

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Chapter 11
)	
PERFECT BROW ART, INC., <i>et al.</i>)	Case No. 19-01811
)	(Jointly Administered)
)	
Debtors. ¹)	Honorable Donald R. Cassling
)	

**SCHEDULES OF ASSETS AND LIABILITIES FOR
LOCKS ROCK, INC.
(19-01826)**

¹ The debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer-identification number, are: (i) Perfect Brow Art, Inc. (5731), (ii) Perfect Brow Florida, Inc. (5602), (iii) Perfect Brow Puerto Rico, Inc. (3497), (iv) Perfect Brow New York, Inc. (2041), (v) Locks Rock, Inc. (5046), (vi) P.B. Art Franchise, Inc. (0026), (vii) Perfect Brow Oakland, Inc. (5727), and (viii) Ooh La La Beauty Bar Franchise, Inc. (0714).

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	
)	Chapter 11
PERFECT BROW ART, INC., <i>et al.</i>)	
)	Case No. 19-01811
)	(Jointly Administered)
)	
Debtors. ¹)	Honorable Donald R. Cassling
)	

**GLOBAL NOTES AND METHODOLOGY REGARDING THE DEBTORS' SCHEDULES
OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

These Global Notes and Methodology Regarding the Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs (the "Global Notes") are an integral part of all of the Debtors' Schedules and Statements (defined below). The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements. In the event that the Schedules and Statements differ from the Global Notes, the Global Notes shall control.

Introduction. The Schedules of Assets and Liabilities (the "Schedules") and Statements of Financial Affairs (the "Statements" or "SOFA"; together with the Schedules, the "Schedules and Statements") filed by Perfect Brow Art, Inc., Perfect Brow Florida, Inc., Perfect Brow Puerto Rico, Inc., Perfect Brow New York, Inc., Locks Rock, Inc., P.B. Art Franchise, Inc., Perfect Brow Oakland, Inc., and Ooh La La Beauty Bar Franchise, Inc., as debtors and debtors-in-possession (collectively, the "Debtors"), in the above-captioned chapter 11 cases (the "Chapter 11 Cases") with the United States Bankruptcy Court for the Northern District of Illinois (the "Bankruptcy Court") have been prepared by the Debtors' management pursuant to section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code") and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). The Schedules and Statements are unaudited.

While the Debtors have made every reasonable effort to ensure that their Schedules and Statements are accurate and complete, based upon information that was available to them at the time of preparation, inadvertent errors or omissions may exist and the subsequent receipt of information and/or further review and analysis of the Debtors' books and records may result in changes to financial data and other information contained in the Schedules and Statements.

The Schedules and Statements have been signed by Elizabeth Porikos-Gorgees, President of the Debtors and an authorized signatory for each of the Debtors in respect of the Schedules and Statements. In reviewing and signing the Schedules and Statements, Ms. Porikos-Gorgees relied upon the efforts, statements, and representations of various personnel employed by the Debtors and

¹ The debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer-identification number, are: (i) Perfect Brow Art, Inc. (5731); (ii) Perfect Brow Florida, Inc. (5602), (iii) Perfect Brow Puerto Rico, Inc. (3497), (iv) Perfect Brow New York, Inc. (2041), (v) Locks Rock, Inc. (5046), (vi) P.B. Art Franchise, Inc. (0026), (vii) Perfect Brow Oakland, Inc. (5727), and (viii) Ooh La La Beauty Bar Franchise, Inc. (0714).

their advisors. Ms. Porikos-Gorgees has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors, classification of such amounts, and creditor addresses.

Basis of Presentation. These Schedules and Statements represent the Debtors' good faith attempt to comply with the requirements of the Bankruptcy Code and Bankruptcy Rules using commercially reasonable efforts and resources available and are subject to further review and potential adjustment.

