

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware

(State)

Case number (if known): _____

Chapter 11☐ Check if this is an amended filingOfficial Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/19

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 Clover Ithaca Properties, 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) 36-4379236

4. Debtor's address

Principal place of business	Mailing address, if different from principal place of business
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122 W. Madison Street

Number Street

5850 Granite Parkway, Suite 720

Number Street

Ottawa, Illinois 61350

City State Zip Code

P.O. Box

Plano, Texas 75024

City State Zip Code

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

LaSalle County

County

Number Street

City State Zip Code

5. Debtor's website (URL) www.cloverttech.com

6. Type of debtor

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

☐ Partnership (excluding LLP)

☐ Other. Specify: _____

Debtor Clover Ithaca Properties, 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> .
8112 (Electronics and Precision Equipment Repair and Maintenance)

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 \$2,725,625 (amount subject to adjustment on 4/01/22 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

If more than 2 cases, attach a separate list.

District _____

When _____

Case number _____

MM/DD/YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?☐ No☒ Yes.

Debtor

See Rider 1

Relationship

Affiliate

District

District of Delaware

When

12/16/2019

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

Case number, if known _____

MM / DD / YYYY

Debtor Clover Ithaca Properties, 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 for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|---|--|--|
| <input 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 checked="" 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 |

Debtor **Clover Ithaca Properties, LLC**
Name

Case number (if known) _____

16. Estimated liabilities

<input type="checkbox"/> \$0-\$50,000	<input type="checkbox"/> \$1,000,001-\$10 million	<input checked="" 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 **12/16/2019**
MM/ DD / YYYY

x

/s/ Andrew Buck
Signature of authorized representative of debtor

Andrew Buck
Printed name

Title **Authorized Signatory**

18. Signature of attorney**x**

/s/ Domenic E. Pacitti
Signature of attorney for debtor

Date **12/16/2019**
MM/DD/YYYY

Domenic E. Pacitti

Klehr Harrison Harvey Branzburg LLP

Firm name

919 N. Market Street, Suite 1000

Number Street

Wilmington

City

Delaware

State

19801

ZIP Code

(302) 426-1189

Contact phone

dpacitti@klehr.com

Email address

3989

Bar number

Delaware

State

Fill in this information to identify the case:

United States Bankruptcy Court for the:

District of Delaware

(State)

Case number (if known): _____

Chapter 11☐ Check if this is an amended filing**Rider 1****Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the entities listed below (collectively, the "Debtors") filed a petition in the United States Bankruptcy Court for the District of Delaware for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of Clover Technologies Group, LLC.

Clover Technologies Group, LLC
4L Holdings Corporation
4L Technologies Inc.
Clover Ithaca Properties, LLC
Clover Wireless, LLC
Refurb Holdings, LLC
Valu Tech Outsourcing, LLC

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

SECRETARY CERTIFICATE

December 16, 2019


The undersigned, Richard X. Fischer, as the secretary or the authorized signatory, as applicable, of, 4L Holdings Corporation, 4L Technologies Inc., Clover Technologies Group, LLC, Clover Ithaca Properties, LLC, Refurb Holdings, LLC, Clover Wireless, LLC, and Valu Tech Outsourcing, LLC (each, a “Company” and, collectively, the “Companies”), hereby certifies as follows:

1. I am the duly qualified and elected secretary or authorized signatory, as applicable, of the Companies and, as such, I am familiar with the facts herein certified and I am duly authorized to certify the same on behalf of the Companies.
2. Attached hereto is a true, complete, and correct copy of the resolutions of the Companies’ boards of directors, the manager, or sole member, as applicable (collectively, the “Board”), duly adopted at a properly convened and joint meeting of the Board of December 16, 2019, in accordance with the applicable limited liability company agreements, operating agreement, bylaws, or similar governing document (in each case as amended or amended and restated) of each Company.
3. Since their adoption and execution, the resolutions have not been modified, rescinded, or amended and are in full force and effect as of the date hereof, and the resolutions are the only resolutions adopted by the Board relating to the authorization and ratification of all corporate actions taken in connection with the matters referred to therein.

[Signature page follows]

IN WITNESS WHEREOF, I have hereunto set my hand on behalf of the Companies as of the date hereof.

