

**Fill in this information to identify the case:**

United States Bankruptcy Court for the:

District of Delaware  
(State)Case number (if known): \_\_\_\_\_ Chapter 11☐ Check if this is an amended filing

## Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

12/15

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** Pacific Sunwear of California, Inc., a California corporation
  
2. **All other names debtor used in the last 8 years** PacSun, Pacific Sunwear  
Include any assumed names, trade names, and *doing business as* names
  
3. **Debtor's federal Employer Identification Number (EIN)** 9 5 - 3 7 5 9 4 6 3
  
4. **Debtor's address**

<b>Principal place of business</b>  <u>3450 East Miraloma Avenue</u> <small>Number Street</small>  <u>Anaheim</u> <u>CA</u> <u>92806</u> <small>City State ZIP Code</small>  <u>Orange County</u> <small>County</small>	<b>Mailing address, if different from principal place of business</b>  <hr/> <small>Number Street</small>  <hr/> <small>P.O. Box</small>  <hr/> <small>City State ZIP Code</small>  <b>Location of principal assets, if different from principal place of business</b>  <hr/> <small>Number Street</small>  <hr/> <small>City State ZIP Code</small>
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5. **Debtor's website (URL)** www.pacsun.com
  
6. **Type of debtor**

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
☐ Partnership (excluding LLP)  
☐ Other. Specify: \_\_\_\_\_

Debtor

Pacific Sunwear of California, 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>.

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## 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 \$2,490,925 (amount subject to adjustment on 4/01/16 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. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

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

☐ No

☒ Yes. Debtor See Attachment 1 Relationship \_\_\_\_\_

District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY

Case number, if known \_\_\_\_\_

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

Debtor Pacific Sunwear of California, 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 for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |                                  |   |  |
|----------------------------------|---|--|
| <input type="checkbox"/> 1-49    | <input checked="" type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99   | <input type="checkbox"/> 5,001-10,000           | <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 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 Pacific Sunwear of California, Inc. Case number (if known) \_\_\_\_\_  
Name

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

### Request for Relief, Declaration, and Signatures

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

## 17. Declaration and signature of authorized representative of debtor

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

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


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

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

Executed on 4/7/16

MM / DD / YYYY

**x**



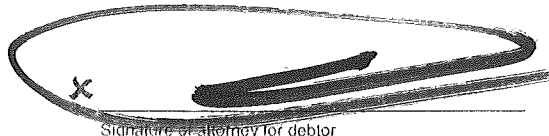
Signature of authorized representative of debtor

Craig E. Gosselin

Printed name

Title Secretary, Senior Vice President, General Counsel, and Human Resources

## 18. Signature of attorney

**x** 

Signature of attorney for debtor

Date

4/7/16

MM / DD / YYYY

Michael R. Nestor, Esq.

Printed name

Young Conaway Stargatt & Taylor, LLP

Firm name

Rodney Square, 1000 King Street

Number Street

Wilmington

City

DE

State

19801

ZIP Code

302-571-6600

Contact phone

mnestor@ycst.com

Email address

3526

Bar number

DE

State



**ATTACHMENT 1 TO VOLUNTARY PETITION**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware (the "Court"). A motion shortly will be filed with the Court requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered.

Debtor Name	Federal EIN
Miraloma Borrower Corporation, a Delaware corporation	27-3370381
Pacific Sunwear of California, Inc., a California corporation	95-3759463
Pacific Sunwear Stores Corp., a California corporation	33-0805792

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*[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]*

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re:

**PACIFIC SUNWEAR OF CALIFORNIA,  
INC., a California corporation,<sup>1</sup>**

Debtor.

Case No. 16-

Chapter 11

**EXHIBIT "A" TO VOLUNTARY PETITION**

1. If any of debtor's securities are registered under Section 12 of the Securities and Exchange Act of 1934, the SEC file number is: 001-21296.
2. The following financial data is the latest available information and refers to the debtor's condition on: October 31, 2015.

(a)	Total Assets <sup>2</sup>	\$298,853,000
(b)	Total Debts <sup>3</sup> (including debts listed in 2.c., below)	\$305,056,000
(c)	Debt securities held by more than 500 holders.	N/A

Approximate  
number of holders

Secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
Secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
Secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
Secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____
Secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ _____

<sup>1</sup> The Debtor's address and last four digits of its Federal Tax I.D. are: 3450 East Miraloma Avenue, Anaheim, CA 92806 [EIN XX-XXX9463].

<sup>2</sup> Total Assets are listed at "book value" according to the Debtor's unaudited financial statements as of October 31, 2015, as set forth in the Debtor's Form 10-Q. The amount listed does not reflect the current fair market value or liquidation value of the Debtor's "booked" assets and does not include any of the Debtor's "off balance sheet" assets.

<sup>3</sup> Total Debts are listed at "book value" according to the Debtor's unaudited financial statements as of October 31, 2015, as set forth in the Debtor's Form 10-Q. The amount listed does not include the Debtor's unmatured, unliquidated and contingent debts, and therefore, does not necessarily reflect the total amount of the Debtor's present debts.

