Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF OREGON

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**	**DePaul Industries**
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)	**93-0607857**
4.	**Debtor's address**	**Principal place of business** **4950 NE Martin Lurther King Jr Blvd** **Portland, OR 97211** Number, Street, City, State & ZIP Code **Multnomah** 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.depaulindustries.com**
6.	**Type of debtor**	■ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) ☐ Partnership (excluding LLP) ☐ Other. Specify: _____

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?

If more than 2 cases, attach a separate list.

- ■ No.
- ☐ Yes.

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?

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

- ☐ No
- ■ Yes.

Debtor **DePaul Services, Inc.** Relationship **Related Non-Profit Corporation**

District **Oregon** When **6/10/16** 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

☐ 1-49
☐ 50-99
☐ 100-199
■ 200-999
☐ 1,000-5,000
☐ 5001-10,000
☐ 10,001-25,000
☐ 25,001-50,000
☐ 50,001-100,000
☐ More than100,000

15. Estimated Assets

☐ $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

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

Debtor **DePaul Industries** Case number (*if known*)
Name

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 trued and correct.

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

Executed on **June 10, 2016**
MM / DD / YYYY

X **/s/ Travis Pearson** **Travis Pearson**
Signature of authorized representative of debtor Printed name

Title **President and Chief Executive Officer**

18. Signature of attorney

X **/s/ Thomas W. Stilley** Date **June 10, 2016**
Signature of attorney for debtor MM / DD / YYYY

Thomas W. Stilley
Printed name

Sussman Shank LLP
Firm name

1000 SW Broadway
Suite 1400
Portland, OR 97205
Number, Street, City, State & ZIP Code

Contact phone **503-227-1111** Email address **tstilley@sussmanshank.com**

883167
Bar number and State

Fill in this information to identify the case:	
Debtor name	**DePaul Industries**
United States Bankruptcy Court for the:	**DISTRICT OF OREGON**
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**
AKT 680 Hawthorne Ave SE Suite 140 Salem, OR 97301-0041	**Shannon Mathews Authorized Rep 503-585-7774**	**Vendor**				**$39,746.00**
Babiestar Inc c/o Law Offices Michael W Lu 932 Hungerford Drive Suite 8 Rockville, MD 20850	**Michael Wenyue Lu luoffice@alol.com 301-315-2670**	**Vendor**				**$40,000.00**
Benchmade Knife Company, Inc. 300 Beavercreek Rd Oregon City, OR 97045	**Les de Asis, CEO 800-800-7427**	**Vendor**				**$182,673.75**
Gerber Legendary Blades PO Box 802587 Chicago, IL 60680	**Chad Vincent, CEO info@gerbergear.com 800-950-6161**	**Vendor**				**$153,939.81**
Hayden OPB Partners, LLC 111 SW Columbia Ste 1380 Portland, OR 97201	**Melvin Mark ar@melvinmark.com 503-223-4777**	**Vendor**				**$251,401.95**
Image Pressworks 4544 NE 190th Lane Portland, OR 97230	**Chris Tsongas, President info@imagepressworks.com 503-231-5659**	**Vendor**				**$49,960.00**
Indoor Billboard PO Box 17555 Portland, OR 97217-0555	**Jim Shulevitz, Vice President sales@indoor.com 503-289-9020**	**Vendor**				**$44,435.19**

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Debtor **DePaul Industries**
Name

Case number *(if known)*

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim 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
Lead to Results LLC PO Box 1130 Ocean Park, WA 98640-1130	Bev Arnoldy bev.arnoldy@leadtoresults.com 503-298-3180	Vendor				$68,943.63
Lighthouse Information Systems 2105 South Bascom Ave Ste 318 Campbell, CA 95008	Peter Adams, CEO info@lighthouseis.com 971-703-5998	Vendor				$86,536.47
MSI Flexible Packaging, Inc. 274 Redwood Shores Pkwy #243 Redwood City, CA 94065	Greg Muldoon gmuldoon@msiflexiblepkg.com 650-266-8255 x 1	Vendor				$222,177.50
Multifab, Inc 3808 N Sullivan Rd # 6 Spokane Valley, WA 99216	Timothy Smith deanc@multifab-inc.com 509-924-6631	Vendor				$73,874.21
Premier Packaging 3254 Reliable Parkway Chicago, IL 60686	Adam Mallette Division Manager amallette@prempack.com 800-513-6305	Vendor				$34,161.26
Providence Health Plan PO Box 5728 Portland, OR 97228	Alison Schrupp, CAO alison.schrupp@providence.org 503-574-7500	Vendor				$92,230.98
SensoryEffects Cereal Systems PO Box 678157 Dallas, TX 75267-8157	Mary Snyder, Manager Cust Srvc mary.snyder@sensoryeffects.com 402-470-5126	Vendor				$112,960.05
SONOCO PO Box 281728 Atlanta, GA 30384	Brian Risinger brian.risinger@sonoco.com 800-377-2692	Vendor				$81,840.06
Source America 8401 Old Courthouse Road Vienna, VA 22182	Raquel Tamex, Senior VP Legal CustomerService@SourceAmerica.org 571-226-4660	Vendor				$374,340.57

