

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of NY (State)

Case number (if known): 16-12513 Chapter 11

FILED  
2016 AUG 30 P 4:53  
CLERK

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name

CMM NY, LLC

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

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

3. Debtor's federal Employer Identification Number (EIN)

38-3938566

4. Debtor's address

Principal place of business

521 Madison Avenue

Number Street

2nd floor

New York NY 10022

City State ZIP Code

New York County

County

Mailing address, if different from principal place of business

Number Street

P.O. Box

City State ZIP Code

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

Number Street

City State ZIP Code

5. Debtor's website (URL)

6. Type of debtor

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

Partnership (excluding LLP)

Other. Specify:

Debtor

Name

CMM NY, LLC

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

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

If more than 2 cases, attach a separate list.

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

No

Yes. Debtor \_\_\_\_\_ Relationship \_\_\_\_\_  
District \_\_\_\_\_ When \_\_\_\_\_  
Case number, if known \_\_\_\_\_ MM / DD / YYYY

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

CMM NY, LLC

Debtor Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

[X] 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?

[X] No

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

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

[ ] It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

[ ] It needs to be physically secured or protected from the weather.

[ ] It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

[ ] Other \_\_\_\_\_

Where is the property?

Number Street

City State ZIP Code

Is the property insured?

[ ] No

[ ] Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

[X] Funds will be available for distribution to unsecured creditors.

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

14. Estimated number of creditors

[X] 1-49

[ ] 50-99

[ ] 100-199

[ ] 200-999

[ ] 1,000-5,000

[ ] 5,001-10,000

[ ] 10,001-25,000

[ ] 25,001-50,000

[ ] 50,001-100,000

[ ] More than 100,000

15. Estimated assets

[ ] \$0-\$50,000

[ ] \$50,001-\$100,000

[X] \$100,001-\$500,000

[ ] \$500,001-\$1 million

[ ] \$1,000,001-\$10 million

[ ] \$10,000,001-\$50 million

[ ] \$50,000,001-\$100 million

[ ] \$100,000,001-\$500 million

[ ] \$500,000,001-\$1 billion

[ ] \$1,000,000,001-\$10 billion

[ ] \$10,000,000,001-\$50 billion

[ ] More than \$50 billion

Debtor Name CMM NY, LLC

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

16. Estimated liabilities

- \$0-\$50,000
- \$50,001-\$100,000
- \$100,001-\$500,000
- \$500,001-\$1 million
- \$1,000,001-\$10 million
- \$10,000,001-\$50 million
- \$50,000,001-\$100 million
- \$100,000,001-\$500 million
- \$500,000,001-\$1 billion
- \$1,000,000,001-\$10 billion
- \$10,000,000,001-\$50 billion
- More than \$50 billion

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

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

17. Declaration and signature of authorized representative of debtor

- The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
- I have been authorized to file this petition on behalf of the debtor.
- I have examined the information in this petition and have a reasonable belief that the information is true and correct.

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

Executed on 08 30 2016  
MM / DD / YYYY

[Signature]  
Signature of authorized representative of debtor

Robert A. MANUS  
Printed name

Title Manager

18. Signature of attorney

\_\_\_\_\_ Date \_\_\_\_\_  
Signature of attorney for debtor MM / DD / YYYY

Printed name \_\_\_\_\_

Firm name \_\_\_\_\_

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ ZIP Code \_\_\_\_\_

Contact phone \_\_\_\_\_ Email address \_\_\_\_\_

Bar number \_\_\_\_\_ State \_\_\_\_\_

**IN WITNESS WHEREOF**, the parties have executed or caused to be executed this Operating Agreement and do each hereby represent and warrant that their respective signatory, whose signature appears below, has been and is, on the date of this Agreement, duly authorized to execute this Agreement.

Dated: Aug 4, 2014

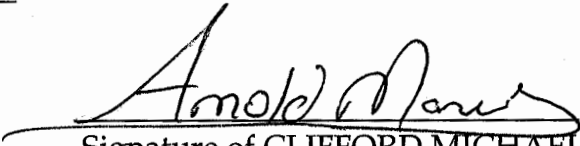
  
Signature of CLIFFORD MICHAEL  
DESIGN(CANADA) INC

EXHIBIT A  
**MEMBERS**

The Members of the Company and their respective addresses, Capital Contributions, and Ownership Interests are set forth below. The Members agree to keep this Exhibit A current and updated in accordance with the terms of this Agreement, including, but not limited to, Sections 2.1, 2.3, 2.4, 7.1, 7.2, and 10.1.

<b>Members</b>	<b>Capital Contribution</b>	<b>Percentage Interest</b>
CLIFFORD MICHAEL DESIGN(CANADA) INC Address: <sup>85th</sup> 215 East Street, 21H New York, New York 10128		100%

## **Operating Agreement**

### **CMM NY, LLC, a New York Limited Liability Company**

THIS OPERATING AGREEMENT of CMM NY, LLC (the "Company") is entered into as of the date set forth on the signature page of this Agreement by each of the Members listed on Exhibit A of this Agreement.

A. The Members have formed the Company as a New York limited liability company under the New York Limited Liability Company Law. The purpose of the Company is to conduct any lawful business for which limited liability companies may be organized under the laws of the state of New York. The Members hereby adopt and approve the articles of organization of the Company filed with the New York Department of State.

B. The Members enter into this Agreement to provide for the governance of the Company and the conduct of its business, and to specify their relative rights and obligations.

#### **ARTICLE 1: DEFINITIONS**

Capitalized terms used in this Agreement have the meanings specified in this Article 1 or elsewhere in this Agreement and if not so specified, have the meanings set forth in the New York Limited Liability Company Law.

"Agreement" means this Operating Agreement of the Company, as may be amended from time to time.

"Capital Account" means, with respect to any Member, an account consisting of such Member's Capital Contribution, (1) increased by such Member's allocated share of income and gain, (2) decreased by such Member's share of losses and deductions, (3) decreased by any distributions made by the Company to such Member, and (4) otherwise adjusted as required in accordance with applicable tax laws.

**CONSENT TO ACTION BY MEMBERS [MANAGERS] WITHOUT A MEETING**

By signing this document, the undersigned, who are all of the members [managers] \_\_\_\_\_ of CMM, NY LLC a[n] \_\_\_\_\_ limited liability company (the "Company"), consent to the taking of the following actions without a meeting of members [managers] in accordance with the terms of the Operating Agreement of the Company:

RESOLVED, that Robert MANUS is elected to serve as a manager of the Company for a term beginning on the date of this consent to action and ending at the next meeting of members of the Company called for the purpose of electing managers, or the manager's death, resignation, or removal, if earlier.

RESOLVED, that the Plan of Merger attached to this consent to action as Exhibit A is approved by the members of the Company, and the managers of the Company are authorized and directed to do all things necessary to complete the closing of the merger provided for in the Plan of Merger.

The actions taken will be effective when this Consent to Action has been signed by all members [managers] of the Company.

Date: Aug 4, 2014 Arnold Manue

Date: \_\_\_\_\_

Date: \_\_\_\_\_



CMM NY, LLC

CREDITORS(PRELIMINARY NOT COMPLETE LIST)

EVANS CYPRESS/ NICKEV, LLC

521 MADISON AVENUE

NEW YORK, NEW YORK, 10022

STRATEGIC FUNDING SOURCE

120 W 45th St, New York, NY 10036

CLIFFORD MICHAEL DESIGN(CANADA) INC

9250 PARC AVENUE, SUITE 450

MONTREAL, QUEBEC, H2N 1Z2

FREDA MANUS

215 EAST 95TH , 21 H

NEW YORK, NY 10128