4L Holdings Corporation
4L Technologies Inc.
Clover Technologies Group, LLC
Clover Ithaca Properties, LLC
Refurb Holdings, LLC
Clover Wireless, LLC
Valu Tech Outsourcing, LLC

By: 
Name: Richard X. Fischer
Title: Authorized Signatory

RESOLUTIONS APPROVED AT A JOINT MEETING

Dated as of December 16, 2019

After due deliberation, the undersigned, being all of the members of the board of directors, the manager, or the sole member, as applicable (each, a “Governing Body”, and, collectively, the “Board”), of the applicable entity set forth on Exhibit A attached hereto (each, a “Company,” and, collectively, the “Companies”), hereby take the following actions and adopt the following resolutions (the “Resolutions”) pursuant to (as applicable) the limited liability company agreement, operating agreement, bylaws, or similar governing document (in each case as amended or amended and restated) of each Company and the laws of the state of formation of each Company as set forth next to each Company’s name on Exhibit A:

WHEREAS, the Board has considered presentations by the management and the financial and legal advisors of each Company regarding the liabilities and liquidity of each Company, the strategic alternatives available to it, and the effect of the foregoing on each Company’s business;

WHEREAS, the Board has had the opportunity to consult with the management and the financial and legal advisors of the Companies and to fully consider each of the strategic alternatives available to the Companies;

WHEREAS, the Board has reviewed and considered presentations by the management and the financial and legal advisors of the Companies regarding that certain restructuring support agreement, dated as of November 21, 2019, which was amended and restated on December 10, 2019 (the “A&R Restructuring Support Agreement”) and the advantages and disadvantages to each Company soliciting acceptances of the prepackaged chapter 11 plan of reorganization contemplated by the A&R Restructuring Support Agreement (the “Plan”); and

WHEREAS, the Companies executed the A&R Restructuring Support Agreement on December 10, 2019 and commenced solicitation of the Plan on December 13, 2019.

NOW, THEREFORE, BE IT,

RATIFICATION OF THE A&R RESTRUCTURING SUPPORT AGREEMENT

RESOLVED, that in the business judgment of the Board, it is desirable, and in the best interests of the Companies, their creditors, and other parties in interest, to ratify the Companies’ entry into the A&R Restructuring Support Agreement in the form, term, and provisions presented to the Board.

CHAPTER 11 FILING

RESOLVED, that in the business judgment of each Governing Body, it is desirable and in the best interests of each Company (including a consideration of its creditors and other parties in interest) that each Company shall be, and hereby is, in all respects, authorized to file, or cause to

be filed, a voluntary petition for relief (the “Chapter 11 Case”) under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the bankruptcy court for the District of Delaware (the “Bankruptcy Court”) and any other petition for relief or recognition or other order that may be desirable under applicable law in the United States.

RESOLVED, that any of the Chief Executive Officer, Chief Financial Officer, any Executive Vice President, General Counsel, and Secretary or any other duly appointed officer of each Company (collectively, the “Authorized Signatories”), acting alone or with one or more other Authorized Signatories be, and they hereby are, authorized, empowered, and directed to execute and file on behalf of each Company all petitions, schedules, lists, and other motions, papers, or documents, and to take any and all action that they deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of each Company’s business.

RETENTION OF PROFESSIONALS

RESOLVED, that each of the Authorized Signatories be, and they hereby are, authorized and directed to employ the law firm of Kirkland & Ellis LLP and Kirkland & Ellis International LLP (together, “Kirkland”) as general bankruptcy counsel to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company’s rights and obligations, including filing any motions, objections, replies, applications, or pleadings; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Kirkland.

RESOLVED, that each of the Authorized Signatories be, and they hereby are, authorized and directed to employ the law firm of Klehr Harrison Harvey Branzburg LLP (“Klehr”) as local bankruptcy counsel to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company’s rights and obligations, including filing any motions, objections, replies, applications, or pleadings; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Klehr.

RESOLVED, that each of the Authorized Signatories be, and they hereby are, authorized and directed to employ the firm of Alvarez & Marsal North America, LLC (“A&M”) as restructuring advisor to each Company to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company’s rights and obligations; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of A&M.

RESOLVED, that each of the Authorized Signatories be, and they hereby are, authorized and directed to employ the firm Jefferies LLC (“Jefferies”), as financial advisor and investment banker to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to

take any and all actions to advance each Company's rights and obligations; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed an appropriate application for authority to retain the services of Jefferies.

