

Fill in this information to identify your case:

United States Bankruptcy Court for the:
 DISTRICT OF DELAWARE

Case number (if known) _____ Chapter 11

Check if this an amended filing

Official Form 201 Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Fuse, LLC

2. All other names debtor used in the last 8 years
 Include any assumed names, trade names and doing business as names
FKA SiTV, LLC
FKA SiTV, Inc.
FKA NY Fuse, LLC
FKA nuvotv

3. Debtor's federal Employer Identification Number (EIN) 20-0461888

<p>4. Debtor's address</p> <p>Principal place of business</p> <p><u>700 North Central Avenue</u> <u>Suite 600</u> <u>Glendale, CA 91203</u> <small>Number, Street, City, State & ZIP Code</small></p> <p><u>Los Angeles</u> <small>County</small></p>	<p>Mailing address, if different from principal place of business</p> <p>_____</p> <p><small>P.O. Box, Number, Street, City, State & ZIP Code</small></p> <p>Location of principal assets, if different from principal place of business</p> <p>_____</p> <p><small>Number, Street, City, State & ZIP Code</small></p>
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5. Debtor's website (URL) www.fuse.tv

6. Type of debtor
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)
 Other. Specify: _____

Debtor Fuse, LLC
Name

Case number (if known) _____

7. Describe debtor's business

A. Check one:

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

B. Check all that apply

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

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

5152

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

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

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- No.
- Yes.

If more than 2 cases, attach a separate list.

District _____	When _____	Case number _____
District _____	When _____	Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- No
- Yes.

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

Debtor <u>See Rider 1</u>	Relationship _____	Affiliate _____
District <u>Delaware</u>	When _____	Case number, if known _____

Debtor Fuse, LLC
Name

Case number (if known) _____

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property? _____

Number, Street, City, State & ZIP Code

Is the property insured?

No

Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

1-49

50-99

100-199

200-999

1,000-5,000

5001-10,000

10,001-25,000

25,001-50,000

50,001-100,000

More than 100,000

15. Estimated Assets

\$0 - \$50,000

\$50,001 - \$100,000

\$100,001 - \$500,000

\$500,001 - \$1 million

\$1,000,001 - \$10 million

\$10,000,001 - \$50 million

\$50,000,001 - \$100 million

\$100,000,001 - \$500 million

\$500,000,001 - \$1 billion

\$1,000,000,001 - \$10 billion

\$10,000,000,001 - \$50 billion

More than \$50 billion

16. Estimated liabilities

\$0 - \$50,000

\$50,001 - \$100,000

\$100,001 - \$500,000

\$500,001 - \$1 million

\$1,000,001 - \$10 million

\$10,000,001 - \$50 million

\$50,000,001 - \$100 million

\$100,000,001 - \$500 million

\$500,000,001 - \$1 billion

\$1,000,000,001 - \$10 billion

\$10,000,000,001 - \$50 billion

More than \$50 billion

Debtor **Fuse, LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

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

Executed on 4/22/2019
MM / DD / YYYY

X 
Signature of authorized representative of debtor
Title Chief Financial Officer and Secretary

Miguel Roggero
Printed name

18. Signature of attorney

X /s/ James E. O'Neill
Signature of attorney for debtor

Date 4/22/2019
MM / DD / YYYY

James E. O'Neill
Printed name

Pachulski Stang Ziehl & Jones LLP
Firm name

919 N. Market Street
17th Floor
Wilmington, DE 19899
Number, Street, City, State & ZIP Code

Contact phone 302-652-4100

Email address joneill@pszjlaw.com

4042 DE
Bar number and State

Fill in this information to identify the case:

Debtor name Fuse, LLC

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

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 **Corporate Ownership Statement; Equity Holders List; Creditor Matrix Certification**

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

Executed on 4/22/2019 x
Signature of individual signing on behalf of debtor

Miguel Roggero
Printed name

Chief Financial Officer and Secretary
Position or relationship to debtor

Rider 1 to Voluntary Petition

On the date hereof, each of the affiliated entities listed below, including the debtor in this chapter 11 case (collectively, the "Debtors"), filed a petition in this Court for relief under chapter 11 of title 11 of the United States Code. Contemporaneously with the filing of their petitions, the Debtors filed a motion requesting an order authorizing joint administration of the cases with that of Fuse, LLC, the Lead Debtor for administrative purposes only.

