

Fill in this information to identify your case:

United States Bankruptcy Court for the:

EASTERN DISTRICT OF NEW YORK, BROOKLYN DIVISION

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 G.A.F. Seelig, 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) 13-5588451
-
4. Debtor's address
- | | |
|--|--|
| <p>Principal place of business</p> <p><u>5905 52nd Ave</u>
<u>Woodside, NY 11377-7418</u>
Number, Street, City, State & ZIP Code</p> <p><u>Queens</u>
County</p> | <p>Mailing address, if different from principal place of business</p> <p>_____
P.O. Box, Number, Street, City, State & ZIP Code</p> <p>Location of principal assets, if different from principal place of business</p> <p>_____
Number, Street, City, State & ZIP Code</p> |
|--|--|
-
5. Debtor's website (URL) www.gafseelig.com
-
6. Type of debtor
- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- Partnership (excluding LLP)
- Other. Specify: _____

Debtor G.A.F. Seelig, 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 G.A.F. Seelig, 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 **See Rider 1**
 - Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
 - It needs to be physically secured or protected from the weather.
 - It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
 - Other _____
- Where is the property?** _____
Number, Street, City, State & ZIP Code
- Is the property insured?**
- No
 - Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*
- Funds will be available for distribution to unsecured creditors.
 - After any administrative expenses are paid, no funds will be available to unsecured creditors.
-
14. Estimated number of creditors
- | | | |
|---|--|--|
| <input type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input 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 checked="" 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 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 |

Debtor G.A.F. Seelig, 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 December 30, 2017
MM / DD / YYYY

X /s/ Rodney P. Seelig _____

Signature of authorized representative of debtor

Rodney P. Seelig _____

Printed name

Title President _____

18. Signature of attorney

X /s/ Michael L. Moskowitz _____

Signature of attorney for debtor

Date December 30, 2017

MM / DD / YYYY

Michael L. Moskowitz _____

Printed name

Weltman and Moskowitz, LLP _____

Firm name

**270 Madison Ave Rm 1400
New York, NY 10016-0601** _____

Number, Street, City, State & ZIP Code

Contact phone (212) 684-7800 Email address mlm@weltmosk.com

1827070 New York _____

Bar number and State

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re:

G.A.F. SEELIG, INC.,

Debtor.

Chapter 11

Case No.

Rider 1

**REAL PROPERTY OR PERSONAL PROPERTY
THAT NEEDS IMMEDIATE ATTENTION**

Question 12, among other things, asks the debtor to identify any property that poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

The above-captioned debtor (“Debtor”) does not believe it owns or possesses any real or personal property that: (i) poses a threat of imminent and identifiable hazard to public health or safety; (ii) needs to be physically secured or protected from the weather; but (iii) it does possess perishable food and dairy products that could quickly deteriorate if not properly refrigerated. Debtor notes that is not aware of the exact definition of “imminent and identifiable hazard” as used in this form.

Fill in this information to identify the case:

Debtor name G.A.F. Seelig, Inc.

United States Bankruptcy Court for the: EASTERN DISTRICT OF NEW YORK, BROOKLYN DIVISION

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 Corporate ownership statement, List of Equity Security Holders

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

Executed on December 30, 2017

X /s/ Rodney P. Seelig
Signature of individual signing on behalf of debtor

Rodney P. Seelig
Printed name

President
Position or relationship to debtor

**United States Bankruptcy Court
Eastern District of New York, Brooklyn Division**

IN RE:

Case No. _____

G.A.F. Seelig, Inc.

Chapter **11**

Debtor(s)

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s) or attorney for the debtor(s) hereby verify that the attached matrix (list of creditors) is true and correct to the best of their knowledge.

Date: **December 30, 2017**

/s/ Rodney P. Seelig
Debtor

Joint Debtor

/s/ Michael L. Moskowitz
Attorney for Debtor

Abraham Foods Inc.
3020 Review Ave
Long Island City, NY 11101-3240

Action Carting
PO Box 554744
Detroit, MI 48255-4744

ADP, LLC
PO Box 842875
Boston, MA 02284-2875

Advanced Exterminating Inc.
7807 Myrtle Ave
Glendale, NY 11385-7439

AFS Technologies Inc.
PO Box 53573
Phoenix, AZ 85072-3573

Agriland
GABRIELLA SALEM
27 N 6th St
Brooklyn, NY 11249-3770

AgroPur
2080 Rice St
Saint Paul, MN 55113-6808

Aireactor System
6110 Laurel Hill Blvd
Woodside, NY 11377-5864

Airite Deodorizing Company
5 Railroad Pl
Maspeth, NY 11378-2111

Airweld, Inc.
94 Marine St
Farmingdale, NY 11735-5605

Aladdin Bakers
240 25th St
Brooklyn, NY 11232-1338

Alma Gourmet
3912 Crescent St
Long Island City, NY 11101-3802

Alpine Foods, Inc.
3750 NW 87th Ave Ste 450
Doral, FL 33178-2430

AMB Medical Services, P.C.
6655 Fresh Pond Rd
Ridgewood, NY 11385-3261

American Express
PO Box 2855
New York, NY 10116

American Roland Food Corp.
71 W 23rd St
New York, NY 10010-4102

Amero Foods Manufacturing Corp.
9445 Washington Blvd N Ste L
Laurel, MD 20723-1380

