

**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

**Official Form 201**

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/20

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 EYP Group Holdings, 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) 81-3321041 \_ \_ \_ \_ \_

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>201 Fuller Rd.</u>	_____
	<small>Number Street</small>	<small>Number Street</small>
	<u>5th Fl.</u>	_____
	<small>P.O. Box</small>	_____
	<u>Albany NY 12203</u>	_____
	<small>City State ZIP Code</small>	<small>City State ZIP Code</small>
	<u>Albany County</u>	Location of principal assets, if different from principal place of business
	<small>County</small>	_____
		<small>Number Street</small>
		_____
		<small>City State ZIP Code</small>

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

Debtor EYP Group Holdings, Inc.  
Name

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

**6. Type of debtor**

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
 Partnership (excluding LLP)  
 Other. Specify: \_\_\_\_\_

**7. Describe debtor's business**A. *Check one:*

- Health Care Business (as defined in 11 U.S.C. § 101(27A))  
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
 Railroad (as defined in 11 U.S.C. § 101(44))  
 Stockbroker (as defined in 11 U.S.C. § 101(53A))  
 Commodity Broker (as defined in 11 U.S.C. § 101(6))  
 Clearing Bank (as defined in 11 U.S.C. § 781(3))  
 None of the above

B. *Check all that apply:*

- Tax-exempt entity (as described in 26 U.S.C. § 501)  
 Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
 Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.5413 \_ \_ \_ \_**8. Under which chapter of the Bankruptcy Code is the debtor filing?***Check one:*

- Chapter 7  
 Chapter 9  
 Chapter 11. *Check all that apply:*

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any 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

Debtor EYP Group Holdings, Inc. Case number (if known) \_\_\_\_\_  
Name

**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 Annex 1 Relationship \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY  
 List all cases. If more than 1, attach a separate list. 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**

Debtor EYP Group Holdings, Inc.  
Name

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

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

**16. Estimated liabilities**

- |                                                |                                                                 |                                                        |
|------------------------------------------------|-----------------------------------------------------------------|--------------------------------------------------------|
| <input type="checkbox"/> \$0-\$50,000          | <input type="checkbox"/> \$1,000,001-\$10 million               | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input 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 checked="" 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 04 24/2022  
MM / DD / YYYY

**x** *Kefalari Mason*  
Signature of authorized representative of debtor

Kefalari Mason  
Printed name

Title Authorized Officer

Debtor EYP Group Holdings, Inc.  
Name

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

**18. Signature of attorney**

**X** /s/ R. Craig Martin  
Signature of attorney for debtor

Date 04/24/2022  
MM / DD / YYYY

R. Craig Martin  
Printed name

DLA Piper LLP (US)  
Firm name

1201 North Market Street, Suite 2100  
Number Street

Wilmington  
City

DE 19801  
State ZIP Code

(302) 468-5700  
Contact phone

craig.martin@us.dlapiper.com  
Email address

5032  
Bar number

DE  
State

**ANNEX 1****SCHEDULE OF DEBTORS**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed in this Court a petition for relief under chapter 11 of title 11 of the United States Code. When they filed their petitions, these entities filed a motion requesting that their respective chapter 11 cases be jointly administered for procedural purposes only.

<b>Debtors</b>		<b>Federal Employer Identification Number</b>
1	EYP Group Holdings, Inc.	81-3321041
2	EYP Holdings, Inc.	45-2480792
3	EYP, Inc.	14-1830504
4	EYP Architecture & Engineering, P.C.	27-4687234
5	EYP Architecture & Engineering of CT, Inc.	32-0091181
6	EYP Architecture & Engineering of NJ, Inc.	83-0367534
7	EYP AE, Inc.	46-2437191
8	WHR Architecture, P.C.	27-2025236
9	WHR Design, P.C.	20-8511535

**AUTHORIZED OFFICER'S CERTIFICATE**

**April 22, 2022**

This Authorized Officer's Certificate (this "Certificate") is furnished in connection with those certain chapter 11 petitions filed on April 24, 2022 (as amended, modified or supplemented from time to time, the "Petitions") by EYP Group Holdings, Inc. and EYP Holdings, Inc., each a Delaware corporation (each, the "Company").

The undersigned, being an Authorized Officer of each Company, hereby certifies, solely in her capacity as such and not in her individual capacity and without personal liability, that attached hereto is a true, correct and complete copy of the resolutions duly adopted by the Board of Directors of each Company on the date hereof, in accordance with the bylaws of such Company and the requirements of applicable law, and such resolutions have not been modified, rescinded or amended and are in full force and effect as of the date of this Certificate.