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Debtor **DePaul Industries**
Name

Case number *(if known)*

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim 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
Starpak PO Box 437001 Houston, TX 77243	**Jacobo Bazbaz, Vice President starpaksales@starpakltd.com 713-329-9183**	**Vendor**				**$68,689.02**
Sterling Infosystems Co. Newark Post Office PO Box 36482 Newark, NJ 07193-6482	**Nick Fishman, Vice President client.support@sterlingbachcheck.com 888-889-5248**	**Vendor**				**$48,808.31**
Van Drunen Farms 300 West 6th Street Momence, IL 60954	**Kevin Van Drunen, President sales@vandrunen.com 815-472-3100**	**Vendor**				**$99,536.07**
Washington Employment Security Department 212 Maple Park Ave SE Olympia, WA 98501	**Dale Peinecke dpeinecke@esd.wa.gov 360-902-9500**	**Vendor**				**$272,093.98**

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United States Bankruptcy Court
District of Oregon

In re **DePaul Industries** Debtor(s)

Case No.

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest

-NONE-

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **President and Chief Executive Officer** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **June 10, 2016**

Signature **/s/ Travis Pearson**
Travis Pearson

Penalty for making a false statement of concealing property: Fine of up to $500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

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Best Case Bankruptcy

United States Bankruptcy Court
District of Oregon

In re **DePaul Industries** Debtor(s)

Case No.

Chapter **11**

VERIFICATION OF CREDITOR MATRIX

I, the President and Chief Executive Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: **June 10, 2016**

/s/ Travis Pearson
Travis Pearson/President and Chief Executive Officer
Signer/Title

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United States Bankruptcy Court
District of Oregon

In re **DePaul Industries** Debtor(s)

Case No.

Chapter **11**

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **DePaul Industries** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [*Check if applicable*]

June 10, 2016
Date

/s/ Thomas W. Stilley
Thomas W. Stilley 883167
Signature of Attorney or Litigant
Counsel for **DePaul Industries**

Sussman Shank LLP
1000 SW Broadway
Suite 1400
Portland, OR 97205
503-227-1111
tstilley@sussmanshank.com

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United States Bankruptcy Court
District of Oregon

In re **DePaul Industries** Debtor(s)

Case No.
Chapter **11**

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Travis Pearson**, declare under penalty of perjury that I am the President and **Chief Executive Officer** of **DePaul Industries**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 10th day of June, 2016.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Travis Pearson**, President and **Chief Executive Officer** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter **11** voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Travis Pearson**, President and **Chief Executive Officer** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Travis Pearson**, President and **Chief Executive Officer** of this Corporation is authorized and directed to employ **Thomas W. Stilley**, attorney and the law firm of **Sussman Shank LLP** to represent the corporation in such bankruptcy case."

Date 6/10/2016

Signed /s/ Travis Pearson
Travis Pearson

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RESOLUTIONS OF THE BOARD OF DIRECTORS OF DEPAUL INDUSTRIES
June 10, 2016

The Board of Directors of DePaul Industries (the "Corporation"), at a special meeting duly called and held on the 10th day of June, 2016, hereby adopts the following resolutions:

Whereas, the social mission of the Corporation is to help people with disabilities to have the opportunity to work, it is in the best interest of the Corporation in furtherance of its mission, to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code to preserve its viable Staffing and Security divisions and to restructure its Packaging Division to enable it to achieve positive cash flow status;

It is Therefore Resolved, that, Travis Pearson, Chief Executive Officer and President of this Corporation, in consultation with Kelly Rupp, its Chairman of the Board of Directors, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that Travis Pearson, Chief Executive Officer and President of this Corporation, in consultation with Kelly Rupp, its Chairman of the Board of Directors, is authorized and directed, prior to and during a Chapter 11 bankruptcy proceeding, to explore any reasonable, available opportunities to sell or otherwise transfer the assets of the Corporation to another party who will continue the Corporation's social mission, and otherwise reorganize the business affairs of the Corporation to continue its social mission for the benefit of persons with disabilities;

Be it Further Resolved that Travis Pearson, Chief Executive Officer and President of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case, and

Be It Further Resolved, that Travis Pearson, Chief Executive Officer and President of this Corporation is authorized and directed to employ Susan S. Ford, attorney and the law firm of Sussman Shank LLP to represent the Corporation in the bankruptcy case.

Date: 6/10/16 Signed: W Kelly Rupp

Date: _____ Signed: _____

Date: _____ Signed: _____