Antichi Sapori
99 Grand St Ste 4
Moonachie, NJ 07074-1630

Antonio Mozzarella Factory
631 Frelinghuysen Ave
Newark, NJ 07114-1330

Aramark SCM, Inc.
1101 Market St
Philadelphia, PA 19107-2934

ARS Premier Foods
PO Box 1554
Burlington, NJ 08016-7154

Atalanta Corporation
PO Box 74008466
Chicago, IL 60674-8466

Atlantic Beverage Company
3775 Park Ave Unit 12
Edison, NJ 08820-2566

AUS North Lockbox
PO Box 28050
New York, NY 10087-8050

Autopart Intl Inc.
PO Box 419250
Boston, MA 02241-9250

B&C Industries
55 Onderdonk Ave
Ridgewood, NY 11385-1054

Balford Farms
PO Box 827228
Philadelphia, PA 19182-7228

Barry Callebaut USA, LLC
1500 Suckle Hwy
Pennsauken, NJ 08110-1423

Bascom Maple Farms
56 Sugar House Rd
Alstead, NH 03602-4307

Bazzini LLC
1035 Mill Rd
Allentown, PA 18106-3101

Belgioioso Cheese Inc.
4200 Main St
Green Bay, WI 54311-9614

Belmont - UNICO Corporation
87 Hermon St
Newark, NJ 07114-2703

Big Apple Citrus
88 Village Rd
Manhasset, NY 11030-3534

BK Fire Suppression & Security
826 Suffolk Ave
Brentwood, NY 11717-4404

Boiron Freres
Parc d'activities du
45 parrall 1 Rue
Brillat Savarin,

Boiron Freres S.A.S.
BP 2101626958 Valence Cedex France

Bollore Logistics
PO Box 276
Torrance, CA 90507-0276

Bridor USA
2260 Industrial Way
Vineland, NJ 08360-1517

Brooke Farms
97 Harrison Ave
Baldwin, NY 11510-3650

Brooklyn Fish Transfer
Brooklyn Navy Yard
63 Flushing Ave
Brooklyn, NY 11205-1005

Burris Springfield LLC
207 Liberty St
Springfield, MA 01104-3733

Byrne Dairy
240 Oneida St
Syracuse, NY 13202-3317

Cabot Creamery Cooperative, Inc.
PO Box 847085
Boston, MA 02284-7085

Calabro Cheese
PO Box 120186
East Haven, CT 06512-0186

Carnival Corporation
3655 NW 87th Ave
Miami, FL 33178-2418

Casa Dilisio
486 Lexington Ave
Mount Kisco, NY 10549-2759

Caseificio Italia
1267 Randall Ave
Bronx, NY 10474-6412

Certified Laboratories, Inc.
65 Marcus Dr
Melville, NY 11747-4232

Citi Cards/Costco
PO Box 9001016
Louisville, KY 40290-1016

Clean Fleet Management
PO Box 2231
Astoria, NY 11102-0231

Clover Farms Dairy Co.
3300 Pottsville Pike P.O. Box 14627
Reading, PA 19612

CNR Refrigeration Company, Inc.
459 Peninsula Blvd
Hempstead, NY 11550-5412

Coach Farm Enterprises, Inc.
2700 Westchester Ave Ste 309
Purchase, NY 10577-2554