**IN WITNESS WHEREOF**, I have hereunto signed my name on the date first written above.

**By:** /s/ 

**Name:** Kefalari L. Mason

**Title:** Authorized Officer and Interim Chief  
Executive Officer

**RESOLUTIONS BY THE BOARD OF DIRECTORS OF  
EYP GROUP HOLDINGS, INC.**

**April 22, 2022**

Effective as of the date written above, the members of the board of directors (the “Board”) of EYP Group Holdings, Inc., a Delaware corporation (the “Company”), pursuant to the General Corporation Law of the State of Delaware and the Company’s Bylaws, hereby consent to and approve the following actions and adopt the following resolutions:

**RECITALS**

**WHEREAS**, the Board has surveyed potential restructuring options for the Company and considered presentations by management and the advisors to the Company regarding the assets, liabilities and short- and long-term liquidity situation of the Company, the consequences of the pending litigation on the Company’s liquidity and the impact of the foregoing on the Company’s business, prospects and enterprise value;

**WHEREAS**, the Board had the opportunity to consult with and ask questions of the management, the legal and financial advisors and other consultants to the Company, and has fully considered each of the strategic alternatives available to the Company;

**WHEREAS**, in the judgment of the Board it is desirable and in the best interests of the Company, its creditors and other parties in interest to authorize the Company to enter into one or more sale or restructuring transactions (collectively, the “Restructuring Transactions”), including, among other things, a sale of all or substantially all of the Company’s assets, or, alternatively, a stock sale transaction, each under section 363 of title 11 the United States Code (the “Bankruptcy Code”) and to file or enter into other related pleadings and documents; and

**WHEREAS**, in furtherance of the Restructuring Transactions and after being fully informed, and after careful consideration and deliberation, in the judgment of the Board, after consulting with the management, legal and financial advisors of, and other consultants to, the Company, it is desirable and in the best interests of the Company, its creditors, its equity holders and other parties in interest, that the Company file or cause to be filed forthwith a voluntary petition for relief (such voluntary petition commencing a “Chapter 11 Case”) under the Bankruptcy Code.

**NOW, THEREFORE, IT IS**

**RESOLVED**, that the Company shall be, and hereby is, authorized to file or cause to be filed forthwith a Chapter 11 Case under the provisions of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”); and it is further

**RESOLVED**, that Kefalari L. Mason or any other authorized officer (or their designees and delegates) of the Company (collectively, the “Authorized Officers”), acting alone or with one or more other Authorized Officers be, and hereby are, authorized, empowered and directed to execute and file on behalf of the Company all petitions, schedules, lists, motions, certificates, declarations, papers and documents, and to take any and all action that any one or more deem necessary or proper to obtain such relief, including, without limitation, any action necessary to maintain the ordinary course operation of the Company’s business or to successfully prosecute the Chapter 11 Case; and it is further



**RESOLVED**, that the Authorized Officers are hereby authorized and empowered, in the name of and on behalf of the Company, to take actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform and cause the performance of any agreements, certificates, instruments, petitions, motions or other papers or documents in furtherance of the Restructuring Transactions to which the Company is or will be a party, including but not limited to, any asset or stock purchase agreement, chapter 11 plan, disclosure statement, and all exhibits and/or ancillary documents related thereto (collectively, the “Restructuring Documents”); and it is further

**RESOLVED**, that the Board has determined that is advisable and in the best interests of the Company to enter into that certain stalking horse Asset Purchase Agreement in the form of the draft dated April 22, 2022 (the “Purchase Agreement”) by and among EYP Group Holdings, Inc. and its subsidiaries and affiliates signatory thereto (the “Sellers”), on the one hand, and Ault Alliance, Inc. or its designee(s) (the “Buyer”), as the stalking horse, on the other hand, whereby Buyer intends to acquire, directly or indirectly (including through one or more affiliates of Buyer), from Sellers, the assets of the Sellers, as described more fully in the Purchase Agreement (the “Purchased Assets”), and Sellers desire to sell, assign, transfer and convey and deliver the Purchased Assets to Buyer on the terms and subject to the conditions set forth in the Purchase Agreement, subject to higher or better offers procured as part of the public auction process pursuant to section 363 of the Bankruptcy Code; and the Purchase Agreement in the form of the draft dated April 22, 2022, including that certain Transition Services Agreement of even date, and all exhibits and schedules, is hereby adopted and approved, and the transactions contemplated therein are hereby approved, and the execution and delivery of the Purchase Agreement in the form of the draft dated April 22, 2022 by any Authorized Officers in the name of and on behalf of the Company is hereby authorized and approved, with such changes as any Authorized Officers executing the same shall approve, the execution of such agreement by any such Authorized Officer to be conclusive evidence of such approval; and it is further

