

Fill in this information to identify the case:

Debtor name Progressive Solutions Inc.
United States Bankruptcy Court for the: Central District District of CA
(State)
Case number (if known): 8:18-bk-14277-SC

☐ 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 <i>Schedule A/B</i>	\$ <u>0</u>
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i>	\$ <u>556,295.18</u>
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i>	\$ <u>556,295.18</u>

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, <i>Amount of claim</i> , from line 3 of <i>Schedule D</i>	\$ <u>0</u>
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 <i>Schedule E/F</i>	\$ <u>15,279.11</u>
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 <i>Schedule E/F</i>	+ \$ <u>1,097,914</u>
4. Total liabilities Lines 2 + 3a + 3b	\$ <u>1,113,193.11</u>

Fill in this information to identify the case:

Debtor name Progressive Solutions Inc.United States Bankruptcy Court for the: Central District District of CA
(State)Case number (if known): 8:18-bk-14277-SC☐ 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

\$ 0

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	
3.1. USBANK	Checking	5 1 1 4	\$ 34,668.64
3.2. Banc Of California	Checking	2 0 0 8	\$ 250,500.24

4. Other cash equivalents (Identify all)

4.1. _____ \$ _____

4.2. _____ \$ _____

5. Total of Part 1

\$ 285,168.88

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

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.

Current value of debtor's interest

7. Deposits, including security deposits and utility deposits

Description, including name of holder of deposit

7.1. _____ \$ _____

7.2. _____ \$ _____

Debtor

Progressive Solutions Inc.
Name

Case Number (if known) 8:18-bk-14277-SC

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

Description, including name of holder of prepayment

8.1. _____ \$ _____

8.2. _____ \$ _____

9. Total of Part 2.

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

\$ _____

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: $\frac{\$42,321.30}{\text{face amount}} - \frac{0}{\text{doubtful or uncollectible accounts}} = \dots \rightarrow$ \$ 42,321.3011b. Over 90 days old: $\frac{\$1,119.89}{\text{face amount}} - \frac{\$1,119.89}{\text{doubtful or uncollectible accounts}} = \dots \rightarrow$ \$ _____**12. Total of Part 3**

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

\$ 42,321.30

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:

14.1. _____ \$ _____

14.2. _____ \$ _____

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:

15.1. _____ % _____ \$ _____

15.2. _____ % _____ \$ _____

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

Describe:

16.1. _____ \$ _____

16.2. _____ \$ _____

17. Total of Part 4

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

\$ _____

Debtor

Name

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.

General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19. Raw materials				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
20. Work in progress				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
21. Finished goods, including goods held for resale				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
22. Other inventory or supplies				
_____	MM / DD / YYYY	\$ _____	_____	\$ _____
23. Total of Part 5				\$ _____
Add lines 19 through 22. Copy the total to line 84.				

24. Is any of the property listed in Part 5 perishable?

- ☒ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☒ No
☐ 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?

- ☒ No
☐ Yes

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

27. Does the debtor own or lease any farming and 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.

\$ _____

34. **Is the debtor a member of an agricultural cooperative?**☐ No☐ Yes. Is any of the debtor's property stored at the cooperative?☐ No☐ Yes35. **Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**☐ No☐ Yes. Book value \$ _____ Valuation method _____ Current value \$ _____36. **Is a depreciation schedule available for any of the property listed in Part 6?**☐ No☐ Yes37. **Has any of the property listed in Part 6 been appraised by a professional within the last year?**☐ No☐ Yes**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			
Desks, Tables	\$ 0		\$ 400
40. Office fixtures			
	\$ _____		\$ _____
41. Office equipment, including all computer equipment and communication systems equipment and software			
Computers, Monitors, Printers	\$ 0		\$ 500
42. Collectibles <i>Examples:</i> 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			
42.1 _____	\$ _____		\$ _____
42.2 _____	\$ _____		\$ _____
42.3 _____	\$ _____		\$ _____

43. **Total of Part 7.**

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

\$ 900

44. **Is a depreciation schedule available for any of the property listed in Part 7?**☒ No☐ Yes45. **Has any of the property listed in Part 7 been appraised by a professional within the last year?**☒ No☐ Yes

Debtor

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
--	--	---	------------------------------------

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1	\$		\$
47.2	\$		\$
47.3	\$		\$
47.4	\$		\$

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

48.1	\$		\$
48.2	\$		\$

49. Aircraft and accessories

49.1	\$		\$
49.2	\$		\$

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.

\$

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
55.1 525 W. Whittier Blvd-500 square feet	Lessee	\$		\$ 0
55.2		\$		\$
55.3		\$		\$
55.4		\$		\$
55.5		\$		\$
55.6		\$		\$

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

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.

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 Trademark Progressive Solutions	\$ 0		\$ To be determined
61. Internet domain names and websites www.progressivesolutions.com,paymentcentral.net	\$ 0		\$ To be determined
62. Licenses, franchises, and royalties	\$		\$
63. Customer lists, mailing lists, or other compilations Internal customer lists also published on the internet	\$		\$
64. Other intangibles, or intellectual property C++ Source Code that needs to be updated	\$ 0	Obsolete Market	\$ To be determined
65. Goodwill	\$		\$

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

\$ To be determined

Debtor

Name

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)

ManCave

33,000

Total face amount

—

doubtful or uncollectible amount

= →

\$ 33,000

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

Description (for example, federal, state, local)

