

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

04/20

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

1. Debtor's name Aftermaster, Inc.

2. All other names debtor used in the last 8 years
 Include any assumed names, trade names and *doing business as* names
FDBA Studio One Media, Inc.

3. Debtor's federal Employer Identification Number (EIN) 23-2517953

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>6671 Sunset Blvd., suite 1520</u>	
	<u>Los Angeles, CA 90028</u>	
	Number, Street, City, State & ZIP Code	P.O. Box, Number, Street, City, State & ZIP Code
	<u>Los Angeles</u>	
	County	Location of principal assets, if different from principal place of business
		Number, Street, City, State & ZIP Code

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

6. Type of debtor

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

Partnership (excluding LLP)

Other. Specify: _____

Debtor Aftermaster, Inc.
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>.

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

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

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

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

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 _____ Relationship _____
District _____ When _____ Case number, if known _____

Debtor **Aftermaster, Inc.**
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
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated Assets
- | | | |
|---|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input checked="" type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities
- | | | |
|--|--|--|
| <input type="checkbox"/> \$0 - \$50,000 | <input checked="" type="checkbox"/> \$1,000,001 - \$10 million | <input type="checkbox"/> \$500,000,001 - \$1 billion |
| <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

Debtor Aftermaster, Inc.
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 08 28 2020
MM / DD / YYYY

X 
Signature of authorized representative of debtor

Larry Ryckman
Printed name

Title CEO

18. Signature of attorney

X 
Signature of attorney for debtor

Date 8/28/2020
MM / DD / YYYY

Charles J. Brown, III
Printed name

Gellert Scali Busenkell & Brown, LLC
Firm name

1201 N. Orange Street
Suite 300
Wilmington, DE 19801
Number, Street, City, State & ZIP Code

Contact phone 302-425-5813 Email address cbrown@gsbblaw.com

3368 DE
Bar number and State

Fill in this information to identify the case:

Debtor name Aftermaster, Inc.
 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 _____

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

Executed on 08-28-20 x 
 Signature of individual signing on behalf of debtor

Larry Ryckman
 Printed name

CEO
 Position or relationship to debtor

B2030 (Form 2030) (12/15)

**United States Bankruptcy Court
District of Delaware**

In re Aftermaster, Inc.

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

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	\$	<u>10,000.00</u>
Prior to the filing of this statement I have received	\$	<u>10,000.00</u>
Balance Due	\$	<u>0.00</u>

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 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:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

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

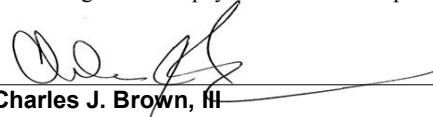
Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

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.

8/28/2020

Date



Charles J. Brown, III

Signature of Attorney

Gellert Scali Busenkell & Brown, LLC

1201 N. Orange Street

Suite 300

Wilmington, DE 19801

302-425-5813 Fax: 302-425-5814

cbrown@gsbblaw.com

Name of law firm

Fill in this information to identify the case:

Debtor name **Aftermaster, Inc.**
 United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**
 Case number (if known): _____

Check if this is an
 amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

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

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Auctus Fund LLC 545 Boylston Street Boston, MA 02116		All assets		\$1,575,000.00	\$436,707.45	\$1,138,292.55
Auctus Fund LLC 545 Boylston Street Boston, MA 02116		Promissory Note	Disputed			\$585,332.81
Bruce Pivic 1701 Decora Drive Rock Springs, WY 82901		Promissory Note				\$36,294.52
Carebourn Capital LLC 8700 Blackoaks Lane North Maple Grove, MN 55311		Promissory Note	Disputed			\$593,928.89
Cheryl Hintzen 1819 E. Morten Ave Suite 180 Phoenix, AZ 85253		Promissory Note	Disputed			\$175,893.89
Crossover Capital Fund, LLC I and II 3820 E. Mercer Way Mercer Island, WA 98040		Promissory Note	Disputed			\$593,928.89
GS Capital Partners LLC 30 Broad Street, Suite 1201 New York, NY 10004		Promissory Note	Disputed			\$149,096.64
Haynie & Company 1785 W. 2300 S. West Valley Salt Lake City, UT 84119		Accounting fees				\$130,605.72

Debtor **Aftermaster, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Hover 17, LLC 917 South Main Street Suite 100 Longmont, CO 80501		Promissory Note/Rent				\$77,333.40
Infinity Power and Controls, LLC 1701 Decora Dr. Rock Springs, WY 82901		Manufacturing	Disputed			\$414,077.00
Internal Revenue Service Department of the Treasury 941 P.O. Box 105083 Atlanta, GA 30348						\$298,994.83
Ira Gaines 1819 Morten Avenue, Suite 180 Phoenix, AZ 85253		Promissory Note	Disputed			\$1,020,807.18
JSJ Investments, Inc. 10830 North Central Expressway Suite 152 Dallas, TX 75231		Promissory Note	Disputed			\$177,517.70
Mike and Ann Metzler 740 Sterling Drive Cheyenne, WY 82009		Promissory Note				\$194,602.74
Norton Rose Fulbright US LLP 2200 Ross Avenue Suite 3600 Dallas, TX 75201		Legal fees				\$61,878.00
Odyssey Capital Funding LLC 1249 Broadway Suite 103 Hewlett, NY 11557		Promissory Note	Disputed			\$514,234.52
Red Clover Capital LLC 21218 St. Andrews Blvd. Suite 232 Boca Raton, FL 33433		Promissory Notes	Disputed			\$81,879.18

Debtor **Aftermaster, Inc.**
Name _____

Case number (if known) _____

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
State of California Employment Development Dept. PO BOX 989071 West Sacramento, CA 95798						\$50,993.17
Steelhouse Inc. 140 Scott Drive Menlo Park, CA 94025		Website advertising				\$424,978.00
Weststar Multimedia Entertainment 6135 N. 7th Street Phoenix, AZ 85201						\$15,000.00

Fill in this information to identify the case:

Debtor name Aftermaster, Inc.

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

**Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals**

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)	
1a. Real property: Copy line 88 from <i>Schedule A/B</i>	\$ <u>0.00</u>
1b. Total personal property: Copy line 91A from <i>Schedule A/B</i>	\$ <u>436,707.45</u>
1c. Total of all property: Copy line 92 from <i>Schedule A/B</i>	\$ <u>436,707.45</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>1,575,000.00</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>349,988.00</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>5,275,750.08</u>
4. Total liabilities Lines 2 + 3a + 3b	\$ <u>7,200,738.08</u>

Fill in this information to identify the case:

Debtor name Aftermaster, Inc.

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

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

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

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

Part 1: Cash and cash equivalents

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

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

All cash or cash equivalents owned or controlled by the debtor	Current value of debtor's interest
--	------------------------------------

3.	Checking, savings, money market, or financial brokerage accounts <i>(Identify all)</i>	Type of account	Last 4 digits of account number	
3.1.	<u>Fortress Bank</u>	<u>Operating account</u>	<u>2021</u>	<u>\$480.00</u>

4. **Other cash equivalents** *(Identify all)*

5. Total of Part 1. Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.	\$480.00
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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.