Official Form 201A (12/15)

(d) Number of shares of preferred stock: 1,000 shares of Series B Preferred Stock

(e) Number of shares of common stock: 70,382,705<sup>4</sup>

Comments, if any:


3. Brief description of debtor's business: The Debtor is a leading specialty retailer rooted in the action sports, fashion and music influences of the California lifestyle. The Debtor sells a combination of branded and proprietary casual apparel, accessories and footwear designed to appeal to teens and young adults. It operates a nationwide, primarily mall-based chain of retail stores. In addition, the Debtor also operates an e-commerce website, which sells merchandise online.
4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

<u>Name</u>	<u>Percentage</u>
GI2 Ltd.	28.90%
PS Holdings of Delaware, LLC – Series A	19.60%
Adage Capital Management, L.P.	14.40%
Skandinaviska Enskilda Banken AB	9.20%

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF CORPORATION**

The undersigned, a duly authorized officer of the corporation named as the debtor in this case, declares under penalty of perjury that he has read the foregoing "Exhibit 'A' to Voluntary Petition" and that it is true and correct to the best of his information and belief.

**Dated:** April 7, 2016

  
 \_\_\_\_\_  
 Craig E. Gosselin  
 Secretary, Senior Vice President, General Counsel,  
 and Human Resources

<sup>4</sup> As of April 4, 2016, there were 70,382,705 common stock shares outstanding held by approximately 190 holders of record.

**PACIFIC SUNWEAR OF CALIFORNIA, INC.**  
**SECRETARY'S CERTIFICATE**

April 6, 2016

The undersigned hereby certifies that he is the duly elected, qualified and acting Senior Vice President, General Counsel and Human Resources of Pacific Sunwear of California, Inc., a California corporation (the "**Company**"), and that as such he is authorized to execute and deliver this certificate in the name and on behalf of the Company.

Attached hereto as Exhibit A is a true, correct and complete copy of resolutions of the Board of Directors of the Company (the "**Board**") duly adopted pursuant to a special meeting of the Board duly held on April 6, 2016. Such resolutions have not in any way been amended, modified, revoked or rescinded and have been in full force and effect since their adoption and the same remain in full force and effect as of the date hereof.



Name: Craig E. Gosselin

Title: Senior Vice President, General Counsel and  
Human Resources



**EXHIBIT A**  
**RESOLUTIONS**

**RESOLUTIONS OF  
THE BOARD OF DIRECTORS  
OF  
PACIFIC SUNWEAR OF CALIFORNIA, INC.  
a California corporation**

April 6, 2016

**CHAPTER 11 FILING**

**NOW THEREFORE, BE IT RESOLVED**, that, the Board of Directors (the “**Board**”) of Pacific Sunwear of California, Inc. (the “**Company**”) has had the opportunity to consult with management and the advisors of the Company and consider fully the strategic alternatives available to the Company and the liabilities and liquidity situation of the Company.

**RESOLVED FURTHER**, that, in the judgment of the Board, it is desirable and in the best interests of the Company and its Subsidiaries (as defined below), its creditors, employees and other interested parties, and maximizes value for the Company’s stakeholders, that petitions be filed by the Company and each of its Subsidiaries in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the “**Bankruptcy Code**”), and the filing of such petitions (the “**Chapter 11 Cases**”) are authorized hereby.

**RESOLVED FURTHER**, that, in the judgment of the Board, and after careful consideration of the independent investigation performed by the Company’s outside litigation counsel Connolly & Finkel LLP, led by senior partner John Connolly, the Board has determined that it is desirable and in the best interests of the Company and its Subsidiaries (as defined below), its creditors, employees and other interested parties, and maximizes value for the Company’s stakeholders, that the Company enter into the restructuring support agreement with the Term Lenders and the Term Agent (each as defined below), and through the Chapter 11 Cases, pursue approval of and implement the restructuring transactions contemplated by the *Joint Plan of Reorganization of Pacific Sunwear of California, Inc. and Its Debtors Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (the “**Plan**”), which is supported by the Term Lenders and the Term Agent, and to stipulate to the Term Lenders’ claims.

**RESOLVED FURTHER**, that the Company’s Chief Executive Officer, Interim Chief Financial Officer or Senior Vice President, General Counsel and Human Resources, and such officers, employees or agents as the Chief Executive Officer, Interim Chief Financial Officer or Secretary shall from time to time designate (each being an “**Authorized Person**” and all being the “**Authorized Persons**”) are hereby, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute, deliver and verify any and all petitions and other documents in connection with the Chapter 11 Cases and to cause the same to be filed in the Bankruptcy Court at such time as such Authorized Person executing the same shall determine and to take any and all action that such Authorized Person deem necessary or proper to obtain such relief.

**RESOLVED FURTHER**, that (a) the law firms of Klee, Tuchin, Bogdanoff & Stern LLP and Young Conaway Stargatt & Taylor, LLP are hereby engaged as bankruptcy counsel for the Company under respective general retainers in the Chapter 11 Cases, (b) the firm of FTI Consulting, Inc. is hereby engaged as financial advisor for the Company in the Chapter 11 Cases, (c) the firm of Guggenheim Securities, LLC is hereby engaged as investment banker for the Company in the Chapter 11 Cases, (d) the firm of Prime Clerk LLC is hereby engaged as the claims and noticing agent for the Company in the Chapter 11 Cases; and (e) the firm of Sullivan & Cromwell LLP is hereby engaged as special counsel for the Company in the Chapter 11 Cases, in each case, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute, deliver, certify, record and/or file and perform all petitions, documents, affidavits, schedules, motions, lists, applications, pleadings and other papers, in such form and with such additions and changes to any or all as such Authorized Person deems necessary, proper or desirable, and to take and perform any and all further acts and deeds as such Authorized Person deems necessary, proper or desirable in connection with the Chapter 11 Cases, subject to any requisite Bankruptcy Court approval, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof.

**RESOLVED FURTHER**, that the Authorized Persons be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to engage, employ and retain all assistance by legal counsel, special counsel, auctioneers, accountants, financial advisors or other professionals that such Authorized Person deems necessary, proper or desirable in connection with the Chapter 11 Cases, subject to any requisite Bankruptcy Court approval, with a view to the successful prosecution of such cases or to effect the purposes and intent of the foregoing resolutions.