State

State

State

Tax year 2017

Tax year 2016

Tax year 2012

\$ 3,265

\$ 60,584

\$ 12,456

73. Interests in insurance policies or annuities

\$

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

Sheryl Traum, Esq

\$ To be determined

Nature of claim

Malpractice

Amount requested

\$ To be determined

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

\$

Nature of claim

Amount requested

\$

76. Trusts, equitable or future interests in property

\$

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

2000 Troy oz Silver Approximate Value as of 12/3/2018 @\$14/toz per accbullion.com

\$ 28,000

75 Troy oz Gold Approximate Value as of 12/3/2018 @\$1220/toz per accbullion.com

\$ 91,500

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$ 228,805

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

- ☒ No
☐ Yes

Debtor

Name

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>	\$ 285,168.88	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	\$	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	\$ 42,321.30	
83. Investments. <i>Copy line 17, Part 4.</i>	\$	
84. Inventory. <i>Copy line 23, Part 5.</i>	\$	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	\$	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	\$ 0	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	\$	
88. Real property. <i>Copy line 56, Part 9.</i> →	To be determined	\$
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	\$	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ \$ 228,805	
91. Total. Add lines 80 through 90 for each column..... 91a.	\$ 556,295.18	+ 91b. \$
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		\$ 556,295.18

Fill in this information to identify the case:

Debtor name Progressive Solutions Inc.
United States Bankruptcy Court for the: Central District District of CA
(State)
Case number (if known): 8:18-bk-14277-SC

☐ 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.

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

Describe debtor's property that is subject to a lien

\$ _____ \$ _____

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account
numberDo multiple creditors have an interest in the
same property?

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

Describe the lien

Is the creditor an insider or related party?

- ☐ No
☐ Yes

Is anyone else liable on this claim?

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

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

2.2 Creditor's name

Describe debtor's property that is subject to a lien

\$ _____ \$ _____

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account
numberDo multiple creditors have an interest in the
same property?

- ☐ No
☐ Yes. Have you already specified the relative
priority?
☐ No. Specify each creditor, including this
creditor, and its relative priority.

- ☐ Yes. The relative priority of creditors is
specified on lines _____

Describe the lien

Is the creditor an insider or related party?

- ☐ No
☐ Yes

Is anyone else liable on this claim?

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

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

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

\$ _____

Fill in this information to identify the case:

Debtor Progressive Solutions Inc.

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

Case number 8:18-bk-14277-SC
(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 in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

2.1 Priority creditor's name and mailing address

IRS Withholding

P.O. Box 7346

Philadelphia, PA 19101-7346

Date or dates debt was incurred

6/30/18 & 12/31/2018

Last 4 digits of account number 3 5 6 2

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☒ Unliquidated
☐ Disputed

Basis for the claim:

Is the claim subject to offset?

- ☐ No
☐ Yes

Total claim

\$ 4,111.75

Priority amount

\$ 4,111.75

2.2 Priority creditor's name and mailing address

Washington State Department of Revenue

PO Box 34051

Seattle, WA 98124-1051

Date or dates debt was incurred

1/2018-11/2018

Last 4 digits of account number 2 3 8 0

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()

As of the petition filing date, the claim is:

Check all that apply.

- ☒ Contingent
☐ Unliquidated
☒ Disputed

Basis for the claim:

Sales Tax-Frequency was changed from annual to quarterly.

Creditor indicates service may not be subject to this Sales Tax

Is the claim subject to offset?

- ☐ No
☐ Yes

\$ approx \$9,749

\$ approx \$9,749

2.3 Priority creditor's name and mailing address

Franchise Tax Board-Attention: Bankruptcy

PO Box 2952

Sacramento, CA 95812-2952

Date or dates debt was incurred

Last 4 digits of account number 3 5 6 2

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☒ Unliquidated
☐ Disputed

Basis for the claim:

Is the claim subject to offset?

- ☐ No
☐ Yes

\$ Unknown

\$ Unknown

Part 1. Additional Page

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

Total claim

Priority amount

2.4 Priority creditor's name and mailing address

\$ 1,342.88

\$ 1,342.88

Employment Development Department

Bankruptcy Group MIC 92E

P. O. Box 826880; Sacramento, CA 94280-0001

Date or dates debt was incurred

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☒ Unliquidated
☐ Disputed

Basis for the claim:

Employee Ca Withholding Tax and SDI Payments

Last 4 digits of account number 7 9 4 0

Is the claim subject to offset?

- ☐ No
☐ Yes

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()

2.5 Priority creditor's name and mailing address

\$ 75.48

\$ 75.48

County of Orange

Attn: Treasurer-Tax Collector

P.O. Box 4515; Santa Ana, CA 92702-4515

Date or dates debt was incurred

10/1/2018 to current

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☒ Unliquidated
☐ Disputed

Basis for the claim:

Sales Tax

Last 4 digits of account number 4 0 4 1

Is the claim subject to offset?

- ☐ No
☐ Yes

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()

2. Priority creditor's name and mailing address

\$

\$

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Date or dates debt was incurred

Last 4 digits of account number

Is the claim subject to offset?

- ☐ No
☐ Yes

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()

2. Priority creditor's name and mailing address

\$

\$

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Date or dates debt was incurred

Last 4 digits of account number

Is the claim subject to offset?

- ☐ No
☐ Yes

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) ()

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1	Nonpriority creditor's name and mailing address City of Oakland/Mr Stanley c/o Michelle Meyers City Atty; One Ogawa Plaza, 6th Floor; Oakland, CA 94612 Date or dates debt was incurred 5/1/2018 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Legal fees awarded Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes \$ 977,799
3.2	Nonpriority creditor's name and mailing address Berkeley Research Group 2200 Powell St #1200; Emeryville, CA 94608 Date or dates debt was incurred 1/2016-3/2018 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes \$ Approx 100,000
3.3	Nonpriority creditor's name and mailing address Law Offices of Sheryl A. Traum 1901 Harrison Street, Suite 1100; Oakland CA 94612 1919 S. Syringa Rd; Spokane WA 99203 Date or dates debt was incurred 5/1/2018 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: Legal Services Rendered Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes \$ Approx 14,000
3.4	Nonpriority creditor's name and mailing address Garrick Hollander 1301 Dove St., #500; Newport Beach, CA 92660 Date or dates debt was incurred 9/19/2018 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: Legal Services Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes \$ 4,403
3.5	Nonpriority creditor's name and mailing address Chris Retzinger-Contract Sales Services 8400 Samra Dr; West Hills, CA 91304 714/989-8050 Date or dates debt was incurred 11/15/2018 Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: 6 days unpaid services Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes \$ 740
3.6	Nonpriority creditor's name and mailing address Monroe Consulting 22921 Triton Way #224; Laguna Hills, CA 92653 714/606-2161 Date or dates debt was incurred 11/1/2018 Last 4 digits of account number _____	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 Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes \$ 950

