

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

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In re:

186-14 WILLIAMSON AVE., CORP.

Debtor.

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Chapter 11

Case No.: 17-40503

DISCLOSURE STATEMENT

A. **INTRODUCTION**

Pursuant to Section 1125 of Title 11 of the United States Code (the “Bankruptcy Code”), 186-14 Williamson Ave., Corp., by its attorneys the Law Office of Alan C. Stein, P. C., provides this Disclosure Statement (the “Disclosure Statement”) to all of the known Creditors of the Debtor and other Parties-in-Interest in order to provide information deemed by the Debtor to be material and necessary to enable such Creditors and Parties-in-Interest to make a reasonable informed decision in the exercise of their rights to vote on and participate in the Debtor’s Plan of Reorganization (the “Plan”). The Plan is annexed hereto as Exhibit “A”.

Along with this Disclosure Statement, you will receive a copy of the proposed Plan, a Ballot and a Notice fixing a date for a hearing on the confirmation of the Plan. Annexed to this Disclosure Statement or available on line are the following exhibits:

- Exhibit “A”: Debtor’s Plan of Reorganization;
- Exhibit “B”: Debtor’s Statement of No Income and Balance Sheet and a Summary of Operations;
- Exhibit “C”: Form of Ballot and Voting Instructions;
- Exhibit “D”: Liquidation Analysis; and
- Exhibit “E”: One Year Forecast of Income and Cash Flows

The information contained in this Disclosure Statement is based on the representations made by the Debtor in its Petition and Schedules and all other documents provided by the Debtor and is believed to be accurate. It has not been subject to certified audit or independent review.

Therefore, no representation or warranty is made as to its accuracy or completeness. However, the Debtor has reasonably endeavored to obtain and supply all material information.

Terms utilized in this Disclosure Statement, if not defined herein, shall have the same meaning as such terms are used or defined in the Plan unless the context hereof requires a different meaning.

THE PURPOSE OF THIS DISCLOSURE STATEMENT IS TO PROVIDE THE HOLDER OF CLAIMS AGAINST THE DEBTOR WITH ADEQUATE INFORMATION TO MAKE AN INFORMED JUDGMENT ABOUT THE PLAN.

THE BANKRUPTCY COURT HAS SET _____, 2017 AT ____ A.M./P.M. OF THAT DAY AS THE DATE AND TIME OF THE HEARING ON CONFIRMATION OF THE PLAN AND OBJECTIONS THERETO, WHICH HEARING WILL BE HELD IN THE COURTROOM OF THE HONORABLE NANCY HERSHEY LORD, UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF NEW YORK, CENTRAL ISLIP, NEW YORK. CREDITORS OF, AND HOLDERS OF INTEREST IN, THE DEBTOR AND ALL OTHER PARTIES-IN-INTEREST MAY ATTEND SUCH HEARING. THE BANKRUPTCY COURT HAS FIXED _____, 2017 AS THE DATE AND TIME BY WHICH ALL WRITTEN OBJECTIONS TO CONFIRMATION OF THE PLAN SHALL BE FILED WITH THE BANKRUPTCY COURT AND SERVED UPON THE ATTORNEYS FOR THE DEBTOR'S, THE ATTORNEYS FOR THE COMMITTEE AND THE OFFICE DEBTOR'S, THE ATTORNEYS FOR THE COMMITTEE AND THE OFFICE OF THE UNITED STATES TRUSTEE.

A BALLOT ACCOMPANIES THIS DISCLOSURE STATEMENT FOR YOUR

USE IN VOTING ON THE PLAN. IN ORDER TO BE CONFIRMED, THE PLAN MUST BE ACCEPTED BY A MAJORITY IN NUMBER AND TWO-THIRDS IN AMOUNT OF THOSE VOTING IN EACH CLASS IMPAIRED UNDER THE PLAN. ANNEXED HERETO AS EXHIBIT "C".

YOU ARE URGED TO REVIEW THE PLAN, THIS DISCLOSURE STATEMENT AND THE BALLOT WITH COUNSEL OF YOUR CHOICE. HOLDERS OF CLAIMS OR INTERESTS WHICH ARE IMPAIRED UNDER THE PLAN MAY VOTE TO ACCEPT OR REJECT THE PLAN BY COMPLETING AND MAILING THE ENCLOSED BALLOT ON OR BEFORE _____, 2017 TO COUNSEL FOR THE DEBTOR AT THE ADDRESS SET FORTH BELOW:

Law Office of Alan C. Stein, P. C.
7600 Jericho Tpke., Ste. 308
Woodbury, New York 11797

THE DEBTOR BELIEVES THE TREATMENT OF UNSECURED CREDITORS THAT ARE IMPAIRED UNDER THE PLAN CONTEMPLATES A GREATER RECOVERY FOR SUCH CREDITORS THAN WOULD BE AVAILABLE UNDER ANY ALTERNATIVE PLAN OR IN A CHAPTER 7 LIQUIDATION. IN THIS REGARD, THE FOLLOWING IMPORTANT BENEFITS ARE NOTED:

1. THE PLAN OFFERS GENERAL UNSECURED CREDITORS THE OPPORTUNITY TO OBTAIN A CASH DISTRIBUTION OF APPROXIMATELY 100% ON ACCOUNT OF THEIR ALLOWED CLAIMS. AS NOTED IN DEBTOR'S LIQUIDATION ANALYSIS, A LESSER DISTRIBUTION WOULD BE AVAILABLE IN A CHAPTER 7 LIQUIDATION OF THE DEBTOR.

ACCORDINGLY, THE DEBTOR BELIEVES THAT CONFIRMATION OF THE PLAN IS IN THE BEST INTERESTS OF GENERAL UNSECURED CREDITORS AND RECOMMENDS THAT ALL SUCH CREDITORS VOTE TO ACCEPT THE PLAN.

Other than the information set forth in this Disclosure Statement, the Debtor has authorized no person or entity to make representations concerning the Debtor, its business, its future income, the value of the Debtor's assets, or the amounts to be distributed under the Plan. Any representations or inducements made to secure your acceptance of the Plan which are other than as contained in this consolidated Disclosure Statement should not be relied upon by you in determining whether to accept or reject the Plan.

B. DEBTOR'S BUSINESS:

1. The Debtor. History.

Debtor is a single asset real estate company. The mortgage was paid for several years until the property became run down and debtor lost its tenants. At this time, the premise is vacant and boarded up and is expected to be rehabilitated.

C. THE OPERATIONS DURING THE BANKRUPTCY PROCEEDING

After the filing of the Petition, the Debtor continued in operation of its business. It has paid the mortgage, taxes, insurance and has developed plans to rehabilitate the property, which will be funded by the sole shareholder of the corporation as a capital contribution. No official committee of unsecured creditors was appointed by the Office of the United States Trustee.

1. Summary of Classifications and Treatment of Claims and Interests under the Plan.

The Plan divides Claims and Interests of the Debtor into Administrative Claims and five (5) Classes of Claims and Interests. The Classes and payments to be made in respect of, or treatment proposed to be accorded to Allowed Claims and Interests of each Class under the Plan

are summarized and described below. The term “Allowed Claim” is defined in the Plan. The Plan also defines “Disputed Claim(s)” and proposes the treatment to be accorded to Disputed Claims. The proposed treatment of Disputed Claims is also summarized and described below.

a. Administrative Claims.

In order to confirm the Plan, it is necessary for the Debtor to satisfy the Administrative Claims on the Effective Date or to have the holders of the Administrative Claims agree to different treatment.

The Administrative Claims consist of all expenses incurred by the Debtor after the filing of the Petition to operate its business. This includes all suppliers providing goods or services to the Debtor. This also includes all professionals retained by the Debtor and approved by the Court to represent the Debtor.

Non-professional vendors who supplied the Debtor with goods or services after the Petition date have been paid by the Debtor in the ordinary course of business and will continue to be paid similarly after confirmation.

The professionals authorized by Court order are the Law Office of Alan C. Stein, P. C., attorneys for the Debtor;

The attorneys will be entitled to full payment of their fees, upon application for an order by the Court approving their fees upon confirmation or as otherwise agreed upon between the Debtor and each attorney. The amounts due the attorneys, Law Office of Alan C. Stein, P.C., can only be estimated at this time, but will be approximately \$15,000 to \$20,000 less \$8000.00 paid prior to the filing.

b. Class 1 Claims (Secured Claims).

The Class 1 Claim consists of the Secured Claim of the M&T Bank in the amount of

\$394,949.38 with arrears of \$246,712.04. M&T Bank holds a valid and perfected first lien on Debtor's asset as a mortgage on the property located at 186-14 Williamson Ave., Springfield Gardens, NY 11413. Debtor intends to pay the arrears of the mortgage through the plan in their entirety. The Class 1 Claims are not impaired and not entitled to vote.

c. Class 2 Claim (Priority Claims of Taxing Authorities).

The Class 2 Claim includes a claim by the New York City Department of Finance in the sum of \$21,401.41. The Class 2 Claim also has a claim by the Internal Revenue Service ("IRS") in the sum of \$420.24. These claims will be paid in full with interest throughout the life of the Plan. As a result, pursuant to Section 1129(a)(9)(C) of the Bankruptcy Code, the Class 2 Claims are unimpaired and not entitled to vote.

d. Class 3 Claims (Allowed Unsecured Claims).