### **DEBTOR-IN-POSSESSION LOAN DOCUMENTS**

**RESOLVED FURTHER**, that, in connection with the commencement of the Chapter 11 Cases, the Board hereby (i) approves that certain Debtor-in-Possession Credit Agreement (the “**Debtor-in-Possession Credit Agreement**”) among Wells Fargo Bank, National Association, in its capacity as administrative agent and collateral agent (the “**Agent**”), the Company, as a borrower and debtor-in-possession, and its subsidiary, Pacific Sunwear Stores, Corp., a California corporation, as a borrower and debtor-in-possession (“**Stores**”), providing for a senior secured, super-priority credit facility of up to \$100 million, which is subject to an asset based borrowing base formula and reserves (including a reserve for the repayment of the pre-petition obligations under the existing Credit Agreement by and among the Agent, the lenders party thereto, the Company and Stores, dated as of December 7, 2011, as amended, the “**Existing Revolving Credit Agreement**”), on the closing date of the financing referenced in this paragraph, which will be secured by a first priority perfected security interest in substantially all of the assets of the Company and Stores, subject only to certain excluded property, carve outs and permitted liens, and (ii) consents to the incurrence of indebtedness, the grant of a security interest in substantially all of the assets of the Company and Stores to the Agent (subject only to certain excluded property, carve outs and permitted liens), and the execution, delivery and

performance of the Debtor-In-Possession Credit Agreement by the Company and Stores, in each case, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company: (i) to negotiate, enter into, execute, deliver and perform or cause the performance of the Debtor-in-Possession Credit Agreement and such other documents to be negotiated, executed, delivered and performed in connection therewith, including such pledges, mortgages, guarantees, notes, security agreements, collateral security documents and other agreements, certificates, or instruments as such Authorized Person executing the same considers necessary, proper or desirable (collectively, the **“DIP Loan Documents”**), in such form and with such additions and changes to any or all of such DIP Loan Documents as such Authorized Person deems necessary, proper or desirable, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof and (ii) to consummate the transactions contemplated by the DIP Loan Documents on behalf of the Company and Stores, in each case, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed to, in the name and on behalf of the Company, to amend, extend, supplement or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements or other writings referred to in the foregoing resolutions, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed to, in the name and on behalf of the Company (and any such actions heretofore taken by any of them are hereby ratified, confirmed and approved in all respects): (i) to cause the Company to perform, enter into, negotiate, execute, deliver, certify, file and/or record any and all of the DIP Loan Documents as may be required or as such Authorized Person deems necessary, proper or desirable, in such form and substance and with such additions and changes to any or all of such terms and conditions as such Authorized Person deems necessary, proper or desirable, and (ii) to take or perform such other acts as may in the judgment of such person be or become necessary, proper or desirable, in order to effectuate fully the purposes and intent of the foregoing resolutions and matters ratified or approved herein and the consummation of the transactions contemplated thereby, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof, in each case, subject to any requisite Bankruptcy Court approval.

### **RESTRUCTURING SUPPORT AGREEMENT**

**RESOLVED FURTHER**, that, in connection with the commencement of the Chapter 11 Cases, the Authorized Persons be, and each hereby is, authorized and empowered: (i) to execute, deliver and undertake any and all transactions contemplated by that certain Restructuring Support Agreement (together with any ancillary or related governing documents, certificates or agreements, the **“Restructuring Support Agreement”**), among the Company, Stores, Miraloma Borrower Corporation, a Delaware corporation (**“Miraloma”** together with Stores, the **“Subsidiaries”**), the Term Lenders (defined below) and PS Holdings Agency Corp. (in its



capacity as administrative agent and collateral agent (the “**Term Agent**”) under that existing Credit Agreement by and among the Term Agent, the lenders party thereto (the “**Term Lenders**”), the Company and Stores, dated as of December 7, 2011, as amended, the “**Existing Term Loan Credit Agreement**”), on substantially the same terms set forth in the Restructuring Support Agreement, in such form and with such additions and changes to any or all of such terms and conditions as such Authorized Person deems necessary, proper or desirable, and (ii) to take all such further actions including, without limitation, to pay all fees and expenses, in accordance with the terms of the Restructuring Support Agreement, which such Authorized Person determines to be necessary, proper or advisable to perform the Company’s obligations under or in connection with the Restructuring Support Agreement and the transactions contemplated therein and to carry out fully the intent of the foregoing resolution, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company: (i) to negotiate, enter into, execute, deliver and perform or cause the performance of the Restructuring Support Agreement and such other documents to be negotiated, executed, delivered and performed in connection therewith, including such pledges, mortgages, guarantees, notes, security agreements, collateral security documents and other agreements, certificates, or instruments as such Authorized Person executing the same considers necessary, proper or desirable (collectively with the Restructuring Support Agreement, the “**Restructuring Support Documents**”), in such form and with such additions and changes to any or all of such Restructuring Support Documents as such Authorized Person deems necessary, proper or desirable, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof and (ii) to consummate the transactions contemplated by the Restructuring Support Documents on behalf of the Company and its Subsidiaries, in each case, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed to, in the name and on behalf of the Company, to amend, extend, supplement or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements or other writings referred to in the foregoing resolutions, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed to, in the name and on behalf of the Company (and any such actions heretofore taken by any of them are hereby ratified, confirmed and approved in all respects): (i) to cause the Company to perform, enter into, negotiate, execute, deliver, certify, file and/or record any and all of the Restructuring Support Documents as may be required or as such Authorized Person deems necessary, proper or desirable, in such form and substance and with such additions and changes to any or all of such terms and conditions as such Authorized Person deems necessary, proper or desirable, and (ii) to take or perform such other acts as may in the judgment of such person be or become necessary, proper or desirable, in order to effectuate fully the purposes and intent of the foregoing resolutions and matters ratified or approved herein and the consummation of the transactions contemplated thereby, such determination to be

conclusively evidenced by the taking of such action or the execution and delivery thereof, in each case, subject to any requisite Bankruptcy Court approval.