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. <u>7</u>	Nonpriority creditor's name and mailing address Presort Center-Printing&Storage 496 S. Uruapan Way; Dinuba, CA 93618 559/498-6151 x 124	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input checked="" type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed <input type="checkbox"/> Liquidated and neither contingent nor disputed	\$ 22.00
	Date or dates debt was incurred <u>11/2018</u> Last 4 digits of account number <u> </u>	Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3. <u> </u>	Nonpriority creditor's name and mailing address _____ _____ _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ _____
	Date or dates debt was incurred _____ Last 4 digits of account number <u> </u>	Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3. <u> </u>	Nonpriority creditor's name and mailing address _____ _____ _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ _____
	Date or dates debt was incurred _____ Last 4 digits of account number <u> </u>	Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3. <u> </u>	Nonpriority creditor's name and mailing address _____ _____ _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ _____
	Date or dates debt was incurred _____ Last 4 digits of account number <u> </u>	Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	
3. <u> </u>	Nonpriority creditor's name and mailing address _____ _____ _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	\$ _____
	Date or dates debt was incurred _____ Last 4 digits of account number <u> </u>	Basis for the claim: _____ Is the claim subject to offset? <input type="checkbox"/> No <input type="checkbox"/> Yes	

Part 3:**List Others to Be Notified About Unsecured Claims**

4. **List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2.** Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1. Jerome Blum-Herzlich & Blum LLP 15760 Ventura Blvd, Suite 700 Encino, CA 91436	Line ____ <input checked="" type="checkbox"/> Not listed. Explain _____	____ _
4.2. David Lee-Nossaman LLP 50 California Street, 24th Floor San Francisco, CA 94111	Line ____ <input checked="" type="checkbox"/> Not listed. Explain _____	____ _
4.3. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.4. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.1. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.5. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.6. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.7. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.8. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.9. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.10. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _
4.11. _____ _____ _____	Line ____ <input type="checkbox"/> Not listed. Explain _____	____ _

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.	\$ 15,279.11
5b. Total claims from Part 2	5b. +	\$ 1,097,914
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c.	\$ 1,113,193.11

Fill in this information to identify the case:

Debtor name Progressive Solutions Inc.

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

Case number (if known): 8:18-bk-14277-SC 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

2.1	State what the contract or lease is for and the nature of the debtor's interest	<u>Software Maintenance</u>	<u>City of Albany</u>
	State the term remaining	<u>to 6/30/2019</u>	<u>1000 San Pablo Avenue</u>
	List the contract number of any government contract	<u></u>	<u>Albany Ca 94706</u>
2.2	State what the contract or lease is for and the nature of the debtor's interest	<u>Software Maintenance</u>	<u>City of Alhambra</u>
	State the term remaining	<u>to 6/30/2019</u>	<u>111 S. First Street</u>
	List the contract number of any government contract	<u></u>	<u>Alhambra CA 91801</u>
2.3	State what the contract or lease is for and the nature of the debtor's interest	<u>Software Maintenance</u>	<u>City of Antioch</u>
	State the term remaining	<u>to 6/30/2019</u>	<u>200 H Street</u>
	List the contract number of any government contract	<u></u>	<u>Antioch CA 94509</u>
2.4	State what the contract or lease is for and the nature of the debtor's interest	<u>Software Maintenance</u>	<u>City of Atascadero</u>
	State the term remaining	<u>to 6/30/2019</u>	<u>6500 Palma Ave.</u>
	List the contract number of any government contract	<u></u>	<u>Atascadero CA 93422-4289</u>
2.5	State what the contract or lease is for and the nature of the debtor's interest	<u>Software Maintenance</u>	<u>City of Burien</u>
	State the term remaining	<u>to 6/30/2019</u>	<u>400 SW 152nd St, Suite 300</u>
	List the contract number of any government contract	<u></u>	<u>Burien WA 98166</u>

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

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

6 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Costa Mesa 77 Fair Drive Costa Mesa CA 92626
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
7 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Daly City 333 90th Street Daly City CA 94015
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
8 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of El Cerrito 10890 San Pablo Ave. El Cerrito CA 94530
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
9 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of El Segundo 350 Main Street El Segundo CA 90245-3895
	State the term remaining	to 9/30/2019	
	List the contract number of any government contract		
10 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Fresno 2600 Fresno Street, Room 2156 Fresno CA 93721
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
11 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Gardena 1700 W. 162nd Street Gardena CA 90247
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
12 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Grand Terrace 22795 Barton Road Grand Terrace CA 92313
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
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Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

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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

13 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Hawthorne 4455 W. 126th Street Hawthorne CA 90250-4401
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
14 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Hemet 445 East Florida Avenue Hemet CA 92543
	State the term remaining	to 8/31/2019	
	List the contract number of any government contract		
15 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Highland 27215 Baseline Avenue Highland CA 92346-3113
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
16 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Irvine 1 Civic Center Plaza Irvine CA 92606-5207
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
17 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of La Mirada 13700 La Mirada Boulevard La Mirada CA 90638
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
18 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Loma Linda 25541 Barton Rd Loma Linda CA 92354
	State the term remaining	to 12/31/2020	
	List the contract number of any government contract		
19 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Los Altos One North San Antonio Rd Los Altos CA 94022-3087
	State the term remaining	to 1/10/2020	
	List the contract number of any government contract		

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
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Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

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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

