

Fill in this information to identify the case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF TEXAS

Case number (if known): _____ Chapter **11**

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 US Dataworks, 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) 8 4 - 1 2 9 0 1 5 2

4. Debtor's address

<p>Principal place of business</p> <p><u>14090 S.W. Freeway</u></p> <p>Number Street</p> <p><u>Suite 300</u></p> <p><u>Sugar Land TX 77478</u></p> <p>City State ZIP Code</p> <p><u>Fort Bend</u></p> <p>County</p>	<p>Mailing address, if different from principal place of business</p> <p>Number Street</p> <p>P.O. Box</p> <p>City State ZIP Code</p> <p>Location of principal assets, if different from principal place of business</p> <p>Number Street</p> <p>City State ZIP Code</p>
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5. Debtor's website (URL) www.usdataworks.com

6. Type of debtor

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

Partnership (excluding LLP)

Other. Specify: _____

Debtor US Dataworks, Inc.

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
- District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

Debtor US Dataworks, Inc. Case number (if known) _____

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

Debtor _____ Relationship _____
 District _____ When _____
 Case number, if known _____ MM / DD / YYYY

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

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 for distribution to unsecured creditors.

Debtor US Dataworks, Inc. Case number (if known) _____

- | | | | |
|-----------------------------------|--|--|--|
| 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"/> 5,001-10,000 | <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 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 |

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 05/01/2017
MM/DD/YYYY

X [Signature] John N. Penrod
Signature of authorized representative of debtor Printed name

Title Chairman and CEO

18. Signature of attorney X [Signature] Date 05/01/2017
Signature of attorney for debtor MM/DD/YYYY

Wayne Kitchens, Partner
Printed name

Hughes Watters Askanase
Firm name

Total Plaza
Number Street
1201 Louisiana, 28th Floor

Houston TX 77002
City State ZIP Code

(713) 759-0818 wkitchens@hwa.com
Contact phone Email address

11541110 TX
Bar number State

Fill in this information to identify the case

Debtor name US Dataworks, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number _____
(if known)

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets -- Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.
- Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

3. Checking, savings, money market, or financial brokerage accounts *(Identify all)*

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
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3.1. <u>Silicon Valley Bank</u>	<u>Checking account</u>	_____	<u>\$35,262.23</u>
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4. Other cash equivalents *(Identify all)*

Name of institution (bank or brokerage firm)

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$35,262.23

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.
- Yes. Fill in the information below.

Debtor US Dataworks, Inc. Case number (if known) _____
Name

Current value of
debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. IPZX Sugar Land Investors, LLC - Lease Deposit (Transwestern) \$29,750.83

8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent

Description, including name of holder of prepayment

8.1. Prepaid Expenses \$89,910.27

9. Total of Part 2.

Add lines 7 through 8. Copy the total to line 81.

\$119,661.10

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- No. Go to Part 4.
- Yes. Fill in the information below.

Current value of
debtor's interest

11. Accounts receivable

11a. 90 days old or less: \$91,482.75 — \$0.00 = → \$91,482.75
face amount doubtful or uncollectible accounts

11b. Over 90 days old: \$0.00 — \$0.00 = → \$0.00
face amount doubtful or uncollectible accounts

12. Total of Part 3

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$91,482.75

Part 4: Investments

13. Does the debtor own any investments?

- No. Go to Part 5.
- Yes. Fill in the information below.

Valuation method
used for current value

Current value of
debtor's interest

14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity: _____ % of ownership: _____

16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1

Describe:

17. Total of Part 4

Add lines 14 through 16. Copy the total to line 83.

\$0.00

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

- No. Go to Part 6.
- Yes. Fill in the information below.

Debtor US Dataworks, Inc. Case number (if known) _____
 Name _____

General description	Date of the last physical inventory MM/DD/YYYY	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
20. Work in progress				
21. Finished goods, including goods held for resale				
22. Other inventory or supplies				
23. Total of Part 5 Add lines 19 through 22. Copy the total to line 84.				\$0.00
24. Is any of the property listed in Part 5 perishable? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes				
25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____				
26. Has any of the property listed in Part 5 been appraised by a professional within the last year? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes				

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming or fishing-related assets (other than titled motor vehicles and land)?
 No. Go to Part 7.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops--either planted or harvested			
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish			
30. Farm machinery and equipment (Other than titled motor vehicles)			
31. Farm and fishing supplies, chemicals, and feed			
32. Other farming and fishing-related property not already listed in Part 6			
33. Total of Part 6. Add lines 28 through 32. Copy the total to line 85.			\$0.00
34. Is the debtor a member of an agricultural cooperative? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Is any of the debtor's property stored at the cooperative? <input type="checkbox"/> No <input type="checkbox"/> Yes			
35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Book value _____ Valuation method _____ Current value _____			
36. Is a depreciation schedule available for any of the property listed in Part 6? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
37. Has any of the property listed in Part 6 been appraised by a professional within the last year? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			