7.	Deposits, including security deposits and utility deposits	Description, including name of holder of deposit
7.1.	<u>Quik Tek Assembly for Printed Circuit Boards</u>	<u>Unknown</u>

7.2.	<u>Irell and Manella, Farjami and Farjami - legal service retainers</u>	<u>\$26,938.00</u>
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7.3.	<u>Rent Deposits for Trio Management</u>	<u>\$3,986.20</u>
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Debtor Aftermaster, Inc.
Name

Case number (if known) _____

7.4. **Rent Deposits for SJS Development** **\$5,256.53**

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

9. **Total of Part 2.**

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

\$36,180.73

Part 3: Accounts receivable

10. **Does the debtor have any accounts receivable?**

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

Part 4: Investments

13. **Does the debtor own any investments?**

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

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				
20.	Work in progress				
21.	Finished goods, including goods held for resale 3,000 Aftermaster Pro TV audio units		\$308,101.70		\$150,000.00

22. **Other inventory or supplies**

23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$150,000.00

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

Debtor Aftermaster, Inc.
Name

Case number (if known) _____

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.

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			
40. Office fixtures			
41. Office equipment, including all computer equipment and communication systems equipment and software Office equipment	\$40,046.72		\$40,046.72

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

43. **Total of Part 7.** Add lines 39 through 42. Copy the total to line 86. **\$40,046.72**

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

- No
- Yes

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

- No
- Yes

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.

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	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

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

of property (for example, acreage, factory, warehouse, apartment or office building, if available.)

55.1. 7825 E. Golding Dr.
Suite 101, Scottsdale
AZ 85260 Office Tenant \$0.00 \$0.00

56. **Total of Part 9.** \$0.00
 Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

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 <u>Nine patents, five trademarks</u>	<u>\$0.00</u>		<u>\$100,000.00</u>
61. Internet domain names and websites <u>Four websites</u>	<u>\$154,541.00</u>		<u>\$10,000.00</u>

- 62. **Licenses, franchises, and royalties**
- 63. **Customer lists, mailing lists, or other compilations**
- 64. **Other intangibles, or intellectual property**
- 65. **Goodwill**

66. **Total of Part 10.** \$110,000.00
 Add lines 60 through 65. Copy the total to line 89.

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

Debtor Aftermaster, Inc.
Name

Case number (if known) _____

Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

No. Go to Part 12.

Yes Fill in the information below.

Current value of debtor's interest

71. **Notes receivable**
Description (include name of obligor)

72. **Tax refunds and unused net operating losses (NOLs)**
Description (for example, federal, state, local)

73. **Interests in insurance policies or annuities**

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

Infinity Power and Controls, JSJ Investments, Quik Tek Assembly

Unknown

Nature of claim	<u>Various</u>
Amount requested	<u>\$33,000,000.00</u>

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

76. **Trusts, equitable or future interests in property**

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

Portable Studio Kiosks, mobile studio

\$100,000.00

78. **Total of Part 11.**

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

\$100,000.00

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

No

Yes

Debtor Aftermaster, Inc.
Name

Case number (if known) _____

Part 12: Summary

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

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$480.00</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$36,180.73</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$150,000.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$40,046.72</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.....></i>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$110,000.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	+ <u>\$100,000.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$436,707.45</u>	+ 91b. <u>\$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$436,707.45</u>

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 List At: OR to record:
9 Records(s) found (This page: 1 ~ 9)
 Refine Search
Current Search: **S1: (aftermaster)[COMB]** docs: 9 occ: 19

	Serial Number	Reg. Number	Word Mark	Check Status	Live/Dead
1	88338068		AFTERMASTER	TSDR	LIVE
2	88174963		AFTERMASTER SUPERBAR	TSDR	LIVE
3	87010654		AM AFTERMASTER PRO	TSDR	LIVE
4	86939064		AFTERMASTER PAD	TSDR	LIVE
5	86830827		AFTERMASTER HDR	TSDR	DEAD
6	86603965	5129667	AFTERMASTER	TSDR	LIVE
7	86823165		AFTERMASTER TV	TSDR	DEAD
8	76708250	4188326	AFTERMASTER HD AUDIO	TSDR	DEAD
9	76703426	4125656	AFTERMASTER	TSDR	LIVE

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Fill in this information to identify the case:

Debtor name Aftermaster, Inc.

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

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

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

Part 1: List Creditors Who Have Secured Claims

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

		Column A	Column B	
		Amount of claim	Value of collateral that supports this claim	
		Do not deduct the value of collateral.		
2.1	Auctus Fund LLC <small>Creditor's Name</small> 545 Boylston Street Boston, MA 02116 <small>Creditor's mailing address</small> <small>Creditor's email address, if known</small> Date debt was incurred 8/06/2018 Last 4 digits of account number Do multiple creditors have an interest in the same property? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	Describe debtor's property that is subject to a lien All assets Describe the lien UCC secured promissory note Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Fill out <i>Schedule H: Codebtors</i> (Official Form 206H) 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	\$1,575,000.00	\$436,707.45

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any. \$1,575,000.00

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

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

Name and address	On which line in Part 1 did you enter the related creditor?	Last 4 digits of account number for this entity

Fill in this information to identify the case:

Debtor name Aftermaster, Inc.

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

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

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
- Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

			Total claim	Priority amount
2.1	Priority creditor's name and mailing address Internal Revenue Service Department of the Treasury 941 P.O. Box 105083 Atlanta, GA 30348	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	\$298,994.83	\$298,994.83
	Date or dates debt was incurred Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Basis for the claim: Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
2.2	Priority creditor's name and mailing address State of California Employment Development Dept. PO BOX 989071 West Sacramento, CA 95798	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	\$50,993.17	\$50,993.17
	Date or dates debt was incurred Last 4 digits of account number Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)	Basis for the claim: Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

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

Debtor Aftermaster, Inc.		Case number (if known) _____	
Name			
3.1	Nonpriority creditor's name and mailing address Auctus Fund LLC 545 Boylston Street Boston, MA 02116 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$585,332.81
3.2	Nonpriority creditor's name and mailing address Bruce Pivic 1701 Decora Drive Rock Springs, WY 82901 Date(s) debt was incurred _____ Last 4 digits of account number _____	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 Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$36,294.52
3.3	Nonpriority creditor's name and mailing address Carebourn Capital LLC 8700 Blackoaks Lane North Maple Grove, MN 55311 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$593,928.89
3.4	Nonpriority creditor's name and mailing address Cheryl Hintzen 1819 E. Morten Ave Suite 180 Phoenix, AZ 85253 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$175,893.89
3.5	Nonpriority creditor's name and mailing address Crossover Capital Fund, LLC I and II 3820 E. Mercer Way Mercer Island, WA 98040 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$593,928.89
3.6	Nonpriority creditor's name and mailing address GS Capital Partners LLC 30 Broad Street, Suite 1201 New York, NY 10004 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$149,096.64
3.7	Nonpriority creditor's name and mailing address Haynie & Company 1785 W. 2300 S. West Valley Salt Lake City, UT 84119 Date(s) debt was incurred _____ Last 4 digits of account number _____	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 Basis for the claim: <u>Accounting fees</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$130,605.72

