drug treatment, or obstetric care?

- No. Go to Part 9.
- Yes. Fill in the information below.

| Facility name and address | Nature of the business operation, including type of services the debtor provides | If debtor provides meals and housing, number of patients in debtor's care |
|---------------------------|--|---|
|---------------------------|--|---|

Part 9: Personally Identifiable Information

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known) _____

16. Does the debtor collect and retain personally identifiable information of customers?

- No.
- Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- No. Go to Part 10.
- Yes. Does the debtor serve as plan administrator?

No Go to Part 10.

Yes. Fill in below:

| | |
|--|---|
| Name of plan Leap Forward Gaming, Inc. 401(k) Plan | Employer identification number of the plan EIN: 27-30723324 |
|--|---|

Has the plan been terminated?

- No
- Yes

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred? Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- None

| Financial Institution name and Address | Last 4 digits of account number | Type of account or instrument | Date account was closed, sold, moved, or transferred | Last balance before closing or transfer |
|--|---------------------------------|-------------------------------|--|---|
| | | | | |

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

- None

| Depository institution name and address | Names of anyone with access to it Address | Description of the contents | Do you still have it? |
|---|---|-----------------------------|-----------------------|
| | | | |

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

- None

| Facility name and address | Names of anyone with access to it | Description of the contents | Do you still have it? |
|---|---|--|--|
| Super Space Self Storage 10815 Double R Boulevard Reno, NV 89521 | Craig Paulsen (employee) 13391 Crest Valley Drive Reno, NV 89511 | Inventory (subsequently shipped to customers and/or brought back onsite to Leap Forward Gaming offices) | <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes |

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known) _____

not list leased or rented property.

None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. **Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

No.
 Yes. Provide details below.

| Case title Case number | Court or agency name and address | Nature of the case | Status of case |
|---------------------------|----------------------------------|--------------------|----------------|
|---------------------------|----------------------------------|--------------------|----------------|

23. **Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

No.
 Yes. Provide details below.

| Site name and address | Governmental unit name and address | Environmental law, if known | Date of notice |
|-----------------------|------------------------------------|-----------------------------|----------------|
|-----------------------|------------------------------------|-----------------------------|----------------|

24. **Has the debtor notified any governmental unit of any release of hazardous material?**

No.
 Yes. Provide details below.

| Site name and address | Governmental unit name and address | Environmental law, if known | Date of notice |
|-----------------------|------------------------------------|-----------------------------|----------------|
|-----------------------|------------------------------------|-----------------------------|----------------|

Part 13: Details About the Debtor's Business or Connections to Any Business

25. **Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

| Business name address | Describe the nature of the business | Employer Identification number Do not include Social Security number or ITIN. | Dates business existed |
|-----------------------|-------------------------------------|--|------------------------|
|-----------------------|-------------------------------------|--|------------------------|

26. **Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

| Name and address | Date of service From-To |
|---|----------------------------------|
| 26a.1. Darby Bryant 10180 Gold Mine Drive Reno, NV 89521 | June, 2010 to filing date |

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known) _____

| Name and address | Date of service From-To |
|--|----------------------------------|
| 26a.2. Kay Bonzer 1400 Crown Drive Reno, NV 89503 | July, 2010 to filing date |

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

| Name and address | If any books of account and records are unavailable, explain why |
|---|--|
| 26c.1. Darby Bryant 10180 Gold Mine Drive Reno, NV 89521 | |

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

| Name and address |
|--|
| 26d.1. MIHI LLC 125 W. 55th Street, 20th Floor New York, NY 10019 |
| 26d.2. Ernest W. Moody Revocable Trust 175 E. Reno Avenue Suite C-6 Las Vegas, NV 89119 |

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No

Yes. Give the details about the two most recent inventories.

| | Name of the person who supervised the taking of the inventory | Date of inventory | The dollar amount and basis (cost, market, or other basis) of each inventory |
|------|---|-------------------|--|
| 27.1 | Darby Bryant | 12/31/14 | \$752,604.00 |

Name and address of the person who has possession of inventory records
**Darby Bryant
10180 Gold Mine Drive
Reno, NV 89521**

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known)

| | Name of the person who supervised the taking of the inventory | Date of inventory | The dollar amount and basis (cost, market, or other basis) of each inventory |
|------|---|-------------------|--|
| 27.2 | Darby Bryant | 12/31/15 | \$518,606.00 |