Reservation of Rights. The Debtors and their advisors who assisted in the preparation of the Schedules and Statements do not guarantee or warrant the accuracy or completeness of the data that is provided herein and shall not be liable for any loss or injury arising out of or caused in whole or in part by the errors or omissions, negligent or otherwise, in preparing, collecting, reporting, or communicating the information contained herein. The failure to designate a claim in the Schedules and Statements as "contingent," "unliquidated," or "disputed" does not constitute an admission by the Debtors that such claim or amount is not "contingent," "unliquidated," or "disputed." The Debtors reserve their rights to dispute, or to assert offsets or defenses to, any claim reflected on their Schedules or Statements on any grounds, including, but not limited to, amount, liability, priority, status, or classification, or to otherwise subsequently designate any claim as "contingent," "unliquidated," or "disputed." Moreover, the Debtors reserve all of their rights to amend their Schedules and Statements as necessary and appropriate, including, but not limited to, with respect to claim description and designation.

Global Notes. These Global Notes are in addition to the specific notes set forth in the Schedules and Statements of the individual Debtor entities. The fact that the Debtors have prepared a Global Note with respect to a particular Schedule or Statement and not as to others does not reflect and should not be interpreted as a decision by the Debtors to exclude the applicability of such Global Note to any or all of the Debtors' remaining Schedules or Statements, as appropriate. Disclosure of information in one Schedule, one Statement, or an exhibit or attachment to a Schedule or Statement, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, Statement, exhibit, or attachment.

Petition Date. Unless otherwise noted, all asset and liability balances reported in the Schedules are as of January 22, 2019 (the "Petition Date").

Valuation. Unless otherwise indicated, the Schedules and Statements reflect net book values as of the Petition Date. Cash is reported as of the Petition Date on a bank basis. Amounts ultimately realized may vary from net book value (or whatever value was ascribed) and such variance may be material. Accordingly, the Debtors reserve all of their rights to amend or adjust the value of each asset set forth herein. In addition, the amounts shown for total liabilities exclude items identified as "unknown" or "undetermined" and, thus, ultimate liabilities may differ materially from those stated in the Schedules and Statements.

Claims Paid Pursuant to Court Orders. The Bankruptcy Court authorized the Debtors to pay certain prepetition claims, including but not limited to, insurance payments, certain taxes, employee related claims, and customer program claims. Consequently, certain prepetition fixed, liquidated and undisputed unsecured claims have been paid following the Petition Date. As such, claims against the Debtors for prepetition amounts may have been paid as of the time the Schedules

and Statements and may not have been included in the Schedules and Statements.

Liabilities. The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change. Accordingly, the Debtors reserve all of their rights to amend, supplement, or otherwise modify the Schedules and Statements as is necessary or appropriate.

Exclusions. The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including employee benefit accruals, accrued accounts payable, and deferred gains. The Debtors also have excluded potential rejection damage claims of counterparties to executory contracts and unexpired leases that may be rejected, to the extent such damage claims may exist. In addition, certain immaterial assets and liabilities may have been excluded.

Causes of Action. The Debtors, despite their efforts, may not have listed all of their causes of action against third parties as assets in the Schedules and Statements. The Debtors reserve all of their rights with respect to any causes of action they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such causes of action. Certain litigation reflected as claims against one of the Debtors may relate to any of the other Debtors. The Debtors have made reasonable efforts to accurately record these actions in the Schedules and Statements of the Debtors that are the party to the action.

Leases. In the ordinary course of business, the Debtors may lease certain fixtures and equipment from certain third-party lessors for use in the daily operation of their businesses. The underlying lease agreements are listed on Schedule G and any current amount due under such leases that were outstanding as of the Petition Date are listed on Schedule F. Nothing in the Schedules and Statements is or shall be construed as an admission as to the determination of the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all rights with respect to such issues.

Totals. All totals that are included in the Schedules and Statements represent totals of all the known amounts included in the schedules.

Employee Addresses. Employee addresses, including those of officers, have been listed as the address of the Debtors.