### **PLAN OF REORGANIZATION**

**RESOLVED FURTHER**, that, in connection with the commencement of the Chapter 11 Cases, the Board hereby (i) approves the Plan, providing for, among other things, (a) the cancellation of the Company's existing equity interests and the issuance of certain new equity interests, 100% of which new equity interests will be received by the Term Lenders, in exchange for the conversion of a portion of the claims arising under the Existing Term Loan Credit Agreement into equity, with the remaining portion of such claims being converted into a new term loan (the "**New Term Loan**"), (b) the payment in full of all Administrative Claims, Allowed Priority Tax Claims, and Priority Non-Tax Claims (each as defined therein), and the satisfaction of all Other Secured Claims (as defined therein), consistent with section 1129 of the Bankruptcy Code, (c) conversion of the claims under the Existing Revolving Credit Agreement (if any) and the Debtor-in-Possession Credit Agreement to a new asset based revolving facility (the "**New ABL Facility**") or payment of such claims in full in cash, reinstatement of the Mortgage Notes Claims (as defined therein), and payment in full (without post-petition interest, late fees, or penalties) of Qualified Unsecured Trade Claims (as defined therein), and (d) a cash payment to Holders of Allowed General Unsecured Claims (as defined therein) of each such Holder's pro rata share of the General Unsecured Claims Recovery Pool (as defined therein) and (ii) consents to the implementation, delivery and performance thereof by the Company and its Subsidiaries, in each case, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed to, in the name and on behalf of the Company (and any such actions heretofore taken by any of them are hereby ratified, confirmed and approved in all respects): (i) to cause the Company to implement, delivery, perform, certify and file the Plan, in such form and substance and with such additions and changes to any or all of such terms and conditions as such Authorized Person deems necessary, proper or desirable, and (ii) to take or perform such other acts as may in the judgment of such person be or become necessary, proper or desirable, in order to effectuate fully the purposes and intent of the foregoing resolutions and matters ratified or approved herein and the consummation of the transactions contemplated thereby, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof, in each case, subject to any requisite Bankruptcy Court approval.

### **KEY EMPLOYEE INCENTIVE PLAN/KEY EMPLOYEE RETENTION PLAN**

**RESOLVED FURTHER**, that, in connection with the commencement of the Chapter 11 Cases, the Board hereby (i) approves that certain Key Employee Incentive Plan/Key Employee Retention Plan as presented to the Board (the "**KEIP/KERP**") and (ii) consents to the execution, delivery and performance thereof by the Company and its Subsidiaries, in each case, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company: (i) to negotiate,

enter into, deliver and perform or cause the performance of the KEIP/KERP, and such other agreements and documents to be negotiated, executed, delivered and performed in connection therewith (collectively, the “**KEIP/KERP Documents**” and together with the DIP Loan Documents, the Restructuring Support Documents and the Plan, the “**Bankruptcy Documents**”), as such Authorized Person executing the same considers necessary, proper or desirable, in such form and with such additions and changes to any or all of such KEIP/KERP Documents as such Authorized Person deems necessary, proper or desirable, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof and (ii) to consummate the transactions contemplated by the KEIP/KERP Documents on behalf of the Company and its Subsidiaries, in each case, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed to, in the name and on behalf of the Company, to amend, extend, supplement or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements or other writings referred to in the foregoing resolutions, subject to any requisite Bankruptcy Court approval.

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed to, in the name and on behalf of the Company (and any such actions heretofore taken by any of them are hereby ratified, confirmed and approved in all respects): (i) to cause the Company to perform, enter into, negotiate, execute, deliver, certify, file and/or record any and all of KEIP/KERP Documents as may be required or as such Authorized Person deems necessary, proper or desirable, in such form and substance and with such additions and changes to any or all of such terms and conditions as such Authorized Person deems necessary, proper or desirable, and (ii) to take or perform such other acts as may in the judgment of such person be or become necessary, proper or desirable, in order to effectuate fully the purposes and intent of the foregoing resolutions and matters ratified or approved herein and the consummation of the transactions contemplated thereby, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof, in each case, subject to any requisite Bankruptcy Court approval.

### **SECURITIES FILINGS**

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized and directed, in the Company’s name and on its behalf, to execute and file with the Securities and Exchange Commission (the “**SEC**”) a current report on Form 8-K with the SEC under the Securities Exchange Act in respect of the Chapter 11 Cases, the Bankruptcy Documents, and all other filings as necessary, proper or desirable.

### **SUBSIDIARIES**

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, authorized, empowered and directed, for and on behalf of the Company and in its name, in its capacity as sole stockholder of Stores and of Miraloma, to negotiate, enter into, execute, deliver, certify, record and/or file and perform or cause the performance of all petitions, documents, affidavits, schedules, motions, lists, applications, pleadings and other papers, in such form and

with such additions and changes to any or all of such terms and conditions as such Authorized Person deems necessary, proper or desirable under and in connection with the Chapter 11 Cases, the Bankruptcy Documents, and, if applicable, to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware, at such time or in such other jurisdiction as such Authorized Person executing the same shall determine necessary, desirable or advisable, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof.