Coach Farm, Inc.
105 Mill Rd
Pine Plains, NY 12567

Colavita USA, LLC
1 Runyons Ln
Edison, NJ 08817-2219

Colombo Importing US Inc.
180 Raritan Center Pkwy Ste 202
Edison, NJ 08837-3646

Con Edison
JAF Station
PO Box 1702
New York, NY 10116-1702

Continental Carbonic Products
Palatine, IL 60055-9860

Cook Maran & Associates Inc.
461 Pantigo Rd
East Hampton, NY 11937-2647

Country Pure Foods
222 S Main St Ste 401
Akron, OH 44308-1533

Crestwood Farms
32 Sawgrass Dr
Bellport, NY 11713-1549

Crown Credit Company
44 S Washington St
New Bremen, OH 45869-1247

Crown Equipment Corporation
PO Box 641173
Cincinnati, OH 45264-1173

Custom Collagen
1220 W Capitol Dr
Addison, IL 60101-3117

D&E Business Forms, Inc.
505 White Plains Rd Ste 205
Tarrytown, NY 10591-5108

Dairy Farmers of America
2637 Collection Center Dr
Chicago, IL 60693

Dairyland USA Corp.
PO Box 30943
New York, NY 10087-0943

Daniele Inc.
PO Box 970003
Boston, MA 02297-0003

Datamatics Management Svcs. Inc.
330 New Brunswick Ave
Fords, NJ 08863-2230

David Rosen Bakers Supply, Inc.
5921 Queens Midtown Expy
Maspeth, NY 11378-1220

Deb-el Food Products LLC
PO Box 483
Albany, NY 12201-0483

Del Refrigeration
2831 Sampson Ave
Bronx, NY 10465-2916

Dinemarket
230 W 38th St Fl 5
New York, NY 10018-9070

Dire Management, LLC
809 22nd St
Union City, NJ 07087-9139

Direct Energy Business
PO Box 70220
Philadelphia, PA 19176-0220

Dobla Group USA LLC
1775 Breckinridge Pkwy Ste 600
Duluth, GA 30096-7617

Dora's Natural Inc.
PO Box 844055
Boston, MA 02284-4055

Dot Foods, Inc.
4529 Solutions Ctr
Chicago, IL 60677-4005

Duplex Litho, Inc.
PO Box 279
Vernon, NJ 07462-0279

Durable Diesel Inc.
PO Box 2231
Astoria, NY 11102-0231

Dynalink Communications
PO Box 3415
New York, NY 10008-3415

East Coast Juice, Inc.
461 Railroad Ave
Westbury, NY 11590-4365

EPC Associates Inc.
PO Box 377
Ronkonkoma, NY 11779-0377

Epicure Foods Corporation
PO Box 69
Madison, NJ 07940-0069

Esbensshade Farms
220 Eby Chiques Rd
Mount Joy, PA 17552-8800

Fage USA Dairy Industry, Inc.
1 Opportunity Dr
Johnstown, NY 12095-3349

Federal Express Corp.
PO Box 371461
Pittsburgh, PA 15250-7461

Flavor Right Group Inc.
PO Box 8500
Philadelphia, PA 19178-8500

Fonterra USA Inc.
PO Box 3518
Carol Stream, IL 60132-3518

Frank Gargiulo & Sons
535 Sweetland Ave
Hillside, NJ 07205-1754

French Food Export
575 Main St Unit 1-A
Hackensack, NJ 07601-5917

G.A.F. Seelig, Inc.
5905 52nd Ave
Woodside, NY 11377-7418

G.C.G. Risk Management Inc.
100 Church St Ste 810
New York, NY 10007-2635

Garellick Farms of Lynn
626 Lynnway
Lynn, MA 01905-3030

Gel Spice Co.
48 Hook Rd
Bayonne, NJ 07002-5007

Global Equipment Company
29833 Network Pl
Chicago, IL 60673-1298

Gourmet Factory
55 Corporate Dr
Hauppauge, NY 11788-2021

Grassland Dairy Products, Inc.
PO Box 689921
Chicago, IL 60695-9921

Great American Insurance Company
301 E 4th St
Cincinnati, OH 45202-4245

Harry's Paint & Hardware
8203 Eliot Ave
Middle Village, NY 11379-1436

Healthy Mom LLC
2319 Whitney Ave # 1D
Hamden, CT 06518-3534

Highlander Equipment Co., Inc.
110 Clyde Rd
Somerset, NJ 08873-3476

Home Depot/GECF
PO Box 78047
Phoenix, AZ 85062-8047

HP Hood LLC
PO Box 4060
Boston, MA 02211-4060

Hygrade
30 Warsoff Pl
Brooklyn, NY 11205-1638

IN2Food Gourmet, LLC
1750 Breckinridge Pkwy Ste 400
Duluth, GA 30096-7576

IN2Food Gourmet, LLC
1775 Breckinridge Pkwy Ste 600
Duluth, GA 30096-7617

Integrity Express Logistics LLC
62488 Collections Center Dr
Chicago, IL 60693

Internal Revenue Service
PO Box 21126
Philadelphia, PA 19114-0326

International Food & Ingredients
760 Lakeside Dr Ste C
Gurnee, IL 60031-9166

Intersource
PO Box 10
Mendham, NJ 07945-0010

ITO EN (North America) Inc.
20 Jay St Ste 530
Brooklyn, NY 11201-8324

J&J Farms Creamery
5748 49th St
Maspeth, NY 11378-2099

JBC Platform
108 W 39th St Fl 7
New York, NY 10018-3614

John Arena
15 Lea Ct
Garnerville, NY 10923-1934

Kennesaw Fruit & Juice
1300 SW 1st Ct
Pompano Beach, FL 33069-3204

KProTec. LLC
6471 59th Ave
Maspeth, NY 11378-2809

Krinos Foods LLC
1750 Bathgate Ave
Bronx, NY 10457-7541

Lactalis Retail Dairy, Inc.
PO Box 932609
Atlanta, GA 31193-2609

Lambeth Groves Juice Co.
505 66th Ave SW
Vero Beach, FL 32968-9371

Latteria Soresina USA Inc.
35 Meadow St Ste 306
Brooklyn, NY 11206-1710

Lecoq Cuisine Corp.
35 Union Ave
Bridgeport, CT 06607-2335

Leiby's Dairy Inc.
116 Mountain Rd
Tamaqua, PA 18252-5040

Local 553 Milk Driver/Dairy Union
265 W 14th St Ste 305
New York, NY 10011-7187

Local 584 Pension Fund
265 W 14th St Ste 205
New York, NY 10011-7188

Local 584 Welfare Fund
265 W 14th St Ste 205
New York, NY 10011-7188

M.A.D. Foods, Inc.
PO Box 286287
New York, NY 10128-0003

M.A.J. Enterprises Inc.
303 Winding Rd
Old Bethpage, NY 11804-1337