Debtor US Dataworks, Inc.
Name

Case number (if known) _____

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- No. Go to Part 8.
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
8-10 Book Shelves		Resale Estimate	\$250.00
15-20 File Cabinets (Metal, Lateral)		Resale Estimate	\$400.00
8-10 File Cabinets (Wood, Lateral, 2 Drawer)		Resale Estimate	\$200.00
8 Chairs (Boardroom)		Resale Estimate	\$200.00
15-18 Chairs (Desk/Work)		Resale Estimate	\$600.00
21 Desk with Hutch		Resale Estimate	\$3,500.00
Credenzas		Resale Estimate	\$100.00
Conference room table with chairs		Resale Estimate	\$250.00
10 Tables (Training Room)		Resale Estimate	\$1,000.00
24 Chairs (Training Room)		Resale Estimate	\$600.00
Podium (Training Room)		Resale Estimate	\$200.00
9 Folding Tables		Resale Estimate	\$450.00
Sofa, chair (leather, brown)		Resale Estimate	\$100.00
3 Small Conference Tables		Resale Estimate	\$225.00
4 White Boards		Resale Estimate	\$80.00
Desk with credenza, hutch and 3 set drawers		Resale Estimate	\$500.00
Miscellaneous Wall Hangings (Artwork)		Resale Estimate	\$100.00
40. Office fixtures			
20 Foot Trade Show Booth including booth backdrop, podium stand, small stand and plastic shipping cases.		Resale Estimate	\$1,000.00
10 Foot Trade Show Both including 2 pop-up sides with middle banner		Resale Estimate	\$250.00
Epson Display Projector		Resale Estimate	\$375.00
2 Optoma Display Projectors		Resale Estimate	\$1,000.00
Dell Portable Projector		Resale Estimate	\$100.00
41. Office equipment, including all computer equipment and communication systems equipment and software			
2 MacBook Pro		Resale Estimate	\$750.00
2 HP 350 G2		Resale Estimate	\$1,000.00
2 Latitude E6500		Resale Estimate	\$200.00
2 Latitude D820		Resale Estimate	\$150.00
3 Vostros 3700		Resale Estimate	\$300.00
2 Vostro 3750		Resale Estimate	\$200.00
2 Latitude D520		Resale Estimate	\$100.00

Debtor US Dataworks, Inc. Case number (if known) _____
 Name

Monitors	Resale Estimate	\$800.00
HP 350	Resale Estimate	\$500.00
Latitude E6430 (\$200.00)		
Latitude E5530 (\$200.00)		
Latitude D810 (\$ 75.00)	Resale Estimate	\$475.00
Optiplex 960 (\$200.00)		
Optiplex 980 (\$ 75.00)		
Optiplex GX620 (\$ 75.00)	Resale Estimate	\$350.00
Dell Precision 390	Resale Estimate	\$75.00
Dimension XPSGEN3 (\$75.00)		
Latitude D820 (\$75.00)	Resale Estimate	\$150.00
Dell Server - Power Edge T430	Resale Estimate	\$5,500.00
7 Dell Servers - QA and internal environments	Resale Estimate	\$3,430.00
3 Disk Array(s)	Resale Estimate	\$900.00
3 Switches	Resale Estimate	\$75.00
Router	Resale Estimate	\$25.00
Wireless Access Point	Resale Estimate	\$25.00
2 Dell 3115cn Color Laser Printer	Resale Estimate	\$700.00
2 LaserJet 200 color printer	Resale Estimate	\$300.00
LaserJet 9040dn printer	Resale Estimate	\$300.00
HP LaserJet P1102W	Resale Estimate	\$70.00
MICR Check Printer	Resale Estimate	\$75.00
Check Scanner - Burroughs Smart Source Adaptive	Resale Estimate	\$100.00
Check Scanner - Burroughs Smart Source	Resale Estimate	\$100.00
Check Scanner - Canon CR-80	Resale Estimate	\$100.00
Check Scanner - Canon CR-150	Resale Estimate	\$100.00
Polycom Phone Equipment - 20 Desk Phones	Resale Estimate	\$600.00
Polycom Phone Equipment - 2 Conference Phones	Resale Estimate	\$150.00
Verizon Cell Phones		\$0.00
HP 450 G3	Resale Estimate	\$500.00

42. **Collectibles** *Examples:* Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. **Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