The holders of Class 3 Claims shall receive no less than 100% of claims in this Class. Because members of this Class are being paid in full pursuant to Section 1129(a)(9)(c) of the Bankruptcy Code, they are not impaired and are not entitled to vote.

e. Class 4 General Unsecured Claims of Elena Eshaghpour.

This Class consists solely of the general unsecured claims of Elena Eshaghpour in the amount of \$150,000. Ms. Eshaghpour will waive payment of this claim pursuant to the Plan. Because she is not being paid, pursuant to Section 1129(b)(2)(a), she is impaired and entitled to vote upon the Plan.

f. Class 5 Interests.

The common stock of the Debtor held by Jamileh Eshaghpour constitutes all of the issued and outstanding Interests of the Debtor. The Class 5 Interests in the Debtor will remain unaffected by the Plan. As a result, the Class 5 Interests are unimpaired and are not entitled to

vote.

D. CURRENT BALANCE SHEET AND LIQUIDATION ANALYSIS

1. **Balance Sheet.** Annexed hereto as Exhibit “B” is a copy of Debtor’s statement of income and operations sheet through April 30, 2017 and a summary of operations since the Filing Date.

5. **Liquidation Analysis.** A liquidation analysis would be limited to the sale of the real estate, which would leave the secured creditor and the priority creditors not paid in full. Unsecured remaining balances will be due to all remaining creditors. No other assets exist. Annexed hereto as Exhibit “D”.

E. CLAIMS OBJECTIONS.

As of the date of this Disclosure Statement, upon information and belief, approximately 3 proofs of claim have been filed with Bankruptcy Court. The Debtor has undertaken an investigation and believes it will be required to move to expunge duplicate claims and to seek the reduction of numerous claims. The allowed amount including scheduled non-disputed claims for which no claim was filed is currently unknown by the Debtor. The success or failure of the claims objections will affect the distribution to Class 5 claims.

1. **Objections to Claims.** Objections to Claims shall be filed with the Bankruptcy Court and served upon Creditors no later than 60 days after the Effective Date, provided however, that this deadline may be extended by the Bankruptcy Court upon motion of the Reorganized Debtor, without notice or a hearing. Notwithstanding the foregoing, unless an order of the Bankruptcy Court specifically provides for a later date, any proof of claim filed after the Confirmation Date shall be automatically disallowed as a late filed claim, without any action by the Reorganized Debtor, except Claims of professionals retained by Court order, unless and until

the party filing such Claim obtains written consent of the Reorganized Debtor to file such claim late or obtains an order of the Bankruptcy Court upon notice to the Reorganized Debtor that permits the late filing of the Claim, in which event, the Reorganized Debtor shall have 60 days from the date of such written consent or order to object to such Claim, which deadline may be extended by the Bankruptcy Court upon motion of the Reorganized Debtor, without notice or a hearing.

2. Distributions with respect to an account of Claims to which objections have been filed will be made as soon as practicable after an order, judgment, decree or settlement agreement with respect to such Claim becomes a Final Order provided that the applicable Creditor shall not receive interest on its Allowed Claim, despite anything contained herein to the contrary, from the date the objection is filed and served to the date of allowance of such Claim.

F. VALUE OF EQUITY INTERESTS TO BE RETAINED.

Jamileh Eshaghpour, the sole shareholder of the Debtor, shall retain her interest in the Debtor.

G. MANAGEMENT.

After confirmation of the Plan, Robin Eshaghpour, the son of the sole shareholder, will continue to operate and manage the Company together without salary.

H. TAX CONSEQUENCES OF THE PLAN.

1. General Consequences.

THE FOLLOWING DISCUSSION IS A SUMMARY OF CERTAIN SELECTED SIGNIFICANT FEDERAL INCOME TAX CONSEQUENCES BUT NOT STATE, LOCAL OR FOREIGN TAX CONSEQUENCES, OF THE PLAN TO THE DEBTORS, HOLDERS OF CLAIMS AND HOLDERS OF INTERESTS. THESE TAX

CONSEQUENCES MAY BE AFFECTED BY SUCH FACTORS AS CHANGES IN THE STRUCTURE OF THE DEBTORS FROM THAT DESCRIBED HEREIN. THE FEDERAL INCOME TAX CONSEQUENCES TO HOLDERS OF CLAIMS AND INTERESTS MAY VARY SIGNIFICANTLY DEPENDING ON THE INDIVIDUAL CIRCUMSTANCES OF EACH HOLDER. MOREOVER, THE FEDERAL INCOME TAX CONSEQUENCES OF CERTAIN ASPECTS OF THE PLAN ARE UNCERTAIN BECAUSE OF THE LACK OF APPLICABLE LEGAL PRECEDENT AND THE POSSIBILITY OF CHANGES IN FEDERAL INCOME TAX LAWS. ACCORDINGLY, EACH HOLDER OF AN ALLOWED CLAIM OR INTEREST IS STRONGLY ADVISED TO CONSULT WITH SUCH HOLDER'S OWN TAX ADVISOR REGARDING THE FEDERAL, STATE, LOCAL AND FOREIGN TAX CONSEQUENCES OF THE PLAN.

In general, the federal income tax consequences to the Debtor and to each holder of an Allowed Claim will depend on numerous factors. These factors include but are not limited to the following:

- a. The identity and status of the particular Claimant for federal income tax purposes;
- b. The financial status of the Claimant and the Debtor, including the amount and character of any current tax attributes and tax attribute carry overs or carry backs of the Claimant and/or the Debtor.
- c. The nature (recourse or nonrecourse) and terms of the debt instrument(s) to be restructured including the allocation of payments between principal and accrued but unpaid interest;
- d. The accounting method of the Claim holder;

e. The relationship, if any, between the Debtor and the Claim holder;

f. The residency, alienage or place of legal incorporation or formation (foreign or U.S.) of the Claim holder and/or the persons owning beneficial equity interests in the Claim holder.

g. The type or method of debt restructure adopted by the Debtors and the Claim holder and the timing of such debt restructure.

The application of the factors to each Claim holder will depend on the Claim holder's individual facts and circumstances. In addition, federal income tax consequences to the Debtor and Claim holder may depend on events which occur several years after the Plan is implemented.

THE DEBTOR'S LEGAL COUNSEL DOES NOT HAVE SUFFICIENT INFORMATION TO DETERMINE ALL OF THE SPECIFIC FEDERAL TAX CONSEQUENCES TO EACH OF THE CLAIM AND INTEREST HOLDERS RESULTING FROM THE PLAN. ACCORDINGLY, EACH HOLDER OF A CLAIM OR INTEREST IS STRONGLY ADVISED TO CONSULT WITH SUCH HOLDER'S OWN TAX ADVISOR REGARDING THE FEDERAL, STATE, LOCAL AND FOREIGN TAX CONSEQUENCES OF THE PLAN.

NO RULINGS HAVE BEEN OR ARE EXPECTED TO BE REQUESTED FROM THE INTERNAL REVENUE SERVICE (THE "IRS") OR ANY STATE TAX AGENCY CONCERNING ANY OF THE TAX MATTERS DESCRIBED HEREIN. THERE CAN BE NO ASSURANCE THAT THE IRS OR ANY STATE TAX AGENCY WILL NOT CHALLENGE THE POSITIONS TAKEN BY THE DEBTORS WITH RESPECT TO ANY OF THE ISSUES ADDRESSED HEREIN OR THAT A COURT OF COMPETENT JURISDICTION WOULD NOT SUSTAIN SUCH A CHALLENGE.

2. Tax Consequences of Cash Payments to Holders of Allowed Claims.

The federal income tax consequences with respect to payments of Cash to holders of Allowed Claims in partial or full satisfaction of debt, or pursuant to a tax free recapitalization or other restructuring, depend on the allocation of such payments to principal and interest owed on the debt. The allocation of payments between interest and principal may affect:

- a. the existence and timing of recognition of interest income by cash basis Claim holder;
- b. the existence and timing of interest deductions on a cash basis (and sometimes to an accrual basis) of the Debtor;
- c. the amount (and possibly the character) of worthless debt loss recognized by the Claim holder;
- d. the amount of cancellation of indebtedness income recognized by the Debtor; and
- e. the amount of gain or loss recognized by the Claim holder pursuant to a recapitalization under the Internal Revenue Code § 368(a)(1)(E).

A holder of an Allowed Claim will recognize ordinary income to the extent that any stock, debt securities, other premises, or cash received is attributable to interest (including original issue discount) which has accrued while the Claim holder held the debt and which the Claim holder previously included in income, exceeds the fair market value of stock, debt and cash received by the Claim holder which is attributable to such accrued interest.

In addition, such Claim holders will realize gain on such amount equal to the excess of the fair market value of stock, debt, other premises and cash received (excluding amounts attributable to interest and discussed above) over the cost or other tax basis of the debt claims surrendered

(excluding any tax basis allocated to accrued interest). The gain may be a capital gain or ordinary gain unless the exchange has the effect of the distribution of a dividend under Internal Revenue Code § 305 (discussed below) in which case gain recognized that is not in excess of earnings and profits of the Debtors will be treated as a dividend. A corporate Claim holder who receives a dividend may qualify for a dividend received deduction with respect to the dividend.