Mary Mclean
31 Balaton Ave
Ronkonkoma, NY 11779-1701

Mazars USA, LLP
60 Crossways Park Dr W Ste 301
Woodbury, NY 11797-2018

McMaster - Carr Supply Co.
PO Box 7690
Chicago, IL 60680-7690

MEC3
4770 Biscayne Blvd # 730
Miami, FL 33137-3244

Metrolube
229 Arlington Ave
Staten Island, NY 10303-1605

Michael Foods Inc.
27890 Network Pl
Chicago, IL 60673-1278

Midland Farms, Inc.
375 Broadway
Menands, NY 12204-2708

Milk Indus Off - Employ Pension FD
265 W 14th St
New York, NY 10011-7103

Mobile Auto Glass
17820 Liberty Ave
Jamaica, NY 11433-1433

Montena Taranto
400 Victoria Ter
Ridgefield, NJ 07657-2113

Morrisons Pastry Corp.
4901 Maspeth Ave
Maspeth, NY 11378-2219

Muscle Foods USA
PO Box 791126
Baltimore, MD 21279-1126

Musco Food Corporation
PO Box 780660
Maspeth, NY 11378-0660

Narragansett Creamery
33 Dearborn St
Providence, RI 02909-4101

National Grid
PO Box 11741
Newark, NJ 07101-4741

New York State Insurance Fund
PO Box 5328
New York, NY 10087-5328

Newburg Egg
17 Novogrodsky Rd
Woodridge, NY 12789-5517

NYC Water Board
PO Box 11863
Newark, NJ 07101-8163

NYS Department of Taxation and Finance
PO Box 5700
Albany, NY 12205-0700

NYS Tax Department
PO Box 15166
Albany, NY 12212-5166

NYS Worker's Compensation Board
328 State St Rm 430
Schenectady, NY 12305-3201

O-AT-KA Milk Products Coop Inc.
PO Box 8000
Buffalo, NY 14267-0002

Old Chatham Shepherding Creamer
PO Box 184
Old Chatham, NY 12136-0184

Olympic Three Inc.
5951 Queens Midtown Expy
Maspeth, NY 11378-1220

Orchid Island Juice Company
330 Rouse Rd
Fort Pierce, FL 34946-6424

Overseas Food Trading Ltd.
2200 Fletcher Ave Ste 3
Fort Lee, NJ 07024-5016

Oxford Health Plans
PO Box 1697
Newark, NJ 07101-1697

Pacific Natural Foods
19480 SW 97th Ave
Tualatin, OR 97062-8505

PC Connection Sales Corp.
PO Box 536472
Pittsburgh, PA 15253-5906

Pfeil & Holing
5815 Northern Blvd
Woodside, NY 11377-2224

Pidy Inc.
90 Inip Dr
Inwood, NY 11096-1011

Power Brake Service
404 McGuinness Blvd
Brooklyn, NY 11222-1237

Preuss, Inc.
950 Grand St
Brooklyn, NY 11211-2707

Prova Inc.
100 Conifer Hill Dr Ste 208
Danvers, MA 01923-1166

Quaker Sugar Company Inc.
100 Andrews Rd
Hicksville, NY 11801-1725

Queensboro Farm Products
5120 59th St
Woodside, NY 11377-7413

RCN
PO Box 11816
Newark, NJ 07101-8116

Ready Refresh
PO Box 856192
Louisville, KY 40285-6192

Reddy Raw
1 Ethel Blvd
Wood Ridge, NJ 07075-2400

Rite-Way Tire Service, Inc.
234 Huron St
Brooklyn, NY 11222-1802

Rodney Seelig
345 E 86th St
New York, NY 10028-4716

Rohtstein Corp.
PO Box 2129
Woburn, MA 01888-0229

Ronnybrook Farms Dairy
PO Box 267
Ancramdale, NY 12503-0267

Royal Food Packaging Corporation
157 Greycourt Rd
Chester, NY 10918-1449

Ryszard Food Distributors Inc.
278 Boerum St
Brooklyn, NY 11206-3522

S. Sherman Associates
Foodbuy LLC
3954 Collections
Chicago, IL 60693

Salem Truck Leasing
9595 Avenue D
Brooklyn, NY 11236-1810

Salem Truck Leasing, Inc.
9505 Avenue D
Brooklyn, NY 11236-1810

Sanniti
1275 Valley Brook Ave
Lyndhurst, NJ 07071-3519

Saputo Cheese, USA
2515 Collection Center Dr
Chicago, IL 60693-0025

Savencia Cheese USA LLC
PO Box 7247
Philadelphia, PA 19170-0001

Sepp Leaf Productions
381 Park Ave S # 1301
New York, NY 10016-8819

Shelterpoint Life
PO Box 9340
Garden City, NY 11530-9340

Shoes for Crews, LLC
PO Box 504634
Saint Louis, MO 63150-4634

Sodexo Marriot Services
PO Box 7247-8673
Philadelphia, PA 19170

Sovena USA, Inc.
Department 738
PO Box 8000
Buffalo, NY 14267-0002

Spatola Latticini
1852 Decatur St
Ridgewood, NY 11385-6016

St. James Smokehouse, Inc.
5850 NW 32nd Ave
Miami, FL 33142-2117

Sun Life & Health Insurance Co.
PO Box 6168
Carol Stream, IL 60197-6168

The Alps Provision CO, Inc.
43-11 23rd Ave
Astoria, NY 11105

The Dannon Company, Inc.
PO Box 7247-8978
Philadelphia, PA 19170

The Leahy Company, Inc.
53 S Moger Ave
Mount Kisco, NY 10549-2212

Thermo King of L.I./B.Kool SVCS
309 Del Dr
Farmingdale, NY 11735-1538

Thermohauser of America, Inc.
135 Schofield Ave
Dudley, MA 01571-6029

Toscana Cheese Co., Inc.
575 Windsor Dr
Secaucus, NJ 07094-2746

Toshiba Business Solutions
PO Box 41602
Philadelphia, PA 19101-1602

Toshiba Financial Svcs
PO Box 41602
Philadelphia, PA 19101-1602

Truck King International
9505 Avenue D
Brooklyn, NY 11236-1810

U.S. Foods, Inc.
PO Box 641871
Pittsburgh, PA 15264-1871

U.S. Marketing
4014 24th St
Long Island City, NY 11101-3912

Uline
PO Box 88741
Chicago, IL 60680-1741

Union Bank
c/o Allied Administration
PO Box 45381
San Francisco, CA 94145-0381

United Parcel Services
PO Box 7247-0244
Philadelphia, PA 19710

United Refrigeration Inc.
PO Box 82-0100
Philadelphia, PA 19182

Universal Premium
PO Box 70995
Charlotte, NC 28272-0995

Upstate Dairy Farms Corp.
