

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known)

Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

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

1. Debtor's name Arecont Vision Holdings, LLC

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 46-5029187

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>425 Colorado Blvd.</u> <u>Suite 700</u> <u>Glendale, CA 91205</u> <small>Number, Street, City, State & ZIP Code</small>	<small>P.O. Box, Number, Street, City, State & ZIP Code</small> <u>Los Angeles</u> <small>County</small>

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

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

Debtor Arecont Vision Holdings, LLC
Name

Case number (if known) _____

7. Describe debtor's business

A. Check one:

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

B. Check all that apply

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

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

3343

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

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

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

- No.
- Yes.

If more than 2 cases, attach a separate list.

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

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

- No
- Yes.

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

Debtor <u>See Attachment</u>	Relationship _____
District _____	When _____ Case number, if known _____

Debtor Arecont Vision Holdings, LLC
Name

Case number (if known) _____

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

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- No
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.
- Why does the property need immediate attention? (Check all that apply.)**
- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
 - It needs to be physically secured or protected from the weather.
 - It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
 - Other _____
- Where is the property?** _____
 Number, Street, City, State & ZIP Code
- Is the property insured?**
- No
 - Yes. Insurance agency _____
 Contact name _____
 Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*
- Funds will be available for distribution to unsecured creditors.
 - After any administrative expenses are paid, no funds will be available to unsecured creditors.

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

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

Debtor Arecont Vision Holdings, LLC
Name

Case number (if known) _____

Request for Relief, Declaration, and Signatures

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

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.
I have been authorized to file this petition on behalf of the debtor.
I have examined the information in this petition and have a reasonable belief that the information is true and correct.
I declare under penalty of perjury that the foregoing is true and correct.

Executed on: May 14 2018
MM/DD/YYYY

T. Scott Avila
Signature of authorized representative of debtor
Title Chief Restructuring Officer

T. Scott Avila
Printed name

18. Signature of attorney

x *James E. O'Neill*
Signature of attorney for debtor
James E. O'Neill
Printed name

Date May 14 2018
MM/DD/YYYY

Pachulski Stang Ziehl & Jones LLP
Firm name

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

Contact phone 302-652-4100 Email address jonsill@pszjlaw.com

4042 DE
Bar number and State

Debtor Arecont Vision Holdings, LLC
Name

Case number (if known) _____

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

FORM 201. VOLUNTARY PETITION
Pending Bankruptcy Cases Attachment

Debtor	<u>Arecont Vision IC DISC</u>	Relationship to you	<u>Affiliate</u>
District	<u>District of Delaware</u>	When	_____
		Case number, if known	_____
Debtor	<u>Arecont Vision, LLC</u>	Relationship to you	<u>Affiliate</u>
District	<u>District of Delaware</u>	When	_____
		Case number, if known	_____

**WRITTEN CONSENT
OF THE
MAJORITY INTEREST MEMBERS
AND MANAGERS
OF
ARECONT VISION HOLDINGS, LLC**

February 22, 2018

The undersigned, being the members holding at least a majority of the outstanding membership interest units of Arecont Vision Holdings, LLC, a Delaware limited liability company (the “*Company*”) and constituting all of the managers of the Company, do hereby approve, adopt and consent to the following resolutions without a meeting, effective as of the date first set forth above, pursuant to Sections 18-302(d) and 18-404(d) of the Delaware Limited Liability Company Act.

Settlement Agreement

WHEREAS, the majority interest members and the managers of the Company have considered the financial and operational aspects of the business of Company and have considered the recommendations of the Company’s management, professionals and advisors;

WHEREAS, it is proposed that the Company undertake a financial restructuring of the existing debt and other obligations of the Company (the “*Restructuring*”), to be implemented pursuant to a chapter 11 bankruptcy filing;

WHEREAS, the Company’s management, professionals and advisors have negotiated, and the majority interest members and the managers have been presented with and have reviewed and considered the material terms and conditions of, a proposed Settlement Agreement and Release concerning the Restructuring (the “*Settlement Agreement*”);