20 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Manhattan Beach 1400 Highland Ave Manhattan Beach CA 90266
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
21 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Menlo Park 701 Laurel Street Menlo Park CA 94025-3469
	State the term remaining	to 8/31/2019	
	List the contract number of any government contract		
22 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Merced 611 W. 22nd St. Merced CA 95340
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
23 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Monterey 735 Pacific Street Suite #C Monterey CA 93940
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
24 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Monterey Park 320 W. Newmark Ave Monterey Park CA 91754
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
25 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of National City 1243 National City Blvd. National City CA 91950-4397
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
26 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Novato 922 Machin Avenue Novato CA 94945
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
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Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

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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

27 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Ontario
	State the term remaining	to 6/30/2019	415 East "B" Street
	List the contract number of any government contract		Ontario CA 91764
28 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Orange
	State the term remaining	to 6/30/2019	300 East Chapman Avenue
	List the contract number of any government contract		Orange CA 92856
29 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Palmdale
	State the term remaining	to 6/30/2019	38300 Sierra Highway
	List the contract number of any government contract		Palmdale CA 93550
30 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Palo Alto
	State the term remaining	to 6/30/2019	250 Hamilton Avenue
	List the contract number of any government contract		Palo Alto CA 94301-2531
31 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Pismo Beach
	State the term remaining	to 6/30/2019	760 Mattie Road
	List the contract number of any government contract		Pismo Beach CA 93449
32 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Pleasanton
	State the term remaining	to 6/30/2019	200 Old Bernal Avenue
	List the contract number of any government contract		Pleasanton CA 94566
33 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Riverbank
	State the term remaining	to 6/30/2019	6707 Third Street
	List the contract number of any government contract		Riverbank CA 95367-2305

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
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Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

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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

34 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Rochester
	State the term remaining	to 6/30/2019	201 4th Street SE, Room 135
	List the contract number of any government contract		Rochester MN 55904
35 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of San Bernardino
	State the term remaining	to 6/30/2019	290 North D St
	List the contract number of any government contract		San Bernardino CA 92401
36 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of San Bruno
	State the term remaining	to 6/30/2019	567 El Camino Real
	List the contract number of any government contract		San Bruno CA 94066
37 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of San Carlos
	State the term remaining	to 6/30/2019	600 Elm Street
	List the contract number of any government contract		San Carlos CA 94070-3085
38 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of San Fernando
	State the term remaining	to 6/30/2019	117 MacNeil Street
	List the contract number of any government contract		San Fernando CA 91340-2911
39 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of San Jose
	State the term remaining	to 6/30/2019	201 W. Mission Street
	List the contract number of any government contract		San Jose CA 95110
40 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of San Marcos
	State the term remaining	to 7/31/2019	1 Civic Center Drive
	List the contract number of any government contract		San Marcos CA 92069

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
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Additional Page if Debtor Has More Executory Contracts or Unexpired Leases

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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

41 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Santa Barbara 735 Anacapa St Santa Barbara CA 93102-1990
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
42 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Santa Maria 110 East Cook Street, Room 7 Santa Maria CA 93454-5190
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
43 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Sebastopol 7120 Bodega Ave Sebastopol CA 95472
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
44 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Springfield 225 Fifth Street Springfield OR 97477
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
45 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Suisun City 701 Civic Center Blvd Suisun City CA 94585
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
46 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Temple City 9701 Las Tunas Dr Temple City CA 91780
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		
47 2.	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Ventura 501 Poli Street #107 Ventura CA 93001
	State the term remaining	to 6/30/2019	
	List the contract number of any government contract		

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

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

48 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Wichita
	State the term remaining	to 6/30/2019	455 North Main Street, 12th Floor
	List the contract number of any government contract		Wichita KS 67202-1600
49 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	City of Yucaipa
	State the term remaining	to 6/30/2019	34272 Yucaipa Boulevard
	List the contract number of any government contract		Yucaipa CA 92399
50 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	County of Humboldt
	State the term remaining	to 6/30/2019	825 5th Street, Room 125
	List the contract number of any government contract		Eureka CA 95501-1100
51 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	County of Imperial
	State the term remaining	to 6/30/2019	940 W. Main Street #105
	List the contract number of any government contract		El Centro CA 92243
52 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	Kitsap Humane Society
	State the term remaining	to 6/30/2019	9167 Dickey Road NW
	List the contract number of any government contract		Silverdale WA 98383
53 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	Pierce County
	State the term remaining	to 12/31/2020	950 Fawcett Ave, Suite 300
	List the contract number of any government contract		Tacoma WA 98402
54 2. <u> </u>	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	Snohomish County
	State the term remaining	to 1/10/2020	3000 Rockefeller Avenue, M/S #306
	List the contract number of any government contract		Everett WA 98201

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

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

55 2._	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	Town of Hilton Head Island
	State the term remaining	to 6/30/2019	One Town Center Court
	List the contract number of any government contract		Hilton Head Island SC 29928
56 2._	State what the contract or lease is for and the nature of the debtor's interest	Software Maintenance	Town of Tiburon
	State the term remaining	to 6/30/2019	1505 Tiburon Boulevard
	List the contract number of any government contract		Tiburon CA 94920
57 2._	State what the contract or lease is for and the nature of the debtor's interest	Office Space Lease	Devborg
	State the term remaining	to 11/30/2019	525 W. Whittier Blvd
	List the contract number of any government contract		La Habra CA 90631
2._	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		
2._	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		
2._	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		
2._	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		

Fill in this information to identify the case:

Debtor name Progressive Solutions Inc.