**RESOLVED**, that the Authorized Officers are hereby authorized, directed and empowered, on behalf of and in the name of the Company (i) to execute, deliver and, if the Buyer becomes the court-approved winning bidder, undertake any and all transactions contemplated by the Purchase Agreement, the Transition Services Agreement and any Restructuring Documents, (ii) to take all such further actions including, without limitation, to pay all fees and expenses, in accordance with the terms of the Purchase Agreement and the transactions contemplated therein, which any such Authorized Officer determines, in his or her discretion, to be necessary, proper or advisable to perform any obligations of the Company under or in connection with the Purchase Agreement and the Restructuring Transactions contemplated therein, and (iii) to amend, extend, supplement or otherwise modify the Purchase Agreement, the Transition Services Agreement or any documents, certificates, instruments, agreements or other writings required by, related to or reasonably contemplated or implied by the Purchase Agreement or Transition Services Agreement; and it is further

**RESOLVED**, that the Board and has determined that is advisable and in the best interests of the Company to enter into that certain DIP Term Sheet dated as of April 22, 2022, as may be amended, restated, supplemented, waived or otherwise modified from time to time (the “DIP Term Sheet”) with Ault Alliance, Inc., as DIP lender, whereby the Company shall obtain postpetition financing on a secured superpriority basis, consisting of a new money multi-draw term loan facility (the “DIP Facility”) in an aggregate principal amount of up to \$5,000,000 pursuant to the terms and conditions set forth in the DIP Term Sheet, and such DIP Term Sheet is hereby adopted and approved, and the transactions contemplated therein are hereby approved, and the execution and delivery of the DIP Term Sheet in the form of the draft dated April 22, 2022 by any Authorized Officers in the name of and on behalf of the Company is hereby authorized and approved, with such changes as any Authorized Officers executing the same shall approve, the execution of such agreement by any such Authorized Officer to be conclusive evidence of such approval; and it is further

**RESOLVED**, that the Authorized Officers are hereby authorized and instructed to make such arrangements as they deem necessary or proper for the Company to use existing “Cash Collateral” as that term is defined in section 363(a) of the Bankruptcy Code or use additional funds under the DIP Facility pursuant to the DIP Term Sheet as a debtor in possession in the Chapter 11 Case, and that such Authorized Officers are hereby authorized and instructed, on behalf of and in the name of the Company, to provide certain adequate protection to Ault Alliance, Inc., as the prepetition secured lender, upon the terms set forth in the DIP Term Sheet and as documented in a proposed DIP and Cash Collateral Order to be submitted for approval to the Bankruptcy Court, and to provide guaranties to and undertake any and all related financial transactions with the prepetition secured lender on such terms as may be approved by any one or more of the Authorized Officers, as reasonably necessary for the continuing conduct of the affairs of the Company; and it is further

**RESOLVED**, that the Authorized Officers are hereby authorized and empowered, in the name of and on behalf of the Company, to take actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform and cause the performance of that certain Restructuring Support Agreement by and between the Company, on the one hand, and the parties signatory thereto, on the other. It being understood that such Restructuring Support Agreement, Purchase Agreement, Transition Services Agreement and DIP Term Sheet, among others, shall each be considered one of the Restructuring Documents for purposes hereof; and it is further

**RESOLVED**, that the Authorized Officers are hereby authorized and empowered, in the name of and on behalf of the Company, to take any and all actions to (i) obtain Bankruptcy Court approval of the Restructuring Documents in connection with the Restructuring Transactions, and (ii) obtain Bankruptcy Court approval of all Restructuring Transactions; and it is further

**RESOLVED**, that each of the Authorized Officers be, and they hereby are, authorized and directed to employ the law firm of DLA Piper LLP (US) (“DLA Piper”), as general bankruptcy counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations, including filing any motions, objections, replies, applications or pleadings; and the Authorized Officers are 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 DLA Piper; and it is further