FM Networks LLC
Fuse Finance, Inc.
Fuse Holdings LLC
Fuse Media, Inc.
Fuse Media, LLC
Fuse, LLC
JAAM Productions, LLC
Latino Events LLC
SCN Distribution, LLC

**WRITTEN CONSENT OF
SOLE MEMBER
OF
FUSE, LLC
(a Delaware Limited Liability Company)**

The undersigned, being the sole member of Fuse, LLC, a Delaware limited liability company f/k/a SiTV, LLC, does hereby consent to the adoption of the following resolutions in accordance with its Limited Liability Company Agreement dated June 25, 2014 and the Delaware Limited Liability Company Act:

WHEREAS, the sole member (the “**Sole Member**”) of Fuse, LLC, a Delaware limited liability company f/k/a SiTV, LLC (the “**Company**”), has considered the financial and operational aspects of the Company’s business;

WHEREAS, the Sole Member has reviewed the historical performance of the Company, the market for the Company’s products and services, and the current and long-term liabilities of the Company;

WHEREAS, the Sole Member has, over the last several months, reviewed the materials presented to it by the management of and the advisors to the Company regarding the possible need to undertake a financial and operational restructuring of the Company;

WHEREAS, the Sole Member has analyzed each of the financial and strategic alternatives available to it, including those available on a consensual basis with the principal stakeholders of the Company, and the impact of the foregoing on the Company's business and its stakeholders;

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Sole Member, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”);

RESOLVED, that the officers of the Company (each, an “**Authorized Officer**”) be, and each of them hereby is, authorized on behalf of the Company to execute, verify and file all petitions, schedules, lists, and other papers or documents, and to take and perform any and all further actions and steps that any such Authorized Officer deems necessary, desirable and proper in connection with the Company’s chapter 11 case, with a view to the successful prosecution of such case;

RESOLVED, that the Authorized Officers, on behalf of the Company, are authorized, empowered and directed to retain the law firm of Pachulski Stang Ziehl & Jones LLP (“**PSZ&J**”) as bankruptcy counsel to represent and assist the Company in carrying out its duties under chapter 11 of the Bankruptcy Code, and to take any and all actions to advance the Company’s rights in connection therewith, and the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and to cause to be filed an appropriate application for authority to retain the services of PSZ&J;

RESOLVED, that the Authorized Officers, on behalf of the Company, are authorized, empowered and directed to retain the services of FTI Consulting as the Company’s financial advisor, effective as of the date the petition is filed, and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and to cause to be filed an appropriate application for authority to retain the services of FTI Consulting;

RESOLVED, that the Authorized Officers, on behalf of the Company, are authorized, empowered and directed to retain the services of KCC as the Company’s claims, noticing, solicitation agent and administrative advisor, effective as of the date the petition is filed, and in connection therewith, the Authorized Officers are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and immediately upon the filing of the bankruptcy, and to cause to be filed an appropriate application for authority to retain the services of KCC;

RESOLVED, that the Authorized Officers of the Company be, and hereby are, authorized and directed to employ any other professionals necessary to assist the Company in carrying out its duties under the Bankruptcy Code; and in connection therewith, the officers of the Company are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to or immediately upon the filing of the chapter 11 case and cause to be filed appropriate applications with the Bankruptcy Court for authority to retain the services of any other professionals, as necessary, and on such terms as are deemed necessary, desirable and proper;

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized on behalf of the Company to take any and all actions, to execute, deliver, certify, file and/or record and perform any and all documents, agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities or certificates and to take any and all actions and steps deemed by any such Authorized Officer to be necessary or desirable to carry out the purpose and intent of each of the foregoing resolutions and to effectuate a successful chapter 11 case; and

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized on behalf of the Company to take any and all actions and steps deemed by any such Authorized Officer to be necessary or desirable to the develop, file and prosecute to confirmation of a chapter 11 plan and related disclosure statement; and


RESOLVED, that any and all actions heretofore taken by any Authorized Officer or the directors of the Company in the name and on behalf of the Company in furtherance of the purpose and intent of any or all of the foregoing resolutions be, and hereby are, ratified, confirmed, and approved in all respects.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has duly executed this Written Consent of Sole Member as of April 22, 2019.