The rules regarding taxation of payments to Claim holders which are attributable to other accrued but unpaid income items (e.g., rents, compensation, royalties, dividends, etc.) are similar to the rules described above for payments allocated to interest.

3. Importance of Obtaining Professional Tax Assistance.

THE FOREGOING IS INTENDED TO BE ONLY A SUMMARY OF SELECTED FEDERAL INCOME TAX CONSEQUENCES OF THE PLAN, AND IS NOT A SUBSTITUTE FOR CAREFUL TAX PLANNING WITH, AND RECEIPT OF ADVICE FROM, A TAX PROFESSIONAL. THE FEDERAL INCOME TAX CONSEQUENCES OF THE PLAN THAT ARE DESCRIBED HEREIN AND THE STATE, LOCAL AND FOREIGN TAX CONSEQUENCES OF THE PLAN THAT ARE NOT ADDRESSED HEREIN, ARE COMPLEX AND, IN SOME CASES, UNCERTAIN. SUCH CONSEQUENCES MAY ALSO VARY BASED ON THE INDIVIDUAL CIRCUMSTANCES OF EACH HOLDER OF A CLAIM. ACCORDINGLY, EACH CLAIMANT AND EQUITY HOLDER IS STRONGLY URGED TO CONSULT WITH ITS OWN TAX ADVISOR REGARDING THE FEDERAL, STATE, LOCAL AND FOREIGN TAX CONSEQUENCES OF THE PLAN.

I. MAINTENANCE OF EMPLOYEE BENEFIT PLANS.

No employee benefit plans exist.

J. PREFERENTIAL CLAIMS.

No preferential payments were made to any person or entity within the 90-day period prior to filing the petition.

K. ACCOUNTING PROCESS.

The financial information contained in this Consolidated Statement was derived from the Petition, Schedules and monthly operating reports filed by the Debtor in this case as well as based on certain assumptions made by the Debtor.

L. POST-PETITION ASSETS AND LIABILITIES.

The Debtor has acquired no significant assets since the filing of the Chapter 11 case.

M. EXECUTORY CONTRACTS.

There are no executory contracts that have not been assumed or rejected pursuant to previous order of the Court.

N. RETENTION OF JURISDICTION.

Following Confirmation, the Bankruptcy Court shall retain such jurisdiction as is legally permissible, including, without limitation, for the purposes set forth in Article XII of the Plan. These purposes include, among other things: (i) to determine the allow ability, classification, or priority of Claims or Interests; (ii) to construe and to take any action to enforce and execute the Plan, the Confirmation Order, or any other order of the Bankruptcy Court; (iii) to issue such orders as may be necessary for the implementation, execution, performance, and consummation of the Plan; (iv) to determine any and all applications for allowance of compensation and expense reimbursement of Professional Persons; (v) to determine any other request for payment of Administrative Claims; (vi) to determine all applications, motions, adversary proceedings, contested matters, and any other litigated matters instituted prior to the closing of the

Reorganization Case, including litigation commenced to set aside or avoid any transfers pursuant to the Bankruptcy Code Section 1127, to remedy any defect or omission in the Plan, or to reconcile any inconsistency in the Plan, so as to carry out its intent and purposes; and (viii) to enter a Final Decree closing these Bankruptcy Cases, pursuant to Section 350 of the Bankruptcy Code.

O. DISTRIBUTIONS UNDER THE PLAN

The Disbursing Agent(s).

The Reorganized Debtor and/or such other Person(s) as may be approved by the Debtor or the Bankruptcy Court, shall act as Disbursing Agent(s) under the Plan. Any such Disbursing Agent may, with the prior approval of the Reorganized Debtor, employ or contract with other Persons to assist in or to perform the distributions required. Any third party hired as a Disbursing Agent shall receive from the Reorganized Debtor, on terms acceptable to the Reorganized Debtor without further Bankruptcy Court approval, reasonable compensation for its services rendered pursuant to the Plan and reimbursement of reasonable out-of-pocket expenses incurred in connection with such services.

Cash Payments and DeMinimis Amounts.

Cash payments made pursuant to the Plan will be in U.S. dollars by checks drawn on a domestic bank selected by the Reorganized Debtor, or by wire transfer from a domestic bank, at the option of the Reorganized Debtor. **The Debtor shall not be obligated to distribute any amount less than ten dollars and any creditor entitled to a distribution of less than ten dollars, shall not receive a distribution but nonetheless be subject to the discharge provisions of the Plan.**

Transmittal of Distributions.

All distributions shall be deemed made at the time such distribution is deposited in the

United States mail, postage prepaid. Except as otherwise agreed with the holder of an Allowed Claim or Allowed Interest, any distribution on account of an Allowed Claim or Allowed Interest shall be distributed by mail to (i) the latest mailing address filed of record for the party entitled thereto or to a holder of a power of attorney designated by such holder to receive such distributions or (ii) if no such mailing address has been so filed, the mailing address reflected on the filed Schedules of Assets and Liabilities or in the Debtors' books and records.

Undeliverable Distributions.

If any distribution is returned to the Debtor as undeliverable, no further distributions shall be made to the holder of the Allowed Claim or Allowed Interest on which such distributions was made unless and until the Debtor is notified in writing of such holder's then current address. Undeliverable distributions shall remain in the possession of the Debtor until such time as a distributions becomes deliverable or is deemed canceled (as hereinafter provided). Any unclaimed distribution held by the Debtor shall be accounted for separately, but the Debtor shall be under no duty of invest any such unclaimed distribution in any manner. Any holder of an Allowed Claim or Allowed Interest that does not present a Claim for an undeliverable distribution within ninety (90) days after the Effective Date of the Plan shall have its right to such distribution discharged pursuant to Section 1141 of the Bankruptcy Code and shall be forever barred from asserting any such Claim or Interest against the Debtor or its property. All unclaimed or undistributed distributions shall become property of the Debtor.

P. LEGAL EFFECTS OF CONFIRMATION AND EFFECTIVENESS OF THE PLAN.

1. Discharge and Injunction.

Entry of the Confirmation Order shall constitute an order of the Bankruptcy Court that,

except as otherwise provided in the Plan or in agreements or Orders entered in connection therewith, on and after the Effective Date:

the rights afforded in the Plan, and the treatment of all Claims and Interests thereunder, shall be in exchange for, and in complete satisfaction, discharge, and release of all Claims, including without limitation, all Administrative Claims, Priority Tax Claims, General Unsecured Claims and the claims of the Debtor's and/or its bankruptcy estate arising from satisfaction of any debt on which the Debtor is liable or allegedly liable including any interest accrued on such Claims from and after Petition Date, against the Debtor or the Debtor's assets or properties and any liability thereunder.

b. all substantive rights or obligations of the Debtor, except those specifically reserved shall be terminated, and the Debtor shall be deemed discharged and released to the fullest extent permitted by Section 1141 of the Bankruptcy Code from all Claims or Interests that arose prior to the Effective Date against the Debtor's accountants or their property or assets (including without limitation, all Administrative Claims, Priority Tax Claims and Unsecured Claims, including any interest accrued on such Claims from and after the Petition Date, and all debts of the kind specified in Sections 502(g), 502(h), or 502(i) of the Bankruptcy Code). This discharge and release shall be effective in each case whether or not: (i) a proof of claim or proof of interest based on such Claim, Administrative Claim, or Interest is filed or deemed filed, pursuant to Section 501 of the Bankruptcy Code, or (ii) a Claim, Administrative Claim, or Interest is Allowed pursuant to, the Bankruptcy Code, or (iii) the holder of a Claim, Administrative Claim or Interest has accepted the Plan;

c. all Persons and Governmental Units shall be permanently enjoined by Section 524 of the Bankruptcy Code from asserting continuing any legal actions against the

Debtor, its officers, employees, its successors, Debtor's counsel, its assets or properties, any other further Claims, Administrative Claims, or Interests based upon any act or omission, transaction, or other activity of any kind or nature that occurred prior to the Effective Date. The discharge shall void any judgment against the Debtor at any time obtained to the extent that it relates to a Claim, Administrative Claim, or Interest that has been discharged or terminated;

d. all Persons and Governmental Units who have held, currently hold, or may hold a Claim, Administrative Claim, or Interest, discharged or terminated pursuant to the terms of the Plan shall be permanently enjoined by Bankruptcy Code Section 524 from taking any of the following actions on account of any such discharged Claim or terminated Interest: (i) commencing or continuing in any manner any action or other proceeding against the Debtor, or its successors, Debtor's counsel, its assets or properties; (ii) enforcing, attaching, collecting, or recovering in any manner any judgment, award, decree, or order against the Debtor, its successors, its officers, and employees, its assets, or properties; (iii) creating, perfecting, or enforcing any lien or encumbrance against the Debtor, its successors, its assets, or properties; (vi) asserting any setoff, right of subrogation, or recoupment of any kind against any obligation due to the Debtor, its successors, its assets, or properties; and (v) commencing or continuing any action, in any manner or place, that does not comply with or is inconsistent with the provisions of the Plan or the Confirmation Order. Any Person or Governmental Unit violating such injunction may be liable for actual damages, including costs and attorney's fees and, in appropriate circumstances, punitive damages.

e. all Persons and Governmental Units who have held, currently hold, or may hold a Claim, Administrative Claim, or Interest discharged or terminated pursuant to the terms of the Plan shall be permanently enjoined by Section 524 of the Bankruptcy Code from commencing or continuing in any manner any action or other proceeding against any party on account of a

Claim or cause of action that was property of the estates, including, without limitation, any derivative Claims capable of being brought on behalf of the Debtor, and all such Claims and causes of action shall remain exclusively vested in the Debtor to the maximum extent such Claims and causes of action shall remain exclusively vested in the Debtor to the maximum extent such Claims and causes of action were vested in the Debtor in Possession. The Plan shall be binding upon and govern the acts of all Persons including, without limitation all holders of Claims, Administrative Claims, and Interests, all filing agents or officers, title agents or companies, recorders, registrars, administrative agencies, Governmental Units and departments, agencies or officials thereof, secretaries of state, and all other Persons who may be required by law, the duties of their office, or contract to accept, file, register, record, or release any documents or instruments, or who may be required to report or insure any title or state of title in or to any of the assets of the Debtor.