Debtor	Name	Case number (if known)
	Aftermaster, Inc.	
3.8	Nonpriority creditor's name and mailing address Hover 17, LLC 917 South Main Street Suite 100 Longmont, CO 80501 Date(s) debt was incurred _____ 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: <u>Promissory Note/Rent</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$77,333.40
3.9	Nonpriority creditor's name and mailing address Infinity Power and Controls, LLC 1701 Decora Dr. Rock Springs, WY 82901 Date(s) debt was incurred _____ 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 checked="" type="checkbox"/> Disputed Basis for the claim: <u>Manufacturing</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$414,077.00
3.10	Nonpriority creditor's name and mailing address Ira Gaines 1819 Morten Avenue, Suite 180 Phoenix, AZ 85253 Date(s) debt was incurred _____ 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 checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$1,020,807.18
3.11	Nonpriority creditor's name and mailing address JSJ Investments, Inc. 10830 North Central Expressway Suite 152 Dallas, TX 75231 Date(s) debt was incurred <u>4/4/2019, 6/24/2019</u> 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 checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$177,517.70
3.12	Nonpriority creditor's name and mailing address Michael D. Schwitz 924 Harbor Dr. South Venice, FL 34285 Date(s) debt was incurred _____ 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: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$10,000.00
3.13	Nonpriority creditor's name and mailing address Mike and Ann Metzler 740 Sterling Drive Cheyenne, WY 82009 Date(s) debt was incurred _____ 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: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$194,602.74
3.14	Nonpriority creditor's name and mailing address Munsch Hardt PC 500 N. Akand Street Suite 3800 Dallas, TX 75201 Date(s) debt was incurred _____ 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 checked="" type="checkbox"/> Disputed Basis for the claim: <u>Legal fees</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes \$7,852.00

Debtor **Aftermaster, Inc.** Case number (if known) _____
Name

3.15	Nonpriority creditor's name and mailing address Norton Rose Fulbright US LLP 2200 Ross Avenue Suite 3600 Dallas, TX 75201 Date(s) debt was incurred <u>2/2/2020-present</u> Last 4 digits of account number <u> </u>	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 Basis for the claim: <u>Legal fees</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$61,878.00
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3.16	Nonpriority creditor's name and mailing address Odyssey Capital Funding LLC 1249 Broadway Suite 103 Hewlett, NY 11557 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Note</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$514,234.52
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3.17	Nonpriority creditor's name and mailing address Red Clover Capital LLC 21218 St. Andrews Blvd. Suite 232 Boca Raton, FL 33433 Date(s) debt was incurred <u>7/12/2019, 5/7/2019</u> Last 4 digits of account number <u> </u>	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input checked="" type="checkbox"/> Disputed Basis for the claim: <u>Promissory Notes</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$81,879.18
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3.18	Nonpriority creditor's name and mailing address Steelhouse Inc. 140 Scott Drive Menlo Park, CA 94025 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u>	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 Basis for the claim: <u>Website advertising</u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$424,978.00
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3.19	Nonpriority creditor's name and mailing address West Corporation 7143540 W. Madison 4th Floor Chicago, IL 60661 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u>	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 Basis for the claim: <u> </u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$10,509.00
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3.20	Nonpriority creditor's name and mailing address Weststar Multimedia Entertainment 6135 N. 7th Street Phoenix, AZ 85201 Date(s) debt was incurred <u> </u> Last 4 digits of account number <u> </u>	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 Basis for the claim: <u> </u> Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$15,000.00
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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 Part1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any

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

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

Debtor **Aftermaster, Inc.**
Name

Case number (if known)

5a. Total claims from Part 1

5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

Total of claim amounts

5a. \$ 349,988.00

5b. + \$ 5,275,750.08

5c. \$ 5,625,738.08

Fill in this information to identify the case:

Debtor name Aftermaster, Inc.

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

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, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

No. Check this box and file this form 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 contacts of leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

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

<p>2.1. State what the contract or lease is for and the nature of the debtor's interest</p> <p>State the term remaining</p> <p>List the contract number of any government contract</p>	<p>Office Lease</p> <p>Ends 4/30/2021</p>	<p>Hover 17, LLC 917 South Main Street Suite 100 Longmont, CO 80501</p>
<p>2.2. State what the contract or lease is for and the nature of the debtor's interest</p> <p>State the term remaining</p> <p>List the contract number of any government contract</p>	<p>Manufacturing greement</p> <p>Ends 9/27/2026</p>	<p>Ritika Research Labs Mumbai India</p>
<p>2.3. State what the contract or lease is for and the nature of the debtor's interest</p> <p>State the term remaining</p> <p>List the contract number of any government contract</p>	<p>Revenue Agreement - Share in Gross Profits</p> <p>Expires 12/19/2030</p>	<p>Sheldon Yakus 1778 Lantana Dr. Minden, NV 89423</p>
<p>2.4. State what the contract or lease is for and the nature of the debtor's interest</p> <p>State the term remaining</p> <p>List the contract number of any government contract</p>	<p>Settlement Agreement, Share in Gross Profits</p> <p>Expires 12/1/2022</p>	<p>Steelhouse, Inc. 3644 Eastham Dr. Culver City, CA 90232</p>

Debtor 1 **Aftermaster, Inc.**
First Name Middle Name Last Name

Case number (if known) _____



Additional Page if You Have More Contracts or Leases

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

2.5. State what the contract or lease is for and the nature of the debtor's interest **Warehouse Lease**

State the term remaining **Month to Month**

List the contract number of any government contract _____

**Trio Management
12565 N. 91st Way
Scottsdale, AZ 85260**

Fill in this information to identify the case:

Debtor name Aftermaster, Inc.

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

**Official Form 206H
Schedule H: Your 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. Do you 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	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.2	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.3	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G
2.4	_____	Street _____ City State Zip Code	_____	<input type="checkbox"/> D <input type="checkbox"/> E/F <input type="checkbox"/> G

Fill in this information to identify the case:

Debtor name Aftermaster, Inc.

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

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 7/01/2020 to Filing Date

Operating a business
 Other _____

\$83,597.98

For prior year:
From 7/01/2019 to 6/30/2020

Operating a business
 Other _____

\$560,129.74

For year before that:
From 7/01/2018 to 6/30/2019

Operating a business
 Other _____

\$976,322.00

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)

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 \$6,825. (This amount may be adjusted on 4/01/22 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 of value

Reasons for payment or transfer
Check all that apply

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

Debtor **Aftermaster, Inc.**

Case number (if known) _____

or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 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 Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. Larry Ryckman 7780 E. Vaquero Dr. Scottsdale, AZ 85258 Officer, Director, Shareholder		\$160,402.08	Salary, loan expense reimbursements
4.2. Mark Depew 1325 Deerbrooke Trail Cheyenne, WY 82009 Officer, Director, Shareholder		\$86,496.51	Salary, loan expense reimbursements
4.3. Mirella Chavez 6323 W. Desert Hills Dr. Glendale, AZ 85304 Officer, Director, Shareholder		\$61,202.41	Salary, Loan and expense reimbursements
4.4. Arnold Weintraub 6700 Ridgefield Circle Unit 203 West Bloomfield, MI 48322 Officer, Director and Shareholder		\$17,400.90	Patent, trademark legal expenses

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	Describe of the Property	Date	Value of property
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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
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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 Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Aftermaster vs Infinity Power and Controls CV-05771-CJC FFM	Breach of contract, negligence, fraud	USDC Central District of California 411 West Fourth Street Santa Ana, CA 92701	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Debtor **Aftermaster, Inc.**

Case number (if known) _____

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.2. Infinity Power and Controls vs. Aftermaster, Inc. CV2019-053231	Unpaid invoice	Superior Court of the State of Arizona	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3. JSJ Investments vs. Aftermaster, Inc. DC-19-20517	Promissory notes	95th Civ. Dist. Crt. for Dallas County 600 Commerce Street 6th Floor New Tower Dallas, TX 75202	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.4. Bradley Davis vs. Aftermaster, Inc. 19STCV30757	Unpaid commissions	Superior Court of CA County of LA 111 North Hill Street Los Angeles, CA 90012	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

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

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
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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	Dates of loss	Value of property lost
	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).		