SOLE MEMBER:

FUSE MEDIA, LLC (f/k/a SiTV Media, LLC),
a Delaware limited liability company

By: 
Name: Miguel Roggero
Title: Chief Financial Officer

***SIGNATURE PAGE TO WRITTEN CONSENT OF
SOLE MEMBER OF FUSE, LLC***

Fill in this information to identify the case:

Debtor name Fuse, LLC

United States Bankruptcy Court for the: District of Delaware

(State)

Case number (if known): 19- Check if this is an amended filingOfficial Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims (on a Consolidated Basis) and Are Not Insiders**

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims, on a consolidated basis.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Showtime Networks Domestic 2450 Colorado Ave, Suite 500 Santa Monica, CA 90404	Tina Tran Tel: 310-264-3585 TINA.TRAN@CBS.COM	Acquired Programming				\$600,000.00
2	Buena Vista Television 500 South Buena Vista Street Burbank, CA 91521-3933	Kathleen Castano Tel: 321-939-7736 kathleen.z.castano@disney.com	Acquired Programming				\$402,266.00
3	Universal City Studios Productions 30 Rockefeller Plaza, 15 Floor E New York, NY 10112	Attn: Michal Sziek Tel: 760-231-0800 michal.szlek@nbcuni.com	Acquired Programming				\$386,733.34
4	Comcast Spotlight 13431 Collections Center Drive Chicago, IL 60693	Catherine Brooks Tel: 1-888-877-9799 Catherine_Brooks@comcast.com	Trade Debt				\$170,105.17
5	Metro Goldwyn Mayer Studios Inc. Attn: Nicholas Kaleel 245 N. Beverly Drive Beverly Hills, CA 90210-5317	Nicholas Kaleel Tel: 310-586-8845 nkaleel@mgm.com	Acquired Programming				\$150,000.00
6	Akin Gump Strauss Hauer One Bryant Park Bank of America Tower New York, NY 10036-6745	Ira S. Dizengoff Tel: 212-872-1000 idizengoff@akingump.com	Professional Fees				\$69,170.51
7	Adobe Systems Incorporated 3900 Adobe Way Lehi, UT 84043	Fax: 801-437-2883 rgcordus@adobe.com	Other				\$60,000
8	American Society Of Composers, Authors And Publishers 1 Lincoln Plaza New York, NY 10023	Ray Schwind Tel: 212-621-6461 rschwind@ascap.com	Music Licensing				\$59,819.46

Debtor Fuse, LLC
NameCase number (if known) 19-

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	Broadcast Music, Inc. 7 World Trade Center 250 Greenwich Street New York, NY 10007-0030	John Polly Tel: 615-401-2950 jpolly@bmi.com	Music Licensing				\$59,001.71
10	Facebook Inc. 15161 Collections Center Drive Chicago, IL 60693		Other				\$40,000
11	Epicor Software PO Box 204768 Dallas, TX 75320-4768	Fax: 512-356-0500 BusinessOps@epicor.com	Software				\$38,367.00
12	Association of National Advertisers, Inc. 708 Third Avenue, 33rd Floor New York, NY 10017	Sarah Oltman Tel: 212-697-5950 soltman@ana.net	Trade Debt				\$25,000.00
13	Banijay Rights Limited The Gloucester Building Kensington Village London, England W14 8RF	Andreas Lemos Tel: (+44) 20-7013-4000 Fax: (+44) 20-7013-4012 finance@banijayrights.com	Acquired Programming				\$22,680.00
14	Defy Media, LLC 498 7th Avenue, 19th Floor New York, NY 10018	Deborah Donaldson Tel: 212-244-4307 info@defymedia.com	Trade Debt				\$21,044.30
15	T. Howard Foundation 601 13th Street, NW Suite 710 North Washington, DC 20005	Tel: 301-588-6767 Fax: 301-588-6766 T-HOWARD.ORG	Other				\$17,500.00
16	Seville International 455 rue St. Antoine Bureau 300 Montreal, Canada H2Z 1J1	Tel: 514-878-2282 sevilleinternational@filmss eville.com	Acquired Programming				\$11,250.00
17	Creative Circle PO Box 74008799 Chicago, IL 60674-8799	Tel: 323-381-7909 COLLECTIONSLA@CREATIVE CIRCLE.COM	Staffing				\$9,975.00
18	Iron Mountain PO Box 601002 Pasadena, CA 91189-1002	IMFSCUSTOMERSERVICE@I RONMOUNTAIN.COM	Storage				\$4140.22
19	24 Seven, LLC 105 Maxess Road Suite 201 Melville, NY 11747	Tel: 212-966-4426 Fax: 516-927-0501	Staffing				\$3,044.80
20	One Penn Plaza, LLC Rec Acct PO Box 371486 Pittsburgh, PA 15250-7486	jglick@vno.com	Rent				\$2,068.58