54 Walworth St
Brooklyn, NY 11205-1607

Upstate Farms Cooperative, Inc.
PO Box 650
Buffalo, NY 14225-0650

Utica National Insurance Group
PO Box 6532
Utica, NY 13504-6532

Valente Yeast Company, Inc.
6126 Maurice Ave
Maspeth, NY 11378-1228

Valrhona, Inc.
222 Water St
Brooklyn, NY 11201-1125

Vehicle Tracking Solutions
152 Veterans Memorial Hwy
Commack, NY 11725-3634

Verizon
PO Box 15124
Albany, NY 12212-5124

Vermont Butter & Cheese
PO Box 95
Websterville, VT 05678-0095

Vertex Global Solutions, Inc.
PO Box 823461
Philadelphia, PA 19182-3461

W.W. Grainger, Inc.
Palatine, IL 60038

Wandering Bear
162 W 13th St # 42
New York, NY 10011-7813

Weltman & Moskowitz, LLP
270 Madison Ave Rm 1400
New York, NY 10016-0601

White Toque, Inc.
PO Box 2395
Secaucus, NJ 07096-2395

Wholesale & Retail Workers Comp.
620 Erie Blvd W
Syracuse, NY 13204-2445

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK
www.nye.uscourts.gov

STATEMENT PURSUANT TO LOCAL
BANKRUPTCY RULE 1073-2(b)

DEBTOR(S): G.A.F. Seelig, Inc. CASE NO.: _____

Pursuant to Local Bankruptcy Rule 1073-2(b), the debtor (or any other petitioner) hereby makes the following disclosure concerning Related Cases, to the petitioner's best knowledge, information and belief:

[NOTE: Cases shall be deemed "Related Cases" for purposes of E.D.N.Y. LBR 1073-1 and E.D.N.Y. LBR 1073-2 if the earlier case was pending at any time within eight years before the filing of the new petition, and the debtors in such cases: (i) are the same; (ii) are spouses or ex-spouses; (iii) are affiliates, as defined in 11 U.S.C. § 101(2); (iv) are general partners in the same partnership; (v) are a partnership and one or more of its general partners; (vi) are partnerships which share one or more common general partners; or (vii) have, or within 180 days of the commencement of either of the Related Cases had, an interest in property that was or is included in the property of another estate under 11 U.S.C. § 541(a).]

NO RELATED CASE IS PENDING OR HAS BEEN PENDING AT ANY TIME.

THE FOLLOWING RELATED CASE(S) IS PENDING OR HAS BEEN PENDING:

1. CASE NO.: _____ JUDGE: _____ DISTRICT/DIVISION: _____

CASE STILL PENDING: (YES/NO): _____ [If closed] Date of closing: _____

CURRENT STATUS OF RELATED CASE: _____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above): _____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ('REAL PROPERTY') WHICH WAS ALSO LISTED IN SCHEDULE "A" OF RELATED CASES: _____

2. CASE NO.: _____ JUDGE: _____ DISTRICT/DIVISION: _____

CASE STILL PENDING: (YES/NO): _____ [If closed] Date of closing: _____

CURRENT STATUS OF RELATED CASE: _____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above): _____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ('REAL PROPERTY') WHICH WAS ALSO LISTED IN SCHEDULE "A" OF RELATED CASES: _____

[OVER]

DISCLOSURE OF RELATED CASES (cont'd)

3. CASE NO.: _____ **JUDGE:** _____ **DISTRICT/DIVISION:** _____

CASE STILL PENDING: (YES/NO): _____ *[If closed]* Date of closing: _____

CURRENT STATUS OF RELATED CASE: _____
(Discharged/awaiting discharge, confirmed, dismissed, etc.)

MANNER IN WHICH CASES ARE RELATED (Refer to NOTE above): _____

REAL PROPERTY LISTED IN DEBTOR'S SCHEDULE "A" ("REAL PROPERTY") WHICH WAS ALSO LISTED IN SCHEDULE "A" OF RELATED CASES: _____

NOTE: Pursuant to 11 U.S.C. § 109(g), certain individuals who have had prior cases dismissed within the preceding 180 days may not be eligible to be debtors. Such an individual will be required to file a statement in support of his/her eligibility to file.

TO BE COMPLETED BY DEBTOR/PETITIONER'S ATTORNEY, AS APPLICABLE:

I am admitted to practice in the Eastern District of New York (Y/N): _____

CERTIFICATION (to be signed by pro-se debtor/petitioner or debtor/petitioner's attorney, as applicable):

I certify under penalty of perjury that the within bankruptcy case is not related to any case now pending or pending at any time, except as indicated elsewhere on this form.

/s/Michael L. Moskowitz _____

Signature of Debtor's Attorney

Michael L. Moskowitz, Esq.
Weltman & Moskowitz, LLP
270 Madison Avenue, Suite 1400
New York, New York 10016

Signature of Pro-se Debtor/Petitioner

Mailing Address of Debtor/Petitioner

City, State, Zip Code

Email Address

Area Code and Telephone Number

Failure to fully and truthfully provide all information required by the E.D.N.Y. LBR 1073-2 Statement may subject the debtor or any other petitioner and their attorney to appropriate sanctions, including without limitation conversion, the appointment of a trustee or the dismissal of the case with prejudice.

NOTE: Any change in address must be reported to the Court immediately **IN WRITING**. Dismissal of your petition may otherwise result.