Note 1: In the ordinary course, the proceeds from sales made in cash or credit can take 1 or more business days to be deposited in the Debtor's bank account(s). Cash sales are deposited manually by employees of the Debtor, and credit sales are remitted to the Debtor's bank accounts after being processed by the Debtor's merchant card payment processor. As a result, we have assumed the proceeds from credit sales and cash sales made on 1/21/2019 and 1/22/2019 are not reflected in the Debtor's cash in hand reported in Schedule A/B 2, nor in the Debtor's bank balances reported in Schedule A/B 3. The current values scheduled here in Schedule A/B 4 are estimated values only.

5. Total of Part 1

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

\$7,831.60

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

Current value of debtor's interest

7.1 SEE ATTACHED SCHEDULE A/B 7 EXHIBIT\$55,138.94

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

Description, including name of holder of prepayment

8.1 PREPAID EXPENSES\$452.37

9. Total of Part 2

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

\$55,591.31

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

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

Current value of debtor's interest

11. Accounts receivable

11a.	90 days old or less:	0.00	-	0.00	=	\$0.00
		face amount		doubtful or uncollectible accounts	➔	
11b.	Over 90 days old:	29,841.60	-	29,841.60	=	\$0.00
		face amount		doubtful or uncollectible accounts	➔	

12. Total of Part 3

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

\$0.00

Part 4: Investments

13. Does the debtor own any investments?

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

Valuation method used for current value

Current value of debtor's interest

14. Mutual funds or publicly traded stocks not included in Part 1

Name of fund or stock:

14.1				\$0.00
------	--	--	--	--------

15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture

Name of entity:

% of
ownership:

15.1		%		\$0.00
------	--	---	--	--------

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

Describe:

16.1				\$0.00
------	--	--	--	--------

17. Total of Part 4

Document Page 8 of 25

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

\$0.00

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		\$		\$0.00
20. Work in progress		\$		\$0.00
21. Finished goods, including goods held for resale		\$		\$0.00
22. Other inventory or supplies		\$		\$0.00

23. Total of Part 5

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

\$0.00

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
- ☐ Yes

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

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
28. Crops—either planted or harvested	\$		\$0.00
29. Farm animals <i>Examples:</i> Livestock, poultry, farm-raised fish	\$		\$0.00
30. Farm machinery and equipment (Other than titled motor vehicles)	\$		\$0.00
31. Farm and fishing supplies, chemicals, and feed	\$		\$0.00
32. Other farming and fishing-related property not already listed in Part 6	\$		\$0.00

33. Total of Part 6

Add lines 28 through 32. Copy the total to line 85.

\$0.00

34. Is the debtor a member of an agricultural cooperative?

- ☒ No
☐ Yes. Is any of the debtor's property stored at the cooperative?
☒ No
☐ Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- ☒ No
☐ Yes
- Book value \$ Valuation method Current value \$

36. Is a depreciation schedule available for any of the property listed in Part 6?

- ☒ No
☐ Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
- ☒ Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture			
39.1 _____	\$ _____	_____	\$0.00 _____
40. Office fixtures			
40.1 _____	\$ _____	_____	\$0.00 _____
41. Office equipment, including all computer equipment and communication systems equipment and software			
41.1 <u>EQUIPMENT</u> _____	\$ _____	_____	\$48,078.39 _____
41.2 <u>LEASEHOLD IMPROVEMENTS</u> _____	\$ _____	_____	\$469,278.08 _____
41.3 <u>FURNITURE & EQUIPMENT</u> _____	\$ _____	_____	\$73,447.14 _____
41.4 <u>SIGNS</u> _____	\$ _____	_____	\$31,261.40 _____
41.5 <u>ACCUMULATED DEPRECIATION ON FIXED ASSETS</u> _____	\$ _____	_____	\$(353,555.55) _____
42. Collectibles <i>Examples:</i> Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles			
42.1 _____	\$ _____	_____	\$0.00 _____

43. Total of Part 7

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

\$268,509.46

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.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1	\$		\$0.00
<hr/>			
48. Watercraft, trailers, motors, and related accessories Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels			
48.1	\$		\$0.00
<hr/>			
49. Aircraft and accessories			
49.1	\$		\$0.00
<hr/>			
50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)			
50.1	\$		\$0.00
<hr/>			
51. Total of Part 8.			
Add lines 47 through 50. Copy the total to line 87.			\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- ☒ No
- ☐ Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

Part 9: Real Property

54. Does the debtor own or lease any real property?

- ☐ No. Go to Part 10.
- ☒ Yes. Fill in the information below.