Debtor Fuse, LLC
NameCase number (if known) 19-

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
21	Talent Hub Worldwide Inc. 52 Vanderbilt Ave., Suite 1410 New York, NY 10017	Fax: 646-682-7424	Staffing				\$1,935.75
22	Warner Bros Domestic Cable Distribution 4000 Warner Blvd, Bldg. 118 Room 1062 Burbank, CA 91522-1181	Deanna Valdez Tel: 818-954-4264 Deanna.Valdez@warnerbro s.com	Acquired Programming				\$1,522.38
23	Vision Service Plan (CA) PO Box 45210 San Francisco, CA 94145		Benefits				\$1,019.22
24	Imagerights International, Inc. 105 Maxess Road, Suite 201 Melville, NY 11747	support@imagerights.com	Other	C,U, D			\$800.00
25	Aflac 1932 Wynnton Road Columbus, GA 31999-6005	Fax: 877-844-0201	Benefits				\$561.22
26	Public Storage 3810 Eagle Rock Blvd Los Angeles, CA 90065		Storage				\$486.00
27	Coffee Distributing Corp. 200 Broadway PO Box 766 Garden City Park, NY 11040-1055	Tel: 516-746-7010 Fax: 516-742-7018	Office Supplies				\$222.26
28	GLOBE STORAGE AND MOVING CO. INC. 665 BROADWAY - SUITE 301 New York, NY 10012	info@globemoving.com	Storage				\$190.53
29	Purchase Power PO Box 371874 Pittsburgh, PA 15250-7874		Postage				\$163.22
30	XUMO LLC 4 PARK PLAZA Suite 1500 Irvine, CA 92614	info@xumo.com	Media Placement				\$145.56

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

FUSE, LLC,

Debtor.

Chapter 11

Case No. 19-____ (____)

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the Debtor, certifies that the following is a corporation other than the Debtor, or a governmental unit, that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or states that there are no entities to report under FRBP 7007.1.

None [*check if applicable*]

Name: Fuse Media, LLC
Address: 700 North Central Avenue
Suite 600
Glendale, CA 91203

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE DISTRICT OF DELAWARE

In re:

FUSE, LLC,

Debtor.

Chapter 11

Case No. 19-____ (___)

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case:

Name and Last Known Address or Place of Business of Holder	Security Class	Number of Securities	Kind of Interest
Fuse Media, LLC 700 North Central Avenue Suite 600 Glendale, CA 91203			100% ownership interest

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

FUSE, LLC,

Debtor.

Chapter 11

Case No. 19-____ (____)

CERTIFICATION OF CREDITOR MATRIX

Pursuant to Rule 1007-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, the above captioned debtor (the “Debtor”) hereby certifies that the *Creditor Matrix* submitted herewith contains the names and addresses of the Debtor’s creditors. To the best of the Debtor’s knowledge, the *Creditor Matrix* is complete, correct, and consistent with the Debtor’s books and records.

The information contained herein is based upon a review of the Debtor’s books and records as of the petition date. However, no comprehensive legal and/or factual investigations with regard to possible defenses to any claims set forth in the *Creditor Matrix* have been completed. Therefore, the listing does not, and should not, be deemed to constitute: (1) a waiver of any defense to any listed claims; (2) an acknowledgement of the allowability of any listed claims; and/or (3) a waiver of any other right or legal position of the Debtor.