

Fill in this information to identify your case:

United States Bankruptcy Court for the:

WESTERN DISTRICT OF PENNSYLVANIA

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 Occupy Rivertowne, 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) 45-4635983

4. Debtor's address Principal place of business Mailing address, if different from principal place of business 5031 Sampson Lane Murrysville, PA 15668 Westmoreland County

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 Occupy Rivertowne, 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 See Attachment	Relationship _____
District _____	When _____ Case number, if known _____

Debtor **Occupy Rivertowne, 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 checked="" 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 type="checkbox"/> 200-999 | | |

15. Estimated Assets

- | | | |
|--|--|--|
| <input checked="" 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 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 **Occupy Rivertowne, 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 **May 7, 2018**
MM / DD / YYYY

X /s/ Christian Fyke
Signature of authorized representative of debtor

Title **Proper Officer**

Christian Fyke
Printed name

18. Signature of attorney

X /s/ Kelly E. McCauley
Signature of attorney for debtor

Date **May 7, 2018**
MM / DD / YYYY

Kelly E. McCauley
Printed name

Whiteford, Taylor & Preston LLP
Firm name

200 First Avenue
Floor 3
Pittsburgh, PA 15222
Number, Street, City, State & ZIP Code

Contact phone _____ Email address _____

316535 PA
Bar number and State

Debtor **Occupy Rivertowne, LLC**
Name

Case number (if known)

Fill in this information to identify your case:

United States Bankruptcy Court for the:
WESTERN DISTRICT OF PENNSYLVANIA

Case number (if known) _____ Chapter 11

Check if this an amended filing

FORM 201. VOLUNTARY PETITION
Pending Bankruptcy Cases Attachment

Debtor	<u>Fybo Management LLC</u>		Relationship to you	_____
District	<u>Western District of Pennsylvania</u>	When _____	Case number, if known	_____
Debtor	<u>Fybomax, Inc.</u>		Relationship to you	_____
District	<u>Western District of Pennsylvania</u>	When _____	Case number, if known	_____
Debtor	<u>Fybowin, LLC</u>		Relationship to you	_____
District	<u>Western District of Pennsylvania</u>	When <u>5/04/18</u>	Case number, if known	<u>18-21803</u>
Debtor	<u>Rivertowne Growth Group LLC</u>		Relationship to you	_____
District	<u>Western District of Pennsylvania</u>	When _____	Case number, if known	_____

Fill in this information to identify the case:

Debtor name Occupy Rivertowne, LLC

United States Bankruptcy Court for the: WESTERN DISTRICT OF PENNSYLVANIA

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		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
THE HUNTINGTON NATIONAL BANK 336 4TH AVENUE PITTSBURGH, PA 15222			Contingent Disputed	\$0.00	\$0.00	\$1,644,360.69

THERE ARE NO OTHER UNSECURED CREDITORS

**United States Bankruptcy Court
Western District of Pennsylvania**

In re Occupy Rivertowne, LLC

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 Occupy Rivertowne, LLC 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*]

May 7, 2018

Date

/s/ Kelly E. McCauley

Kelly E. McCauley

Signature of Attorney or Litigant

Counsel for Occupy Rivertowne, LLC

Whiteford, Taylor & Preston LLP

200 First Avenue

Floor 3

Pittsburgh, PA 15222

OCCUPY RIVERTOWNE, LLC

**CONSENT IN LIEU OF
SPECIAL MEETING OF THE
MANAGERS**

The undersigned, being the member (the "Member") of Occupy Rivertowne, LLC, a Pennsylvania limited liability company (the "Company"), does hereby adopt the following preamble and resolutions, and consents to the actions taken by virtue thereof, in all respects as though said preamble and resolutions were duly adopted at a special meeting of the managers called and held this 3rd of May, 2018:

WHEREAS, the Member has determined that it is desirable and in the best interest of the Company, its creditors, stockholders and other interested parties, that the Company file a voluntary petition for relief under chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code").

NOW, THEREFORE, BE IT RESOLVED, that the filing by the Company of a voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the Western District of Pennsylvania (the "Bankruptcy Court") be, and it hereby is, authorized and approved;

FURTHER RESOLVED, that the Member and each other officer of the Company (each, a "Proper Officer") be, and each of them hereby is, authorized and empowered, in the name of the Company, to execute and verify a petition for relief under chapter 11 of the Bankruptcy Code and to cause the same to be filed with the Bankruptcy Court at such time as such officer shall determine;

FURTHER RESOLVED, that each Proper Officer be, and each of them hereby is, authorized to execute and file on behalf of the Company all petitions, schedules, lists, documents, pleadings and other papers and to take any and all action that they may deem necessary or proper in connection with the chapter 11 case of the Company;

FURTHER RESOLVED, that each Proper Officer be, and each of them hereby is, authorized and directed to retain the law firm Whiteford, Taylor & Preston, L.L.P. to render legal services to and to represent the Company in connection with such chapter 11 case and other related matters in connection therewith, upon such terms and conditions as such officers shall approve;

FURTHER RESOLVED, that each Proper Officer be, and each of them hereby is, authorized to retain such other professionals as they deem necessary and appropriate to represent, assist or consult with the Company during the chapter 11 case;

FURTHER RESOLVED, that each Proper Officer be, and each of them hereby is, authorized to obtain any Debtor in Possession financing for the Company in such amount as such Proper Officer deems appropriate, on such terms and with such collateral as such Proper Officer finds to be reasonable, all such loans being subject to the approval of the Bankruptcy Court;