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? Address	If not money, describe any property transferred	Dates	Total amount or value
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Debtor **Aftermaster, Inc.**

Case number (if known)

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Gellert Scali Busenkell & Brown, LLC 1201 N. Orange St Suite 300 Wilmington, DE 19801		8/28/2020	\$10,000.00
	Email or website address rgellert@gsbblaw.com			
	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
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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? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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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
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Part 8: Health Care Bankruptcies

15. Health Care bankruptcies

Is the debtor primarily engaged in offering services and facilities for:
 - diagnosing or treating injury, deformity, or disease, or
 - providing any surgical, psychiatric, drug treatment, or obstetric care?

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

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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Part 9: Personally Identifiable Information

Debtor **Aftermaster, Inc.**

Case number (if known)

16. Does the debtor collect and retain personally identifiable information of customers?

- No.
- Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- No. Go to Part 10.
- Yes. Does the debtor serve as plan administrator?

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 or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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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 Address	Description of the contents	Do you still have it?
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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	Do you still have it?
Warehouse 8260 E. Gelding Dr., Suite 102 Scottsdale, AZ 85260	Mirella Chavez, Larry Ryckman 7780 E. Vaquero Dr. Scottsdale AZ 85260	Portable recording metal shells	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes
Storage Unit 5825 Santa Monica Blvd. Los Angeles, CA 90038	Mirella Chavez, John Lombarda	Misc. furniture	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes

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

Debtor **Aftermaster, Inc.**

Case number (if known) _____

Part 12: Details About Environment 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 Case number	Court or agency name and address	Nature of the case	Status of case
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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
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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
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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 address	Describe the nature of the business	Employer Identification number <small>Do not include Social Security number or ITIN.</small>	Dates business existed
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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	Date of service From-To
26a.1. Mirella Chavez 7825 E. Gelding Dr. Suite 101 Scottsdale, AZ 85260	2010 to present
26a.2. Haynie & Company 50 West Broadway Suite 500 Salt Lake City, UT 84123	2018 to present

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement

Debtor **Aftermaster, Inc.**

Case number (if known) _____

within 2 years before filing this case.

None

Name and address	Date of service From-To
26b.1. Brit Summerill 5251 S. Green Street Suite 350 Salt Lake City, UT 84123	2010 to present

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

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. Securities & Exchange Commission 100 F Street, NE Washington, DC 20549

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
27.1 Mirella Chavez	6/15/2020	40,046.72

Name and address of the person who has possession of inventory records
Mirella Chavez 7825 E. Gelding Dr. Suite 101 Scottsdale, AZ 85260

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
Mark Depew	1325 Deerbrooke Trail Cheyenne, WY 82009	Senior Executive Vice President	13
Mirella Chavez	6323 W. Desert Hills Dr. Glendale, AZ 85304	CFO	8
Larry Ryckman	7780 E. Vaquero Dr. Scottsdale, AZ 85258	CEO	7

Debtor **Aftermaster, Inc.**

Case number (if known) _____

Name	Address	Position and nature of any interest	% of interest, if any
Arnold Weintraub	6700 Ridgefield Circle Unit 203 West Bloomfield, MI 48322	Director	4

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.

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
30.1	Larry Ryckman 7780 E. Vaquero Dr. Scottsdale, AZ 85258	160,402.08	Last fiscal year	Salary and reimbursement
	Relationship to debtor Director, Officer, Shareholder			
30.2	Mark Depew 1325 Deerbrooke Trail Cheyenne, WY 82009	86,496.41	Last fiscal year	Salary and expense reimbursements
	Relationship to debtor Director, Officer, Shareholder			
30.3	Mirella Chavez 6323 W. Desert Hills Dr. Glendale, AZ 85304	61,202.41	Last fiscal year	Salary and reimbursements
	Relationship to debtor Director, Officer, Shareholder			
30.4	Arnold Weintraub 6700 Ridgefield Circle Unit 203 West Bloomfield, MI 48322	17,400.90	Last fiscal year	Salary and reimbursements
	Relationship to debtor Director, Officer, Shareholder			

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	Employer Identification number of the parent corporation
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Debtor Aftermaster, Inc.

Case number (if known) _____

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 parent corporation

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 08/28/20


Signature of individual signing on behalf of the debtor

Larry Ryckman
Printed name

Position or relationship to debtor CEO

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

- No
- Yes

**United States Bankruptcy Court
District of Delaware**

In re Aftermaster, Inc.

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the CEO of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:

08-28-20



Larry Ryckman/CEO
Signer/Title

AFTERMASTER, INC.
6671 SUNSET BLVD., SUITE 1520
LOS ANGELES, CA 90028

INFINITY POWER AND CONTROLS, LLC
1701 DECORA DR.
ROCK SPRINGS, WY 82901

CRITIKA RESEARCH LABS
MUMBAI
INDIA

CHARLES J. BROWN, III
GELLERT SCALI BUSENKELL & BROWN,
1201 N. ORANGE STREET
SUITE 300
WILMINGTON, DE 19801

INTERNAL REVENUE SERVICE
DEPARTMENT OF THE TREASURY
941
P.O. BOX 105083
ATLANTA, GA 30348

SHELDON YAKUS
1778 LANTANA DR.
MINDEN, NV 89423

AUCTUS FUND LLC
545 BOYLSTON STREET
BOSTON, MA 02116

IRA GAINES
1819 MORTEN AVENUE, SUITE 180
PHOENIX, AZ 85253

STATE OF CALIFORNIA
EMPLOYMENT DEVELOPMENT DE
PO BOX 989071
WEST SACRAMENTO, CA 95798

BRUCE PIVIC
1701 DECORA DRIVE
ROCK SPRINGS, WY 82901

JSJ INVESTMENTS, INC.
10830 NORTH CENTRAL EXPRESSWAY
SUITE 152
DALLAS, TX 75231

STEELHOUSE INC.
140 SCOTT DRIVE
MENLO PARK, CA 94025

CAREBOURN CAPITAL LLC
8700 BLACKOAKS LANE
NORTH MAPLE GROVE, MN 55311

MICHAEL D. SCHWITZ
924 HARBOR DR. SOUTH
VENICE, FL 34285

STEELHOUSE, INC.
3644 EASTHAM DR.
CULVER CITY, CA 90232

CHERYL HINTZEN
1819 E. MORTEN AVE SUITE 180
PHOENIX, AZ 85253

MIKE AND ANN METZLER
740 STERLING DRIVE
CHEYENNE, WY 82009

TRIO MANAGEMENT
12565 N. 91ST WAY
SCOTTSDALE, AZ 85260

CROSSOVER CAPITAL FUND, LLC I AND
3820 E. MERCER WAY
MERCER ISLAND, WA 98040

MUNSCH HARDT PC
500 N. AKAND STREET
SUITE 3800
DALLAS, TX 75201

WEST CORPORATION
7143540 W. MADISON
4TH FLOOR
CHICAGO, IL 60661

GS CAPITAL PARTNERS LLC
30 BROAD STREET, SUITE 1201
NEW YORK, NY 10004

NORTON ROSE FULBRIGHT US LLP
2200 ROSS AVENUE
SUITE 3600
DALLAS, TX 75201

WESTSTAR MULTIMEDIA ENTERT
6135 N. 7TH STREET
PHOENIX, AZ 85201

HAYNIE & COMPANY
1785 W. 2300 S.WEST VALLEY
SALT LAKE CITY, UT 84119

ODYSSEY CAPITAL FUNDING LLC
1249 BROADWAY
SUITE 103
HEWLETT, NY 11557

HOVER 17, LLC
917 SOUTH MAIN STREET
SUITE 100
LONGMONT, CO 80501

RED CLOVER CAPITAL LLC
21218 ST. ANDREWS BLVD.
SUITE 232
BOCA RATON, FL 33433

**United States Bankruptcy Court
District of Delaware**

In re **Aftermaster, Inc.**

Debtor(s)

Case No.

Chapter **11**

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 undersigned counsel for **Aftermaster, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

8/28/2020

Date



Charles J. Brown, III

Signature of Attorney or Litigant
Counsel for **Aftermaster, Inc.**

Gellert Scali Busenkell & Brown, LLC

1201 N. Orange Street

Suite 300

Wilmington, DE 19801

302-425-5813 Fax:302-425-5814

cbrown@gsbblaw.com

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

In re:

Aftermaster, Inc.,¹

Debtor.

Chapter 11

Case No. 20- ()

LIST OF EQUITY SECURITY HOLDERS

In accordance with Rule 1007(a)(3) for filing int his Chapter 11 case, attached hereto as Exhibit A is a list of the equity security holders of Debtor Aftermaster, Inc.

¹ The last four digits of the Debtor's federal tax identification number are 7953. The Debtor's service address for the purpose of this Chapter 11 case is: Aftermaster, Inc., Attn: Larry Ryckman, 6671 Sunset Blvd., Suite 1520, Los Angeles, CA 90028.