\$29,580.00

44. **Is a depreciation schedule available for any of the property listed in Part 7?**

- No
 Yes

45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- No
 Yes

Debtor US Dataworks, Inc. Case number (if known) _____
 Name

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- No. Go to Part 9.
- Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

48. Watercraft, trailers, motors, and related accessories Examples: Boats
trailers, motors, floating homes, personal watercraft, and fishing vessels

49. Aircraft and accessories

50. Other machinery, fixtures, and equipment (excluding farm
machinery and equipment)

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- No
- Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- No
- Yes

Part 9: Real property

54. Does the debtor own or lease any real property?

- No. Go to Part 10.
- Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- No
- Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- No
- Yes

Part 10: Intangibles and Intellectual Property

59. Does the debtor have any interests in intangibles or intellectual property?

- No. Go to Part 11.
- Yes. Fill in the information below.

Debtor US Dataworks, Inc. Case number (if known) _____

Name

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets <u>Clearingworks and US Dataworks Trademarks</u>			<u>Unknown</u>
61. Internet domain names and websites <u>See Exhibit Schedule A/B #61</u>			<u>Unknown</u>
62. Licenses, franchises, and royalties <u>Customer Contracts</u>			<u>\$1,200,000.00</u>
63. Customer lists, mailing lists, or other compilations			
64. Other intangibles, or intellectual property <u>Clearingworks Source Code</u>			<u>\$1,200,000.00</u>
<u>See Exhibit Schedule A/B #64</u>			<u>\$0.00</u>
65. Goodwill			
66. Total of Part 10. Add lines 60 through 65. Copy the total to line 89.			<u>\$2,400,000.00</u>

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- No
- Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- No
- Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- No
- Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?
Include all interests in executory contracts and unexpired leases not previously reported on this form.

- No. Go to Part 12.
- Yes. Fill in the information below.

Current value of debtor's interest

71. Notes receivable

Description (include name of obligor)

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

73. Interests in insurance policies or annuities

74. Causes of action against third parties (whether or not a lawsuit has been filed)

Debtor US Dataworks, Inc. Case number (if known) _____
 Name

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

76. Trusts, equitable or future interests in property

77. Other property of any kind not already listed *Examples: Season tickets, country club membership*

See Exhibit Schedule A/B #77 \$0.00

78. Total of Part 11. **\$0.00**
 Add lines 71 through 77. Copy the total to line 90.

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- No
 Yes

Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	<u>\$35,262.23</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$119,661.10</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$91,482.75</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$29,580.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i> →		\$0.00
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$2,400,000.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>+\$0.00</u>	
91. Total. Add lines 80 through 90 for each column. 91a.	\$2,675,986.08	\$0.00
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.....		\$2,675,986.08

Fill in this information to identify the case:

Debtor name US Dataworks, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number _____
(if known)

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

<i>Column A</i>	<i>Column B</i>
Amount of claim	Value of collateral
Do not deduct the value of collateral.	that supports this claim

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$3,689,654.38

Debtor US Dataworks, Inc. Case number (if known) _____

Part 1: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column A Amount of claim Do not deduct the value of collateral.	Column B Value of collateral that supports this claim
--	--

2.1	Creditor's name <u>Frances Ramey</u>	Describe debtor's property that is subject to a lien	<u>\$797,245.00</u>	<u>\$2,675,486.08</u>
------------	--	--	---------------------	-----------------------

Creditor's mailing address **All Property**

21023 Amber Crossing Describe the lien

Third Lien Position (Subordination Agreement)

Richmond TX 77406 Is the creditor an insider or related party?

- No
- Yes

Creditor's email address, if known
franramey@icloud.com

Is anyone else liable on this claim?

- No
- Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

Date debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is:

Check all that apply.

Do multiple creditors have an interest in the same property?

- No
- Yes. Specify each creditor, including this creditor, and its relative priority.

- Contingent
- Unliquidated
- Disputed

For Silicon Valley Bank: 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For IPZX Sugar Land Investors, LLC - Lease Deposit (Transwestern: 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For Prepaid Expenses : 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For Accounts Receivables - See Attached.: 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For 10 Tables (Training Room): 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For 15-20 File Cabinets (Metal, Lateral): 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For 21 Desk with Hutch: 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For 24 Chairs (Training Room): 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For 3 Small Conference Tables: 1) The Bankers Bank; 2) Ivan and Jackie Carlson; 3) Richard Reck; 4) Frances Ramey; 5) John Nicholson.
For 4 White Boards: 1)

Debtor US Dataworks, Inc.