55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest

	Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
55.1	FOREST PLAZA, 6359 E. STATE ST., ROCKFORD, IL 61108	LEASED RETAIL LOCATION	\$ 0.00	NONE	\$0.00
55.2	OAK PARK MALL, 11149 W. 95TH ST., OVERLAND PARK, KS 66214	LEASED RETAIL LOCATION	\$ 0.00	NONE	\$0.00

56. Total of Part 9.

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$0.00

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			
60.1	\$		\$0.00

Current value of debtor's interest

71. Notes receivable

Description (include name of obligor)

71.1	ADVANCES TO FRANCHISEE FOR EXPENSES	2,113.02	-	0.00	= ➔	\$2,113.02
		total face amount		doubtful or uncollectible amount		

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

Description (for example, federal, state, local)

72.1		Tax year		\$0.00
------	--	----------	--	--------

73. Interests in insurance policies or annuities

73.1			\$0.00
------	--	--	--------

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

74.1			\$0.00
------	--	--	--------

Nature of Claim

Amount requested \$

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

75.1			\$0.00
------	--	--	--------

Nature of Claim

Amount requested \$

76. Trusts, equitable or future interests in property

76.1			\$0.00
------	--	--	--------

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

77.1	INTERCOMPANY RECEIVABLES/PAYABLES - SEE ATTACHED SCHEDULE A/B 77 EXHIBIT		UNDETERMINED
------	---	--	--------------

78. Total of Part 11.

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

\$2,113.02

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

- ☒ No
☐ Yes

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. Copy line 5, Part 1.

\$7,831.60

81. Deposits and prepayments. Copy line 9, Part 2.

\$55,591.31

82. Accounts receivable. Copy line 12, Part 3.

\$0.00

83. Investments. Copy line 17, Part 4.

\$0.00

84. Inventory. Copy line 23, Part 5.

\$0.00

85. Farming and fishing-related assets. Copy line 33, Part 6.

\$0.00

86. Office furniture, fixtures, and equipment; and collectibles.
Copy line 43, Part 7.

\$268,509.46

87. Machinery, equipment, and vehicles. Copy line 51, Part 8.

\$0.00

88. Real property. Copy line 56, Part 9.

➔ \$0.00

89. Intangibles and intellectual property. Copy line 66, Part 10.

\$0.00

90. All other assets. Copy line 78, Part 11.

\$2,113.02

91. Total. Add lines 80 through 90 for each column

91a.

\$334,045.39

91b.

\$0.00

92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.

\$334,045.39

Schedule A/B 7

Deposits, including security deposits and utility deposits

Line Number	Description, Including Name of Holder of Deposit	Current Value of Debtor's Interest (\$)
7.1	SECURITY DEPOSIT - CHERRYVALE MALL	\$8,333.33
7.2	SECURITY DEPOSIT - COMED	\$650.60
7.3	SECURITY DEPOSIT - COMED	\$613.34
7.4	SECURITY DEPOSIT - FOREST PLAZA	\$20,000.00
7.5	SECURITY DEPOSIT - LAUER CONSTRUCTION INC.	\$2,500.00
7.6	SECURITY DEPOSIT - MALL ST. MATTHEWS	\$12,000.00
7.7	SECURITY DEPOSIT - MALL ST. MATTHEWS	\$5,000.00
7.8	SECURITY DEPOSIT - OAK PARK MALL	\$6,041.67
	TOTAL:	\$55,138.94