WHEREAS, in the business judgment of the majority interest members and the managers, but without determining any action that may be taken or not taken by the Chief Restructuring Officer to be appointed in accordance with the Settlement Agreement, the Settlement Agreement is fair and reasonable to the Company and it is desirable and in the best interests of the Company and its creditors, stakeholders and other interested parties that the transactions contemplated therein be pursued and consummated;

NOW THEREFORE, BE IT RESOLVED, that the Settlement Agreement in materially the form presented to the majority interest members and the managers is hereby ratified and approved, subject to the independent review and approval of the officers of the Company, including the Chief Restructuring Officer appointed in the following resolution, (the “*Officers*”) and the Officers are, and each of them is, authorized in the name of and on behalf of the Company to execute and deliver, or cause to be executed and delivered, the Settlement Agreement, any and all such other documents, certificates, instruments, amendments and agreements and to take, or cause to be taken, any and all such further action, in each case as may

be deemed necessary, desirable or advisable in the sole discretion of such Officers to pursue and consummate the transactions contemplated in the Settlement Agreement.

Appointment of Chief Restructuring Officer

RESOLVED, that consistent with the Restructuring, Scott Avila of Armory Strategic Partners, LLC is hereby appointed to the office of Chief Restructuring Officer of the Company.

RESOLVED FURTHER, except as set forth above with reference to the Settlement Agreement, that the Chief Restructuring Officer shall report to the Chief Executive Officer or President of the Company, and that the role of the Chief Restructuring Officer generally will be limited to administration of the Company's contemplated chapter 11 case.

Commencement of Chapter 11 Bankruptcy Proceedings

RESOLVED, that in the business judgment of the majority interest members and the managers and consistent with the Restructuring, but without determining any action that may be taken or not taken by the Chief Restructuring Officer to be appointed in accordance with the Settlement Agreement, it is desirable and in the best interests of the Company, its creditors, and other interested parties, that a voluntary petition be filed by the Company under the provisions of chapter 11 of title 11 of the United States Code (the "**Bankruptcy Code**") in the United States Bankruptcy Court for the District of Delaware within the time frame set forth in the Settlement Agreement;

RESOLVED FURTHER, that the Company's Officers, including the Chief Restructuring Officer, be, and hereby are, authorized to execute and file on behalf of the Company, without need for further action by the sole member, all petitions, schedules, lists and other papers or documents and to take any and all action which they deem necessary or proper to obtain such relief under the Bankruptcy Code; and that any such actions heretofore taken by the Officers on behalf of the Company are hereby ratified, approved, and confirmed;

RESOLVED FURTHER, that the Company is authorized to engage the law firm of Pachulski Stang Ziehl & Jones LLP as general bankruptcy counsel to the Company to represent and assist the Company in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Company's rights, including filing any pleading;

RESOLVED FURTHER, that the Company is authorized to engage such additional professionals as may be necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code or to carry out the purpose and intent of the foregoing resolutions, including but not limited to, Imperial Capital, LLC, as financial advisors and investment bankers, and Armory Strategic Partners, LLC, as supporting staff to the Chief Restructuring Officer;

Omnibus Resolutions

RESOLVED, that the Officers, including the Chief Restructuring Officer (but only to the extent specifically authorized by the Chief Executive Officer or President of the Company other than with respect to approval of the Settlement Agreement), are, and each acting alone is, hereby authorized, in the name of and on behalf of the Company, to take or cause to be taken any and all

such further actions, to execute and deliver or cause to be executed and delivered all such other documents, certificates, instruments, amendments and agreements and to take any and all such further action as may be deemed necessary, desirable or advisable in the sole discretion of such Officers, to incur and pay all such fees and expenses and to engage in such acts as they shall in their judgment determine to be necessary, desirable or advisable to carry out fully the intent and purposes of the foregoing resolutions, including implementation of the Restructuring, the commencement of the chapter 11 Case within the time frame set forth in the Settlement Agreement, the sale or other disposition of all or substantially all of the Company's assets, the grant of liens and security interests in the Company's assets as part of any debtor-in-possession financing, and the consummation of a chapter 11 plan of liquidation or reorganization, and the execution by any such Officers of any such documents, certificates, instruments or agreements, the making of any such filings or the payment of any such fees and expenses or the doing by them of any act in connection with the foregoing matters shall be conclusive evidence of their authority therefor and for the approval of the documents, certificates, instruments and agreements so executed, the filings so made, the expenses so paid and the actions so taken;