EXHIBIT A

Owner Name	Second Owner	Address 1	Address 2	City	State	Zip	Shares
IRA GAINES		7000 N 16TH ST	SUITE 503	PHOENIX	AZ	85020	5,370,004.00
J B DIVERSIFIED FNCL CORP 401K	JOHN BOESL TTEE FBO JOHN BOESL ROTH 401K	7377 E DOUBLETREE RANCH RD #290		SCOTTSDALE	AZ	85258	60,000.00
J W RICH INVESTMENTS CO	JOE RICH TR FBO EMPLOYEES PENSION FUND 01/01/75	796 9TH ST		SAN PEDRO	CA	90731	7.00
JAMES A FARRELL		5953 SWAYING PINE LANE		MEMPHIS	TN	38115	1.00
JAMES A SMITH &	GLORIA SMITH JT TEN	110 BLUEGRASS PKWY		LEBANON	TN	37087	1.00
JAMES ALAN PATTERSON		2587 SW 45TH STREET		CORVALLIS	OR	97333	25,000.00
JAMES C YARDLEY		229 MAPLE		WILMETTE	IL	60091	107,992.00
JAMES ERCEG		10810 STOCKBRIDGE LANE		MONTGOMERY	OH	45249	1.00
JAMES G BLACKBURN		15274 BURNABY DRIVE		NAPLES	FL	34110	83,333.00
JAMES HALL &	JOAN HALL JT TEN	979 WINFIELD COURT		SIDNEY	OH	45365	1.00
JAMES M HOKE		5936 E QUARTZ MTN RD		PARADISE VALLEY	AZ	85253	8,333.00
JAMES PAPPAS &	PATRICIA PAPPAS JT TEN	13012 TAMARACK RD		SILVER SPRING	MD	20904	1.00
JAMES R KEILENER		602 CHARLES STREET		SUPERIOR	CO	80027	50,000.00
JAMES RINALDI		9756 COBBLESTONE DRIVE		CLARENCE	NY	14031	1,148,334.00
JAMES V RAUH		6343 S QUEENSBURG COURT		AURORA	CO	80016	803,462.00
JANICE DICKINSON		C/O HIRSCH, WALLERSTEIN, ET AL	10100 SANTA MONICA BLVD STE 1700	LOS ANGELES	CA	90067	4,167.00
JASMINE NICOLE SMITH		2601 190TH ST #B		REDONDO BEACH	CA	90278	500.00
JASON M KOONIN		1 HUMMINGBIRD		IRVINE	CA	92604	20,000.00
JAY R SCHNEIDER		2850 E CAMELBACK ROAD SUITE 180		PHOENIX	AZ	85016	33,333.00
JEFF PIVIC		2410 NW MULKEY AVENUE		CORVALLIS	OR	97330	83,333.00
JEFFREY A GROSSMAN		35 ROCHELLE DR		NEW CITY	NY	10956	139,602.00
JEFFREY LLOYD		1941 THAYER AVE		LOS ANGELES	CA	90024	1.00
JENNIFER L MARSELLA		1926 E CAMELBACK RD	#645	PHOENIX	AZ	85106	500.00
JENNIFER ROBINSON		15151 N FRANK LLOYD WRIGHT BLVD	UNIT #2075	SCOTTSDALE	AZ	85260	19,750.00
JENNY L NORDWICK		2713 PLAINS STREET		LARAMIE	WY	82072	30,303.00
JEREMIE MICHAEL VAUGHT &	PAMELA JOY VAUGHT JTWROS	16108 E FAIRVIEW ST		GILBERT	AZ	85295	500,000.00
JILL RUTH PIVIC		301 INVERNESS WAS S #306		ENGLEWOOD	CO	80112	83,333.00
JOE C CASTRO TTEE	DTD 5/27/03 FBO JOE C CASTRO LIVING TRUST	8045 W EMORY LANE		PEORIA	AZ	85383	5,000.00
JOE GUIOT	& BETH GUIOT JTWROS	30209 E ALLEN ROAD		BUCKNER	MO	64016	55,615.00
JOE HRUDKA		7337 E IRONWOOD COURT		SCOTTSDALE	AZ	85258	67.00
JOHN ARRILLAGA TTEE	OF JOHN ARRILLAGA SURVIVORS TR UTA DTD 7/20/77	2560 MISSION COLLEGE BLVD #101		SANTA CLARA	CA	95054	1,234.00
JOHN BOESL		6233 N 75TH ST		SCOTTSDALE	AZ	85250	88,000.00
JOHN C BARTH	& MARY J BARTH JTWROS	5622 CEDAR PLACE		PARKVILLE	MO	64152	100,000.00
JOHN C BINNS		102 SOUTH STREET #9		CARROLTON	GA	30117-3815	3.00
JOHN C MCKINLEY	& KATHLEEN F MCKINLEY JTWROS	8714 COWPOKE RD		CHEYENNE	WY	82009	1,203,333.00
JOHN F RASOR		6038 E SUNNYSIDE DRIVE		SCOTTSDALE	AZ	85254	250,000.00
JOHN FENDRICH		126 BERNARD DRIVE		RED BARK	NJ		15,000.00
JOHN J CONNELLY		8165 FLOSS LANE		AMNERST	NY	14051	11,000,000.00
JOHN KINSTLER		26 HIDDEN HOLLOW TRAIL		MADISON	WI	53717	4,000.00
JOHN LOMBARDO		1545 N LAS PALMAS AVE	APT 18	LOS ANGELES	CA	90028	47,055.00
JOHN M HILLIS		400 RUSSELL PARK		DAVIS	CA	95616	1,827,851.00
JOHN P PATTI JR		10 MEADOWBROOK DRIVE		ELMA	NY	14059	100,000.00
JOHN SELBAK		11 HIGHWOOD CT		AZUSA	CA	91702	22,727.00
JOHN T PALMER		7 PADANARAM RD	UNIT 202	DANBURY	CT	06811	7.00
JOLYNN SPRADLIN		2124 WARUICK PLACE		FT SMITH	AR	72903	100,000.00
JON R THORNE		5733 WEST IRONWOOD DR		GLENDALE	AZ	85302	250,000.00
JONATHAN SIBONY		59 HEATH PLACE		HAMPSTEAD	QC	H3X 3L6	1,000,000.00
JOSEPH A PANELLA JR TTEE	PANELLA LIVING TRUST MAY 11, 2004	2029 SE OXTON DRIVE		PORST ST LUCIE	FL	34952	6,667.00
JOSEPH MYERS		160 RAM DRIVE		HANOVER	PA	17331	106,148.00
JOSEPH WILLIAM RICH		796 W 9TH ST		SAN PEDRO	CA	90731	2.00
JRH TOS INVESTMENTS LLC		10307 ST JAMES PLACE		MUNSTER	IN	46321	33,333.00
JUDITH PLATT WARTELS		136 GLEN EDDY DRIVE		NISKAYUBA	NY	12309	20.00
KAREN CELAYA		6233 N 75TH STREET		SCOTTSDALE	AZ	85250	30,000,000.00
KATHLEEN APOSHIAN		3045 WAGONMASTER RD		PLACERVILLE	CA	95667-8581	1.00
KATHLEEN DAVIES		10714 CAMINITO CASCARA		SAN DIEGO	CA	92108	1.00
KATHRYN RYAN		5337 E CALLE REDONDA		PHOENIX	AZ	85018	333,333.00
KAYLA DEPEW		1325 DEERBROOKE TRAIL		CHEYENNE	WY	82009	80,000.00
KEITH DENNER		201 SOUTH 5TH ST	STE 202	AMES	IA	50266	105.00
KEITH J WARCHOL		440 JACARANDA DR		CHULA VISTA	CA	91910-5001	50,000.00
KEITH V DENNER REVOCABLE TRUST	DTD 02/24/1994 KEITH V DENNER TTEE	201 S 5TH ST #202		AMES	IA	50010	100,000.00
KELLY HILCOVE		8300 E VIA VENTURA	UNIT 1029	SCOTTSDALE	AZ	85258	25,000.00
KENNETH PEARSEN		5142 ROCKLEDGE DRIVE		CLARENCE	NY	14031	50,000.00
KENT A BARGHOLS		7217 OLIVER SMITH DR		URBANDALE	IA	50322	30,000.00
KENT W CASEY		15034 N 54TH STREET		SCOTTSDALE	AZ	85254	44,000.00
KEVIN BRENT HARVEY		7646 KESTER AVE		VAN NUYS	CA	91405	5,000.00
KEVIN P BRUNSON		3043 TIFFANY LANE		LOLTON	CA	92324	4,225.00
KEY ASSETS LLC		PO BOX 675993		RANCHO SANTA FE	CA	92067	50,000.00
KFT LLP		6200 E HUNTRESS DR		PARADISE VALLEY	AZ	85253	25,000.00
KINGDOM BUILDING INC		572 HIDDEN RIDGE CT		ENCINITAS	CA	92024	2,750,000.00
KIRBY STANISKAUS		PO BOX 682		CHANUTE	KS	66720	57,143.00
KIRK SHAW TTEE	DTD 5/6/98 OCOTILLO TRUST	7707 E SANTA CATALINA DRIVE		SCOTTSDALE	AZ	85225	8,333.00
KNAUSS FAMILY LLC		407 S DECISION PINE		PAYSON	AZ	85541	33,333.00
KOLE T STREBEL		350 6TH AVE		VENICE	CA	90291	800,000.00
KRISTOFER E HALVORSON		2102 ARROWHEAD DRIVE		CHANDLER	AZ	85224	37,500.00
KULMAN IR LLC		18851 N E 29TH AVE	STE 700	AVENTURA	FL	33180	7,500.00
KYLE A HULTQUIST		3337 EAST ONYX AVE		PHOENIX	AZ	85028	75,000.00
KYLE DEPEW		1325 DEERBROOKE TRAIL		CHEYENNE	WY	82009	170,000.00
KYLE HEFFERNAN		5025 N 68TH ST		SCOTTSDALE	AZ	85053	1,000.00
LARRY BURESH		109 KREMER FALLS TRACE		CANTON	GA	30114	8,626.00