Case number (if known) _____

Part 1: Additional Page

Column A	Column B
Amount of claim Do not deduct the value of collateral.	Value of collateral that supports this claim

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

<p>2.2</p>	<p>Creditor's name <u>IPIX Sugar Land Investors LLC</u></p> <p>Creditor's mailing address <u>c/o Fred Wahrlich</u></p> <p><u>Munsch Hardt Kopt & Harr PC</u></p> <p><u>700 Louisiana, Floor 46</u></p> <p><u>Houston TX 77002</u></p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input type="checkbox"/> Yes. The relative priority of creditors is specified on lines _____</p>	<p>Describe debtor's property that is subject to a lien _____</p> <p>Security Deposit</p> <p>Describe the lien _____</p> <p>Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p><u>Unknown</u></p> <p><u>\$29,750.83</u></p>
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<p>2.3</p>	<p>Creditor's name <u>Ivan and Jackie Carlson</u></p> <p>Creditor's mailing address <u>7 Joy Rd.</u></p> <p><u>Rhome, TX 767078</u></p> <p>Creditor's email address, if known _____</p> <p>Date debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u>2.1</u></p>	<p>Describe debtor's property that is subject to a lien _____</p> <p>All Property.</p> <p>Describe the lien Second Lien Position (Subordination Agreement)</p> <p>Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p>As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p><u>\$161,375.00</u></p> <p><u>\$2,675,486.08</u></p>
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Debtor US Dataworks, Inc. Case number (if known) _____

Part 1: Additional Page

Column A	Column B
Amount of claim Do not deduct the value of collateral	Value of collateral that supports this claim

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

2.4	<p>Creditor's name <u>John Nicholson</u></p> <p>Creditor's mailing address <u>27330 Deer Springs Way</u></p> <p><u>Los Altos CA 94022</u></p> <p>Creditor's email address, if known <u>jnichmd77@gmail.com</u></p> <p>Date debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Do multiple creditors have an interest in the same property?</p> <p><input type="checkbox"/> No</p> <p><input checked="" type="checkbox"/> Yes. Have you already specified the relative priority?</p> <p><input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority.</p> <p><input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u>2.1</u></p>	<p>Describe debtor's property that is subject to a lien <u>All Property</u></p> <p>Describe the lien <u>Third Lien Position (Subordination Agreement)</u></p> <p>Is the creditor an insider or related party?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p>As of the petition filing date, the claim is: Check all that apply.</p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p><u>\$2,127,500.00</u></p>	<p><u>\$2,675,486.08</u></p>
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2.5	<p>Creditor's name <u>Richard Reck</u></p> <p>Creditor's mailing address <u>128 Hillcrest Ave.</u></p> <p><u>Hinsdale IL 60521</u></p> <p>Creditor's email address, if known <u>dick@reck.com</u></p> <p>Date debt was incurred _____</p> <p>Last 4 digits of account number _____</p> <p>Do multiple creditors have an interest in the same property?</p> <p><input type="checkbox"/> No</p> <p><input checked="" type="checkbox"/> Yes. Have you already specified the relative priority?</p> <p><input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority.</p> <p><input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u>2.1</u></p>	<p>Describe debtor's property that is subject to a lien <u>All Property</u></p> <p>Describe the lien <u>Second Lien Position</u></p> <p>Is the creditor an insider or related party?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes</p> <p>Is anyone else liable on this claim?</p> <p><input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)</p> <p>As of the petition filing date, the claim is: Check all that apply.</p> <p><input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed</p>	<p><u>\$53,791.00</u></p>	<p><u>\$2,675,486.08</u></p>
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Debtor US Dataworks, Inc. Case number (if known) _____

Part 1: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column A	Column B
Amount of claim Do not deduct the value of collateral.	Value of collateral that supports this claim

2.6	Creditor's name The Bankers Bank	Describe debtor's property that is subject to a lien All Property	\$549,743.38	\$2,675,486.08
	Creditor's mailing address 9020 N. May Ave., Ste. 200	Describe the lien First lien on allof Debtor's assets.		
	Oklahoma City OK 73120	Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
	Creditor's email address, if known	Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H)		
	Date debt was incurred	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed		
	Last 4 digits of account number	Do multiple creditors have an interest in the same property? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Have you already specified the relative priority? <input type="checkbox"/> No. Specify each creditor, including this creditor, and its relative priority. <input checked="" type="checkbox"/> Yes. The relative priority of creditors is specified on lines <u>2.1</u>		

Fill in this information to identify the case:

Debtor US Dataworks, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number _____
(if known)

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).
 - No. Go to Part 2.
 - Yes. Go to line 2.
2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or part. If more space is needed for priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim Priority amount

Debtor US Dataworks, Inc. Case number (if known) _____

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If more space is needed for nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