### **GENERAL**

**RESOLVED FURTHER**, that the Authorized Persons be, and each of them hereby is, in all respects, authorized, empowered and directed, for and on behalf of the Company and in its name, to take or cause to be taken all such further action and to sign, execute, acknowledge, certify, deliver, accept, record and file, or to cause to be signed, executed, acknowledged, certified, delivered, accepted, recorded and filed, any and all further documents, certificates, instruments and notices, and any amendments thereto, in such form and with such additions and changes to any or all of such terms and conditions as such Authorized Person deems necessary, proper or desirable to carry out the intent or accomplish the purpose of the foregoing resolutions, such determination to be conclusively evidenced by the taking of such action or the execution and delivery thereof.

**RESOLVED FURTHER**, that any and all actions previously or hereafter taken and any and all documents, certificates or instruments (however characterized or described) previously or hereafter executed and delivered or filed and recorded on behalf of the Company, by any Authorized Person of the Company, and others acting on the Company's behalf pursuant to authority granted to them by the Board or by any Authorized Person, in order to carry into effect the purposes and intent of the foregoing resolutions are hereby ratified, confirmed, adopted and approved in all respects.

**RESOLVED FURTHER**, that all acts lawfully done or actions lawfully taken by any Authorized Person to seek relief on behalf of the Company under Chapter 11 of the Bankruptcy Code, or in connection with the Chapter 11 Cases, or any matter related thereto, including in connection with the Bankruptcy Documents, be, and they hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deed of the Company.



**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re

PACIFIC SUNWEAR OF CALIFORNIA, INC., a  
California corporation,<sup>1</sup>

Debtor.

Chapter 11

Case No.: 16- \_\_\_\_\_ ( )

**STATEMENT OF CORPORATE OWNERSHIP PURSUANT TO RULES 1007(a)  
AND 7007.1 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

I, Craig E. Gosselin, declare under penalty of perjury under the laws of the United States of America, to the best of my knowledge, information, and belief, as follows:


I am the Secretary, Senior Vice President, General Counsel, and Human Resources of Pacific Sunwear of California, Inc., a California corporation (the “Debtor”).

The following entities directly own more than 10% of the equity interests of the Debtor:

<b>Equity Holder</b>	<b>Percentage of ownership</b>
GI2 LTD PO Box 1586 GT 24 Shedden Road George Town Cayman Islands KY1-110	28.90%
PS Holdings of Delaware – Series A c/o Golden Gate Private Equity, Inc. One Embarcadero Center, 39 <sup>th</sup> Floor San Francisco, CA 94111	19.60%
Adage Capital Management, L.P. 200 Clarendon Street, 52 <sup>nd</sup> Floor Boston, MA 02116	14.40%

<sup>1</sup> The Debtor’s address and last four digits of its federal taxpayer identification number are: 3450 East Miraloma Avenue, Anaheim, CA 92806 (9463-CA).

Dated: April 7, 2016

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

---

Craig E. Gosselin  
Secretary, Senior Vice President, General Counsel,  
and Human Resources

**Fill in this information to identify the case:**

Debtor name: Pacific Sunwear of California, 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 40 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 40 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 40 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.	Total claim, if partially secured	Deduction for value of collateral or setoff
							Unsecured Claim
1	NIKE 1 Bowerman Dr Beaverton, OR 97005	NIKE PHONE: 503.671.6453 FAX: 503.671.6300 EMAIL: media.relations@nike.com	Merchandise Payables				\$5,679,065.83
2	SIMON PROPERTY GROUP 225 W Washington St Indianapolis, IL 46204	SIMON PROPERTY GROUP PHONE: 317-636.1600 FAX: 302.655.5049 EMAIL: sdoran@simon.com	Occupancy Charges				\$3,804,699.62
3	HURLEY 1945 PLACENTIA AVE COSTA MESA, CA 92627	HURLEY PHONE: 949.548.9375 FAX: 949.548.9521 EMAIL:	Merchandise Payables				\$2,878,125.22
4	SEDUNOTEX CO LTD 168 BAIZHANG ROAD 5/F C&E BUILDING D NINGBO, 315040 China	SEDUNOTEX CO LTD PHONE: +865748770064 FAX: +8657487971938 EMAIL: oliver18@zjip.com	Merchandise Payables				\$2,814,427.34
5	SHANGHAI TEXTILE UNITED NO 420 YU YAO ROAD SUITE 502 SHANGHAI, 200042 China	SHANGHAI TEXTILE UNITED PHONE: +862162184736 FAX: +862162314085 EMAIL:	Merchandise Payables				\$2,307,486.52
6	SAY CORPORATION 4 F GYOH A BUILDING 10-25 NONHYEONDONG, GANGNAM GU SEOUL, 135-812 Korea	SAY CORPORATION PHONE: FAX: EMAIL:	Merchandise Payables				\$1,716,776.33
7	GENERAL GROWTH 110 N. Wacker Drive Att: Law/Lease Department Chicago, IL 60606	GENERAL GROWTH PHONE: 312. 960.5000 FAX: 312. 960.5722 EMAIL: kevin.berry@ggp.com	Occupancy Charges				\$1,646,406.77
8	LENNY IMPORT EXPORT BRANDY MELVILLE WHOLESale 11828 TEALE STREET CULVER CITY, CA 90230	LENNY IMPORT EXPORT PHONE: 562.865.4201 FAX: EMAIL:	Merchandise Payables				\$1,511,859.60
9	FEDERAL EXPRESS 942 South Shady Grove Road Memphis, TN 38120	FEDERAL EXPRESS PHONE: 901.818.7500 FAX: EMAIL: inquiry@fedex.com	Non-Merchandise Payables				\$1,250,224.83
10	PRIMARY COLOR SYSTEMS ATTN: ACCOUNTS RECEIVABLE 265 BRIGGS AVE COSTA MESA, CA 92626	PRIMARY COLOR SYSTEMS PHONE: 310.841.0250 FAX: 310.841.0254 EMAIL: danhirt@primarycolor.com; vincentrandazzo@primarycolor.com	Non-Merchandise Payables				\$1,206,477.22
11	CODDY GLOBAL LTD 13/F #2 SEC 1 TUNHUA S RD TAIPEI, 10506 Taiwan	CODDY GLOBAL LTD PHONE: +886227134588 FAX: EMAIL:	Merchandise Payables				\$1,093,501.23
12	BCNU 1105 S BOYLE AVE LOS ANGELES, CA 90023	BCNU PHONE: FAX: EMAIL:	Merchandise Payables				\$921,256.75
13	RVCA ACCOUNTS RECEIVABLE 117 WATERWORKS WAY IRVINE, CA 92618	RVCA PHONE: 949.734.2742 FAX: 949.548.7722 EMAIL: INFO@RVCA.COM	Merchandise Payables				\$847,688.26