Fill in this information to identify the case:

Debtor name G.A.F. Seelig, Inc.
 United States Bankruptcy Court for the: EASTERN DISTRICT OF NEW YORK, BROOKLYN DIVISION
 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
Barry Callebaut USA, LLC 1500 Suckle Hwy Pennsauken, NJ 08110-1423	Jeff Kulhawy Jeff_kulhawy@barry-callebaut.com (856) 486-9921	Trade debt				\$50,531.14
Boiron Freres Parc d'activites du 45 parrall 1 Rue Brillat Savarin	Robert Miller Rmiller@boironfreres.com (917) 747-5114	Trade debt				\$81,000.00
Bridor USA 2260 Industrial Way Vineland, NJ 08360-1517	James Makowski james.makowski@bridor.com (570) 675-2115	Trade debt				\$94,042.48
Byrne Dairy 240 Oneida St Syracuse, NY 13202-3317	Donna Serio donna.serio@byrnedairy.com (315) 401-1766	Trade debt				\$83,011.12
Clover Farms Dairy Co. 3300 Pottsville Pike P.O. Box 14627 Reading, PA 19612	Betty Sweitzer bettys@cloverfarms.com (800) 323-0123	Trade debt		\$1,597,159.64	\$1,000,000.00	\$597,159.64
Daniele Inc. PO Box 970003 Boston, MA 02297-0003	Andrea Buchanah abuchanan@danielefoods.com (215) 817-7966	Trade debt				\$100,985.16
Dot Foods, Inc. 4529 Solutions Ctr Chicago, IL 60677-4005	Chris Babb CBabb@DOTFOODS.com (866) 325-2655	Trade debt				\$63,053.90

Debtor **G.A.F. Seelig, 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, and government)	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
Esbensshade Farms 220 Eby Chiques Rd Mount Joy, PA 17552-8800	Leon Martin llmartin@esbensh adefarmmill.com (717) 653-8061	Trade debt				\$72,429.81
Garelick Farms of Lynn 626 Lynnway Lynn, MA 01905-3030	Jim Shea jim_shea@deanfoods.com (508) 553-5355x280	Trade debt				\$131,698.77
HP Hood LLC PO Box 4060 Boston, MA 02211-4060	Chuck Arnone chuck.arnone@hp hood.com (800) 343-6592	Trade debt				\$35,934.34
Lecoq Cuisine Corp. 35 Union Ave Bridgeport, CT 06607-2335	Eric Lecoq erin@lecoqcuisine.com (203) 334-1010x2101	Trade debt				\$37,769.20
Local 584 Pension Fund 265 W 14th St Ste 205 New York, NY 10011-7188	Mike Spinelli mspin553@verizon.net (212) 929-6828	Pension	Disputed			\$37,066.13
Local 584 Welfare Fund 265 W 14th St Ste 205 New York, NY 10011-7188	Mike Spinelli mspin553@verizon.net (212) 929-6828	Pension				\$40,365.88
Midland Farms, Inc. 375 Broadway Menands, NY 12204-2708	Rick Sedotto rsedotto@midlandfarms.com (518) 436-7038	Trade debt				\$130,494.83
Narragansett Creamery 33 Dearborn St Providence, RI 02909-4101	Mark Federico mark@richeeses.com (401) 272-4979	Trade debt				\$59,280.00
New York State Insurance Fund PO Box 5328 New York, NY 10087-5328		Insurance	Disputed			\$716,579.65

Debtor **G.A.F. Seelig, 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, and government)	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
O-AT-KA Milk Products Coop Inc. PO Box 8000 Buffalo, NY 14267-0002	Craig Alexander calexander@oatka milk.com (585) 815-4212	Trade debt				\$98,562.57
Sodexo Marriot Services PO Box 7247-8673 Philadelphia, PA 19170	Sue Fenimore (484) 201-2466	Trade debt				\$33,834.34
Upstate Farms Cooperative, Inc. PO Box 650 Buffalo, NY 14225-0650	Jay Rentschler JRentschler@upst atefarms.com (716) 892-3156	Trade debt				\$33,546.24
Valrhona, Inc. 222 Water St Brooklyn, NY 11201-1125	Alison Watkins alison.watkins@val rhona.com (718) 614-8831	Trade debt				\$43,258.14

**UNANIMOUS WRITTEN CONSENT OF BOARD OF
DIRECTORS OF G.A.F. SEELIG, INC.**

The undersigned, being the board of directors (“Board”) of G.A.F. Seelig, Inc., a New York corporation (“Company”), in accordance with and pursuant to the Company’s bylaws and Section 708(b) of the Business Corporation Law of the State of New York, hereby unanimously consent to, adopt and approve the following resolutions, with the same force and effect as if such resolutions were duly adopted by the unanimous affirmative vote of the Board of the Company taken at a special meeting thereof duly called and held on the 14 day of December, 2017 (“Effective Date”):

WHEREAS, the Board has considered the financial and operational conditions of the Company; and

WHEREAS, the Board has reviewed, considered, and received the recommendation of senior management of the Company and the advice of the Company’s professionals and advisors with respect to the options available to the Company, including the possibility of pursuing a restructuring or sale of the Company’s business and assets under Chapter 11 of Title 11 of the United States Code (as amended or modified, “Bankruptcy Code”); and

WHEREAS, the Board has had the opportunity to consult with the Company’s management, and financial and legal advisors and other professionals, and fully has considered each of the strategic alternatives available to the Company; and

WHEREAS, the Company has entered into an Asset Purchase Agreement dated as of December 28, 2017 (the “Purchase Agreement”) by and among the Company, as Seller, and Dairyland USA Corporation (“Dairyland”), a New York Corporation, as Buyer, pursuant to which the Company desires to sell to Buyer, and Buyer wishes to purchase from the Company, substantially all the assets of the Company (the “Transaction”).