2. Revesting of Property of the Estate and Release of Liens.

Except as otherwise provided in the Plan, any contract, instrument, or other agreement or document created in connection with the Plan, or the Confirmation Order, on the Effective Date, all property of the estate, wherever situated, shall be revested in the Reorganized Debtor free and clear of all Claims, mortgages, deeds of trust, liens, security interests, encumbrances, and other interests of any Person, and the Reorganized Debtor may thereafter operate its business and may use, acquire, and dispose of property and compromise or settle any claims or interests without the supervision or approval of the Bankruptcy Court, free of any restrictions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules of the United States Bankruptcy Court for the Eastern District of New York, and the guidelines and requirements of the Office of the United States Trustee for the Eastern District of New York.

MODIFICATION OR REVOCATION OF THE PLAN.

Subject to the restrictions on modifications set forth in Section 1127 of the Bankruptcy Code, the Debtor reserves the right to alter, amend, or modify the Plan before or after the Effective Date. No alterations, amendments, or modifications may be made by any party except the Debtor. If the Plan is modified by the Debtor, it may be necessary to amend the Disclosure Statement and to resolicit ballots from all or some voting Classes. A hearing on such issues and any resolicitation of ballots likely would significantly delay confirmation and, consequently, significantly delay distributions under the Plan.

The provisions of the Plan are not severable unless such severance is agreed to by the Debtor and such severance would constitute a permissible modification of the Plan pursuant to Bankruptcy Code Section 1127.

SUMMARY OF CERTAIN OTHER PROVISIONS OF THE PLAN.

Except as otherwise provided in the Plan, agreements entered into in connection therewith, the Confirmation Order, or in agreements previously approved by Final Order of the Bankruptcy Code, the Debtors may, pursuant to Bankruptcy Code Section 553 or applicable non bankruptcy law, setoff against any Allowed Claim (before any distribution is made on account of such Claim) any and all of the Claims, rights and causes of action of any nature that the Debtor may hold against the holder of such Allowed Claim.

MEANS OF IMPLEMENTING.

The Plan will be funded the following ways: (a) payments by the Debtor (funded by rent or capital contributions by the sole shareholder) in the sum of \$2,500.00 per month over eight (8) months to the secured, priority and unsecured creditors, and a lump sum payment of \$150,000.00 on the ninth (9th) month following the effective date of the Plan, and a lump sum payment of

\$104,950.00 on the twelfth (12th) month following the effective date of the Plan.

VOTING IMPAIRMENT, CONFIRMATION AND CRAMDOWN

A. Voting:

Claimants with allowed claims in impaired classes are entitled to vote to accept or reject the Plan. A claimant who fails to vote to either accept or reject the Plan will not be included in the calculations regarding the acceptance or rejection of the Plan. The proponent believes that the Creditors in Class 4 are impaired.

Impaired classes will receive ballots. Instructions for completing and returning the ballots are set forth thereon and should be reviewed at length. The Plan will be confirmed by the Bankruptcy Court and made binding upon all claimants if, with respect to all classes of impaired claimants, the Plan is accepted by the holders of two-thirds (2/3) in amount and more than one half (2) in number of allowed claims in each such classes of the respective Debtors, voting upon the plan.

Estimation of Claims. Unless otherwise limited by an order of the Bankruptcy Court, the Reorganized Debtors may at any time, before Confirmation of the Plan, request the Bankruptcy Court to estimate for final distribution purposes any contingent, unliquidated or Disputed Claim pursuant to section 502(c) of the Bankruptcy Code regardless of whether the Debtors or the Reorganized Debtors previously objected to such Claim, and the Bankruptcy Court will retain jurisdiction to consider any request to estimate any Claim at any time during litigation concerning any objection to any Claim, including, without limitation, during the pendency of any appeal relating to any such objection. Unless otherwise provided in an order of the Bankruptcy Court, in the event that the Bankruptcy Court estimates any contingent, unliquidated or Disputed Claim, the estimated amount shall constitute either the allowed amount of such Claim or a maximum limitation on such Claim, as determined by the Bankruptcy Court; provided, however, that, if the estimate constitutes the maximum limitation on such Claim, the Debtors or the Reorganized Debtors, as the case may be, may elect to pursue supplemental proceedings to object to any ultimate allowance of such Claim; and, provided, further, that the foregoing is not intended to limit the rights granted by section 502(j) of the Bankruptcy Code. All of the aforementioned Claims objection, estimation and resolution procedures are cumulative and not necessarily exclusive of one another

B. Confirmation Without Acceptance by All Impaired Classes, Cramdown.

Generally, if a Plan is not accepted by all impaired classes, it may nevertheless be confirmed by the Bankruptcy Court if (i) the Plan is accepted by at least one impaired class and it meets all of the other requirements of Section 1129(a) of the Bankruptcy Code; (ii) the Plan does not discriminate unfairly; and (iii) the Plan is fair and equitable to the rejecting classes. Such a finding would require a determination by the Bankruptcy Court that the Plan meets the requirements of Section 1129(b) of the Bankruptcy Code, including that no holder of any claim or interest junior to the claims of the rejecting class is receiving or retaining any property or payment

under the Plan solely on account of such claim or interests. This requirement is generally referred to as the "absolute priority rule".

The "cramdown" provisions for confirmation of a Plan despite the non-acceptance of one or more impaired classes of the claims or interest are set forth in Section 1129(b) of the Bankruptcy Code. Section 1129(b)(1) of the Bankruptcy Code states:

"Notwithstanding section 510(a) of this title, if all of the applicable requirements of subsection (a) of this section other than paragraph (8) are met with respect to the Plan, the Court, on request of the proponent of the Plan, shall confirm the Plan notwithstanding the requirements of such paragraph if the Plan does not discriminate unfairly, and is fair and equitable, with respect to each class of claims or interests that is impaired under, and has not accepted, the Plan."

The Debtors intend to invoke the cramdown provisions of the Code, if necessary. The proponent does not represent that the "cramdown" provisions would allow the confirmation of the Debtors' Plan. That determination can only be made by the Court at a hearing to consider confirmation of the Plan.

C. The Confirmation Hearing

The Bankruptcy Court has scheduled a Confirmation Hearing. The Confirmation Hearing will be held before United States Bankruptcy Judge Nancy Hershey Lord or another Judge of that Court sitting in his absence, at the United States Bankruptcy Court, Eastern District of New York, 271-C Cadman Plaza East, Suite 1595, Brooklyn, NY 11201 on _____, 2017 at _____ a.m./p.m. The Confirmation Hearing may be adjourned from time to time by the Bankruptcy Court without further notice except for the announcement of such adjournment in open Court. At the Confirmation Hearing, or at any adjourned hearing thereof, the Bankruptcy Court will consider whether the Plan satisfies the various requirements of the Bankruptcy Code, including whether it is feasible and whether it is in the best interests of holders of claims and interests. The Bankruptcy Court will also receive and consider a certification of ballots prepared on behalf of the Debtors concerning the results of the vote.

1. Feasibility – As a condition of confirmation the debtor must establish for the Court that the proposed plan is “feasible”. That is the Debtors will be able to execute on their business plan, make the payments to creditors as proposed and the reorganization will not be followed by liquidation. The Debtors believe that the business as it exists and on a going forward basis will be able to make all payments as proposed to operate at least on a “breakeven” basis. All payments required under the proposed plan will be paid upon the Effective Date of the Plan from the third party funds and will not be dependent upon Debtors operations.
2. Notwithstanding acceptance of the Plan by Creditors and Interest holders, in order to confirm the Plan, the Bankruptcy Court must independently determine that the Plan is in the best interests of all classes of Creditors and equity holders. The “best interest” test requires that the Bankruptcy Court find that the Plan provides to each

member of each impaired class of Claims and Interests a recovery which has a present value at least equal to the present value of the distribution which each such person will receive if the Debtor was liquidated under Chapter 7 of the Bankruptcy Code. Here all classes of claimants and interest holders are not impaired and receive at least a present value of the distributions they would receive under Chapter 7.