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured Claim
14	MACERICH 401 Wilshire Bl. Ste. 700 Santa Monica, CA 90401	MACERICH PHONE: 310.394.6000 FAX: 310.395.2791 EMAIL:	Occupancy Charges				\$789,607.75
15	DIAMOND SUPPLY COMPANY INC 1710 CORDOVA STREET LOS ANGELES, CA 90007	DIAMOND SUPPLY COMPANY INC PHONE: 323.782.0668 FAX: EMAIL: customerservice@diamondsupplyco.com	Merchandise Payables				\$730,483.03
16	RAKUTEN MARKETING LLC 215 Park Avenue South 9th Floor New York, NY 10003	RAKUTEN MARKETING LLC PHONE: 646.943.8200 FAX: 646.943.8204 EMAIL:	Non-Merchandise Payables				\$685,804.27
17	GLOBAL FOCUS 8F-3 NO ALY 22 LN 513 RUIGUANG ROAD TAIPEI, Taiwan	GLOBAL FOCUS PHONE: FAX: EMAIL:	Merchandise Payables				\$619,649.00
18	CBL 2030 Hamilton Pl Blvd, Ste500 Chattanooga, TN 37421	CBL PHONE: 517-349-2031 FAX: EMAIL:	Occupancy Charges				\$569,705.91
19	HOUSE OF GOD LLC 3940 LAUREL CANYON BLVD #427 STUDIO CITY, CA 91604	HOUSE OF GOD LLC PHONE: FAX: EMAIL:	Merchandise Payables				\$525,000.00
20	PHONG PHU INTL 48 TANG NHON PHU B WARD DISTRICT 9 HO CHI MINH, Vietnam	PHONG PHU INTL PHONE: +84873056886 FAX: +8483728 1846 EMAIL: info@ppj-international.com	Merchandise Payables				\$439,013.74
21	WESTFIELD 11601 Wilshire Blvd 11th Floor Los Angeles, CA 90025	WESTFIELD PHONE: 301-755-3225 FAX: EMAIL: corpaffairs@westfield.com	Occupancy Charges				\$432,212.11
22	RAINBOW SANDALS INC 900 CALLE NEGOCIO SAN CLEMENTE, CA 92673	RAINBOW SANDALS INC PHONE: 949.492.4930 FAX: EMAIL: info@rainbowsandals.com	Merchandise Payables				\$429,097.80
23	VOLCOM 1740 MONROVIA AVE COSTA MESA, CA 92627	VOLCOM PHONE: 949.646.2175 FAX: 949.646.5247 EMAIL: ehelpp@volcom.com	Merchandise Payables				\$400,985.93
24	PROTRADE GARMENT Group 7, Binh Duc 1 Thuan An BINH DUONG, Vietnam	PROTRADE GARMENT PHONE: +846503755143 FAX: +846503755415 EMAIL: infor@protradegarment.com	Merchandise Payables				\$391,661.40
25	BBASE IDG LIMITED RM 2505 25FL THE CENTRIUM 60 WYNDHAM STREET CENTRAL HONG KONG, Hong Kong	BBASE IDG LIMITED PHONE: FAX: EMAIL:	Merchandise Payables				\$384,287.20
26	UPS 28013 NETWORK PLACE CHICAGO, IL 60673-1280	UPS PHONE: FAX: EMAIL:	Non-Merchandise Payables				\$369,449.82
27	MICROSOFT ONE MICROSOFT WAY REDMOND, WA 98052	MICROSOFT PHONE: FAX: EMAIL:	Non-Merchandise Payables				\$352,384.48
28	TAUBMAN 200 East Long Lake Road, Suite 300 Bloomfield Hills, MI 48304	TAUBMAN PHONE: FAX: EMAIL:	Occupancy Charges				\$342,925.38