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

Case number (If known): 8:18-bk-14277-SC

☐ 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:

2.1	<p>_____</p> <p>Street _____</p> <p>_____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>_____</p> <p><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</p>
2.2	<p>_____</p> <p>Street _____</p> <p>_____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>_____</p> <p><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</p>
2.3	<p>_____</p> <p>Street _____</p> <p>_____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>_____</p> <p><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</p>
2.4	<p>_____</p> <p>Street _____</p> <p>_____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>_____</p> <p><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</p>
2.5	<p>_____</p> <p>Street _____</p> <p>_____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>_____</p> <p><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</p>
2.6	<p>_____</p> <p>Street _____</p> <p>_____</p> <p>City _____ State _____ ZIP Code _____</p>	<p>_____</p> <p><input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G</p>

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

Debtor Name Progressive Solutions Inc.
United States Bankruptcy Court for the: Central District District of CA
Case number (if known): 8:18-bk-14277-SC (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

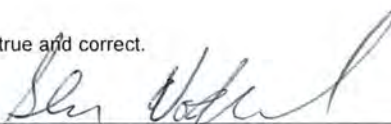
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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 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 12/05/2018
MM / DD / YYYY

x 
Signature of individual signing on behalf of debtor

Glenn Vodhanel
Printed name

President
Position or relationship to debtor

Fill in this information to identify the case:

Debtor name Progressive Solutions Inc.
United States Bankruptcy Court for the: Central District District of CA
(State)
Case number (if known): 8:18-bk-14277-SC

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/16

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year			Sources of revenue Check all that apply	Gross revenue (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From <u>5/1/2018</u> MM / DD / YYYY	to Filing date	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>692,901.64</u>
For prior year:	From <u>05/01/2017</u> MM / DD / YYYY	to <u>04/30/2018</u> MM / DD / YYYY	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>\$1,083,956.00</u>
For the year before that:	From <u>05/01/2016</u> MM / DD / YYYY	to <u>04/30/2017</u> MM / DD / YYYY	<input checked="" type="checkbox"/> Operating a business <input type="checkbox"/> Other _____	\$ <u>\$943,152.00</u>

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☐ None

			Description of sources of revenue	Gross revenue from each source (before deductions and exclusions)
From the beginning of the fiscal year to filing date:	From <u>05/01/2018</u> MM / DD / YYYY	to Filing date	<u>Interest</u>	\$ <u>0</u>
For prior year:	From <u>05/01/2017</u> MM / DD / YYYY	to <u>04/30/2018</u> MM / DD / YYYY	<u>Interest</u>	\$ <u>\$10,257.00</u>
For the year before that:	From <u>05/01/2016</u> MM / DD / YYYY	to <u>04/30/2016</u> MM / DD / YYYY	<u>Interest</u>	\$ <u>232</u>

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None

Creditor's name and address	Dates	Total amount or value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. Citibank Costco Visa Creditor's name PO BOX 78019 Street Phoenix, AZ 85062 City State ZIP Code	11/17/2018 10/9/2018 8/14/2018	\$ 17,144.12	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input checked="" type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input checked="" type="checkbox"/> Other Annual User Conference Expenses
3.2. Anthem Blue Cross-Group Creditor's name PO Box 54630 Street Los Angeles CA 90054-0630 City State ZIP Code	10/31/2018 10/30/18 9/27/18	\$ 10,817.97	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input checked="" type="checkbox"/> Services <input type="checkbox"/> Other

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,425. (This amount may be adjusted on 4/01/19 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None

Insider's name and address	Dates	Total amount or value	Reasons for payment or transfer
4.1. Glenn Vodhanel Insider's name 1000 Steele Dr Street Brea, CA 92821 City State ZIP Code	11/24/2017 Through 11/21/2018	\$ 43,989.57	Salary
Relationship to debtor President			
4.2. Noah Moerbeek Insider's name 50 Calmes St Street Charles Town WV 25414 City State ZIP Code	11/24/2017 Through 11/21/2018	\$ 94,090.79	Salary
Relationship to debtor Officer			

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☐ None

Creditor's name and address	Description of the property	Date	Value of property
5.1. Creditor's name Street City State ZIP Code			\$
5.2. Creditor's name Street City State ZIP Code			\$

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☐ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Creditor's name Street City State ZIP Code			\$
Last 4 digits of account number: XXXX- _ _ _ _			

Part 3: Legal Actions or Assignments

7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None

Case title	Nature of case	Court or agency's name and address	Status of case
7.1. <u>Progressive Solutions v. MICHAEL STANLEY, et al</u> Case number <u>3:16-cv-04805-SK</u>	<u>Breach of Contract; Theft of IP</u>	<u>United States District Court-Northern District CA</u> Name <u>450 Golden Gate Avenue</u> Street <u>San Francisco, CA 94102</u> City State ZIP Code	<input type="checkbox"/> Pending <input checked="" type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Case title Case number		<u>Court or agency's name and address</u> Name Street City State ZIP Code	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☐ None

Custodian's name and address	Description of the property	Value
Custodian's name		\$
Street	Case title	Court name and address
City State ZIP Code	Case number	Name
		Street
	Date of order or assignment	City State ZIP Code

Part 4: Certain Gifts and Charitable Contributions

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
9.1. Recipient's name			\$
Street			
City State ZIP Code			
Recipient's relationship to debtor			
9.2. Recipient's name			\$
Street			
City State ZIP Code			
Recipient's relationship to debtor			

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☐ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).	Date of loss	Value of property lost
			\$

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None

	Who was paid or who received the transfer?	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Garrick Hollander. Esq		6-7,7-17,9-19	\$ 16,719.50
	Address 1301 Dove St #500 Street Newport Beach, CA 92660 City State ZIP Code			
	Email or website address			
	Who made the payment, if not debtor?			
11.2.	Lewis R. Landau, Esq		11/20/2018	\$ 25,000
	Address 22287 Mulholland Hwy. #318 Street Calabasas, CA 91302 City State ZIP Code			
	Email or website address			
	Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☐ None

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
			\$ _____
Trustee			

Debtor Progressive Solutions Inc.
Name

Case number (if known) 8:18-bk-14277-SC

13. Transfers not already listed on this statement

List any transfers of money or other property—by sale, trade, or any other means—made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None

Who received transfer?	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
------------------------	--	------------------------	-----------------------

13.1. _____ \$ _____

Address

Street _____

City _____ State _____ ZIP Code _____

Relationship to debtor

Who received transfer?