FURTHER RESOLVED, that each Proper Officer be, and each of them hereby is, authorized and directed to take any and all further actions and to execute and deliver any and all further instruments and documents and pay all expenses (subject to Bankruptcy Court approval, where necessary), in each case as in their judgment shall be necessary or desirable in order to fully carry out the intent and accomplish the purpose of the resolutions adopted herein; and

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken by any and each Proper Officer, which are necessary to effectuate the intent of the resolutions adopted herein, are hereby in all respects ratified, confirmed, and approved;

FURTHER RESOLVED, that this Consent may be executed in counterparts and each of such fully executed counterparts shall be deemed an original and it shall not be necessary in making proof of this consent to produce or account for more than one such counterpart; and,

FURTHER RESOLVED, that facsimile or electronic (PDF) signatures on and/or such signatures delivered by facsimile or electronic mail with respect to this Consent shall have the same force and effect, and shall be as binding, as delivery of a manually executed counterpart of this Consent.

[Signature page follows]

WITNESS the due execution hereof as of the date set forth above.

Lisa Marie Fyke

Amelia Boros



Andrew S. Maxwell

[Signature Page – Member Consent of Occupy Rivertowne, LLC]

WITNESS the due execution hereof as of the date set forth above.

Andrew S. Maxwell, Member

Amelia Boros

AMELIA BOROS, MEMBER

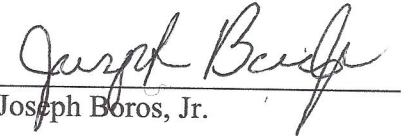
Lisa Marie Fyke

Lisa Marie Fyke

WITNESS the due execution hereof as of the date set forth above.



Christian H. Fyke



Joseph Boros, Jr.

Irrevocable Proxy Agreement

This Irrevocable Proxy Agreement (this "Agreement") is made and entered into as of May ____, 2018, by and among Lisa Marie Fyke ("LMF"), Amelia Boros ("AB" and, collectively with LMF, the "Owners"), Christian H. Fyke ("CHF"), and Joseph Boros, Jr. ("JB" and, collectively with CHF, the "Assignees").

WHEREAS, the Owners are the beneficial and record holders of certain ownership interests in Fybomax, Inc. ("Fybomax") and Occupy Rivertowne, LLC ("Occupy" and, collectively with Fybomax, the "Companies") (the "Interests").

WHEREAS, the Owners desire to grant to the Assignees, the proxy granted pursuant to this Agreement.

WHEREAS, the Owners and the Assignees intend that the proxy granted hereunder to be irrevocable during the term of this Agreement.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficient of which are hereby acknowledged, the parties agrees as follows:

1. Proxy Designation. The Owners hereby irrevocably constitute and appoint the Assignees, 49% to CHF and 51% to JB, from the date of this Agreement until the termination of this Agreement in accordance with its terms, as the Owners' true and lawful proxy, for and in the Owners' name, place and stead to vote the Interests and any and all other equity interests in the Companies owned by the Owners, whether directly or indirectly, beneficially or of record, now owned or hereafter acquired with respect to any matter. The Interests together with all such other equity interests are herein collectively referred to as the "Voting Interests".

2. Consideration. In consideration for the grant of the proxy hereunder, the Assignees will cause One Hundred Dollars (\$100.00) to be paid to each Owner within five (5) days following execution of this Agreement.

3. Scope of Proxy. The proxy granted pursuant to Paragraph 1 shall include the right to sign the Owners' names (as members or shareholders of the Companies) to any consent, certificate or other document relating to the Company that applicable law may permit or require, including, without limitation, the power to vote the Voting Interests. CHF shall have the right to vote 49% of the Voting Interests and JB shall have the right to vote the remaining 51% of the Voting Interests.

4. Revocation of all Prior Proxies. The Owners hereby revoke all other proxies and powers of attorney that the Owners may have granted or appointed with respect to the Voting Interests. The Owners will not give any subsequent proxy or power of attorney (and if given, it will not be effective) or enter into any other voting agreement with respect to the Voting Interests.

5. Termination. This Agreement may be terminated at any time by the mutual agreement of all parties hereto.

6. Power Coupled with an Interest. THE PROXIES AND POWERS GRANTED BY THE OWNERS PURSUANT TO THIS AGREEMENT ARE COUPLED WITH AN INTEREST AND ARE GIVEN TO SECURE THE PERFORMANCE OF THE ASSIGNEES UNDER THIS AGREEMENT.

7. Governing Law. This Agreement and all acts and transactions performed pursuant to this Agreement shall be governed, construed, interpreted and enforced under the laws of the Commonwealth of Pennsylvania without regard to any principles relating to the conflict of laws.

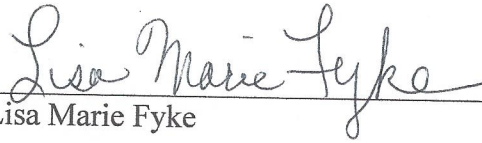
8. Counterparts. This Agreement may be executed in counterparts, each of which shall collectively constitute one agreement, but all of which together shall be deemed to be one and the same agreement.

9. Amendments. Neither this Agreement, nor any term, covenant, or condition expressed herein may be amended, waived, extended, delayed or terminated except by written agreement signed by all parties hereto.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Parties hereto have executed this Agreement as of the date set forth above.

OWNERS:



Lisa Marie Fyke AB.




Amelia Boros

ASSIGNEES:



Christian H. Fyke



Joseph Boros, Jr.