

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

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

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 **National Events Intermediate, 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) **47-4410566**

4. Debtor's address **Principal place of business**

**1430 Broadway, 7th Floor  
New York, NY 10018**

Number, Street, City, State & ZIP Code

**New York**  
County

**Mailing address, if different from principal place of business**

P.O. Box, Number, Street, City, State & ZIP Code

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

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) **www.neco.com**

6. Type of debtor  
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
 Partnership (excluding LLP)  
 Other. Specify: \_\_\_\_\_

Debtor National Events Intermediate, LLC  
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 <b>See Attachment</b>	Relationship _____
District _____	When _____ Case number, if known _____

Debtor **National Events Intermediate, LLC**  
Name

Case number (if known)

11. Why is the case filed in this district? *Check all that apply:*
- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
  - A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

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

**Statistical and administrative information**

13. Debtor's estimation of available funds *Check one:*
- Funds will be available for distribution to unsecured creditors.
  - After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors
- |                                  |   |  |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49    | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99   | <input type="checkbox"/> 5001-10,000            | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000          | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 |   |  |

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

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

Debtor **National Events Intermediate, LLC**  
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 **June 5, 2017**  
MM / DD / YYYY

**X /s/ John DeMartino**  
Signature of authorized representative of debtor  
Title **CFO**

**John DeMartino**  
Printed name

**18. Signature of attorney**

**X /s/ Stephen B. Selbst**  
Signature of attorney for debtor

Date **June 5, 2017**  
MM / DD / YYYY

**Stephen B. Selbst**  
Printed name

**Herrick Feinstein LLP**  
Firm name

**Two Park Avenue**  
**New York, NY 10016**  
Number, Street, City, State & ZIP Code

Contact phone **212-592-1400** Email address **ssebst@herrick.com**

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

Debtor **National Events Intermediate, LLC**  
Name \_\_\_\_\_

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

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

United States Bankruptcy Court for the:  
SOUTHERN DISTRICT OF NEW YORK

Case number (if known) \_\_\_\_\_ Chapter **11**

Check if this an amended filing

**FORM 201. VOLUNTARY PETITION**  
**Pending Bankruptcy Cases Attachment**

Debtor	<b>National Event Company II, LLC</b>		Relationship to you	<b>Affiliate</b>
District	<b>Southern District New York Bankruptcy Court</b>	When <b>6/05/17</b>	Case number, if known	_____
Debtor	<b>National Event Company III, LLC</b>		Relationship to you	<b>Affiliate</b>
District	<b>Southern District New York Bankruptcy Court</b>	When <b>6/05/17</b>	Case number, if known	_____
Debtor	<b>National Events Holdings, LLC</b>		Relationship to you	<b>Parent Company</b>
District	<b>Southern District New York Bankruptcy Court</b>	When <b>6/05/17</b>	Case number, if known	_____
Debtor	<b>World Events Group, LLC</b>		Relationship to you	<b>Affiliate</b>
District	<b>Southern District New York Bankruptcy Court</b>	When <b>6/05/17</b>	Case number, if known	_____

**CERTIFICATION OF RESOLUTIONS  
OF THE BOARDS OF MANAGERS OF  
NATIONAL EVENTS HOLDINGS, LLC  
NATIONAL EVENTS INTERMEDIATE, LLC  
NATIONAL EVENT COMPANY II, LLC  
NATIONAL EVENT COMPANY III, LLC  
WORLD EVENTS GROUP II, LLC**

1. I am a duly elected and acting Secretary of each of the limited liability companies listed above, each of which is domiciled in the State of Delaware (each, an “LLC” and collectively the “LLCs”).

2. I hereby certify that the resolutions set forth below were duly adopted by the respective board of managers of each of the LLCs at a special meeting of the boards of managers (each, a “Board”) of the LLCs held on June 4, 2017, at which a quorum of each such Board was present, and that such resolutions remain in full force and effect.

3. As to the resolutions below approving (a) the Fifth Amendment (as hereinafter defined) and the Debtor in Possession Financing Pursuant to the Interim Order, Eric Rogoff, the Manager designated to serve by Falcon Strategic Partners IV, LP, did not participate in the discussion concerning such matters and recused himself from the vote thereon.