Chapter 11 Filing:

NOW, THEREFORE, IT IS HEREBY RESOLVED, that after consideration of the alternatives presented to it and the recommendations of senior management of the Company and the advice of the Company’s professionals and advisors, the Board has determined, in its business judgment, that it is in the best interest of the Company, its creditors, shareholders, employees, other interested parties and stakeholders that a voluntary petition be filed by the Company under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Eastern District of New York, and the filing of such petition is authorized hereby; and it is

FURTHER RESOLVED, that Rodney P. Seelig, the Company’s President, and any other officer or person designated and so authorized to act (each an “Authorized Person” and collectively, the “Authorized Persons”) hereby are, and each of them is, authorized and empowered to (a) execute, verify and file on behalf of the Company all documents necessary or

appropriate in connection with the filing of said bankruptcy petition, including, without limitation, all petitions, affidavits, declarations, schedules, statements of financial affairs, lists, motions, applications, pleadings, and other papers or documents in connection with such Chapter 11 petition; (b) take and perform any and all actions deemed necessary and proper to obtain such relief as authorized herein and in connection with the Company's Chapter 11 case; (c) appear as necessary at all bankruptcy proceedings on behalf of the Company; and (d) pay all such expenses where necessary or appropriate in order to carry out fully the intent and accomplish the purposes of the resolutions adopted herein; and it is

FURTHER RESOLVED, that each and every officer of the Company, be and each of them, acting alone, is hereby authorized, directed and empowered from time to time in the name of and on behalf of the Company to take such actions and execute and deliver such certificates, instruments, notices and documents as may be required or as such officer may deem necessary, advisable or proper to carry out and perform the obligations of the Company (including, without limitation, documents executed pursuant to which the Company shall receive postpetition funding); all such actions to be performed in such manner, and all such certificates, instruments, notices and documents to be executed and delivered in such form, as the officer performing or executing the same shall approve, the performance or execution thereof by such officer to be conclusive evidence of the approval thereof by such officer and by the Company; and it is

FURTHER RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Persons of the Company, each of the officers of the Company be, and each of them hereby is, authorized, directed and empowered, in the name and on behalf of the Company, to do or cause to be done all such further acts and things and to execute and deliver all such other instruments, certificates, agreements and documents as they or any of them may consider necessary or appropriate to enable the Company to carry out the intent and to accomplish the purpose of the foregoing resolutions; and it is

FURTHER RESOLVED, that all actions heretofore taken by any Authorized Person, officer or director of the Company in connection with the foregoing resolutions be, and all such actions hereby are, confirmed, ratified, and approved in all respects; and it is

Sale of Company's Assets:

FURTHER RESOLVED, that the Board, having reviewed the terms of the Purchase Agreement, hereby (i) deems the Transaction on the terms set forth in the Purchase Agreement to be in the best interests of the Company, and (ii) authorizes, approves and ratifies in all respects the Purchase Agreement, the Transaction and the transactions completed thereunder; and be it

FURTHER RESOLVED, that the provisions of the Purchase Agreement and each of the documents attached to the Purchase Agreement as an exhibit and each schedule, certificate or other document identified in the Purchase Agreement as being deliverable by the Company, (collectively, the "Purchase Documents"), be, and hereby are, authorized, approved and ratified in all respects; and be it

FURTHER RESOLVED, that Rodney P. Seelig, the Company's President, and any other officer or person designated and so authorized to act hereby are, and each of them is, authorized, directed and empowered to execute, on behalf of the Company and in its name, the Purchase Agreement and the other Purchase Documents to which the Company is a party, together with such changes therein and such additions thereto as they shall deem necessary or advisable, with such determination to be conclusively evidenced by his execution and delivery thereof, and to cause the Company to perform its obligations under the Purchase Agreement and each of the Purchase Documents in accordance with their respective terms; and be it

FURTHER RESOLVED, that Rodney P. Seelig, the Company's President, and any other officer or person designated and so to act hereby are, and each of them is, authorized, empowered and directed, on behalf of the Company, to take all such further action and to execute, deliver, certify and file all such further instruments and documents, in the name and on behalf of the Company, as the they may deem necessary or advisable to carry out the intent and purposes of the foregoing resolutions and the transactions contemplated thereby, the taking of such actions and the execution, delivery, certification and filing of such documents to be conclusive evidence of such approval; and that all acts of any officer of the Company taken in connection with actions authorized by the foregoing resolutions prior to the date hereof, be, and they hereby are, approved, confirmed and ratified in all respects, subject to bankruptcy court approval in the Chapter 11 case; and it is

Chapter 11 Retentions:

FURTHER RESOLVED, that the Authorized Persons are, and each of them hereby is, authorized and directed to employ the law firm of Weltman & Moskowitz, LLP as bankruptcy counsel to assist the Company in filing for relief under Chapter 11 of the Bankruptcy Code and in carrying out the Company's duties under Chapter 11 of the Bankruptcy Code, and the officers of the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, immediately upon and after the filing of the bankruptcy case, and to execute and cause to be filed an application for authority to retain Weltman & Moskowitz, LLP as the Company's bankruptcy counsel; and it is

FURTHER RESOLVED, that the Authorized Persons are, and each of them hereby is, authorized and directed to retain and engage Traxi, LLC as its financial advisor, and the officers of the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, immediately upon and after the filing of the bankruptcy case, and to execute and cause to be filed an application for authority to retain Traxi, LLC as the Company's financial advisor; and it is

FURTHER RESOLVED, that the Authorized Persons are, and each of them hereby is, authorized and directed to retain and employ Meltzer, Lippe, Goldstein & Breitstone, LLP ("Meltzer") as special counsel to the Company, and the officers of the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, immediately upon and after the filing of the bankruptcy case, and to execute and cause to be filed an application for authority to retain Meltzer as the Company's corporate and employment counsel; and it is

FURTHER RESOLVED, that the Authorized Persons are, and each of them hereby is, authorized and directed to retain and employ Mazars USA LLP (“Mazars”) as accountant to the Company, and the officers of the Company are hereby authorized and directed to execute retention agreements, pay retainers prior to, immediately upon and after the filing of the bankruptcy case, and to execute and cause to be filed an application for authority to retain Mazars as the Company’s accountant; and it is