3.1	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim <u>\$280.83</u>
	BUD Griffin Customer Support, Inc.	<input type="checkbox"/> Contingent	
	P.O. Box 1710	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Bellaire TX 77402		
	Date or dates debt was incurred 04/01/2016	Is the claim subject to offset?	
	Last 4 digits of account number 5 4 0 9	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.2	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim <u>\$22,500.00</u>
	Business Strategy Advisors	<input type="checkbox"/> Contingent	
	128 Hillcrest Avenue	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Hinsdale IL 60521	Consulting Fee	
	Date or dates debt was incurred 2012	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.3	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim <u>\$205,829.78</u>
	Charles Ramey	<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
		Advances and Expense Reimbursement	
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.4	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	Amount of claim <u>\$8,894.16</u>
	Entouch Systems	<input type="checkbox"/> Contingent	
	11011 Richmond, Suite 400	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	Houston TX 77042		
	Date or dates debt was incurred _____	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor US Dataworks, Inc. Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.5	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$3,409.49</u>
	<u>Kastle Systems of Texas</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 75160</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Baltimore MD 21275-5160</u>		
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number <u>2 6 2 5</u>	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.6	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$3,330.39</u>
	<u>Level 3 Communications</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 910182</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Denver CO 80291-0182</u>		
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.7	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$38,000.00</u>
	<u>Loftis Law Firm</u>	<input type="checkbox"/> Contingent	
	<u>2164 Cochise Trail</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>League City TX 77573</u>		
	Date or dates debt was incurred <u>05/2013</u>	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

3.8	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	<u>\$12,792.00</u>
	<u>SalesForce.com Inc.</u>	<input type="checkbox"/> Contingent	
	<u>P.O. Box 203141</u>	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
		Basis for the claim:	
	<u>Dallas TX 75320</u>		
	Date or dates debt was incurred	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor US Dataworks, Inc. Case number (if known) _____

Part 2: Additional Page

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page. If no additional NONPRIORITY creditors exist, do not fill out or submit this page.

Amount of claim

3.9	Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$1,305.00
	ShredTex	<input type="checkbox"/> Contingent	
	15150 Sommermeyer, Suite #190	<input type="checkbox"/> Unliquidated	
	_____	<input type="checkbox"/> Disputed	
	_____	Basis for the claim:	
	Houston TX 77041	_____	
	Date or dates debt was incurred 2015	Is the claim subject to offset?	
	Last 4 digits of account number _____	<input checked="" type="checkbox"/> No	
		<input type="checkbox"/> Yes	

Debtor US Dataworks, Inc. Case number (if known) _____

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

	Total of claim amounts	
5a. Total claims from Part 1	5a. _____ \$0.00	
5b. Total claims from Part 2	5b. + _____ \$296,341.65	
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c. <table border="1" style="display: inline-table;"><tr><td style="text-align: right;">\$296,341.65</td></tr></table>	\$296,341.65
\$296,341.65		

Fill in this information to identify the case:

Debtor name US Dataworks, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known) _____ Chapter 11

Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?
- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases	State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease		
<p>2.1 State what the contract or lease is for and the nature of the debtor's interest</p> <p>State the term remaining _____</p> <p>List the contract number of any government contract _____</p>	<p>CheckReader and DocReader reseller</p> <p>Contract to be ASSUMED</p>	<p><u>A2iA Corp.</u></p> <p><u>24 W. 40th, 3rd Floor</u></p>	<p>_____</p> <p>_____</p> <p>New York NY 10018</p>
<p>2.2 State what the contract or lease is for and the nature of the debtor's interest</p> <p>State the term remaining _____</p> <p>List the contract number of any government contract _____</p>	<p>Distributed Capture</p> <p>Contract to be ASSUMED</p>	<p><u>American Express</u></p> <p><u>Distributed Capture</u></p> <p><u>World Financial Center</u></p> <p><u>200 Vesey St.</u></p>	<p>_____</p> <p>_____</p> <p>New York NY 10285</p>
<p>2.3 State what the contract or lease is for and the nature of the debtor's interest</p> <p>State the term remaining _____</p> <p>List the contract number of any government contract _____</p>	<p>Receivable Management</p> <p>Contract to be ASSUMED</p>	<p><u>American Express</u></p> <p><u>Receivable Management</u></p>	<p>_____</p> <p>_____</p>
<p>2.4 State what the contract or lease is for and the nature of the debtor's interest</p> <p>State the term remaining _____</p> <p>List the contract number of any government contract _____</p>	<p>A2iA DocReader Maintenance</p> <p>Contract to be ASSUMED</p>	<p><u>American Express</u></p> <p><u>A2iA DocReader Maintenance</u></p>	<p>_____</p> <p>_____</p>

Debtor US Dataworks, Inc.