RESOLVED, that each of the Authorized Signatories be, and they hereby are, authorized and directed to employ the firm of Bankruptcy Management Solutions, Inc. d/b/a/ Stretto ("Stretto") as notice and claims agent to represent and assist each Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance each Company's rights and obligations; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of Stretto.

RESOLVED, that each of the Authorized Signatories be, and they hereby are, authorized and directed to employ any other professionals to assist each Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, each of the Authorized Signatories, with power of delegation, is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers and fees, and to cause to be filed an appropriate application for authority to retain the services of any other professionals as necessary.

RESOLVED, that each of the Authorized Signatories be, and they hereby are, with power of delegation, authorized, empowered, and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection therewith, to employ and retain all assistance by legal counsel, accountants, financial advisors, and other professionals and to take and perform any and all further acts and deeds that each of the Authorized Signatories deem necessary, proper, or desirable in connection with each Company's Chapter 11 Case, with a view to the successful prosecution of such case.

CASH COLLATERAL AND ADEQUATE PROTECTION

RESOLVED, that each Company will obtain benefits from the use of collateral, including cash collateral, as that term is defined in section 363(a) of the Bankruptcy Code (the "Cash Collateral"), which is security for certain prepetition term lenders (the "Lenders") under that certain Credit Agreement dated as of May 8, 2014, among 4L Holdings Corporation, as holdings, Clover Technologies Group, LLC and 4L Technologies Inc., as borrowers, the lenders party thereto, and Wilmington Savings Fund Society, FSB as administrative agent (as successor to Bank of America, N.A.) (together with the Lenders, the "Secured Parties").

RESOLVED, that in order to use and obtain the benefits of the Cash Collateral, and in accordance with section 363 of the Bankruptcy Code, each Company will provide certain liens, claims, and adequate protection to the Secured Parties (the "Adequate Protection Obligations"), as documented in a proposed interim order (the "Interim Cash Collateral Order") and submitted for approval to the Bankruptcy Court.

RESOLVED, that the form, terms, and provisions of the Interim Cash Collateral Order to which each Company is or will be subject, and the actions and transactions contemplated thereby be, and

hereby are authorized, adopted, and approved, and each of the Authorized Signatories of each Company be, and hereby is, authorized and empowered, in the name of and on behalf of each Company, to take such actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform, and cause the performance of, the Interim Cash Collateral Order.

RESOLVED, that each Company, as debtors and debtors in possession under the Bankruptcy Code be, and hereby is, authorized to incur the Adequate Protection Obligations, including granting liens on its assets to secure such obligations.

GENERAL

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Signatories, each of the Authorized Signatories (and their designees and delegates) be, and they hereby are, individually authorized and empowered, in the name of and on behalf of each Company, to take or cause to be taken any and all such other and further action, and to execute, acknowledge, deliver, and file any and all such agreements, certificates, instruments, and other documents and to pay all expenses, including but not limited to filing fees, in each case as in such Authorized Signatory's judgment, shall be necessary, advisable, convenient, or desirable in order to fully carry out the intent and accomplish the purposes of the Resolutions adopted herein.

RESOLVED, that each Governing Body of each Company has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as may be required by the organizational documents of each Company, or hereby waive any right to have received such notice.

RESOLVED, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of each Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of each Company with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of each Governing Body.

RESOLVED, that each of the Authorized Signatories (and their designees and delegates) be, and hereby is, authorized and empowered to take all actions or to not take any action in the name of each Company with respect to the transactions contemplated by these resolutions hereunder, as such Authorized Signatory shall deem necessary or desirable in such Authorized Signatory's reasonable business judgment as may be necessary or convenient to effectuate the purposes of the transactions contemplated herein.

* * *

Exhibit A

Company	Jurisdiction
4L Holdings Corporation	Delaware
4L Technologies Inc.	Illinois
Clover Technologies Group, LLC	Delaware
Clover Ithaca Properties, LLC	Delaware
Refurb Holdings, LLC	Delaware
Clover Wireless, LLC	Delaware
Valu Tech Outsourcing, LLC	California

Fill in this information to identify the case:Debtor name Clover Technologies Group, LLC, et al.