Schedule A/B 77
 Other property of any kind not already listed

Intercompany Receivables/Payables

	Locks Rock, Inc.	Ooh La La Beauty Bar Franchise, Inc.	P.B. Art Franchise, Inc.	Perfect Brow Art, Inc.	Perfect Brow Florida, Inc.	Perfect Brow New York, Inc.	Perfect Brow Oakland, Inc.	Perfect Brow Puerto Rico, Inc.
Locks Rock, Inc.		\$27,645	\$88,206	\$98,082	\$13,353	\$1,450		\$3,709
Ooh La La Beauty Bar Franchise, Inc.	(\$27,645)		\$8,102					
P.B. Art Franchise, Inc.	(\$88,206)	(\$8,102)		\$910,399	\$350,682			\$27,500
Perfect Brow Art, Inc.	(\$98,082)		(\$910,399)		\$542,050	\$15,810	\$221,824	\$7,441
Perfect Brow Florida, Inc.	(\$13,353)		(\$350,682)	(\$542,050)		\$1,904	\$2,842	\$75,806
Perfect Brow New York, Inc.	(\$1,450)			(\$15,810)	(\$1,904)			
Perfect Brow Oakland, Inc.				(\$221,824)	(\$2,842)			
Perfect Brow Puerto Rico, Inc.	(\$3,709)		(\$27,500)	(\$7,441)	(\$75,806)			

Note: This chart is a summary of the intercompany transactions that consists of hundreds, if not thousands, of journal entries. Details of the intercompany transactions are available upon request.

Fill in this information to identify the case:

Debtor name: Locks Rock, Inc.

United States Bankruptcy for the District of: Northern Illinois

Case number: 19-01826

☐

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

Be as complete and accurate as possible.

Part 1: List Creditors Who Have Claims Secured by Property

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.

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

Column A
Amount of Claim

Do not deduct the value of collateral.

Column B
Value of collateral that supports this claim

2.1

Creditor's name and mailing address

Date debt was incurred?

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

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

Describe debtor's property that is subject to the lien:

Describe the lien

Is the creditor an insider or related party?

- ☒ No
- ☐ Yes

Is anyone else liable on this claim?

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

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
- ☐ Unliquidated
- ☐ Disputed

\$0.00

\$

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

\$0.00

Fill in this information to identify the case:

Debtor name: Locks Rock, Inc.

United States Bankruptcy for the District of: Northern Illinois

Case number: 19-01826

☐

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

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

Part 1: List All Creditors with PRIORITY Unsecured Claims

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

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

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

2.1 Priority creditor's name and mailing address

DEPARTMENT OF TREASURY -
INTERNAL REVNUUE SERVICE, 1973
NORTH RULON WHITE BLVD., OGDEN,
UT 84201-0062

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) ()

As of the petition filing date, the claim is:
Check all that apply.

- ☐ Contingent
- ☐ Unliquidated
- ☒ Disputed

Basis for the claim:

TAX CLAIM

Is the claim subject to offset?

- ☒ No
- ☐ Yes

Total claim

\$ 17,100.00

Priority amount

UNDETERMINED

Part 2: List All Creditors with NONPRIORITY Unsecured Claim

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.

3.1 **Nonpriority creditor's name and mailing address**
SEE ATTACHED SCHEDULE F EXHIBIT

Amount of claim

\$98,538.67

Date or dates debt was incurred

As of the petition filing date, the claim is:
Check all that apply.

- ☐ Contingent
- ☐ Unliquidated
- ☐ Disputed

Basis for the claim:

Is the claim subject to offset?

- ☒ No
- ☐ Yes

Note 1: In the ordinary course of business, the Debtors used an umbrella credit line with American Express and certain other bank issued credit cards to pay certain recurring vendor charges. Certain of those charges were pending at the time of the filing. In some instances, a credit card company may have declined a charge after receiving notice of the bankruptcy filing. The Debtors have not yet received final statements related to the pending or scheduled charges. Accordingly, the Debtors reserve the right to amend the schedules and statement of financial affairs to accurately reflect claims resulting from declined credit card charges and payments made by credit card during the 90 days immediately preceding the bankruptcy filing.