**RESOLVED**, that each of the Authorized Officers be, and they hereby are, authorized and directed to employ the law firm of Hollingsworth LLP (“Hollingsworth”), as special counsel to represent and assist the Company in carrying out its duties under the Bankruptcy Code in connection with certain government contracts, and to take any and all actions to advance the Company’s rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed, in the name of and on behalf of the Company, to execute appropriate retention agreements, pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of Hollingsworth; and it is further

**RESOLVED**, that each of the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of Carl Marks Advisory Group LLC (“CMA”), as investment banker to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company’s rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed, in the name of and on behalf of the Company, to execute appropriate retention agreements, pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of CMA; and it is further

**RESOLVED**, that each of the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of Berkley Research Group, LLC (“BRG”), as financial advisor to represent and assist

the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed, in the name of and on behalf of the Company, to execute appropriate retention agreements, pay appropriate retainers and to cause to be filed an appropriate application for authority to retain the services of BRG; and it is further

**RESOLVED**, that each of the Authorized Officers be, and they hereby are, authorized and directed to employ the firm of Epiq Corporate Restructuring, LLC ("Epiq"), as notice and claims agent as well as administrative, solicitation and balloting agent to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed, in the name of and on behalf of the Company, to execute appropriate retention agreements, pay appropriate retainers and to cause to be filed appropriate applications for authority to retain the services of Epiq; and it is further

**RESOLVED**, that each of the Authorized Officers be, and they hereby are, authorized and directed to employ any other professionals that are reasonably necessary to assist the Company in carrying out its duties under the Bankruptcy Code and to advance the Company's rights and obligations; and in connection therewith, the Authorized Officers are hereby authorized and directed, in the name of and on behalf of the Company, to execute appropriate retention agreements, pay appropriate retainers and to cause to be filed appropriate applications, to the extent necessary, for authority to retain the services of any such additional professionals; and it is further

**RESOLVED**, that the Authorized Officers are authorized and directed, in the name of and on behalf of the Company, under the Company's corporate seal or otherwise, to make, enter into, execute, deliver and file any and all other or further agreements, documents, certificates, materials and instruments, to disburse funds of the Company, to take or cause to be taken any and all other actions, and to incur all such fees and expenses as any such Authorized Officer deems to be necessary, appropriate or advisable to carry out the purposes of the foregoing resolutions and the transactions contemplated thereunder and/or to successfully complete the Chapter 11 Case, the taking of any such action or execution of any such documents and/or agreements to constitute conclusive evidence and the exercise of such discretionary authority; and it is further

**RESOLVED**, that the Board of the 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 the Company, or hereby waive any right to have received such notice; and it is further

**RESOLVED**, that any act or acts of the Company and/or its officers, directors or of any person or persons designated and authorized to act by an officer of the Company, which act or acts would have been authorized by the foregoing resolutions except that such act or acts were taken prior to the adoption of such resolutions, be, and they hereby are, ratified, confirmed, authorized, approved and adopted in all respects and for all purposes as acts in the name and on behalf of the Company.

*[The Remainder of This Page Is Intentionally Left Blank]*

**Fill in this information to identify the case:**Debtor name: EYP Group Holdings, Inc.United States Bankruptcy Court for the: District of Delaware  
(State)

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

 Check if this is  
an amended  
filing

Official Form 204

**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders, On a Consolidated Basis** **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 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		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Tom Birdsey [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group I)				\$15,613,233.75
2	Thomas G. McDougall Trust [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group I)				\$5,870,735.98
3	David Watkins [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group I)				\$5,072,298.20
4	Marilyn Watkins [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group I)				\$5,072,298.20
5	Karen Birdsey [REDACTED]	E-mail: [REDACTED]	Unsecured Note (Group I)				\$5,000,000.00

	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	Peter Ottavio [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group I)				\$4,790,584.37
7	Leila Kamal [REDACTED]	E-mail: [REDACTED]	Unsecured Note (Group II)				\$4,017,235.54
8	Estate of Ed Kohlberg [REDACTED]	Phone: [REDACTED] E-mail: [REDACTED]	Unsecured Note (Redemption)				\$3,330,377.21
9	John Kempf [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group II)				\$3,111,203.31
10	Elissa Kellett [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Notes (Group II)				\$3,101,837.32
11	Long Point Capital 1211 Avenue of the Americas, 40th Floor New York, NY 10036	Attn.: Ira Starr Phone: (212) 593-1800	Unsecured Note				\$3,000,000.00
12	William Ganshirt [REDACTED]	Email: [REDACTED]	Unsecured Note (Group I)				\$2,898,456.26
13	Michael Johnson [REDACTED]	Phone: [REDACTED] E-mail: [REDACTED]t	Unsecured Note (Group I)				\$2,898,456.26
14	Michael Wortley [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group I)				\$2,898,456.26
15	Andre Hebert [REDACTED]	Phone: [REDACTED] E-mail: [REDACTED]	Unsecured Note (Group II)				\$2,834,781.03