RESOLVED FURTHER, that all acts and things previously done and performed (or caused to be done and performed) by the Officers in the name and on behalf of the Company prior to the date hereof in furtherance of any of the foregoing resolutions and the transactions contemplated therein be, and the same hereby are, ratified, confirmed and approved in all respects; and

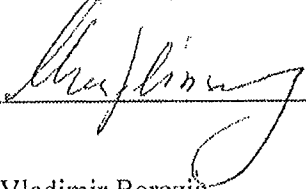
RESOLVED FURTHER, that for purposes of these resolutions, a facsimile copy or an e-mail of a PDF file containing a copy of the signature page of the person executing these resolutions shall be effective as an original signature and effective as an execution copy thereof.

[remainder of page intentionally blank]

IN WITNESS WHEREOF, the undersigned has executed this Written Consent effective as of the date first written above.

**MAJORITY INTEREST
MEMBERS AND MANAGERS:**

Michael Kaplinsky, Ph.D.



Dr. Vladimir Berezin

**SIGNATURE PAGE TO WRITTEN CONSENT OF THE
MAJORITY INTEREST MEMBERS AND MANAGERS OF
ARECONT VISION HOLDINGS, LLC**

IN WITNESS WHEREOF, the undersigned has executed this Written Consent effective as of the date first written above.

**MAJORITY INTEREST
MEMBERS AND MANAGERS:**

Michael Kaplinsky, Ph.D.

Dr. Vladimir Berezin



**SIGNATURE PAGE TO WRITTEN CONSENT OF THE
MAJORITY INTEREST MEMBERS AND MANAGERS OF
ARECONT VISION HOLDINGS, LLC**

Fill in this information to identify the case:

Debtor name Arecont Vision Holdings, LLC, et al.
 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 30 Largest Unsecured Claims and Are Not Insiders**

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

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	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
Avnet Electronics Marketing Box 100340 Pasadena, CA 91189-0340	Sandra Tristan sandra.tristan@avnet.com 949-789-4313	Trade debt	Unliquidated			\$181,548.00
ACCU-SEMBLY 1835 HUNTINGTON DR. DUARTE, CA 91010	Irene Gomez igomez@accu-sembly.com 626-357-3447	Trade Debt	Unliquidated			\$142,698.00
Shurcon Manufacturing Co., Ltd. 505# Jiashan Yaozhuang Jinxiu Rd Jiaxing 00031-4117 ZHEJIANG	Jessie hui.yang@shurcon.com 86-573-84779222-8006	Trade Debt	Unliquidated			\$122,326.00
BSREP So California Office LA LLC P.O. Box 101287 Pasadena, CA 91189-1287	Jullissa Ramirez julissa.ramirez@cis.cushwake.com 818-553-6724	Contract	Unliquidated			\$103,542.00
Greenbase Technology Corp 13F, No. 922, Chung-Cheng Rd. Chung-Ho Dis New Taipei City TWN 235, R.O.C	Julia Wang juliawang@nexcom.com.tw 886-2-8226-7886	Trade Debt	Unliquidated			\$90,104.00