United States Bankruptcy Court for the: _____ District of Delaware

Case number (If known): _____ (State)

☐ Check if this is an amended filing**Official Form 204****Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 30 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 30 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 [1]	Unsecured Claim
1	Rogers 333 Bloor Street East 10th Floor Toronto, ON M4W1G9 Canada	Name: Joe Natale Phone: (416) 883-8650 Email: Joen@rogers.com	Trade				\$ 1,035,573.40
2	HP Inc. 1501 Page Mill Road Palo Alto, CA 94394	Name: Antonio Neri Phone: (281) 581-8294 Email: Aneri@hpe.com	Trade				\$ 743,833.22
3	Portier, LLC 1455 Market Street 4th Floor San Francisco, CA 94103	Name: Todd Hamblet Phone: (866) 576-1039 Email: Thamblet@uber.com	Trade				\$ 478,000.00
4	Samsung Telecommunications 129, Samsung-Ro Yeongtong-Gu Suwon-Si Gyeonggi-Do Seoul Korea	Name: Yang Kyu Kim Phone: (201) 229-4000 Fax: (201) 229-4039 Email: Kimyangkyu@samsung.com	Trade				\$ 282,396.10
5	Batteries Plus 1325 Walnut Ridge Drive Hartland, WI 53029	Name: Scott Williams Phone: (479) 616-0487 Email: Swilliams@batteriesplus.com	Trade				\$ 272,176.21
6	Fido 800 De La Gauchetiere Street West Suite 4000 Montreal H5A 1K3	Name: Joe Natale Phone: (416) 883-8650 Email: Joen@rogers.com	Trade				\$ 271,961.59
7	Yuchuang Electro-Optical Co., Ltd 1 Queen'S Road Central Central Hong Kong	Name: Tony Huang Phone: 86-13902940849 Fax: 0086-755-23805180 Email: Tonyhuang3@163.com	Trade				\$ 244,830.00

¹ The Debtors reserve the right to assert setoff and other rights with respect to any of the claims listed herein.

	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 [1]	Unsecured Claim
8	Hong Kong Witzvah Technology 5/F Lucky Centre 165-171 Wan Chai Road Room 1506 Wan Chai Hong Kong	Name: Andy Phone: 886-911300589 Email: Andy@witzvahs.com	Trade				\$ 231,000.00
9	Blackberry DI 2300-A University Ave Waterloo, ON N2K 4P4 Canada	Name: John Chen Phone: (408) 273-8000 Email: Johnchen@blackberry.com	Trade				\$ 199,748.40
10	Savino Del Bene Via Del Botteghino 24/26/28A Scandicci Firenze 50018 Italy	Name: Raffaele Brazzini Phone: 39 055 52 191 Email: Raffaele.brazzini@savinodelbene.com	Trade				\$ 114,823.59
11	Nexlink Communications, Llc 3355 Bald Mountain Rd. Suite 10 Auburn Hills, MI 48326	Name: Jeffrey Messano Phone: (877) 285-8760 ext. 101 Fax: (248) 409-2520 Email: Jmessano@nexlinkcommunications.com	Trade				\$ 113,409.90
12	Tangoe 169 Lackawanna Ave. Parsippany, NJ 07054	Name: Bob Irwin Phone: (614) 855-1560 Email: Bob.irwin@tangoe.com	Trade				\$ 103,219.00
13	Formike Electronic (H.K.) Limited Dengliang Rd. Ipark Building No. 26 Nanshan District Block B Flats 401-403, 4/F, Shenzhen 518054 China	Name: Ivy Du Phone: 8615875530165 Email: Ivy@wandisplay.com	Trade				\$ 101,839.00
14	Chester Electronics Limited 1318-20 B/F Hollywood Plaza 60 Nathan Road Mongkok Kowloon Hong Kong 53143 China	Name: Lily Tan Email: Lily@chester-elec.com	Trade				\$ 101,505.00
15	Shenzhen Weikeda Industrial Co Ltd 4506B Electronic Technology Building Futian District Shenzhen, Guangdong 518000 China	Name: Selina Yao Phone: 0086-13692264241 Fax: 0086-755-82563532 Email: Cnwkd2@outlook.com	Trade				\$ 86,758.25
16	Hong Kong Zhihe Technology Ltd Unit 04,7F Bright Way Tower No.33 Mong Kok Rc Block 102 Taoxia Longfeng Third Rd, Room 1302 Shenzhen, Guangdong China	Name: Joseph Zhao Phone: (861) 707-5356 Email: Zhihe_joseph@yeah.net	Trade				\$ 82,894.71