Name and address of the person who has possession of inventory records

Darby Bryant
10180 Gold Mine Drive
Reno, NV 89521

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

| Name | Address | Position and nature of any interest | % of interest, if any |
|-------------|--|-------------------------------------|-----------------------|
| Ali Saffari | 2458 E. Lakeridge Shores Reno, NV 89519 | President and CEO | 100 |

| Name | Address | Position and nature of any interest | % of interest, if any |
|--------------|---|-------------------------------------|-----------------------|
| Darby Bryant | 10180 Gold Mine Drive Reno, NV 89521 | CFO / Controller | |

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- No
- Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No
- Yes. Identify below.

| | Name and address of recipient | Amount of money or description and value of property | Dates | Reason for providing the value |
|------|---|--|-----------------------------|--------------------------------|
| 30.1 | Ali Saffari 2458 E. Lakeridge Shores Reno, NV 89519 | \$150,000.00 | 12 months up to filing date | Salary |

Relationship to debtor
President and CEO

| | | | | |
|------|---|-------------|-----------------------------|--------|
| 30.2 | Darby Bryant 10180 Gold Mine Drive Reno, NV 89521 | \$90,000.00 | 12 months up to filing date | Salary |
|------|---|-------------|-----------------------------|--------|

Relationship to debtor
CFO / Controller

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- No
- Yes. Identify below.

Debtor **LEAP FORWARD GAMING, INC.**

Case number (if known) _____

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- No
- Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

Part 14: Signature and Declaration

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

I have examined the information in this *Statement of Financial Affairs* and any attachments 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 July 8, 2016

/s/ DARBY BRYANT
Signature of individual signing on behalf of the debtor

DARBY BRYANT
Printed name

Position or relationship to debtor CFO/CONTROLLER

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207)* attached?

- No
- Yes

B2030 (Form 2030) (12/15)

**United States Bankruptcy Court
District of Nevada**

In re LEAP FORWARD GAMING, INC.

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

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

| | | |
|---|----|------------------|
| For legal services, I have agreed to accept | \$ | <u>25,000.00</u> |
| Prior to the filing of this statement I have received | \$ | <u>25,000.00</u> |
| Balance Due | \$ | <u>0.00</u> |

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. [Other provisions as needed]

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.

July 8, 2016

Date

/s/ Jeffrey L. Hartman, Esq.

Jeffrey L. Hartman, Esq.

Signature of Attorney

Hartman & Hartman

510 W. Plumb Lane

Suite B

Reno, NV 89509

(775) 324-2800 Fax: (775) 324-1818

notices@bankruptcyreno.com;

sjj@bankruptcyreno.com

Name of law firm

**United States Bankruptcy Court
District of Nevada**

In re LEAP FORWARD GAMING, 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 |
|---|----------------|----------------------|------------------|
|---|----------------|----------------------|------------------|

-NONE-

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **CFO/CONTROLLER** 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 July 8, 2016Signature /s/ DARBY BRYANT
DARBY BRYANT

*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
District of Nevada**

In re LEAP FORWARD GAMING, INC.

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the CFO/CONTROLLER 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: July 8, 2016