	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.	Total claim, if partially secured	Deduction for value of collateral or setoff
							Unsecured Claim
29	FRONTLINE CLOTHING JRS 5FL 828 CHEUNG SHA WAN ROAD KOWLOON, CH Hong Kong	FRONTLINE CLOTHING JRS PHONE: +85229595495 FAX: +852295954 EMAIL: HR@frontline.com.hk	Merchandise Payables				\$330,540.22
30	SERVICECHANNEL.COM INC 18 East 16th Street 2nd Floor New York, NY 10003	SERVICECHANNEL.COM INC PHONE: 516.240.6800 FAX: 516.240.6888 EMAIL:	Non-Merchandise Payables				\$325,792.70
31	HEARTLAND RETAIL CONSTRUCTION 4956 Memco Lane, Suite A Racine, WI 53404	HEARTLAND RETAIL CONSTRUCTION PHONE: 262.681.8200 FAX: 262.681.8207 EMAIL: info@heartlandretail.com	Non-Merchandise Payables				\$311,909.30
32	CRIMSON AND CLOVER INC 1220 MAPLE AVE #800 LOS ANGELES, CA 90015	CRIMSON AND CLOVER INC PHONE: 213.744.1226 FAX: EMAIL:	Merchandise Payables				\$301,638.35
33	TANGER 3200 Northline Avenue Suite 360 Greensboro, NC 27408	TANGER PHONE: FAX: EMAIL:	Occupancy Charges				\$287,644.73
34	ADOBE 75 REMITTANCE DR SUITE 1025 CHICAGO, IL 60675-1025	ADOBE PHONE: FAX: EMAIL:	Non-Merchandise Payables				\$264,232.22
35	INTO APPAREL 1707 E 20TH ST LOS ANGELES, CA 90021	INTO APPAREL PHONE: 213.747.0701 FAX: EMAIL:	Merchandise Payables				\$250,995.30
36	PREIT 200 South Broad St Philadelphia, PA 19102	PREIT PHONE: 215.875.0700 FAX: 215.546.7311 EMAIL:	Occupancy Charges				\$235,747.75
37	KEY INFORMATION SYSTEMS INC 30077 Agoura Court First Floor Agoura Hills, , CA 91301	KEY INFORMATION SYSTEMS INC PHONE: 818.992.8950 FAX: 818.992.8970 EMAIL:	Non-Merchandise Payables				\$235,145.32
38	54 RECKLESS 6380 WILSHIRE BLVD SUITE 1106 LOS ANGELES, CA 90048	54 RECKLESS PHONE: 888.972.0809 FAX: EMAIL: info@youngandreckless.com	Merchandise Payables				\$235,113.22
39	CAPITOL LIGHT 270 Locust St Hartford, CT 06141-0179	CAPITOL LIGHT PHONE: FAX: EMAIL:	Non-Merchandise Payables				\$233,415.08
40	JAINSONS INTL INC (DIZZY IZZY) 7526 TYRONE AVE VAN NUYS, CA 91405	JAINSONS INTL INC (DIZZY IZZY) PHONE: +8183469293 FAX: 303.394.9981 EMAIL: info@jainsonsintl.com	Merchandise Payables				\$215,033.30

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

Debtor Name Pacific Sunwear of California, Inc.

United States Bankruptcy Court for the: \_\_\_\_\_ District of Delaware  
(State)

Case number (If known): \_\_\_\_\_

**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 40 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 04/07/2016  
MM / DD / YYYY

**x**

/s/ Craig E. Gosselin  
Signature of individual signing on behalf of debtor

Craig E. Gosselin  
Printed name

Secretary, Senior Vice President, General Counsel and Human Resources  
Position or relationship to debtor

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re

PACIFIC SUNWEAR OF CALIFORNIA, INC., a  
California corporation,<sup>1</sup>

Debtor.

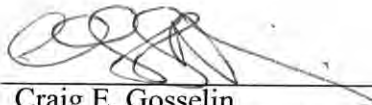
Chapter 11

Case No.: 16-\_\_\_\_\_( )

**VERIFIED LIST OF EQUITY SECURITY HOLDERS OF PACIFIC SUNWEAR OF  
CALIFORNIA, INC., A CALIFORNIA CORPORATION, SUBMITTED IN ACCORDANCE  
WITH FEDERAL RULE OF BANKRUPTCY PROCEDURE 1007(a)(3)**

I, Craig E. Gosselin, am the Secretary, Senior Vice President, General Counsel, and Human Resources of Pacific Sunwear of California, Inc., a California corporation. I hereby certify under penalty of perjury under the laws of the United States that, to the best of my knowledge, information, and belief, the attached list constitutes a complete and correct list of the equity security holders of record of Pacific Sunwear of California, Inc., a California corporation, their registered address, and the number of common shares held by each such holder as of April 4, 2016.

Dated: April 7, 2016



Craig E. Gosselin  
Secretary, Senior Vice President, General Counsel, and Human  
Resources

<sup>1</sup> The Debtor's address and last four digits of its federal taxpayer identification number are: 3450 East Miraloma Avenue, Anaheim, CA 92806 (9463-CA).

PACIFIC SUNWEAR OF CALIFORNIA, INC.  
Equity Holders of Record as of April 4, 2016