Debtor Arecont Vision Holdings, LLC, et al.
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)	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
Arrow Electronics PO Box 79329 CITY OF INDUSTRY, CA 91716-9329	Lawrence Walters vfarello@arrow.com 818-932-1936	Trade Debt	Unliquidated			\$67,522.00
Leading Holdings Inc. 1420 Claremont Blvd, Suite #200-D Claremont, CA 91711	Fieona 909-624-8265	Trade Debt	Unliquidated			\$58,566.00
ON Semiconductor Ind. LLC P.O. BOX 95298 CHICAGO, IL 60694-5298	Accounts Receivable arremi1@onsemi.com 888-743-7826	Trade Debt	Unliquidated			\$51,964.00
Modotech Inc 1465 Miller Drive Colton, CA 92324	Accounts Payable modotechinc.com 909-824-2915	Trade Debt	Unliquidated			\$48,672.00
Sinbon Electronics Co., Ltd. 6925 216th StreetSW Lynwood, WA 98036	Maggie maggiekao@sinbon.com 425-712-8500	Trade Debt	Unliquidated			\$44,800.00
Future Electronics Corp 3255 Paysphere Circle Chicago, IL 60674	Michael Nadeau tara.musial@futureelectronics.com 800-477-6668, x2985	Trade Debt	Unliquidated			\$43,361.00
Sager Electronics PO Box 846754 Los Angeles, CA 90084-6754	Accounts Receivable sagerelectronics@billtrust.com 800-724-3780	Trade Debt	Unliquidated			\$33,600.00
RELX Inc Reed Exhibitions P.O. Box 9599 New York, NY 10087-4599	Accounts Receivable inquiry@reedexpo.com 212-309-8100	Trade Debt	Unliquidated			\$32,151.00
Fujian Forecam Optics Co., Ltd No 158, Jiangbin Road Mawei Fuzhou Fujian, CN 00035-0015	Accounts Receivable americassales_1@forecam.com +86-591-83982411	Trade Debt	Unliquidated			\$31,710.00

Debtor Arecont Vision Holdings, LLC, et al.
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)	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
TechTeam UG Erkelenzer Street 4 41836 Huekelhoven Germany	Accounts Receivable accounting@tecteam.tv 49 0 2433 44691015	Contract	Unliquidated			\$19,907.00
Landsberg PO Box 101144 Pasadena, CA 91189-1144	Accounts Receivable christian.c.conard@landsberg.com 323-832-2275	Trade Debt	Unliquidated			\$17,355.00
Halo Electronics 2880 Lakeside Dr., Ste 116 Santa Clara, CA 95054	Accounts Receivable mglenday@haloelectronics.com 650-903-3800	Trade Debt	Unliquidated			\$16,324.00
AEI INC 1907 NANCITA CIRCLE Placentia, CA 92870	Accounts Receivable ckaur@arnoldelectronics.com 714-646-8343	Trade Debt	Unliquidated			\$16,274.00
Notting Hill Media Park House 206-208 Latimer Road London, UK W10 6QY UK	Kinjai Shah kinjal.shah@nottinghillmedia.com 44 20 7183 0709	Trade Debt	Unliquidated			\$14,167.00
Automation Electronics Division of RJA Industries 9460 Topanga Cyn. Blvd. Chatsworth, CA 91311-4184	Lusine Akopian ae@automationelectronics.com 818-998-5124	Trade Debt	Unliquidated			\$13,138.00
Uline, Inc. Attn: Accounts Receivable PO Box 88741 Chicago, IL 60680-1741	Accounts Receivable accounts.receiveable@uline.com 800-295-5510	Trade Debt	Unliquidated			\$10,724.00

Debtor Arecont Vision Holdings, LLC, et al.
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)	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
Rays Optics, Inc. No. 7 Hsin Ann Rd. Hsinchu, Taiwan 30076	Julia Chiang julia.chiang@youngoptics.com +886 3 6206789 #1268	Trade Debt	Unliquidated			\$10,100.00
Citibusiness Card PO Box 78045 Phoenix, AZ 85062-8045	Accounts Receivable 800-842-6596	Contract	Unliquidated			\$9,821.00
Asix 4F No 8 Hsin Ann Road Hsin Chu, Taiwan R.O.C.	Accounts Receivable jamay@asix.com.tw 886-3-5799500 x220	Trade Debt	Unliquidated			\$9,300.00
Citibank PO Box 6243 Sioux Falls, SD 57117-6243	Accounts Receivable 800-950-5114	Contracts	Unliquidated			\$8,457.00
EDA Direct Inc. 4701 Patrick Henry Drive, #13 Sant Clara, CA 95054	Accounts Receivable dave@edadirect.com 888-669-9332	Components	Unliquidated			\$8,392.00
Coilcraft PO Box 92170 Elk Grove Village, IL 60009-2170	Accounts Receivable ksimmons@coilcraft.com 847-516-5546	Trade Debt	Unliquidated			\$7,585.00
Mouser Electronics PO Box 93319 Fort Worth, TX 76199-0319	Beth Cole beth.kole@mouser.com 800-346-6873, x 251	Trade Debt	Unliquidated			\$6,003.00
SouthComm Business Media PO Box 306133 Nashville, TN 37230-6133	Accounts Receivable info@southcomm.com 920-653-6388	Trade Debt	Unliquidated			\$6,000.00
Shanghai Guangshen Electronic Co., Ltd. 6F, Color Life Building No. 24 Liuxian Av Shenzhen, Guangdong Province China	Jack Lin jacklin@vip.163.com	Trade Debt	Unliquidated			\$5,750.00