To determine if the Plan is in the best interest of each class, the probable results of a Chapter 7 liquidation must be compared with the results proposed under the Plan. Annexed hereto as Exhibit "D" is the Debtor's pro-forma liquidation analysis estimating the distributions to Creditors and equity holders in the event this Chapter 11 case was converted to a Chapter 7 case and a Trustee was appointed. The Debtor has applied, in general, the rule of absolute priority of distributions in the Plan. Under the absolute priority rule, no junior class of creditors may receive any distribution until all senior classes of creditors are paid in full, and no holder of any equity interest may receive any distribution unless the existing Equity has made a substantial new value. In this case the Debtor's principal will contribute \$270,000.00 of new funds which the Debtor believe satisfies the "new value" exemption to absolute priority rule until all creditors are paid in full. As indicated by the liquidation analysis, the creditor's recovery under this Plan is at least what they would receive in the event of the conversion of this Chapter 11 to Chapter 7 of the Bankruptcy Code.

CONCLUSION.

The Debtor believes that the Plan affords Creditors the potential for the greatest realization from the Debtor's assets and, therefore, is in the best interest of the Creditors. Accordingly, the Debtor urges all General Unsecured Creditors to cast their ballots in favor of accepting the Plan.

Dated: Woodbury, New York
June 1, 2017

LAW OFFICE OF ALAN C. STEIN, P.C.

186-14 WILLIAMSON AVE., CORP.

/s/ Alan C. Stein, Esq.

/s/ Robin Eshaghpour

By: _____

By: _____

Alan C. Stein, Esq.
Attorneys for the Debtor
7600 Jericho Tpke., Ste. 308
Woodbury, New York 11787
(516) 932-1800

Robin Eshaghpour, Manager

EXHIBIT “A”

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X

In re:

Chapter 11

186-14 WILLIAMSON AVE., CORP.,

CASE NO: 17-40503

Debtor

-----X

PLAN OF REORGANIZATION

INTRODUCTION

186-14 WILLIAMSON AVE., CORP., Debtor and Debtor-In-Possession, by its attorneys, the Law Office of Alan C Stein, P. C., hereby submits and proposes, pursuant to 11 U.S.C. § 1121 *et seq.*, the following Plan of Reorganization (the "Plan"). Reference is made to the Disclosure Statement of the Debtor (the "Disclosure Statement") for a discussion of Debtor's history, business, results of operations, historical financial information and for a summary and analysis of the Plan.

ARTICLE I

A. Definitions

The following terms, when used in the Plan, shall, unless the context otherwise requires, have the following meanings, respectively:

11 Administrative Expense: means expense incurred subsequent to the Petition Date, allowable under Sections 503(b) and 507(a)(1) of the Bankruptcy Code.

12 Allowed Claim: means (1) a Claim that has not been listed in the Debtor's Schedules as contingent, unliquidated or disputed or (2) a Proof of Claim filed with the Bankruptcy Court, prior to the Bar Date, regarding a Claim that has not been expunged by the

Bankruptcy Court.

13 Bankruptcy Code: means Chapter 11 of Title 11 of the United States Code.

14 Bar Date: means the date fixed by the Court – December 11, 2012 - as the last day for filing proofs of claim with the Clerk of the Bankruptcy Court.

15 Bankruptcy Court: means the United States Bankruptcy Court for the Eastern District of New York.

16 Bankruptcy Rules: means The Federal Rules of Bankruptcy Procedure.

17 Chapter 11 Case: means the Chapter 11 reorganization case of the Debtor, commenced by the filing of a voluntary petition for relief on the Petition Date.

18 Claim: means a right to payment as defined under Section 101(5) of the Bankruptcy Code.

19 Confirmation Hearing: means the hearing where the Bankruptcy Court considers approval of the Plan and the entry of the Confirmation Order.

1.10 Confirmation Order: means the entry by the Bankruptcy Court of an order confirming the Plan in accordance with the Bankruptcy Code.

1.11 Consummation of Plan: means the accomplishment of all things necessary for the entry of a Final Decree in this Chapter 11 case.

1.12 Creditors: means all entities holding Claims against the Debtor's estate.

1.13 Disputed Claims: means a claim: (i) that is the subject of an objection pursuant to Section 502(b) of the Bankruptcy Code as of the Effective Date or any other later date fixed by the Bankruptcy Court (ii) which has not been allowed or disallowed pursuant to a Final Order.

1.14 Effective Date: means the date following the day upon which the Confirmation Order has become Final.

1.15 Final: means the date on which the time to appeal or seek review of the Confirmation order has expired and no such appeal or review is pending or if such order has been appealed, the date on which it has been affirmed on appeal without material modification and the time for further appeal has expired.

1.16 Final Decree: means the order of the Bankruptcy Court entered pursuant to Section 350 of the Bankruptcy Code closing the Chapter 11 Case.

1.17 Insider: means a Person that satisfies the definition set forth in Section 101(30) of the Bankruptcy Code.

1.18 Interest Holder: means Jamileh Eshaghpour

1.19 Interests: means the common stock in the Debtor held by Jamileh

Eshaghpour 1.20 Person: the meaning set forth in Section 101(41) of the

Bankruptcy Code.

1.21 Petition: means the bankruptcy petition filed by the Debtor on the Petition Date.

1.22 Petition Date: means February 2, 2017 the date of the filing of the voluntary Petition in this Chapter 11 case.

1.23 Plan: mean this Plan of Reorganization.

1.24 Plan Expenses: means expenses incurred by the Disbursing Agent, subsequent to the Effective Date, in consummating the Plan in conformance with official Form 10.

1.25 Proof of Claim: means a written statement setting forth a claim.

1.26 Priority Tax Claims: means Claims allowed under Section 507(a)(8) of the Bankruptcy Code.

1.27 Reorganized Debtor: means the entity that shall survive subsequent to the Effective Date.

1.28 Schedules: means information filed with the Bankruptcy Court, pursuant to Section 521(1) of the Bankruptcy Code.

B. Interpretation, Rules of Construction, Computation of Time and Choice of Law.

11 The provisions of the Plan shall control over any descriptions thereof contained in the Disclosure Statement. Where the Plan refers to any contract, instrument, or other agreement or document created in connection with the Plan, the provisions of such contract, instrument, or other agreement or document shall control over any inconsistency with the

terms of the Plan and the Plan will be interpreted to avoid any inconsistencies with the provisions of such contract, instrument, or other agreement or document.

12 Any term used in the Plan that is not defined in the Plan but that is used in the Bankruptcy Code or the Bankruptcy Rules has the meaning assigned to that term in, and shall be construed in accordance with the rules of construction under, the Bankruptcy Code or the Bankruptcy Rules. Without limiting the foregoing, the rules of construction set forth in Bankruptcy Code Section 102 shall apply. The definitions and rules of construction contained herein do not apply to the Disclosure Statement or to the Exhibits to the Disclosure Statement except to the extent expressly so stated therein.

13 The words "herein," "hereof," "hereunder" and all others of similar import refer to the Plan as a whole and not to any particular article, section, subsection, or clause contained in the Plan.

14 Unless specified otherwise in a particular reference, all references in the Plan to articles, sections and exhibits are references to articles, sections and exhibits of the Plan.

15 Any reference in the Plan to an existing document or exhibit mean such document or exhibit as it may have been amended, restated, modified, or supplemented as of the Effective Date.

16 Captions and headings to articles and sections in the Plan are inserted for convenience of reference only and shall neither constitute a part of the Plan nor in any way affect the interpretation of any provision hereof.

17 Whenever from the context it is appropriate, each term stated in either the singular or the plural shall include both the singular and the plural.

1.8 In computing any period of time prescribed or allowed by the Plan, the provisions of Bankruptcy Rule 9006(a) shall apply.

19 All exhibits to the Disclosure Statement are incorporated in to the Disclosure Statement and shall be deemed to be included in the Plan, regardless of when filed.

ARTICLE II

CLASSIFICATION OF CLAIMS AND INTERESTS

21 Administrative Claims consist of the allowed claims of Debtor's duly retained professionals not paid during the Chapter 11 Case, prior to the Effective Date, and any other Administrative Expenses Allowed under Section 305 of the Bankruptcy Code.

2.2 Class 1 consists of the Secured Claim M&T Bank in the amount of \$394,949.38 with arrears of \$246,712.04. M&T Bank holds a valid and perfected first lien on Debtor's asset as a mortgage on the property located at 186-14 Williamson Ave., Springfield Gardens, NY 11413.

2.3 Class 2 consists of Priority Tax Claims totaling approximately \$21,821.65.

2.4 Class 3 consists of Allowed General Unsecured Claims.

2.5 Class 4 consists of General Unsecured Claims held by Insiders .

2.6 Class 5 consists of the Interest in the Debtor held by Jamileh Eshaghpour.

ARTICLE III

TREATMENT OF CLASSES THAT ARE NOT IMPAIRED UNDER THE PLAN

Administrative Claims.

3.1 Pursuant to Section 1129(a)(9)(A) of the Bankruptcy Code, all Administrative Claims shall be satisfied on the Effective Date unless the holder of the Administrative Claim has

agreed to different treatment, including the payment of any outstanding fees, pursuant to 28 U.S.C. § 1930(a)(6), as required pursuant to Section 1129(a)(12) of the Bankruptcy Code. Holders of Administrative Claims are not entitled to vote. Any professional fees incurred after confirmation will be paid in the ordinary course of business after presentation of an invoice and will not require court approval.

Class 2 Claims (Priority Claim of Taxing Authorities).