Part 3: List Others to BE Notified About Unsecured Claims

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

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

Name and mailing address

On which line in Part 1 or Part 2 is the related creditor (if any) listed?

Last 4 digits of account number, if any

4.1. _____

Line _____

☐ Not listed. Explain

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

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

Total of claim amounts

5a. Total claims from Part 1

5a. \$17,100.00

5b. Total claims from Part 2

5b. \$98,538.67

5c. Total of Parts 1 and 2

5c. \$115,638.67

Lines 5a + 5b = 5c.

Schedule F

List All Creditors with Nonpriority Unsecured Claims

	Creditor Name	Address	Date Debt Incurred	Account Number	Basis for Claim	Contingent	Unliquidated	Disputed	Total Claim
3.1	AMERICAN EXPRESS	200 VESEY STREET, MANHATTAN, NY 10050		XXX52003	CREDIT CARD CLAIM				\$5,170.28
3.2	CHASE	PO BOX 15123, WILMINGTON, DE 19850-5123		XXX7336	CREDIT CARD CLAIM				\$54,936.68
3.3	CLIFTON LARSON ALLEN LLP	PO BOX 775439 CHICAGO, IL 60677-5439	VARIOUS		TRADE PAYABLE				\$7,070.00
3.4	COMED	PO BOX 6111 CAROL STREAM, IL 60197-6111	12/27/2018		TRADE PAYABLE				\$1,507.34
3.5	FOX VALLEY MALL LLC	28769 NETWORK PLACE CHICAGO, IL 60673-1769	11/27/2018		TRADE PAYABLE				\$270.00
3.6	ORLAND SQUARE L.P.	3330 PAYSPHERE CIRCLE CHICAGO, IL 60674	12/21/2018		TRADE PAYABLE				\$347.83
3.7	QUILL CORPORATION	PO BOX 37600 PHILADELPHIA, PA 19101-0600	VARIOUS		TRADE PAYABLE				\$317.05
3.8	SAINT LOUIS GALLERIA LLC	SDS-12-2351 PO BOX 86	VARIOUS		TRADE PAYABLE				\$26,212.05
3.9	UHAUL	P.O. BOX 52128 PHOENIX, AZ 85072-2128	2/13/2019		TRADE PAYABLE				\$88.84
3.10	VAGADIA, MAYUR	USHABHARAT INC, 4653 S 23RD ST, APT 4, MILWAUKEE, WI 53221	4/30/2018		A/R CREDIT	X			\$1,469.05
3.11	VISUAL SOLUTIONS, INC.	7500 WEST GRAND AVE., #120 GURNEE, IL 60031	VARIOUS		TRADE PAYABLE				\$1,149.55
3.12	FOX VALLEY MALL	DAVID P. VALLAS, ESQ., POLSINELLI, 150 N. RIVERSIDE PLAZA, SUITE 3000, CHICAGO, IL 60606-1599			LITIGATION CLAIM	X	X	X	\$0.00
3.13	MALL AT ST MATTHEWS (LANDLORD)	SANDRA L. KELLY , ASSOC GENERAL COUNSEL/LEASING & OPERATIONS GGP, 110 NORTH WAKER DR. , CHICAGO, IL 60606			LITIGATION CLAIM	X	X	X	\$0.00
3.14	MAYFAIR MALL, LLC (LANDLORD)	MATTHEW COMELLA , KOHNER,MANN, & KALIAS, 4650 NORTH PORT WASHINGTON RD, MILWAKEE, WI 53212-1059			LITIGATION CLAIM	X	X	X	\$0.00
3.15	STONEBRIAR MALL, LLC (LANDLORD)	LEE COLLINS , BOYAR & MILLER ATTORNEY'S AT LAW, 2925 RICHMOND AVE., 14TH FL, HOUSTON , TX 77098			LITIGATION CLAIM	X	X	X	\$0.00
						TOTAL:			\$98,538.67

Fill in this information to identify the case:

Debtor name: Locks Rock, Inc.