Case number (if known) _____

Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.5	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Escrow Agreement Contract to be ASSUMED	American Express Escrow Agreement
2.6	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Stock Transfer Agent Monthly Contract to be ASSUMED	American Stock Transfer & Trust Company 6201 15th Ave. Brooklyn NY 11219
2.7	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Receivable Management Contract to be ASSUMED	Arvest Bank 921 W. Monroe Ave. Lowell AR 72745
2.8	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Pinnacle Bank Reseller Contract to be ASSUMED	Automated Business Systems 5300 Hollister, Suite 100 Houston TX 77040
2.9	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Clearingworks Maintenance Contract to be ASSUMED 8 Months	Bank of Oklahoma - ARC Conversion One Williams Center Tulsa OK 74192
2.10	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	EBPP Resell Contract to be ASSUMED 1 Year	Bank of Oklahoma - EBPP Resell One Williams Center Tulsa OK 74192

Debtor US Dataworks, Inc.

Case number (if known) _____

Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.17	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	Finance for D&O insurance coverage Annual Renewal Contract to be ASSUMED	First Insurance Funding P.O. Box 7000 _____ Carol Stream IL 60197-7000
2.18	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	ICL Clearing Contract to be ASSUMED	First National Bankers Bank 7813 Office Park Blvd. P.O. Drawer 80579 _____ Baton Rouge LA 70898-0579
2.19	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	D&O Insurance Policy Contract to be ASSUMED	Great American Insurance 301 E. 4th St. _____ Cincinnati OH 45202
2.20	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	Workforce Optimization Client Service Agreement Contract to be ASSUMED	Insperity PEO Services, L.P. 19001 Crescent Springs Dr. _____ Kingwood TX 77325
2.21	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	Access control for 1 Sugar Creek Contract to be REJECTED	Kastle Systems of Texas P.O. Box 75160 _____ Baltimore MD 21275-5160
2.22	State what the contract or lease is for and the nature of the debtor's interest State the term remaining _____ List the contract number of any government contract _____	Internet Access for 1 Sugar Creek Contract to be REJECTED	Level 3 Communications P.O. Box 910182 _____ Denver CO 80291-0182

Debtor US Dataworks, Inc.

Case number (if known) _____

Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

- | | | | |
|------|--|---|---|
| 2.23 | State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract | Clearingworks License Receivable Management Contract to be ASSUMED

31 Months

_____ | Lighthouse Payment Services
91 Montvale Ave., Suite 101

Stoneham MA 02180

_____ |
| 2.24 | State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract | Hosted Systems Monitoring System Contract to be ASSUMED

_____ | LogicMonitor
Dept. LA 24200

Pasadena CA 91185

_____ |
| 2.25 | State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract | Receivables Management Data Contract to be ASSUMED

_____ | Lyons Data
12276 San Jose Blvd., Suite 624

Jacksonville FL 32223

_____ |
| 2.26 | State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract | Clearingworks Maintenance Receivable Management Contract to be ASSUMED

12 Months

_____ | Navy Federal Credit Union
820 Follin Lane

Vienna VA 22180

_____ |
| 2.27 | State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract | Phone System Contract to be ASSUMED

_____ | Nextiva
8800 E. Chaparral, Suite 300

Scottsdale AZ 85250

_____ |
| 2.28 | State what the contract or lease is for and the nature of the debtor's interest

State the term remaining

List the contract number of any government contract | Clearingworks License Receivable Management Contract to be ASSUMED

12 Months

_____ | Pinnacle Bank
884 Elbert

Elberton GA 30635

_____ |

Debtor US Dataworks, Inc.

Case number (if known) _____

Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.35	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Current Office Rental Contract to be ASSUMED _____ _____ _____	Regus 14090 Southwest Freeway Suite 30 _____ _____ Sugar Land TX 77478
2.36	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	EBPP Reseller Contract to be ASSUMED _____ _____ _____	Revo 606 B Venice Blvd. _____ _____ Venice CA 90297
2.37	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Pardot Marketing Support Application Contract to be ASSUMED _____ _____ _____	Salesforce.com, Inc. P.O. Box 203141 _____ _____ Dallas TX 75320
2.38	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Confidential Shred Service for 1 Sugar Creek Contract to be REJECTED _____ _____ _____	ShredTex 15150 Sommermeyer, Suite #190 _____ _____ Houston TX 77041
2.39	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Clearingworks License ARC Conversion Contract to be ASSUMED 12 Months _____ _____ _____	Southern California Gas Co. SEMPRA 555 W. 5th St. _____ _____ Los Angeles CA 90013
2.40	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Clearingworks Maintenance ICL Clearing Contract to be ASSUMED 13 Months _____ _____ _____	The Bankers Bank (TBB) 9020 N. May Ave., Suite 200 _____ _____ Oklahoma City OK 73120