/s/ DARBY BRYANT

DARBY BRYANT/CFO/CONTROLLER

Signer/Title

LEAP FORWARD GAMING, INC.
10589 DOUBLE R BOULEVARD
RENO, NV 89521

JEFFREY L. HARTMAN, ESQ.
HARTMAN & HARTMAN
510 W. PLUMB LANE
SUITE B
RENO, NV 89509

A&B PRECISION METALS
13715 MT. ANDERSON ST.
RENO, NV 89506

ACTION GAMING
175 E. RENO AVENUE
SUITE C-6
LAS VEGAS, NV 89119

ALI SAFFARI
2458 E. LAKERIDGE SHORES
RENO, NV 89519

ANDREW G. NOVOTAK, JR.
C/O JOHN P. DESMOND, ESQ.
DICKINSON WRIGHT
100 WEST LIBERTY STREET, SUITE 940
RENO, NV 89501

ANDREW HOSTETLER
9350 DOUBLE R BOULEVARD
APT. 2913
RENO, NV 89521

ARROW OEM COMPUTING SOLUTIONS
PO BOX 600000
FILE 21174
SAN FRANCISCO, CA 94160-1174

BRADLEY SMITH
11660 CAMPO RICO LANE
SPARKS, NV 89441

CAVOUR CLAYPOOL
800 QUINCY STREET
RENO, NV 89512

CRAIG PAULSEN
13301 CREST VALLEY DRIVE
RENO, NV 89511

CREATIVE ELECTRONICS AND SOFTWARE (CES)
650 SUNDOWN ROAD
SOUTH ELGIN, IL 60177

DARBY BRYANT
10180 GOLD MINE DRIVE
RENO, NV 89521

EBET GAMING SYSTEMS PARTY LIMITED
UNIT 13, 112-118 TALAVERA ROAD
NORTH RYDE, NSW 2113 AUSTRALIA

ERNEST W. MOODY REVOCABLE TRUST
175 E. RENO AVENUE
SUITE C-6
LAS VEGAS, NV 89119

GAMING ENHANCEMENTS, INC.
1220 SKYLINE BOULEVARD
RENO, NV 89509

HITACHI HIGH TECHNOLOGIES AMERICA
SYSTEMS PRODUCT DIVISION
PO BOX 2203
GREENVILLE, SC 29602

IGT
9295 PROTOTYPE WAY
RENO, NV 89521

INTERNAL REVENUE SERVICE
PO BOX 7346
PHILADELPHIA, PA 19101-7346

JAMES "MIKE" FORD
7607 WATER VIEW WAY
RENO, NV 89511

KAY BONZER
1400 CROWN DRIVE
RENO, NV 89503

KIRK KORVER
2200 KINGMAN COURT
RENO, NV 89511

LATHAM & WATKINS LLP
12670 HIGH BLUFF DRIVE
SAN DIEGO, CA 92130

MATTHEW KOVNOT
13301 MOQUITH COURT
RENO, NV 89521

MGM GRAND DETROIT, LLC
1777 THIRD STREET
DETROIT, MI 48226

MGM RESORTS INTERNATIONAL
3600 LAS VEGAS BOULEVARD SOUTH
LAS VEGAS, NV 89109

MGM RESORTS MANUFACTURING CORP.
3600 LAS VEGAS BOULEVARD SOUTH
LAS VEGAS, NV 89109

MIHI LLC
125 W. 55TH STREET, 20TH FLOOR
NEW YORK, NY 10019

NEVADA DEPARTMENT OF MOTOR VEHICLES
BANKRUPTCY SECTION
555 WRIGHT WAY
CARSON CITY, NV 89711-0001

NEVADA DEPT. OF EMPLOYMENT SECURITY
500 E. THIRD STREET
CARSON CITY, NV 89713

NEVADA DEPT. OF TAXATION
BANKRUPTCY SECTION
4600 KIETZKE LANE, #L-235
RENO, NV 89502

PEERLESS INDEMNITY INSURANCE COMPANY
C/O AMY M. SANDBERG, ESQ.
SNELL & WILMER
3883 HOWARD HUGHES PARKWAY, SUITE 1100
LAS VEGAS, NV 89169

QUIXANT
PO BOX 2203
GREENVILLE, SC 29602

SIERRA ASSEMBLY TECHNOLOGY, INC.
4145 INDUS WAY
RIVERSIDE, CA 92503

TDCI HOLDINGS, LLC
PO BOX 4780
PAHRUMP, NV 89041

THUNDER VALLEY CASINO RESORT
1200 ATHENS AVENUE
LINCOLN, CA 95648

TIMOTHY ARAGON
5203 PALO ALTO CIRCLE
SPARKS, NV 89436

TOM QUICK
955-B ROUND HOUSE LANE
CARSON CITY, NV 89701

TWISTED CRYSTALS
4591 LONGLEY LANE
UNIT 6
RENO, NV 89502

UNITED STATES TRUSTEE
300 BOOTH STREET, SUITE 3009
RENO, NV 89509

VENETIAN MACAU LIMITED
ESTRADA DE BAIA DE N. SENHORA
DE ESPERANCA
TAIPA, MACAU

VIA TECHNOLOGIES, INC.
940 MISSION COURT
FREMONT, CA 94539

WASHOE COUNTY TREASURER
PO BOX 30039
RENO, NV 89520-3039

WESTERN GAMING PROPERTIES
(AFFILIATE OF GAMING TECHNOLOGY GROUP)
8820 WEST RUSSELL ROAD
SUITE 160
LAS VEGAS, NV 89148

WILLIAM D. MCNABOLA
140 TRIBERG STREET
HENDERSON, NV 89074

**United States Bankruptcy Court
District of Nevada**

In re LEAP FORWARD GAMING, 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 LEAP FORWARD GAMING, 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*]

July 8, 2016

Date

/s/ Jeffrey L. Hartman, Esq.

Jeffrey L. Hartman, Esq.

Signature of Attorney or Litigant

Counsel for LEAP FORWARD GAMING, INC.

Hartman & Hartman

510 W. Plumb Lane

Suite B

Reno, NV 89509

(775) 324-2800 Fax:(775) 324-1818

notices@bankruptcyreno.com; sji@bankruptcyreno.com