13.2. _____ \$ _____

Address

Street _____

City _____ State _____ ZIP Code _____

Relationship to debtor

Part 7: Previous Locations

14. Previous addresses

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

	Address	Dates of occupancy	
		From	To
14.1.	535 W. Lambert Rd #203 Street	11/21/2015	5/30/2017
	Brea CA 92821 City State ZIP Code		
14.2.	850 Steele Dr Street	11/21/2015	5/30/2018
	Brea CA 92821 City State ZIP Code		

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

18. Closed financial accounts

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☐ None

	Financial institution name and address	Last 4 digits of account number	Type of account	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
18.1.	<u>UsBank</u> Name <u>275 West Central Avenue</u> Street <u>Brea,</u> <u>CA</u> <u>92821</u> City State ZIP Code	XXXX- <u>5</u> <u>1</u> <u>1</u> <u>4</u>	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	<u>11/21/2018</u>	\$ <u>34,668.64</u>
18.2.	<u>Banc Of California</u> Name <u>401 E Whittier Blvd</u> Street <u>La Habra,</u> <u>CA</u> <u>90631</u> City State ZIP Code	XXXX- <u>2</u> <u>0</u> <u>0</u> <u>8</u>	<input checked="" type="checkbox"/> Checking <input type="checkbox"/> Savings <input type="checkbox"/> Money market <input type="checkbox"/> Brokerage <input type="checkbox"/> Other _____	<u>11/21/2018</u>	\$ <u>250,500.24</u>

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☐ None

Depository institution name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name Street City State ZIP Code	 	 	<input type="checkbox"/> No <input type="checkbox"/> Yes
Address 			

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
Name Street City State ZIP Code	 	 	<input type="checkbox"/> No <input type="checkbox"/> Yes
Address 			

Debtor Progressive Solutions Inc.
Name Case number (if known) 8:18-bk-14277-SC

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Owner's name and address	Location of the property	Description of the property	Value
Name			\$ _____
Street			
City State ZIP Code			

Part 12: Details About Environmental Information

For the purpose of Part 12, the following definitions apply:

- *Environmental law* means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- *Site* means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- *Hazardous material* means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

- ☐ No
☐ Yes. Provide details below.

Case title	Court or agency name and address	Nature of the case	Status of case
Case number	Name		<input type="checkbox"/> Pending
	Street		<input type="checkbox"/> On appeal
			<input type="checkbox"/> Concluded
	City State ZIP Code		

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

- ☐ No
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name	Name		
Street	Street		
City State ZIP Code	City State ZIP Code		

Debtor Progressive Solutions Inc.
Name

Case number (if known) 8:18-bk-14277-SC

24. Has the debtor notified any governmental unit of any release of hazardous material?

- ☒ No
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
Name _____	Name _____	_____	_____
Street _____	Street _____	_____	
_____	_____		
City _____ State _____ ZIP Code _____	City _____ State _____ ZIP Code _____		

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

	Business name and address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
25.1.	Name _____ Street _____ _____	_____ _____ _____	EIN: ____ - ____ - ____ Dates business existed From ____ To ____
25.2.	Name _____ Street _____ _____	_____ _____ _____	EIN: ____ - ____ - ____ Dates business existed From ____ To ____
25.3.	Name _____ Street _____ _____	_____ _____ _____	EIN: ____ - ____ - ____ Dates business existed From ____ To ____

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

☐ None

Name and address	Dates of service
26a.1. <u>Shawn Cobarrubias</u> Name <u>525 W. Whittier Blvd</u> Street <u>La Habra</u> <u>CA</u> <u>90631</u> City State ZIP Code	From <u>11/21/2016</u> To <u>11/20/2018</u>

Name and address	Dates of service
26a.2. _____ Name _____ Street _____ _____ City State ZIP Code	From _____ To _____

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

☐ None

Name and address	Dates of service
26b.1. <u>Glenn Vodhanel</u> Name <u>1000 Steele Dr</u> Street <u>Brea,</u> <u>CA</u> <u>90631</u> City State ZIP Code	From <u>11/21/2016</u> To <u>11/20/2018</u>

Name and address	Dates of service
26b.2. _____ Name _____ Street _____ _____ City State ZIP Code	From _____ To _____

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and address	If any books of account and records are unavailable, explain why
26c.1. <u>Glenn Vodhanel</u> Name <u>525 W. Whittier Blvd</u> Street <u>La Habra</u> <u>CA</u> <u>90631</u> City State ZIP Code	_____ _____ _____

Debtor Progressive Solutions Inc.
Name _____ Case number (if known) 8:18-bk-14277-SC _____

Name and address

If any books of account and records are unavailable, explain why

26c.2. Xero Accounting Software
Name _____
101 Green St. 5th Floor
Street _____
San Francisco, CA 94111
City State ZIP Code

Records from 1/2017 to 11/20/18 are available.
November 21st to 12/31/2016 not converted.

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☒ None

Name and address

26d.1. Name _____
Street _____
City State ZIP Code

Name and address

26d.2. Name _____
Street _____
City State ZIP Code

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No
☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

\$ _____

Name and address of the person who has possession of inventory records

27.1. Name _____
Street _____
City State ZIP Code

Debtor Progressive Solutions Inc. Case number (if known) 8:18-bk-14277-SC
Name

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
---	-------------------	--

_____ \$ _____

Name and address of the person who has possession of inventory records

27.2.

Name _____
Street _____
City _____ State _____ ZIP Code _____

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Glenn Vodhanel	1000 Steele Dr; Brea, CA	President	100
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No
☒ Yes. Identify below.