FURTHER RESOLVED, that the Authorized Persons are hereby authorized to employ and retain on behalf of the Company such other professionals as they may deem necessary or appropriate, to provide services to the Company in connection with the Chapter 11 case and with respect to other related matters, with a view to the successful prosecution of such case; and it is

DIP Financing:

FURTHER RESOLVED, that the Company will obtain benefits from certain debtor-in-possession financing (“DIP Financing”) provided by Dairyland, as lender; and it is

FURTHER RESOLVED, that in the business judgment of the Board, it is desirable and in the best interests of the Company, its stakeholders, its creditors, and other parties in interest, to enter into a certain debtor-in-possession credit agreement (“DIP Credit Agreement”), in form or substantially in the form thereof submitted to the Board; and it is

FURTHER RESOLVED, that the form, terms, and provisions of the DIP Credit Agreement, and the form, terms, and provisions of such other agreements, certificates, schedules, and instruments contemplated thereby (including the DIP Credit Agreement, collectively, “DIP Credit Agreement Documents”) be, and hereby are, authorized, adopted, and approved, and each of the Authorized Persons of the Company be, and hereby is, authorized and empowered, in the name of and on behalf of the Company, to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of the DIP Credit Agreement Documents, and incur and pay or cause to be paid all fees and expenses and engage such persons, in each case, in the form or substantially in the form thereof submitted to the Board, with such changes, additions, and modifications thereto as the officers of the Company executing the same shall approve, such approval to be conclusively evidenced by such officers’ execution and delivery thereof; and it is

FURTHER RESOLVED, that the form, terms, and provisions of the Interim DIP Order to which the Company is or will be subject, and the actions and transactions contemplated thereby be, and hereby are, authorized, adopted, and approved, and each of the Authorized Persons of the Company be, and hereby are, authorized and empowered, in the name of and on behalf of the Company, to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of, the Interim DIP Order, and such other agreements, certificates, instruments, receipts, petitions, motions, objections, replies, or other papers or documents to which the Company is or will be a party, including, but not limited to, any term sheet, credit agreement, security and pledge agreement, or guaranty agreement (collectively with the Interim DIP Order and the DIP Credit Agreement Documents, the “DIP Documents”), and incur and pay or cause to be paid all fees and expenses and engage such

persons, in each case, in the form or substantially in the form thereof submitted to the Board, with such changes, additions, and modifications thereto as the officers of the Company executing the same shall approve, such approval to be conclusively evidenced by such officers' execution and delivery thereof; and it is

FURTHER RESOLVED, that the Company, as debtor and debtor in possession under the Bankruptcy Code be, and hereby is, authorized to incur certain secured claims pursuant to the DIP Credit Agreement Documents ("DIP Obligations") and to undertake any and all related transactions on substantially the same terms as contemplated under the DIP Credit Agreement Documents; and it is

General:

FURTHER RESOLVED, that all instruments, agreements, certificates, consents, waivers or other documents heretofore executed and delivered (or caused to be executed and delivered) and all acts lawfully done or actions lawfully taken by any officer in connection with the Chapter 11 case or the Transaction, including, without limitation, obtaining financing or obtaining authorization to use cash collateral pursuant to a budget, or any further action to seek relief on behalf of the Company under Chapter 11 of the Bankruptcy Code, or in connection with the Chapter 11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company; and it is

FURTHER RESOLVED, that the Authorized Persons be, and hereby are, authorized and empowered to execute on behalf of, and in the name of, the Company, any and all plans of reorganization or of liquidation under the Bankruptcy Code, including any and all modifications, supplements, and amendments thereto, and to cause the same to be filed in the Bankruptcy Court at such time as said Authorized Persons executing the same shall determine; and it is

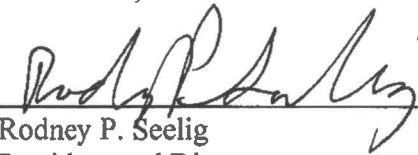
FURTHER RESOLVED, that in connection with the commencement of the Chapter 11 case by the Company, the Authorized Persons be and hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute and file all first-day pleadings and related documents on such terms and conditions as such Authorized Persons executing the same may consider necessary, proper or desirable, such determination to be conclusively evidenced by such execution or the taking of such action, and to consummate the transactions contemplated by such agreements or instruments on behalf of the Company; and it is


FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken by the Authorized Persons of the Company to file the Petition in connection with the Chapter 11 case, or any matter related thereto, or by virtue of these resolutions be, and hereby are, in all respects ratified, confirmed and approved; and it is

[Signature page follows]

IN WITNESS WHEREOF, that the undersigned have executed this Unanimous Written Consent of the Board of Directors, which may be signed in one or more counterparts, which when taken together shall constitute one and the same consent, as of the Effective Date.

G.A.F. SEELIG, INC.

By: 
Rodney P. Seelig
President and Director

By: 
Gary Lavery
Vice President and Director

By: 
Wendy Seelig
Secretary and Director

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK**

In re:

G.A.F. SEELIG, INC.,

Debtor.

Chapter 11

Docket No.

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned authorized officer of the above-captioned debtor (“Debtor”) certifies that the following corporate entities directly or indirectly own 10% or more of Debtor:

- None

**United States Bankruptcy Court
Eastern District of New York, Brooklyn Division**

IN RE:

Case No. _____

G.A.F. Seelig, Inc.

Chapter **11**

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS

Registered name and last known address of security holder	Shares (or Percentage)	Security Class (or kind of interest)
Rodney Seelig	90	Common Stockholder
Wendy Seelig	10	Common Stockholder