**United States Bankruptcy Court
District of Delaware**

In re Arecont Vision Holdings, LLC

Debtor(s)

Case No.

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

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

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Alan Hirmes 25 Wood Lane Woodmere, NY 11598		11,328	Membership Interest Units
Anton Dukov 27 Bolshaya Kommun, #111 Moscow 109004 RUSSIA		22,856	Membership Interest Units
Ari Greenspan PO Box 2233 Gush Estzion Efrat 90435 ISRAEL		700	Membership Interest Units
Aron Abecassis Revocable Trust 979 Bel Air Road Los Angeles, CA 90077		11,328	Membership Interest Units
Barry Rosner 415 Avenue I Brooklyn, NY 11230		2,645	Membership Interest Units
Baruch Sterman 902 Country Club Rd Teaneck, NJ 07666		2,143	Membership Interest Units
Bruce Weinberg Profit Sharing Plan 18 North Broadway #401 Tarrytown, NY 60523		3,300	Membership Interest Units
Dwight Hershman 1740 Ocean Blvd. Atlantic Beach, NY 11509		4,129	Membership Interest Units
Geri Mansdorf 360 Central Ave Lawrence, NY 11559		2,643	Membership Interest Units
Harry Kotowitz 12 Hall Street, Suite 200 Brooklyn, NY 11205		6,797	Membership Interest Units
Harvey Grossbard 22 Oak Lane Wayne, NJ 07470		3,286	Membership Interest Units

In re: Arecont Vision Holdings, LLC

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Hershman Holdings LLC Attn: Ronnie A. Hershman 1 Hollow Lane Suite 103 Lake Success, NY 11042		31,713	Membership Interest Units
Howard Goldschmidt 1284 Trafalgar St Teaneck, NJ 07666		4,720	Membership Interest Units
Isaac Lamm and Livia Lamm 1270 E. 22nd St Brooklyn, NY 11210		2,643	Membership Interest Units
Jerry Braun and Nehoma Brown 929 E. 28th St Brooklyn, NY 11210		2,000	Membership Interest Units
Kim Ephrat and Zeev Ephrat Rechov Ha Mazyan #1 Efrat 90435 ISRAEL		2,643	Membership Interest Units
Kleinman Family Foundation 171 Kings Hwy Brooklyn, NY 11223		11,328	Membership Interest Units
Larry Grossbard 22 Oak Lane Wayne, NJ 07470		3,285	Membership Interest Units
Meyer Halberstam 141-12 73rd Ave Flushing, NY 11367		2,643	Membership Interest Units
Micah Raskin 2 Coachmans Ct Old Westbury, NY 11568		13,214	Membership Interest Units
Michael Kaplinsky 4064 Chevy Chase Dr. La Canada Flintridge, CA 91011		240,000	Membership Interest Units
Mitchell Geizhals 500 West End Ave New York, NY 10024		3,797	Membership Interest Units