Name	Address	Position and nature of any interest	Period during which position or interest was held
Noah Moerbeek	50 Calmes St; Charles Town WV 25414	Secretary 0%	From <small>6/28/2014</small> To <small>11/20/18</small>
Steven LeVan	1820 El Dorado; La Habra CA 90631	CFO 0%	From <small>6/28/2014</small> To <small>11/20/18</small>
_____	_____	_____	From _____ To _____
_____	_____	_____	From _____ To _____

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
Glenn Vodhanel Name 1000 Steele Dr. Street Brea CA 92821 City State ZIP Code	\$43,989.57	11/21/17 Through 11/20/2018	Salary & Minor Reimbrse
Relationship to debtor	_____	_____	_____

Debtor Progressive Solutions Inc.
Name

Case number (if known) 8:18-bk-14277-SC

30.2 Name and address of recipient \$94,090.79 11/21/17 Salary&Bonus
Noah Moerbeek
Name
50 Calmes St
Street
11/20/2018
City Charles Town WV 25414
State ZIP Code
Relationship to debtor

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

☐ No

☒ Yes. Identify below.

Name of the parent corporation

Paragon Communications Corp.

Employer identification number of the parent corporation

EIN: 8 8 - 0 2 9 8 0 9 9

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

☒ No

☐ Yes. Identify below.

Name of the pension fund

Employer identification number of the pension fund

EIN: -

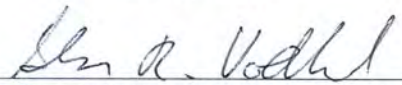
Part 14: Signature and Declaration

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.

I have examined the information in this *Statement of Financial Affairs* and any attachments 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 12/04/2018
MM / DD / YYYY

x 
Signature of individual signing on behalf of the debtor

Printed name Glenn Vodhanel

Position or relationship to debtor President

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

Lewis R. Landau (CA Bar No. 143391)
Attorney-at-Law
22287 Mulholland Hwy., # 318
Calabasas, CA 91302
Voice and Fax: (888)822-4340
Email: Lew@Landaunet.com

[Proposed] Attorney for Debtor
and Debtor in Possession

UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
SANTA ANA DIVISION

In re
Progressive Solutions, Inc.,

Debtor.

Case No.: 8:18-bk-14277-SC
Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Date: None required
Time: None required
Place: Courtroom 5C, US Bankruptcy Court
Ronald Reagan Federal Building
411 W. Fourth Street, 5th Floor
Santa Ana, CA 92701

Debtor's equity security holders are as follows:

1. Glenn Vodhanel: 49% common shares
2. Paragon Communications Corp.: 51% common shares

Resolution Authorizing Chapter 11 Filing

The undersigned, constituting the all the directors of the board of Progressive Solutions, Inc., a California corporation ("Corporation") acting in accordance with the bylaws of the corporation and applicable law, hereby unanimously consent to the adoption of the following resolutions and waive notice thereof:

WHEREAS, it is in the best interest of the Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of the United States Bankruptcy Code;


BE IT THEREFORE RESOLVED, that the corporation shall file a petition under chapter 11 of the bankruptcy code;

BE IT FURTHER RESOLVED, that Glenn Vodhanel, is authorized and directed to execute and deliver all documents necessary to perfect the filing of such Chapter 11 voluntary bankruptcy case on behalf of the Corporation, including, but not limited to, the voluntary petition and all schedules and exhibits attached thereto;

BE IT FURTHER RESOLVED, that Glenn Vodhanel, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

BE IT FURTHER RESOLVED, that the Corporation is authorized and directed to employ, Lewis R. Landau, Attorney-at-Law to represent it in such Chapter 11 bankruptcy proceeding.

This consent may be executed by facsimile and shall be effective for all purposes upon execution thereof and is effective as of November 21, 2018.



Director

<p>Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address</p> <p>Lewis R. Landau (SBN 143391) Attorney at Law 22287 Mulholland Hwy. #318 Calabasas, CA 91302 (888)822-4340 Lew@Landaunet.com</p> <p><input checked="" type="checkbox"/> Attorney for: Progressive Solutions Inc.</p>	<p>FOR COURT USE ONLY</p>
<p align="center">UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA DIVISION</p>	
<p>In re:</p> <p>Progressive Solutions Inc.</p> <p align="right">Debtor(s).</p> <p align="right">Plaintiff(s),</p> <p align="right">Defendant(s).</p>	<p>CASE NO.: 8:18-bk-14277-SC ADVERSARY NO.: CHAPTER: 11</p> <p align="center">CORPORATE OWNERSHIP STATEMENT PURSUANT TO FRBP 1007(a)(1) and 7007.1, and LBR 1007-4</p> <p align="right">[No hearing]</p>

Pursuant to FRBP 1007(a)(1) and 7007.1, and LBR 1007-4, any corporation, other than a governmental unit, that is a debtor in a voluntary case or a party to an adversary proceeding or a contested matter shall file this Statement identifying all its parent corporations and listing any publicly held company, other than a governmental unit, that directly or indirectly own 10% or more of any class of the corporation's equity interest, or state that there are no entities to report. This Corporate Ownership Statement must be filed with the initial pleading filed by a corporate entity in a case or adversary proceeding. A supplemental statement must promptly be filed upon any change in circumstances that renders this Corporate Ownership Statement inaccurate.

I, (Printed name of attorney or declarant) Glenn Vodhanel, President of Progressive Solutions Inc., the undersigned in the above-captioned case, hereby declare under penalty of perjury under the laws of the United States that the following is true and correct:

[Check the appropriate boxes and, if applicable, provide the required information.]

1. I have personal knowledge of the matters set forth in this Statement because:

- ☒ I am the president or other officer or an authorized agent of the Debtor corporation
☐ I am a party to an adversary proceeding
☐ I am a party to a contested matter
☐ I am the attorney for the Debtor corporation

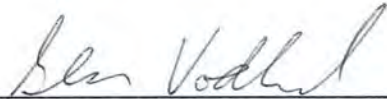
2. a. ☒ The following entities, other than the Debtor or a governmental unit, directly or indirectly own 10% or more of any class of the corporation's(s') equity interests:

Paragon Communications Corp. a Wyoming corporation 51% (owned by Glenn Vodhanel)
Glenn Vodhanel 49%

[For additional names, attach an addendum to this form.]

b. ☐ There are no entities that directly or indirectly own 10% or more of any class of the corporation's equity interest.