3.2 The Class 2 Claim includes a claim by the New York City Department of Finance in the sum of \$21, 401.41. The Class 2 Claim also has a claim by the Internal Revenue Service (“IRS”) in the sum of \$420.24. These claims will be paid in full with interest throughout the life of the Plan. As a result, pursuant to Section 1129(a)(9)(C) of the Bankruptcy Code, the Class 2 Claims are unimpaired and not entitled to vote.

Class 3 Claims (Allowed Unsecured Claims).

The holders of Class 3 Claims will receive 100% of claims in this Class to be paid in full pursuant to Section 1129(a)(9)(c) of the Bankruptcy Code. Holders of Class 4 Claims include:

Internal Revenue Service	\$ 204.00
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Because members of this Class are being paid in full pursuant to Section 1129(a)(9)(c) of the Bankruptcy Code, they are not impaired and are not entitled to vote.

Class 4 General Unsecured Claims of Elena Eshaghpour.

This Class consists solely of the general unsecured claims of Elena Eshaghpour in the amount of \$150,000. Ms. Eshaghpour will waive payment of this claim pursuant to the Plan. Because she is not being paid, pursuant to Section 1129(b)(2)(a), she is impaired and entitled to vote upon the Plan.

Class 5 Interests.

The common stock of the Debtor held by JAMAIRA ESHAGHPOUR constitutes all of the issued and outstanding Interests of the Debtor.

ARTICLE IV

**TREATMENT OF CLASSES
THAT ARE IMPAIRED UNDER THE PLAN**

Class 4

Repayment to be waived

ARTICLE V

MEANS OF IMPLEMENTATION OF THE PLAN

5.1 The Plan will be funded the following ways: (a) payments by the Debtor (funded by rent or capital contributions by the sole shareholder) in the sum of 2,500.00 per month over eight (8) months to the secured, priority and unsecured creditors, and a lump sum payment of \$150,000.00 on the ninth (9th) month following the effective date of the Plan, and a lump sum payment of \$104,950.00 on the twelfth (12th) month following the effective date of the Plan.

ARTICLE VI

PROVISIONS FOR EXECUTORY CONTRACTS

6.1 NONE There are no executory contracts.

ARTICLE VII

DISTRIBUTIONS UNDER THE PLAN

7.1 *The Disbursing Agent(s)*: The Reorganized Debtor and such other Person(s) as may be approved by the Debtor or the Bankruptcy Court, shall act as Disbursing Agent(s) under the Plan. Any such Disbursing Agent may, with the prior approval of the Reorganized Debtor employ or contract with other Persons to assist in or to perform the distributions required. Any third party hired as a Disbursing Agent shall receive from the Reorganized Debtor, on the terms acceptable to the Reorganized Debtor without further Bankruptcy Court approval, reasonable

compensation for distribution services rendered pursuant to the Plan and reimbursement of reasonable out-of-pocket expenses incurred in connection with such services.

72 Cash Payments: Cash payments made pursuant to the Plan will be made as set forth in the Plan in U.S. dollars by checks drawn on a domestic bank selected by the Reorganized Debtor or Disbursing Agent or by wire transfer from a domestic bank, at the option of the Debtor. The Debtor shall not be obligated to distribute any amount less than ten dollars and any creditors entitled to a distribution of less than ten dollars shall not receive a distribution but nonetheless be subject to the discharge provisions of the Plan.

73 Transmittal of Distributions: All distributions shall be deemed made at the time such distribution is deposited in the United States mail, postage prepaid. Except as otherwise agreed with the holder of an Allowed Claim such distribution shall be distributed by mail to (i) the latest mailing address filed of record for the party entitled thereto or to a holder of a power of attorney designated by such holder to receive such distributions or (ii) if no such mailing address has been so filed, the mailing address reflected upon the Schedules in the Debtor's books and records.

74 Undeliverable Distribution: If any distribution is returned to the Disbursing Agent as undeliverable, no further distributions shall be made to the holder of the Allowed Claim on which such distribution was made unless and until the Disbursing Agent or the Reorganized Debtor is notified in writing of such holder's then-current address. Undeliverable distributions shall remain in the possession of the Disbursing Agent until such time as a distribution becomes deliverable or is deemed canceled (as hereafter provided). Any unclaimed distribution held by a Disbursing Agent shall be accounted for separately, but the Disbursing Agent shall be under no

duty to invest any such unclaimed distribution in any manner. Any holder of an Allowed Claim or Allowed Interest that does not present a claim for an undeliverable distribution within ninety (90) days after the date upon which a distribution is first made to such holder shall have its right to such distribution discharged, its Claim disallowed and expunged, and shall be forever barred from asserting any such Claim against the Reorganized Debtor or its property or against any other Person, including the Disbursing Agent and such distribution shall revert with the Debtor.

75 Objections to Claims: Objections to Claims shall be filed with the Bankruptcy Court and served upon Creditors no later than 60 days after the Effective Date, provided however, that this deadline may be extended by the Bankruptcy Court upon motion of the Reorganized Debtor, on notice and consent of the Creditor's Committee, if any. Notwithstanding the foregoing, unless an order of the Bankruptcy Court specifically provides for a later date, any proof of claim filed after the Confirmation Date except those of professionals retained by Court order shall be automatically disallowed as a late filed claim, without any action by the Reorganized Debtor, unless and until the party filing such Claim obtains the written consent of the Reorganized Debtor to file such claim late or obtain an order of the Bankruptcy Court upon notice to the Reorganized Debtor that permits the late filing of the Claim, in which event, the Reorganized Debtor shall have 60 days from the date of such written consent or order to object to such Claim, which deadline may be extended by the Bankruptcy Court upon motion of the Reorganized Debtor, without notice or a hearing.

7.6 Subject to Bankruptcy Court approval, objections to Claims may be litigated to judgment, settled or withdrawn.

7.7 Distributions on account of Claims to which objections have been filed will be

made as soon as practicable after an order, judgment, decree or settlement agreement with respect to such Claim becomes a Final Order provided that the applicable Creditor shall not receive interest on its Allowed Claim, despite anything contained herein to the contrary, from the date the objection is filed and served to the date of allowance of such Claim. The portion of the Disputed Claim, which is not subject to a dispute shall be distributed on the same basis as undisputed Claims.

78 Disputed Claim Reserves: On and after the Effective Date, the Disbursing Agent shall establish and maintain reserves for the disputed portion of all Disputed Claims. For purposes of establishing a reserve, Cash will be set aside equal to the amount that would have been distributed to the holders of Disputed Claims less the undisputed portion in such Class had their Disputed Claims been deemed Allowed Claims on the Effective Date or such other amount as may be approved by the Bankruptcy Court upon motion of the Debtor or Reorganized Debtor. If, when, and to the extent any such Disputed Claim becomes an Allowed Claim by Final Order, the relevant portion of the Cash held in reserve therefore shall be distributed by the Disbursing Agent to the Claimant. No payments or distributions shall be made with respect to a Claim which is a Disputed Claim pending the resolution of the dispute by Final Order.

ARTICLE VIII

DEFAULT

8.1 It shall be an event of default if the Debtor fails to make any payment as provided in the Plan.

82 Upon written receipt from any creditor of notice of default, the Debtor shall have

a period often (10) days from receipt of such notice to cure such default and during such ten (10) day period, the creditors shall take no action to terminate this Plan and the creditor giving such notice of default shall take no action to enforce its rights under the Plan. If such default is not cured by the Debtor within said ten (10) day period, then said creditor may seek to enforce its rights under the Plan in the appropriate Court of competent jurisdiction. Notices of default shall be sent to the Debtor and Debtor's attorneys, the Law Office of Alan C. Stein, P.C., by certified mail, return receipt requested.

ARTICLE IX

DISCHARGE AND INJUNCTION

9.1 Entry of the Confirmation Order shall constitute an order of the Bankruptcy Court that, except as otherwise provided in the Plan or in agreements or Orders entered in connection therewith, on and after the Effective Date:

a The rights afforded in the Plan, and the treatment of all Claims and Interests thereunder, shall be in exchange for, and in complete satisfaction, discharge, and release of all Claims, including without limitation, all Administrative Claims, Priority Tax Claims, General Unsecured Claims and claims against the Debtor, its officers and employees, its bankruptcy estate arising from satisfaction of any debt on which Debtor is liable or allegedly liable, including any interest accrued on such Claims from and after the Petition Date, against the Debtor or any of the Debtor's assets or properties and any liability thereunder;

b. Obligations of the Debtors shall be terminated, and the Debtor shall be deemed discharged and released to the fullest extent permitted by Section 1141 of the