	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
16	Charles Cadenhead [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group II)				\$2,300,370.73
17	Paul King [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group II)				\$2,064,046.00
18	John R. Baxter [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group II)				\$1,968,155.71
19	Bradley Horst [REDACTED]	E-mail: [REDACTED]	Unsecured Note (Group II)				\$1,866,202.76
20	Gailand Smith [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group I)				\$1,811,535.03
21	Melissa Lessor [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group I)				\$1,615,667.30
22	John Tobin [REDACTED]	Phone: [REDACTED] Email: j [REDACTED]	Unsecured Note (Group II)				\$1,602,693.58
23	James Douglas [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group II)				\$1,431,397.83
24	John W. Myers [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group II)				\$1,428,292.13
25	David Fixler [REDACTED]	Phone: [REDACTED] Email: [REDACTED]	Unsecured Note (Group II)				\$1,078,695.29

	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
26	David Azziz Eijadi and Barbara Anne Eijadi Revocable Trust dated May 27, 2015 ██████████ ██████████ ██████████	Phone: ██████████ Email: ██████████	Unsecured Note (Redemption)				\$985,475.86
27	Jason Steinbock ██████████ ██████████	Phone: ██████████ Email: ██████████	Unsecured Note (Group II)				\$951,172.96
28	John R. Hathaway ██████████ ██████████	Phone: ██████████ Email: ██████████	Unsecured Note (Group I)				\$899,037.14
29	Erik R. Johnson ██████████ ██████████	Phone: ██████████ Email: ██████████	Unsecured Note (Group II)				\$799,786.47
30	Jeremy Oberc ██████████ ██████████	Phone: ██████████ Email: ██████████	Unsecured Note (Group II)				\$770,133.90

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

Debtor Name EYP Group Holdings, Inc.

United States Bankruptcy Court for the: District of Delaware  
(State)

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)*
- 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 \_\_\_\_\_*

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

Executed on 04/24/2022  
MM / DD / YYYY

*K Mason*  
\* \_\_\_\_\_  
Signature of individual signing on behalf of debtor

Kefalari Mason  
Printed name

Authorized Officer  
Position or relationship to debtor



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

----- X  
In re: : Chapter 11  
: :  
EYP Group Holdings, Inc., : Case No. 22-\_\_\_\_\_ (\_\_\_\_)  
: :  
Debtor. : :  
----- X

**CORPORATE OWNERSHIP STATEMENT**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned authorized officer of EYP Group Holdings, Inc. certifies that no corporate entities directly own 10% or more of EYP Group Holdings, Inc.’s equity interest.

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

Debtor Name EYP Group Holdings, Inc.

United States Bankruptcy Court for the: District of Delaware  
(State)

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)*
- 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* Corporate Ownership Statement

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

Executed on 04/24/2022  
MM / DD / YYYY

*x /s/ Kefalari Mason*  
\_\_\_\_\_  
Signature of individual signing on behalf of debtor

Kefalari Mason  
\_\_\_\_\_  
Printed name

Authorized Officer  
\_\_\_\_\_  
Position or relationship to debtor

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

----- X  
 In re: : Chapter 11  
 :  
 EYP Group Holdings, Inc., : Case No. 22-\_\_\_\_\_ (\_\_\_\_)  
 :  
 Debtor. :  
 ----- X

**LIST OF EQUITY SECURITY HOLDERS**

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, EYP Group Holdings, Inc. hereby provides the following list of holders of equity interests:

<b>Name and Address of Interest Holder</b>	<b>Kind of Interest</b>	<b>Number of Units Held</b>
EYP Employee Stock Ownership Plan & Trust Address: N/A	Common Shares	1,000,000 Units

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

Debtor Name EYP Group Holdings, Inc.

United States Bankruptcy Court for the: District of Delaware  
(State)

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)*
- 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

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

Executed on 04/24/2022  
MM / DD / YYYY

*K Mason*  
x /s/ \_\_\_\_\_  
Signature of individual signing on behalf of debtor

Kefalari Mason  
Printed name

Authorized Officer  
Position or relationship to debtor