	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 [1]	Unsecured Claim
17	Gemalto, Inc. Barbara Strozzi 382 1083 Hn Amsterdam The Netherlands	Name: Virginie Duperat-Vergne Phone: 31 20 562 06 80 Email: Virginie.duperatvergne@gemalto.com	Trade				\$ 66,500.00
18	AT&T 208 S. Akard St. Dallas, TX 75202	Name: Angela Santone Phone: (404) 827-5586 Email: Asantone@att.com	Trade				\$ 59,211.60
19	Djwb Technology Co., Ltd 15F Luck Ctr No.165-171 Wan Chai Rd Flat 1506 Wan Chai Hong Kong	Name: Johnson Liu Phone: (382) 845-6787 Fax: 0755-85298602 Email: 13828456787@139.com	Trade				\$ 52,549.50
20	Jump Plus 275 College St. Toronto, ON M5T 1S2 Canada	Name: Jospeh Schneeweiss Phone: (416) 927-8000 Email: Jschneeweiss@csctoronto.com	Trade				\$ 50,283.57
21	Al Alaam Al Akahdar Tr LLCWarehouse 3Nr Jnp Signallnd Area 5P.O. Box 2999SharjahUnited Arab Emirate	Name: Pankaj Biyani Email: Pankajbiyani@gmail.com	Trade				\$ 47,739.00
22	HTC No. 23 Xinghua Road Taoyuan District Taoyuan City Taiwan	Name: Yves Maitre Phone: (425) 861-9174 Email: Yves_maitre@htc.com	Trade				\$ 47,279.00
23	Techtrader 1204-1940 Ironstone Dr. Burlington, ON L7L 0E4 Canada	Name: Lembel Lepitkult Phone: 1905 512 5113 Email: Lem@techtradercanada.com	Trade				\$ 46,993.00
24	Elisa Oyj Ratavartijankatu 5 PI 100 Helsinki 00061 Finland	Name: Veli-Matti Mattila Phone: 358 102 6000 Fax: 358 102 6060 Email: Veli-matti.mattila@elisa.com	Trade				\$ 41,227.41
25	Dell Marketing, L.P. 1 Dell Way Round Rock, TX 78682	Name: Michael S. Dell Phone: (512) 289-7777 Email: Michael@dell.com	Trade				\$ 35,469.23
26	Gsn Solutions, LLC 400 W. Anderson Ln Austin, TX 78752 Usa	Name: Pulin Kumar Phone: (512) 785-9485 Email: Pulin.kumar@gsnsols.com	Trade				\$ 36,500.00
27	Wistron Corporation No. 122 Singshan Rd. Neihu, Taipei 11469 Taiwan	Name: David Shen Phone: 886-2-6616-9999 Email: David_shen@wistron.com	Trade				\$ 35,448.06
28	Swiss Re 50/60 Mythenquai Zürich 8022 Switzerland	Name: Andreas Berger Phone: 41 43 285 2121 Email: Andreas_berger@swissre.com	Trade				\$ 34,800.00

	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 [1]	Unsecured Claim
29	Shun Takcheong Electronic Technology Industrial LT Flat Rm 603F 6/F Hang Pont Commercial Bldg 31 Tonkin Street Cheung Sha Wan Kwun Tong 999077 Hong Kong	Name: Kevin Fong Phone: 86 13480975169 Email: Kevin_fong1@outlook.com	Trade				\$ 33,950.40
30	7 Star Trade- In, LLC 8871 Research Drive Irvine, CA 92618	Name: Amir Katanchi Email: Amir.katanchi@7startradein.com	Trade				\$ 33,864.40

Fill in this information to identify the case and this filing:	
Debtor Name	Clover Ithaca Properties, LLC
United States Bankruptcy Court for the:	District of Delaware
Case number (If known):	(State)

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)*
- ☐ *Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)*
- ☐ Amended Schedule
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)*
- ☒ Other document that requires a declaration **List of Equity Security Holders, Corporate Ownership Statement, and Certification of Creditor Matrix**

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

Executed on

12/16/2019
MM/ DD/YYYY

☒ **/s/ Andrew Buck**

Signature of individual signing on behalf of debtor

Andrew Buck

Printed name

Authorized Signatory

Position or relationship to debtor