Date: 12/05/2018

By: 
Signature of Debtor, or attorney for Debtor

Name: GlennVodhanel, President
Printed name of Debtor, or attorney for Debtor

STATEMENT OF RELATED CASES
INFORMATION REQUIRED BY LBR 1015-2
UNITED STATES BANKRUPTCY COURT, CENTRAL DISTRICT OF CALIFORNIA

1. A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, his/her spouse, his or her current or former domestic partner, an affiliate of the debtor, any copartnership or joint venture of which debtor is or formerly was a general or limited partner, or member, or any corporation of which the debtor is a director, officer, or person in control, as follows: (Set forth the complete number and title of each such of prior proceeding, date filed, nature thereof, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)
- None
-
2. (If petitioner is a partnership or joint venture) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor or an affiliate of the debtor, or a general partner in the debtor, a relative of the general partner, general partner of, or person in control of the debtor, partnership in which the debtor is a general partner, general partner of the debtor, or person in control of the debtor as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of the proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending and, if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)
-
3. (If petitioner is a corporation) A petition under the Bankruptcy Act of 1898 or the Bankruptcy Reform Act of 1978 has previously been filed by or against the debtor, or any of its affiliates or subsidiaries, a director of the debtor, an officer of the debtor, a person in control of the debtor, a partnership in which the debtor is general partner, a general partner of the debtor, a relative of the general partner, director, officer, or person in control of the debtor, or any persons, firms or corporations owning 20% or more of its voting stock as follows: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)
- None
-
4. (If petitioner is an individual) A petition under the Bankruptcy Reform Act of 1978, including amendments thereof, has been filed by or against the debtor within the last 180 days: (Set forth the complete number and title of each such prior proceeding, date filed, nature of proceeding, the Bankruptcy Judge and court to whom assigned, whether still pending, and if not, the disposition thereof. If none, so indicate. Also, list any real property included in Schedule A that was filed with any such prior proceeding(s).)
-

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

Executed at La Habra, California

Date: 12/01/2018

PROGRESSIVE SOLUTIONS INC.

By: Mr. R. Vothel, Pres

Signature of Debtor

Signature of Joint Debtor

United States Bankruptcy Court
CENTRAL DISTRICT OF CALIFORNIA

In re Progressive Solutions, Inc.

Case No. 8:18-bk-14277-SC

Debtor

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept \$ 21,683.50 [net chapter 11
retainer]
Prior to the filing of this statement I have received \$ 25,000 [see employment
application ECF #11]
Balance Due \$ Accruing

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify)

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify)

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a other person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
- Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

B2030 (Form 2030) (12/15)

- d. Representation of the debtor in ~~adversary proceedings and~~ other contested bankruptcy matters;
- e. [Other provisions as needed]

Proposed services are disclosed in detail in attorney's employment application, ECF # 11.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

Excluded services are disclosed in detail in attorney's employment application. Excluded services are corporate, tax, employment/labor, real estate and securities related services.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

12/05/2018

Date

/s/ Lewis R. Landau

Signature of Attorney

Lewis R. Landau, Attorney at Law

Name of law firm

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address Lewis R. Landau (SBN 143391) Attorney at Law 22287 Mulholland Hwy. #318 Calabasas, CA 91302 (888)822-4340 Lew@Landaunet.com <input type="checkbox"/> Debtor(s) appearing without attorney <input checked="" type="checkbox"/> Attorney for Debtor	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA DIVISION	
In re: Progressive Solutions, Inc. Debtor(s).	CASE NO.: 8:18-bk-14277-SC CHAPTER: 11 VERIFICATION OF MASTER MAILING LIST OF CREDITORS [LBR 1007-1(a)]

Pursuant to LBR 1007-1(a), the Debtor, or the Debtor's attorney if applicable, certifies under penalty of perjury that the master mailing list of creditors filed in this bankruptcy case, consisting of 4 sheet(s) is complete, correct, and consistent with the Debtor's schedules and I/we assume all responsibility for errors and omissions. *[Lists previously filed at ECF #s 1 and 9].*

Date: 12/05/2018

Glenn Vodhanel, President:
Signature of Debtor 1

Date: _____

Signature of Debtor 2 (joint debtor) (if applicable)

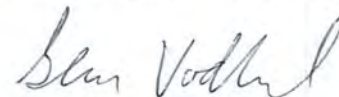
Date: 12/05/2018

/s/ Lewis R. Landau
Signature of Attorney for Debtor (if applicable)

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address Lewis R. Landau (SBN 143391) Attorney at Law 22287 Mulholland Hwy. #318 Calabasas, CA 91302 (888)822-4340 Lew@Landaunet.com <input type="checkbox"/> Debtor(s) appearing without attorney <input checked="" type="checkbox"/> Attorney for Debtor	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - SANTA ANA DIVISION	
In re: Progressive Solutions, Inc.	CASE NO.: 8:18-bk-14277-SC CHAPTER: 11
Debtor(s).	VERIFICATION OF MASTER MAILING LIST OF CREDITORS [LBR 1007-1(a)]

Pursuant to LBR 1007-1(a), the Debtor, or the Debtor's attorney if applicable, certifies under penalty of perjury that the master mailing list of creditors filed in this bankruptcy case, consisting of 4 sheet(s) is complete, correct, and consistent with the Debtor's schedules and I/we assume all responsibility for errors and omissions.

Date: 12/05/2018



Glenn Vodhanel, President:
Signature of Debtor 1

Date: _____

Signature of Debtor 2 (joint debtor) (if applicable)

Date: _____

Signature of Attorney for Debtor (if applicable)