Owner Name	Second Owner	Address 1	Address 2	City	State	Zip	Shares
STANLEY GOLDSTEIN		16 ROCKLEDGE AVE 7F2		OSSINING	NY	10562	401,622.00
STATE OF OKLAHOMA UNCLAIMED PROPERTY DIVISION		2300 N LINCOLN BLVD, ROOM 217	OKLAHOMA CITY	OK	OK		20.00
STEPHEN COSTANTINO		4510 WHITSETT AVENUE (REAR HOUSE)		STUDIO CITY	CA	91604	2,500.00
STEPHEN D SNYDER		5400 CHENONCEAU BLVD	APT 610	LITTLE ROCK	AR	72223	275,000.00
STEPHEN HOCHSCHULER		4240 PRESCOTTS AVE	UNIT 2F	DALLAS	TX	75219	65,000.00
STEVEN E JONES & STEVEN K PHELPS & STEVEN M PECK	SHANNON JONES JTROS KIMBERLEY J PHELPS JTWROS	4402 N ARCADIA DRIVE 6262 W KENT DRIVE 980 S WISTERIA DRIVE		PHOENIX CHANDLER MALVERN	AZ AZ PA	85018 85226-1171 19355	8,333.00 774,321.00 20.00
STEVEN M SILVER STEVEN PHELPS		PO BOX 5795 6262 W KENT DRIVE		BALTIMORE CHANDLER	MD AZ	21282 85226	10,000.00 2,750,000.00
SUNDANCE FINANCIAL CORP TARA INK TED J FOWLER		ATTN LARRY RYCKMAN 1666 KENNEDY CAUSEWAY STE 703 2422 IRON CANYON DRIVE	7780 VAQUERO DR	SCOTTSDALE MIAMI BEACH PARK CITY	AZ FL UT	85058 33141 84080	2,191,653.00 13,788.00 666,666.00
TEXAS COMPTROLLER OF PUBLIC ACCOUNTS THE 4K TRUST DTD 6/21/07 JAMES LENTINE THE GLORIA ADAMS REV TRUST DTD 8/15/98	AND DEBORAH LENTINE TTEE GLORIA ADAMS TRUSTEE	UNCLAIMED PROPERTY DIVISION 13607 N 87TH STREET 9519 CARTERWOOD RD	PO BOX 12019	AUSTIN SCOTTSDALE RICHMOND	TX AZ VA	78711 85260 23229	124.00 500,000.00 40,000.00
THE GOLDSTEIN COMPANY THE HODGDON FAMILY TRUST THE KAHN FAMILY TRUST THE LOVELL FAMILY TRUST DTD 03/12/2002	DTD 10/09/2007 HAROLD ALAN HODGDON & LARRY & NANJI KAHN TTEES DTD 7/22/2005 PHILLIP P LOVELL & ELIZABETH G	1644 COURTNEY AVENUE PAMELA M HODGDON TTEE 2751 AVENIDA SIMI LOVELL TTEE	1024 BAYSIDE DDRIVE PMB 136	LOS ANGELES NEWPORT BEACH SIMI VALLEY PARADISE VALLEY	CA CA CA AZ	90046 92660 93063 85253	15,000.00 52,000.00 50,000.00 100,100.00
THEODORE AMENDOLA THOMAS A WAITE FAMILY TRUST THOMAS E BROWN THOMAS E MARREEL & THOMAS GENE FISHER THOMAS J SCHWARTZ TR DTD 01/23/1996 THOMAS L DAVIS REVOCABLE TRUST DTD	DATED APRIL 26 2009 THOMAS A WAITE TTEE JULIA C MARREEL TTEE DTD 1/18/06 THE MARREEL FAMILY TRUST THOMAS J SCHWARTZ TTEE 2/26/99 THOMAS L DAVIS & RENEE EILEEN DAVIS TTEE	11251 E APPALOOSA PLACE 6502 E EXETER BLVD 2980 1 N 49TH ST 616 W SAN MARCOS DRIVE 1302 W. DRIVERS WAY 5550 RIVER PARK DR 919 CLARKLEEN ROAD		SCOTTSDALE SCOTTSDALE CAVE CREEK CHANDLER TEMPE LIBERTYVILLE GILLETTE	AZ AZ AZ AZ AZ IL WY	85259 85251 85331 85255 85284 60048 82718	8,333.00 300,500.00 39,000.00 33,333.00 3,241,667.00 16,250.00 266,667.00
THOMAS L KINDER THOMAS M THOMPSON THOMAS R KLUBEK THOMAS W THAYER TIM DISBROW TIMOTHY GRUBB TIMOTHY J CALLAHAN TOBY POGUE TOM E WEBER TONY QUIST TRACY L MCGRADY		2900 CLIFF DR PO BOX 2510 4084 RIDGEFIELD TER 5437 COUNTY ROAD 11210 E DEL TIMBRE 20988 N 82ND LANE 1831 S MANOR LANE 10198 N 116 LANE 11272 E OHZA AVE 16614 N 35TH ST C/O BLVD MGMT		NEWPORT BEACH GLOBE HAMBURG FITCHBURY SCOTTSDALE PEORIA LAKEWOOD YOUNGTOWN MESA PHOENIX WOODLAND HILLS	CA AZ NY WI AZ AZ CO AZ AZ AZ CA	92663 85502 14075 53575 85259 85382 80232 85363 85212 85032 91367	1,384,739.00 38,462.00 10,000,000.00 40,000.00 16,667.00 183,365.00 20,000.00 1,000.00 20,000.00 1,000.00 64,000.00
TRITON OCEANIC LLC TROCADERO VENTURE PARTNERS LLC TROY EDGAR & UBS FINANCIAL SERVICES INC VICTOR REGENBOGEN VICTOR S REGENBOGEN VINCENT D CHANG WALLACE C HARTLEY LLC WASHINGTON DEPT OF REVENUE WATSON REVOCABLE TR WENDY ELIZABETH LOVELL WENDY GALLAGHER WEST DESERT PARTNERS LLC WEST VIRGINIA STATE TREASURER'S OFFICE WILLIAM ANDY THOMPSON WILLIAM D HARTLEY WILLIAM F VALENTINE WILLIAM H ATKINSON WILLIAM H STEVENS WILLIAM LANE WILLIAM R FORD JR WILLIAM R HAMPTON WILLIAM V ANDREW WISCONSIN UNCLAIMED PROPERTY WISE FAMILY TRUST U/T/A DTD MAY 2 2003 ZACH LANDUA	KARL EDGAR JTROS CUSTODIAN FBO SAMUEL R HUMPHREY IRA & SUZANNE E CHANGE JTWROS DTD 1/20/99 & JANET S HARTLEY JTWROS & PATRICIA R ANDREW TTEE ANDREW REV TRUST DTD 05/04/1994 DENNISE WISE AND MARY CONWAY WISE TTEE	412 N MAIN STREET 4836 E MOONLIGHT WAY 214 TUCKAHOE COVE 50 PARKER DRIVE 50 PARKER DR 8050 BARONY WOODS 1013 FORKLANDING ROAD UNCLAIMED PROPERTY SECTION 10440 NORTH 83RD STREET 4601 E FOOTHILL DRIVE 333 N CANAL STREET # 2506 15029 N THOMPSON PEAK PARKWAY UNCLAIMED PROPERTY DIVISION PO BOX 845 4523 MOUNT VERNDN DRIVE 362 TAMARACK DRIVE 112 TIMBER LAKE DR 1620 NE 105TH ST 3395 SUGAR VALLEY TRAIL 1066 CARTAGO COURT 81 BERESFORD CT 4189 W MILKY WAY CHEDDAR & CO 7652 E ACOMA 4819 W EL CAMINITO DRIVE	21650 OXNARD ST #1925 7780 VAQUERO DR ONE PLAYERS CLUB DRIVE	SCOTTSDALE BUFFALO PARADISE VALLEY MEMPHIS PITTSFORD PITTSFORD PITTSFORD CINNAMINSON RENTON SCOTTSDALE PARADISE VALLEY CHICAGO SCOTTSDALE CHARLESTON OURAY BRADENTON ROCK SPRINGS ELON COLLEGE MIAMI SHORES ALPHARETTA SPARKS WILLIAMSVILLE CHANDLER QUINCY SCOTTSDALE GLENDALE	AZ WY AZ TN NY NY NY NJ WA AZ AZ IL AZ WV CO FL WY NC FL GA NV NY AZ WI AZ AZ	85058 82834 85253 38117 14534 14534 14534 08077 98057 85258 85253 60606 85260 25311 81427 34210 82901 27244 33138 30022 89436 14221 85266 02171 85260 85302	750,654.00 500,000.00 10,000.00 200,000.00 200,000.00 50,000.00 163,864.00 67.00 46.00 61,499.00 52,000.00 131,097.00 1.00 70,000.00 1,109,000.00 83,333.00 67.00 564.00 150,000.00 520,000.00 511,000.00 66,667.00 4,006.00 500,000.00 2,864.00

Fill in this information to identify the case:

Debtor name Aftermaster, Inc.
 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 List of Equity Security Holders

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

Executed on

08-28-20

x



Signature of individual signing on behalf of debtor

Larry Ryckman

Printed name

CEO

Position or relationship to debtor

**CERTIFICATE OF RESOLUTION
AUTHORIZING PREPARATION FOR FILING OF
VOLUNTARY PETITION FOR REORGANIZATION
UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

At a special meeting of the Board of Directors (the “Board of Directors”) of Aftermaster, Inc., a Delaware corporation (the “Corporation”), duly constituted and held on August 28, 2020, the following resolutions were discussed and thereafter adopted by unanimous consent:

WHEREAS, the Board of Directors of the Corporation has evaluated and considered the financial condition, results of operations and projected cashflows of the Corporation, the Corporation’s efforts to secure additional debt or equity financing, the results of those efforts, the offer received by the Corporation to acquire the Corporation and its software business through a reorganization of the Corporation, options available to the Corporation and prospects for maximizing the value of the Corporation and returns to the stakeholders of the Corporation and information and recommendations of its executive officers of, and counsel to, the Corporation concerning the financial condition of the Corporation; and

NOW, THEREFORE, BE IT:

RESOLVED, that in the judgment of the Board of Directors, it is in the best interests of the Corporation, its creditors, stockholders and other interested parties, that a petition for reorganization of the Corporation be filed under the provisions of Chapter 11, Subchapter V of Title 11 of the United States Code (the “Bankruptcy Code”);

RESOLVED, that the terms of the proposed debtor in possession financing facility on an unsecured basis (the “DIP Facility”) are hereby approved and the Authorized Officer (as defined below) is hereby authorized and directed to execute and deliver to the appropriate parties, in the name and on behalf of the Corporation, the DIP Facility documents, together with all schedules and exhibits thereto, and such other agreements, instruments and documents as may be necessary or appropriate to consummate the transactions contemplated thereby, together with such changes and modifications as such Authorized Officers may deem necessary or appropriate, such Authorized Officer’s approval to be conclusively evidenced by the execution and delivery of any such agreement, instrument, certificate or related document.

RESOLVED, that the Chief Executive Officer (the “Authorized Officer”) is hereby authorized, empowered and directed, on behalf of the Corporation, to take all necessary actions and make all necessary preparations for the Corporation to commence a case under Chapter 11, Subchapter V of the Bankruptcy Code (the “Chapter 11 Case”), and to commence the Chapter 11 Case, in the venue that the Authorized Officer deems appropriate and at such time that the Authorized Officer deems appropriate, in the exercise of his discretion and professional expertise;

RESOLVED, that the Authorized Officer of the Corporation shall be and hereby is authorized and directed to do and perform all such acts and things to be prepared to execute and file all petitions, plans, pleadings, schedules, lists, statements, applications, documents,

certificates and other papers, and to take such other steps as may be deemed necessary or desirable in order to conduct a case under Chapter 11 of the Bankruptcy Code and to effectuate a reorganization of the Corporation under Chapter 11 as is deemed appropriate;

RESOLVED, that the Corporation shall employ, subject to any requisite bankruptcy court approval, the law firm of Gellert Scali Busenkell and Brown, LLC as general reorganization counsel to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officer is hereby authorized and directed to cause to be filed an appropriate application for authority to retain the services of Gellert Scali Busenkell & Brown, LLC;

RESOLVED, that the Corporation shall employ, subject to any requisite bankruptcy court approval, such other professionals and persons as the Authorized Officer determines are necessary in order to conduct the Chapter 11 Case and to operate the business while subject to the jurisdiction of the Bankruptcy Court;

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Officer, the Authorized Officer and such other officers of the Corporation as any Authorized Officer shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Officer, be authorized and empowered to cause the Corporation to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, declarations, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates and other documents, and to take such other actions as in the judgment of such officer shall be or become necessary, proper and desirable to conduct the Chapter 11 Case and to effectuate a reorganization or liquidation of the Corporation as is deemed appropriate; and

RESOLVED, that any and all actions heretofore or hereafter taken by the officers or directors of the Corporation in the name of and on behalf of the Corporation in furtherance of any or all of the foregoing resolutions are hereby ratified and confirmed in their entirety.

I, the undersigned, Chief Executive Officer of Aftermaster, Inc., do hereby certify that the foregoing is a true, complete and accurate copy of the resolutions duly adopted by the Board of Directors of said Corporation by unanimous consent; and I do further certify that these resolutions have not been altered, amended, repealed or rescinded and are now in full force and effect.

The undersigned further certifies that the Board of Directors had at the time of the adoption of said resolutions full power and authority to adopt said resolutions, and that the Board of Directors now has said power and authority.

IN WITNESS WHEREOF, I have hereunto subscribed my name in my professional capacity with Aftermaster, Inc. this 28th day of August, 2020.

By: 

Name: Larry Ryckman

Title: Chief Executive Officer



**AFTERMASTER, INC.
(A DELAWARE CORPORATION)**

RESOLUTION OF THE BOARD OF DIRECTORS

The undersigned, being all of the Directors of Aftermaster, Inc., a Delaware corporation (the "Corporation") pursuant to the Bylaws of the Corporation and the relevant provisions of the General Corporation Law of the State of Delaware, hereby consent to the following actions of the Corporation as of August 28, 2020, a copy of which shall be filed with the minutes of the Corporation:

WHEREAS, the Board of Directors of the Corporation (the "Board") deems it in the best interests of the Corporation to file for relief under Chapter 11, Subchapter V of the United States Bankruptcy Code (the "Bankruptcy Code").

WHEREAS, the Board of Directors of the Corporation (the "Board") approves a convertible unsecured promissory note for up to \$250,000 with Larry Ryckman and/or Mark Depew.

NOW, THEREFORE, BE IT:

RESOLVED, that the Board of Directors of the Corporation (the "Board") has approved the filing of Chapter 11, Subchapter V of the United States Bankruptcy Code in the State of Delaware.

RESOLVED, that the Board of Directors of the Corporation (the "Board") has approved a convertible unsecured promissory note for up to \$250,000 with Larry Ryckman and/or Mark Depew.


FURTHER RESOLVED, that upon receipt of approval of the majority stockholders of the Corporation, the proper officers of the Corporation be, and each of them hereby is, authorized, empowered and directed in the name and on behalf of the Corporation, to immediately take any and all actions reasonably necessary or appropriate to carry out the intent of the above resolutions, including the execution of documents and making any filings with the State of Delaware or the federal securities authorities as they deem necessary or appropriate, and that any and all actions taken by the officers in connection therewith are hereby ratified, confirmed, and approved.


This Resolution may be executed in counter parts and by facsimile and such counterparts and facsimile copies shall be conclusive evidence of the consent and ratification of the matters contained herein by the undersigned director(s).



IN WITNESS WHEREOF, the below individuals have set their hands as members of the Board to be effective as of August 28, 2020.


Lawrence Ryckman
Chairman of the Board of Directors

DocuSigned by:

9EB3CA3C4218429...
Mark Depew
Director

DocuSigned by:

BCE6891A378E45B...
Mirella Chavez
Director

DocuSigned by:

66C60A95AD8242B...
Arnie Weintraub
Director