Debtor US Dataworks, Inc. Case number (if known) _____

Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.47	State what the contract or lease is for and the nature of the debtor's interest	Clearingworks License & Subscription Receivable Management Contract to be ASSUMED	Worlds Foremost Bank - Cabela's
	State the term remaining	<u>12 Months</u>	<u>4800 N.W. 1st Street, Suite 300</u>
	List the contract number of any government contract	_____	<u>Lincoln NE 68521</u>
2.48	State what the contract or lease is for and the nature of the debtor's interest	Escrow Agreement Contract to be ASSUMED	Worlds Foremost Bank - Cabela's
	State the term remaining	_____	<u>4800 N.W. 1st Street, Suite 300</u>
	List the contract number of any government contract	_____	<u>Lincoln NE 68521</u>

Fill in this information to identify the case:

Debtor name US Dataworks, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number _____
(if known)

Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name

Mailing address

Name

Check all schedules that apply:

Fill in this information to identify the case:

Debtor Name US Dataworks, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number (if known): _____

Check if this is an amended filing

Official Form 206Sum

Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. *Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)

1a. Real property: Copy line 88 from Schedule A/B.....	\$0.00
1b. Total personal property: Copy line 91A from Schedule A/B.....	\$2,675,986.08
1c. Total of all property Copy line 92 from Schedule A/B.....	\$2,675,986.08

Part 2: Summary of Liabilities

2. *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D..... \$3,689,654.38

3. *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of Schedule E/F.....	\$0.00
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F.....	+ \$296,341.65

4. **Total liabilities**

Lines 2 + 3a + 3b..... \$3,985,996.03

Fill in this information to identify the case and this filing:

Debtor Name US Dataworks, Inc.

United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXAS

Case number _____
(if known)

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

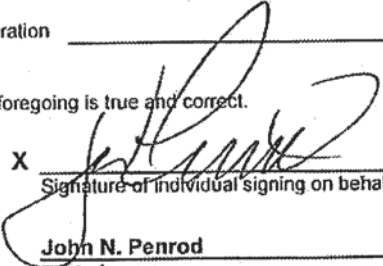
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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)
- A Summary of Assets and Liabilities for Non-Individuals (Official Form 206-Summary)
- 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 _____

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

Executed on 05/01/2017
MM/DD/YYYY

X 

Signature of individual signing on behalf of debtor

John N. Penrod

Printed name

Chairman and CEO

Position or relationship to debtor

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: US Dataworks, Inc.

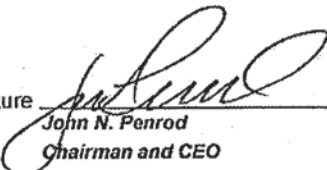
CASE NO

CHAPTER 11

VERIFICATION OF CREDITOR MATRIX

The above named Debtor hereby verifies that the attached list of creditors is true and correct to the best of his/her knowledge.

Date 05/01/2017

Signature 
John N. Penrod
Chairman and CEO

Date _____

Signature _____

A2iA Corp.
24 W. 40th, 3rd Floor
New York, NY 10018

American Express
Distributed Capture
World Financial Center
200 Vesey St.
New York, NY 10285

American Express
Receivable Management

American Express
A2IA DocReader Maintenance

American Express
Escrow Agreement

American Stock Transfer & Trust Company
6201 15th Ave.
Brooklyn, NY 11219

Arvest Bank
921 W. Monroe Ave.
Lowell, AR 72745

Automated Business Systems
5300 Hollister, Suite 100
Houston, TX 77040

Bank of Oklahoma - ARC Conversion
One Williams Center
Tulsa, OK 74192

Bank of Oklahoma - EBPP Resell
One Williams Center
Tulsa, OK 74192

Bank of Oklahoma - Escrow Agreement
One Williams Center
Tulsa, OK 74192

Briggs & Veselka Co.
9 Greenway Plaza, Suite 1700
Houston, TX 77046

BUD Griffin Customer Support, Inc.
P.O. Box 1710
Bellaire, TX 77402

Business Strategy Advisors
128 Hillcrest Avenue
Hinsdale, IL 60521

Charles Ramey

Citrix Online
File 50264
Los Angeles, CA 90074-0264

Entouch Systems
11011 Richmond, Suite 400
Houston, TX 77042

First Community Bank - Receivables Mgmt
438 First St.
Santa Rosa, CA 95401

First Insurance Funding
P.O. Box 7000
Carol Stream, IL 60197-7000

First National Bankers Bank
7813 Office Park Blvd.
P.O. Drawer 80579
Baton Rouge, LA 70898-0579