Bankruptcy Code from all Claims or Interests that arose prior to the Effective Date against the Debtor, its officers and employees, Debtor's counsel, or their properties or assets (including without limitation, all Administrative Claims, Priority Tax Claims and Unsecured Claims, including any interest accrued on such Claims from and after the Petition Date, and all debts of the kind specified in Sections 502(g), 502(h) and 502(i) of the Bankruptcy Code.) This discharge and release shall be effective whether or not: (i) a Proof of Claim or proof of interest based on such Claim, Administrative Claim or Interest is filed or deemed filed pursuant to Section 501 of the Bankruptcy Code, (ii) a Claim, Administrative Claim, or Interest is allowed pursuant to the Bankruptcy Code, or (iii) the holder of a Claim, Administrative Claim, or Interest has accepted the Plan and shall bar and enjoin any claims or lawsuits claims arising from claims against the Debtor;

c. All Persons and Governmental Units shall be permanently enjoined by Section 524 of the Bankruptcy code from asserting against the Debtor, its officers and employees, its successor, Debtor's counsel, its assets or properties, any other or further Claims, Administrative Claims, or Interests based upon any act or omission, transaction, or other activity of any kind or nature that occurred prior to the Effective Date. The discharge shall void any judgment against the Debtor at any time obtained to the extent that it relates to a Claim, Administrative Claim, or Interest that has been discharged or terminated;

d. All Persons and Governmental Units who have held, currently hold, or may hold a Claim, Administrative Claim, or Interest, discharged or terminated pursuant to the terms of the Plan shall be permanently enjoined by Bankruptcy Code Section 524 from taking

any of the following actions on account of any such discharged Claim or terminated Interest: (i) commencing or continuing in any manner any action or other proceeding against the Debtor, its successor, Debtor's counsel, its assets, or properties; (ii) enforcing, attaching, collecting, or recovering in any manner any judgment, award, decree, or order against the Debtor, its successors, their assets, or properties; (iii) creating, perfecting, or enforcing any lien or encumbrance against the Debtor, its successors, its assets, or properties; (iv) asserting any setoff, right of subrogation, or recoupment of any kind against any obligation due to the Debtor, its officers and employees, its assets, or properties; and (v) commencing or continuing any action, in any manner or place, that does not comply with or is inconsistent with the provisions of the Plan of the Confirmation Order. Any Person or Governmental Unit violating such injunction may be liable for actual damages, including costs and attorneys' fees and, in appropriate circumstances, punitive damages;

e. All Persons and Governmental Units who have held, currently hold, or may hold a Claim, Administrative Claim, or Interest discharged or terminated pursuant to the terms of the Plan shall be permanently enjoined by Section 524 of the Bankruptcy Code from commencing or continuing in any manner any action or other proceeding against any party on account of a Claim or cause of action that was property of the estate, including, without limitation, any derivative Claims capable of being brought on behalf of the Debtor, and all such Claims and causes of action shall remain exclusively vested in the Debtor to the maximum extent such Claims and causes of action were vested in the Debtor-in-Possession. The Plan shall be binding upon and govern the acts of all Persons including, without limitation, all holders of Claims, Administrative Claims, and Interests, all filing agents or officers, title agents or

companies, recorders, registrars, administrative agencies, Governmental Units and departments, agencies or officials thereof, secretaries of state, and all other Persons who may be required by law, the duties of their office, or contract to accept, file, register, record, or release any documents or instruments, or who may be required to report or insure any title or state of title in or to any of the assets of the Debtor.

ARTICLE X

REVESTING OF PROPERTY OF THE ESTATE AND INTERESTS/RELEASE OF LIENS

10.1 Except as otherwise provided in the Plan, any contract, instrument, or other agreement or document created in connection with the Plan, or the Confirmation Order; (i) on the Effective Date, all property of the estate, wherever situated, shall be revested in the Reorganized Debtor, free and clear of all Claims, mortgages, deeds of trust, liens, security interests, encumbrances, and other interests of any Person; (ii) from and after the Effective Date, the Reorganized Debtor may operate its business and may use, acquire, and dispose of property and compromise or settle any Claims without consent of the Committee without the supervision or approval of the Bankruptcy Court, free of any restrictions of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules of the United States Bankruptcy Court for the Eastern District of New York, and the guidelines and requirements of the Office of the United States Trustee for the Eastern District of New York, other than those restrictions expressly imposed by the Plan, any contract, instrument, or other agreement or document created in connection with the Plan, or the Confirmation Order, and (iii) on the Effective Date, the Interests of the Reorganized Debtor shall be revested in Jamileh Eshaghpour

10.2 Except as otherwise provided in the Plan or in any contract, instrument or other agreement or document created in connection with the Plan, on the Effective Date, all mortgages, deeds of trust, liens, or other security interests against property of the Estate shall be released, and all right, title, and interest of any holder of such mortgages, deeds of trust, liens, or other security interests shall revert to the Reorganized Debtor and its successors and assigns.

10.3 Except as otherwise provided in the Plan, agreements entered into in connection therewith, the Confirmation Order, or in agreements previously approved by Final Order of the Bankruptcy Court, the Reorganized Debtor may, pursuant to Section 553 of the Bankruptcy Code or applicable non-bankruptcy law, set off against any Allowed Claim (before any distribution is made on account of such Claim) any and all of the claims, rights and causes of action of any nature that the Debtors may hold against the holder of such Allowed Claim, provided, however, that neither the failure to effect such a setoff nor the allowance of any Claim hereunder shall constitute a waiver or release by the Debtor of any such claims, rights, and causes of action that the Debtor may possess against such holder. To the extent the Debtor fails to set off against a third party and seek to collect a claim from such third party after a distribution to such third party pursuant to the Plan on account of its Allowed Claim, the Debtors shall be entitled to full recovery on its claim against such third party.

10.4 Except as provided in another contract, instrument, or other agreement entered into in connection with the Plan, in accordance with Section 1123(b) of the Bankruptcy Code, the Debtor shall retain and may enforce all claims, rights, and causes of action, including rights and causes of action arising under the Bankruptcy Code which are commenced prior to the closing of the Chapter 11 Case, that the Debtors or their estates may hold against any Person.

Only the Debtor or its successor(s) may pursue such retained claims, rights or causes of action, as appropriate, in accordance with the best interests of the Debtor or its successor(s).

10.5 The Confirmation Order shall be deemed to constitute an order of the Bankruptcy Court, as is authorized under Section 502(d) of the Bankruptcy Code, disallowing any Claim of any entity: (i) from which property is recoverable under Sections 542, 543, 550, or 553 of the Bankruptcy Code or (ii) that is a transferee of a transfer avoidable under Sections 544, 545, 547, 548 or 549 of the Bankruptcy Code, unless such entity or transferee has paid the amount or turned over any such property, for which such entity or transferee is liable under Sections 542, 543, 550, or 553 of the Bankruptcy Code.

ARTICLE XI

RETENTION OF JURISDICTION

11.1 The Court shall retain and have exclusive jurisdiction over the Chapter 11 Case for the following purposes:

- a. To determine the allowance of Claims;
- b. To determine any and all pending applications for the rejection or assumption of executory contracts or unexpired leases to which the Debtor is a party or with respect to which they may be liable, and to hear and determine, and if need be to liquidate, any and all Claims arising therefrom;
- c. To determine any and all applications, adversary proceedings, and contested or litigated matters, to set aside liens or encumbrances and to recover any preferences, transfers, assets or damages to which the Debtor may be entitled under applicable provisions of

the Bankruptcy Code or other federal, state or local law within one hundred and eighty days of the Effective Date;

d. To consider any modifications of the Plan, any defect or omission or reconcile any inconsistency in any order of the Bankruptcy Court, including the Confirmation Order, to the extent authorized by the Bankruptcy Code or other applicable law;

e. To consider the application of professionals previously retained by the Court for compensation and expense reimbursement;

f. To determine all controversies, suits and disputes that may arise in connection with the interpretation, enforcement or consummation of the Plan, including disputes between or among classes or claimants under the Plan regarding allocations or payments of distributions hereunder.

g. To consider and act on the compromise and settlement of any Claim against or cause of action by or against the Debtor and the Debtor's estate;

h. To determine such other matters which may be set forth in the Confirmation Order or which may arise in connection with the Plan, including, but not limited to, extending deadlines and time limits provided in the Plan.

i. Entry of a final decree, pursuant to section 350(b) of the Bankruptcy Code.

ARTICLE XII

RETENTION OF ALL RIGHTS OF INTEREST HOLDERS OF THE DEBTOR

12.1 Upon confirmation of this Plan, all the rights and interests of the Interest Holder,

the Debtor shall be retained pursuant to this. Plan.

ARTICLE XIV

NOTICES

15.1 Any notice described in or required by this Plan shall be deemed to have been properly given when mailed by U.S. Mail, return receipt requested, if sent to the following addresses:

a. The Debtor addressed to:

186-14 Williamson Ave., Corp.
Springfield Gardens, NY

With a copy to counsel for the Debtors:

Law Offices of Alan C. Stein, P.C.
c/o Alan C. Stein
7600 Jericho Tpke., Ste. 308
Woodbury, New York 11797

Dated: June 1, 2017
Woodbury, NY 11787

/s/ Alan C. Stein

ALAN C. STEIN, ESQ (AS2186)
LAW OFFICE OF ALAN C. STEIN, P.C.
7600 JERICHO TPKE., STE. 308
WOODBURY, NY 11787
516-932-1800

186-14 Williamson Ave., Corp.

/s/ Robin Eshaghpour

By _____
Robin Eshaghpour, Manager

EXHIBIT “B”

186-14 Williamson Avenue Corp.

Case No. _____
 Reporting Period: April 2017
 Federal Tax I.D. # 11-3628444

Debtor

STATEMENT OF OPERATIONS - Single Asset Real Estate Case
 (Income Statement)

The Statement of Operations is to be prepared on an accrual basis. The accrual basis of accounting recognizes revenue when it is realized and expenses when they are incurred, regardless of when cash is actually received or paid.