In re: Arecont Vision Holdings, LLC

Case No. _____

Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Paul Fruchthandler 111 Broadway 20th Flr New York, NY 10006		2,643	Membership Interest Units
Phil Rosenberg 906 Midway Woodmere, NY 11598		7,928	Membership Interest Units
Richard Grossbard 22 Oak Lane Wayne, NJ 07470		3,286	Membership Interest Units
Robert P. Rothenberg c/o Beachwold Residential LLC 192 Lexington Ave New York, NY 10016		3,039	Membership Interest Units
Robyn Kessler 5601 N. Hacienda Del Sol Tucson, AZ 85718		10,571	Membership Interest Units
Sabrina Elizabeth Kemeny 4126 Parra Ave Los Angeles, CA 90027		15,143	Membership Interest Units
Samuel and Lisa Wasserman 87 Amsterdam Ave Passaic, NJ 07055		20,641	Membership Interest Units
Sandra Ostreicher 544 Woodmere Blvd Woodmere, NY 11598		10,571	Membership Interest Units
Shanala Jap Investment Services LP 5995 E. Grant Rd. Ste 200 Tucson, AZ 85712		15,857	Membership Interest Units
Silkfield Trust/Garry Seidenfeld 27 Rechov Hageffen Efrat 90435 ISRAEL		2,643	Membership Interest Units
SOJ Management Services Inc 401K c/o Herbert R. Jalowsky TR 4707 Executive Drive San Diego, CA 92121-3091		4,531	Membership Interest Units

In re: Arecont Vision Holdings, LLC

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Debtor(s)

LIST OF EQUITY SECURITY HOLDERS
(Continuation Sheet)

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Thomas Raskin 2 Bay Club Drive Bayside, NY 11360		13,214	Membership Interest Units
Tom Malone Productions Inc. 1 Fords Rd Randolph, NJ 07869		5,266	Membership Interest Units
Vladimir Berezin 3821 Los Olivos Ln. La Crescenta, CA 91214		120,000	Membership Interest Units
Vladimir Berezin Irrevocable Trust 3821 Los Olivos Lane La Crescenta, CA 91214		20,000	Membership Interest Units
Weldon Turner 10 Smuts St Jerusalem 93108 ISRAEL		2,643	Membership Interest Units
Yelena Berezin Irrevocable Trust 3821 Los Olivos Lane La Crescenta, CA 91214		20,000	Membership Interest Units

**United States Bankruptcy Court
District of Delaware**

In re Arecont Vision Holdings, LLC

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 authorized officer of the above-captioned Debtor, certifies that the following are individuals, other than the debtor or a governmental unit, who directly or indirectly own 10% or more of any class of the corporation's equity interests, or states that there are no entities to report under FRBP 7007.1.

None [*Check if applicable*]

Michael Kaplinsky
4064 Chevy Chase Dr.
La Canada Flintridge, CA 91011

Vladimir Berezin
3821 Los Olivos Ln.
La Crescenta, CA 91214

United States Bankruptcy Court
District of Delaware

In re Arecont Vision Holdings, LLC

Debtor(s)

Case No.
Chapter

11

CERTIFICATION OF CREDITOR MATRIX

Pursuant to Rule 1007-2 of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware, the above-captioned debtor and its affiliated debtors in possession (collectively, the "Debtors")¹ hereby certify that the *Creditor Matrix* submitted herewith contains the names and addresses of the Debtors' creditors. To the best of the Debtors' knowledge, the *Creditor Matrix* is complete, correct, and consistent with the Debtors' books and records.

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

¹The Debtors and the last four digits of their U.S. tax identification number are Arecont Vision Holdings, LLC (9187), Arecont Vision, LLC (1410), and Arecont Vision IC DISC. (5376). The Debtors' noticing address in these chapter 11 cases is 425 Colorado Street, Suite 700, Glendale, CA 91205.

Fill in this information to identify the case:

Debtor name Arecont Vision Holdings, LLC

United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

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An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

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

Declaration and signature

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

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Corporate Ownership Statement, List of Equity Security Holders and Certification of Creditor Matrix

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

Executed on May 14, 2018

[Signature]
Signature of individual signing on behalf of debtor

T. Scott Avila
Printed name

Chief Restructuring Officer
Position or relationship to debtor