Frances Ramey
21023 Amber Crossing
Richmond, TX 77406

Great American Insurance
301 E. 4th St.
Cincinnati, OH 45202

Insperty PEO Services, L.P.
19001 Crescent Springs Dr.
Kingwood, TX 77325

IPIX Sugar Land Investors LLC
c/o Fred Wahrlich
Munsch Hardt Kopt & Harr PC
700 Louisiana, Floor 46
Houston, TX 77002

Ivan and Jackie Carlson
7 Joy Rd.
Rhome, TX 76708

John Nicholson
27330 Deer Springs Way
Los Altos, CA 94022

Kastle Systems of Texas
P.O. Box 75160
Baltimore, MD 21275-5160

Level 3 Communications
P.O. Box 910182
Denver, CO 80291-0182

Lighthouse Payment Services
91 Montvale Ave., Suite 101
Stoneham, MA 02180

Loftis Law Firm
2164 Cochise Trail
League City, TX 77573

LogicMonitor
Dept. LA 24200
Pasadena, CA 91185

Lyons Data
12276 San Jose Blvd., Suite 624
Jacksonville, FL 32223

Navy Federal Credit Union
820 Follin Lane
Vienna, VA 22180

Nextiva
8800 E. Chaparral, Suite 300
Scottsdale, AZ 85250

Pinnacle Bank
884 Elbert
Elberton, GA 30635

Premiere Global Services
P.O. Box 404351
Atlanta, GA 30384-4351

Price Choppers
ARC Conversion
501 Deanesburg
Schenectady, NY 12306

Quicken Loans
1050 Woodward Ave.
Detroit, MI 48226

Rackspace
1 Fanatical Place
City of Windcrest
San Antonio, TX 78218

RCB Bank
300 W. Patti Page
Claremore, OK 74017

Regulus Group
860 Latour Court
Napa, CA 94558

Regus
14090 Southwest Freeway
Suite 30
Sugar Land, TX 77478

Revo
606 B Venice Blvd.
Venice, CA 90297

Richard Reck
128 Hillcrest Ave.
Hinsdale, IL 60521

SalesForce.com Inc.
P.O. Box 203141
Dallas, TX 75320

Salesforce.com, Inc.
P.O. Box 203141
Dallas, TX 75320

ShredTex
15150 Sommermeyer, Suite #190
Houston, TX 77041

Southern California Gas Co.
SEMPRA
555 W. 5th St.
Los Angeles, CA 90013

The Bankers Bank
9020 N. May Ave., Ste. 200
Oklahoma City, OK 73120

The Bankers Bank (TBB)
9020 N. May Ave., Suite 200
Oklahoma City, Ok 73120

The Independent Bankers Bank (TIB)
11701 Luna Rd.
Farmers Branch, TX 75234

Transwestern
c/o Fred Wahlrich
Munsch Hardt Kopt & Harr PC
700 Louisiana St., Floor 46
Houston, TX 77002

Travelers
P.O. Box 660317
Dallas, TX 75266-0317

Verizon Wireless
P.O. Box 660108
Dallas, TX 75266-0108

Worlds Foremost Bank - Cabela's
4800 N.W. 1st Street, Suite 300
Lincoln, NE 68521

Fill in this information to identify the case:Debtor name US Dataworks, Inc.United States Bankruptcy Court for the: SOUTHERN DISTRICT OF TEXASCase 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 claims 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 the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured 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
1	Charles Ramey		Advances and Expense Reimbursement				\$205,829.78
2	Loftis Law Firm 2164 Cochise Trail League City, TX 77573						\$38,000.00
3	Business Strategy Advisors 128 Hillcrest Avenue Hinsdale, IL 60521		Consulting Fee				\$22,500.00
4	SalesForce.com Inc. P.O. Box 203141 Dallas, TX 75320						\$12,792.00
5	Entouch Systems 11011 Richmond, Suite 400 Houston, TX 77042						\$8,894.16

Debtor US Dataworks, 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 the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured 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
6 Kastle Systems of Texas P.O. Box 75160 Baltimore, MD 21275-5160						\$3,409.49
7 Level 3 Communications P.O. Box 910182 Denver, CO 80291-0182						\$3,330.39
8 ShredTex 15150 Sommermeyer, Suite #190 Houston, TX 77041						\$1,305.00
9 BUD Griffin Customer Support, Inc. P.O. Box 1710 Bellaire, TX 77402						\$280.83