	Month	Cumulative YTD to Date
INCOME		
Rental Income	-0-	-0-
Additional Rental Income		
Common Area Maintenance Reimbursement		
Total Income (attach Rent Roll)	-0-	-0-
EXPENSES		
Advertising		
Auto Expense		
Cleaning and Maintenance		
Commissions		
Insider Compensation*	75	225
Insurance		
Management Fees		
Other Interest		
Repairs		
Supplies	374	1722
Taxes - Real Estate		
Travel and Entertainment		
Utilities		
Other: (List Below)		
Water & Sewer	50	150
Total Operating Expenses Before Depreciation	499	1497
Depreciation/Depletion/Amortization	485	1455
Net Income (Loss) Before Other Income & Expenses	(984)	2932
OTHER INCOME AND EXPENSES		
Other Income: (List Below)		
Interest Expense (Mortgage Interest)	1,244	3732
Other Expense: (List Below)		
Net Income (Loss) Before Reorganization Items		
REORGANIZATION ITEMS		
Professional Fees	108	108
U. S. Trustee Quarterly Fees		
Interest Earned on Accumulated Cash from Chapter 11**		
Gain (Loss) from Sale of Property		
Other Reorganization Expense: (List Below)		
Total Reorganization Expenses		
Income Taxes	(2,336)	6792.00
Net Income (Loss)		

*"Insider" is defined in 11 U.S.C. Section 101(31).

**Interest Earned on Accumulated Cash from Chapter 11: Interest earned on cash accumulated during the chapter 11 case, which would not have been earned but for the bankruptcy proceeding, should be reported as a reorganization item

EXHIBIT “C”

VOTING INSTRUCTIONS

1. On _____, 2017 at _____ A.M./P.M., the United States Bankruptcy Court for the Eastern District of New York, 271 C Cadman Plaza East, Ste 1595 Brooklyn, NY 11201, will hold a hearing to consider whether to confirm the Plan. Enclosed herewith is a copy of the Plan and Disclosure Statement. The Disclosure Statement describes the Plan and the treatment of all claims thereunder.
2. All holders of allowed impaired claims in 186-14 Williamson Ave., Corp. are permitted to vote their acceptance or rejection of the Plan. This ballot is to be used for casting such vote.
3. The Plan referred to in the Ballot can be confirmed by the Bankruptcy Court and thereby made binding on you if it is accepted by (a) the holders of two-thirds in amount and more than one-half in number of allowed claims in each class who actually vote on the Plan. In the event the requisite acceptances are not obtained, the Bankruptcy Court may nevertheless confirm the Plan if (i) the Bankruptcy Court finds that the Plan accords fair and equitable treatment, and does not discriminate unfairly, with respect to the class rejecting it and (ii) at least one impaired class has accepted the Plan. To have your vote count you must complete and return the Ballot. **YOUR COMPLETED BALLOT MUST BE RECEIVED BY 4:00 P.M. EASTERN TIME ON _____, 2017 TO BE COUNTED.**
4. The Plan classifies claims and interests separately, and provides different treatment for different classes of claims or interests. You should read the Plan and the Disclosure Statement and the other related materials enclosed in this package carefully to understand the treatment you will receive.
5. If you return the Ballot but fail to designate either an acceptance or rejection of the Plan, such Ballot will be deemed by the Bankruptcy Court to have been voted as an acceptance of the Plan.
6. If you return the Ballot but fail to designate the amount, then the amount will be deemed to be the amount scheduled on the petition, or if you filed a Proof of Claim, the amount indicated on the claim.

IF YOU HAVE ANY QUESTIONS REHARDING THIS PROCEDURE FOR VOTING ON THE PLAN, PLEASE CONTACT COUNSEL FOR THE DEBTOR: LAW OFFICE OF ALAN C. STEIN, P.C., 7600 JERICHO TPKE., STE. 308, WOODBURY, NEW YORK 11797, TELEPHONE (516) 932-1800.

TO BE COUNTED, YOUR COMPLETED BALLOT MUST BE RECEIVED BY 4:00 P.M. EASTERN STANDARD TIME, ON _____, 2017 BY LAW OFFICE OF ALAN C. STEIN, P.C., 7600 JERICHO TPKE., STE. 308, WOODBURY, NEW YORK 11797, EITHER BY MAIL, FACSIMILE 516-932-0220, OR EMAIL: alanstein@alanstein.net

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X

Chapter 11

In re:

Case No.: 17-40503

186-14 WILLIAMSON AVE., CORP.

Debtor.

-----X

**BALLOT FOR ACCEPTING OR REJECTING OF
REORGANIZATION OF 186-14 WILLIAMSON AVE., CORP.
FOR HOLDERS OF ALLOWED CLASS 1, 2, 3, 4, 5 CLAIMS**

The *Plan of Reorganization of 186-14 Williamson Ave., Corp.*, (the “Plan”) can be confirmed by the Bankruptcy Court and thereby made binding if it is accepted by the holders of (i) at least two-thirds in amount and more than one-half in number of allowed claims in each class voting on the Plan. To have your vote count, you must complete and return this Ballot.

TO BE COUNTED, YOUR COMPLETED BALLOT **MUST** BE RECEIVED BY 4:00 P.M. EASTERN TIME, ON _____, 2017, BY LAW OFFICE OF ALAN C. STEIN, P.C. AT 7600 JERICHO TPKE., STE. 308, WOODBURY, NEW YORK 11797, EITHER BY MAIL, FACSIMILE: (516) 932-0220 OR EMAIL: ALANSTEIN@ALANSTEIN.NET

ITEM 1. INDICATED DEBTOR AGAINST WHOM YOU HAVE A CLAIM

186-14 Williamson Ave., Corp.

ITEM 2. INDICATE YOUR CLASS

- Class 1 – Secured Claim of M&T Bank
- Class 2 – Priority Claims of Taxing Authorities
- Class 3 – Allowed Unsecured Claims
- Class 4 – General Unsecured Claims of Elena Eshaghpour
- Class 5 – Interests

ITEM 3. INDICATE DOLLAR AMOUNT OF YOUR CLAIM \$ _____

**ITEM 4. INDICATE YOUR VOTE TO ACCEPT OR REJECT THE PLAN
MARKING THE APPROPRIATE BOX:**

_____ **Accept the Plan** _____ **Reject the Plan**

ITEM 5. By signing this Ballot, the undersigned certifies that he or she has been provided with a copy of the *Disclosure Statement of Plan or Reorganization of 186-14 Williamson Ave., Corp.* (the “Disclosure Statement”) and the Plan.

ITEM 6. The undersigned certifies that he or she understands that if this Ballot is validly executed and returned without indicating a rejection with respect to the Plan, it will be counted as a vote to accept the Plan.

ITEM 7. By signing this Ballot, the undersigned hereby certifies that he or she has full power and authority to vote to accept or reject the Plan.

ITEM 8. PROVIDE YOUR NAME AND ADDRESS (Please print or type):

(Name)

(Title – if Applicable)

(Company – if Applicable)

(Address)

(City)

(State)

(Zip Code)

ITEM 9. SIGN AND DATE YOUR BALLOT:

Signature

Date

Title (if applicable)

EXHIBIT “D”

LIQUIDATION ANALYSIS

ESTIMATED VALUE OF SALE ASSET	\$325,000.00
CLAIM BY FIRST MORTGAGE	\$349,949.38
NET PROCEEDS AT LIQUIDATION	\$0.00

EXHIBIT “E”

In re 186-14 Williamson Avenue Corp.

Debtor

Case No. 17-40503

Reporting Period: MARCH 2017

CASH FLOW PROJECTIONS FOR THE 12 MONTH PERIOD: May 2017 through April 2018

(Single Asset Real Estate Case)

This schedule must be filed with the Court and a copy submitted to the United States Trustee within 20 days after the order for relief. Amended or updated projections should be filed as necessary.

	Month	Month	Month	Month	Month	Month	Month	Month	Month	Month	Month	Month	Total
	MAY	JUNE	JULY	AUG	SEPT	OCT	NOV	DEC	JAN	FEB	MAR	APRIL	
INCOME													
Rental Income									3500	3500	3500	3500	42,000
Additional Rental Income													
CAM Income													
Other Income													
Total Income									3500	3500	3500	3500	42,000
EXPENSES													
Advertising													
Auto Expense													
Cleaning & Maintenance													
Commitments													
Insurance	108	108	108	108	108	108	108	108	108	108	108	108	1,296
Management Fees													
Other Interest													
Repairs													
Supplies													
Taxes - Real Estate	359	359	359	359	359	359	359	359	359	359	359	359	4,308
Travel and Entertainment													
Utilities													
Other (List Below)													
MTG INS.	27	27	27	27	27	27	27	27	27	27	27	27	324
WATER & SEWER		250			250			250			250		1,000
Total Expenses	494	744	494	494	744	494	494	744	494	494	744	494	6,928
Debt Service	1,450	1,450	1,450	1,450	1,450	1,450	1,450	1,450	1,450	1,450	1,450	1,450	17,400
Professional Fees													
U S Trustee Fees			325			325			325			325	1,300
Court Costs													
Net Income	1556	1306	1,231	1,556	1,306	1,231	1,556	1,306	1,231	1,556	1,306	1,231	16,372
Tenant Improvements													
Vacancy Allowance													
NET CASH FLOW	1,556	1,306	1,231	1,556	1,306	1,231	1,556	1,306	1,231	1,556	1,306	1,231	-5,427