**Chapter 11 Filing; Retention of Bankruptcy Professionals**

RESOLVED, that in the judgment of the Board it is desirable and in the best interests of the LLC, its creditors, members and other interested parties that a petition be filed by the LLC seeking relief under the provisions of chapter 11 of title 11, United States Code, (the “Bankruptcy Code”) in which the authority to operate as a debtor-in-possession will be sought, and the filing of such petition is authorized hereby, and the LLC shall initiate a bankruptcy case and proceedings; and be it further

RESOLVED, that the proper officers and/or managing members of the LLC (each, an “Authorized Officer,” and together, the “Authorized Officers”), be and each hereby is, authorized and directed, for and on behalf of the LLC, to execute and verify a petition in the name of the LLC under chapter 11 of the

Bankruptcy Code and cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York; and be it further

RESOLVED, that the Authorized Officers of the LLC be, and each of them hereby is, authorized and directed, for and on behalf of the LLC to take or cause to be taken any and all actions, in compliance with applicable law, which the Authorized Officer taking such action(s) may deem necessary or appropriate to communicate the position of this Board, as set forth in the foregoing resolutions, to the LLC's members; and be it further

RESOLVED, that the Authorized Officers of the LLC, or any of them, be and they hereby are, authorized to execute, verify and/or file or cause to be filed (or direct others to do so on their behalf), all documents, including, without limitation, petitions, schedules, lists, affidavits, motions, pleadings and other papers and to take any and all action which they may deem necessary or proper in connection with such proceedings under chapter 11 of the Bankruptcy Code, and in that connection to retain and employ Herrick, Feinstein LLP, as bankruptcy counsel; RAS Management Advisors, LLC, as financial consultants; Timothy Puopolo as Chief Restructuring Officer; and such claims and noticing agent as the Authorized Officers select, and to retain and employ other legal counsel or other professionals which they may deem necessary or proper with a view to the successful conclusion of such bankruptcy case (together, the "Restructuring Professionals"); and be it further

RESOLVED, that the Authorized Officers of the LLCs 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 cause to be filed an application for authority to retain the services of the Restructuring Professionals; and be it further

#### **Fifth Amendment and Series C Note**

RESOLVED, that the forms, terms and provisions of that certain Fifth Amendment To Purchase Agreement dated as of June 5, 2017 (the "Fifth Amendment") by and among National Events Intermediate, LLC, National Events Holdings, LLC, a Delaware limited liability company, the other Credit Parties party hereto, FMP Agency Services, LLC, as Agent ("*Agent*") and the Noteholders ("*Noteholders*"), and that certain Series C Note, evidencing a loan in the principal amount of One Hundred Eight Thousand Five Hundred Seventy-Two (\$108,572) from Falcon Strategic Partners IV, LP to National Events Intermediate, LLC, for the purpose of funding certain payments to professionals in advance of the contemplated filings under chapter 11 of the

Bankruptcy Code by each of the LLCs be, and the same hereby are, approved in all respects; and be it further

RESOLVED, that that the Authorized Officers of the LLCs, be, and the same hereby are, authorized and directed to execute and deliver the Fifth Amendment and the Series C Note in favor of Falcon Strategic Partners IV, LP; and be it further

**Debtor in Possession Financing Pursuant to Interim Order**

RESOLVED, that each LLC , as debtor and debtor in possession be, and hereby is, authorized to borrow up to the principal sum of Four Hundred Eighty-Five Thousand Dollars (\$485,000) pursuant to the terms of the Interim DIP Order that was provided to the Board in advance of the meeting to approve same, and the terms of which were expressly approved at the meeting, and to grant any guarantees, pledges, mortgages, and other security interests as necessary to obtain use of cash collateral and debtor-in-possession financing thereunder; and be it further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized and empowered for and in the name and on behalf of the LLC to amend, supplement or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements or other writings referred to in the foregoing resolutions; and be it further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized, in the name and on behalf of the LLC to take or cause to be executed or delivered all such further agreements, documents, certificates and undertakings, and to incur all such fees and expenses as in their judgment shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and be it further

RESOLVED that all acts lawfully done or actions lawfully taken by any Authorized Officer to seek relief on behalf of the LLCs 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 LLC.

[SIGNATURES APPEAR ON FOLLOWING PAGE]



Dated: June 5, 2017



John J. DeMartino

Secretary of  
**NATIONAL EVENTS HOLDINGS, LLC**  
**NATIONAL EVENTS INTERMEDIATE, LLC**  
**NATIONAL EVENT COMPANY II, LLC**  
**NATIONAL EVENT COMPANY III, LLC**  
**WORLD EVENTS GROUP II, LLC**