United States Bankruptcy for the District of: Northern Illinois

Case number: 19-01826



Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

Schedule G: Executory Contracts and Unexpired Leases

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

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

2. List all contracts and unexpired leases

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

- 2.1 State what the contract or lease is for and the nature of the debtor's interest
LEASE FOR LOCATION AT FOREST PLAZA DATED 10/14/2018
State the term remaining
10/13/2021
List the contract number of any government contract
- 2.2 State what the contract or lease is for and the nature of the debtor's interest
LEASE FOR LOCATION AT OAK PARK MALL DATED 11/25/2014
State the term remaining
11/24/2019
List the contract number of any government contract
- 2.3 State what the contract or lease is for and the nature of the debtor's interest
SOFTWARE SERVICE AGREEMENT
State the term remaining
List the contract number of any government contract

FOREST PLAZA, LLC, 180 EAST BROAD STREET, 20TH FLOOR, COLUMBUS, OH 43215

OAK PARK MALL, LLC, CBL & ASSOCIATES MANAGEMENT INC., CBL CENTER, SUITE 500, , 2030 HAMILTON PLACE BLVD., CHATTANOOGA, TN 37421-6000

VISUAL SOLUTIONS, INC., 7500 GRAND AVE, SUITE 120, GURNEE, IL 60031

2.4	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	Document MERCHANT AGREEMENT RE: MERCHANT ID #4445023439042 (OOH LA LA - OAK PARK MALL)	Page 23 of 25 WORLDPAY INTEGRATED PAYMENTS, LLC, 150 MERCURY VILLAGE DRIVE, DURANGO, CO 81301
2.5	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	MERCHANT AGREEMENT RE: MERCHANT ID #4445024646737 (OOH LA LA - BEAUTY BAR - ECOM)	WORLDPAY INTEGRATED PAYMENTS, LLC, 150 MERCURY VILLAGE DRIVE, DURANGO, CO 81301
2.6	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	MERCHANT AGREEMENT RE: MERCHANT ID #4445029472289 (OOH LA LA - FOREST PLAZA)	WORLDPAY INTEGRATED PAYMENTS, LLC, 150 MERCURY VILLAGE DRIVE, DURANGO, CO 81301
2.7	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	MERCHANT AGREEMENT RE: MERCHANT ID #8788430381576 (OOH LA LA - CORPORATE POOLING)	WORLDPAY INTEGRATED PAYMENTS, LLC, 150 MERCURY VILLAGE DRIVE, DURANGO, CO 81301
2.8	State what the contract or lease is for and the nature of the debtor's interest State the term remaining List the contract number of any government contract	LICENSE AGREEMENT FOR SALON MANAGEMENT APP	VISUAL SOLUTIONS, INC., 7500 WEST GRAND AVE., #120, GURNEE, IL 60031

Fill in this information to identify the case:

Debtor name: Locks Rock, Inc.

United States Bankruptcy for the District of: Northern Illinois

Case number: 19-01826

☐

Check if this is an amended filing

Official Form 206H

Schedule H: Codebtors

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Does the debtor have any codebtors?

- ☒ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- ☐ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, *Schedules D-G*. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name	Mailing Address	Name	Check all schedules that apply:
2.1			<input type="checkbox"/> D
			<input type="checkbox"/> E/F
			<input type="checkbox"/> G

Fill in this information to identify the case:

Debtor name: Locks Rock, Inc.

United States Bankruptcy for the District of: Northern Illinois

Case number: 19-01826

☐ Check if this is an amended filing

Declaration Under Penalty of Perjury for Non-Individual Debtors

Declaration and signature

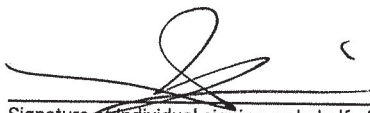
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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 206G)
- ☒ *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 2/23/2019



Signature of individual signing on behalf of debtor
ELIZABETH PORIKOS-GORGEES

Printed name
PRESIDENT

Position or relationship to debtor