Holder Identifier	CRI Class Total	CRI Class Total	Name 1	Name 2	Address 1	Address 2	Address 3	Domicile
R0000000043	18937	0	2009 EMPLOYEE STOCK PURCHASE PLAN	(FORMERLY THE ESPP RESERVE)	C/O COMPUTERSHARE	250 ROYALL ST	CANTON MA 02021	
R0000000078	5935420	0	2015 LONG TERM INCENTIVE PLAN	C/O COMPUTERSHARE INC	250 ROYALL ST	CANTON MA 02021		
R0000012505	0	250000	ALFRED CHANG	C/O COMPUTERSHARE INC	250 ROYALL ST	CANTON MA 02021		
C0000005479	10	0	ALYSSA HURLSTONE		1771 KETTLE RUN	5 PASADENA CA 91030		
C0000000591	757	0	ANDREW KABAT		9505 NEWBRIDGE DRIVE	PERRYBURG OH 43551-5414		
C00000004821	6	0	ANTHONY CARRIER		12513 S BROGHUM DR	POTOMAC MD 20854-2809		
C0000001333	1	0	AUDREY MARIE HAYES		438 ENCLAVE CIR	OLATHE KS 66062		
C0000001872	1	0	BARBARA SMITH		2295 TUSTIN ST	APT 302	COSTA MESA CA 92626-8246	
C00000005614	30	0	BART DECLARK		47 EMERALD BAY	NBR 66	ORANGE CA 92665-3732	
C0000012149	10	0	BENJAMIN F HARRISON		7198 S LINCOLN WAY	LAGUNA BEACH CA 92651-1251		
C0000005649	10	0	BENJAMIN J LUDDI		9118 BUCKWHEAT STREET	CENTENNIAL CO 80122-1144		
C0000005215	82	0	BERNIE J MAPOLOSKI &	MICHELE G MAPOLOSKI JT TEN	1215 MOWRY ST	SAN DIEGO CA 92129-3642		
C0000004855	22	0	BRENDA A WALKER		122 DEVOL DRIVE	OLD FERGE PA 18518-1119		
C0000117439	0	43750	BRIAN LIBRACH		833 INDIANA AVE	MARIETTA OH 45750-9424		
C0000006289	505	0	BRIAN TAKASHI ITAYA		1777 GASTRO DR	VENICE CA 90291-2730		
C0000013587	0	100000	BRIANE BREUER		4 STILL WATER	SAN JOSE CA 95130		
C0000004847	4	0	CAMDEN W MILLER		405 LA CRESCENTIA DR	NEWPORT COAST CA 92657		
C0000003263	55	0	CARLA M ACTON &	TROY D ACTON JT TEN	7289 W COUNTRY RD 650 N	SAN DIEGO CA 92106-3348		
C0000006319	50	0	CAROL A HONAN		1345 CARRILLO PARK DR, APT S11	ST PAUL IN 47272		
C0000001210	1	0	CAROLINE N CARTER		17060 CHICAGO AVENUE	SANTA ANA CA 92701-3139		
C0000117650	0	15000	CARRIE TORNATELA		5500 DELACROIX WAY	YORBA LINDA CA 92686		
C0000001317	1	0	CASSANDRA A HANLEY		4240 CANDLEBERRY AVE	YORBA LINDA CA 92687		
C0000117498	0	20000	CATHY MAUCH		1824 E 19TH STREET	SEAL BEACH CA 90740-2825		
D0000000019	70362839	0	CEDE & CO		PO BOX 20	SANTA ANA CA 92705		
C0000001163	1	0	CHARLES G BIGGS III		2540 FAIRGLEN PLACE	BOWLING GREEN STN		
C0000012092	20	0	CHARLOTTE E ROBERTS	CUST IAN PATRICK ROBERTS	UTMA PA	CORONA CA 92881-6612		
C0000016144	750	0	CHARLOTTE GAY		4304 OCEAN DRIVE	3201 TUFTON AVE	REISTERSTOWN MD 21136-5534	
C0000004383	1	0	CHINOOK TRADING CO		6285 LAKEVIEW BLVD	MANHATTAN BCH CA 90266		
C0000001911	1	0	CHRIS JOYCE		PO BOX 820	LAKE OSWEGO OR 97035		
C0000117315	0	52500	CHRISTOPHER TEDFORD		19381 SAINT MARYS DR	SUMMERLAND CA 93067-0820		
C0000003751	6	0	CLARK F CANHAM	C/O CHRISTOPHER CANHAM	791 HONEYWOOD CT	NORTH TUSTIN CA 92705		
C000015555	200	0	CODY CROSS		RR 4 BOX 110	SAN JOSE CA 95120		
C0000009407	0	43750	COLEEN K MCNALLY		111 SANTA BARBARA CRT	STILLWELL OK 74960-9433		
C0000005142	7	0	COLLEEN HARNETT		556 PALO ALTO AVENUE	FOOTHILL RANCH CA 92610		
C0000015822	4	72917	CRAIG GOSSELIN		4977 TERRACITA AVE	MOUNTAIN VIEW CA 94041-1824		
C0000005941	4	0	CRAIG LONGWORTH	CUST MATTHEW LONGWORTH	UTMA MO	LA CANADA FLT CA 91011		
C0000001775	1	0	DAVE CHARLES TEMPLE		1188 TURNELL RD	321 AVALON CHASE DR	ST LOUIS MO 63026	
C0000003689	6	0	DAVID CASBIER		2820 ST RTE 181 N	LA HABRA CA 90631-3038		
C0000001643	1	0	DAVID M ONTIVERO		894 SILVERWOOD AVE	GREENVILLE KY 42345		
C0000003476	168	0	DAVID W FINN &	NANCY L FINN JT TEN	213 CHUKER DR	UPLAND CA 91786-4147		
C0000001325	1	0	DEBORAH REESE HART	C/O DEBORAH REESE TUELL	PO BOX 247	SUNNYSVILLE SC 29485-4705		
C0000001139	1	0	DEBRA KAY BACHMAN		43 PANTHER RUN RD	LAMPE MO 65681-0247		
C0000005631	3	0	DEBRA R WALTON	CUST RENEE WILLIAMS	PO BOX 244	JIM THORPE PA 18229		
C0000006246	1	0	DENISE M GAUDET		6605 VISTA DEL RANCHO NE	2401 BLVD NAPOLEON	LOUISVILLE KY 40205-2010	
C0000003816	1	0	DENNIS A WALLACE		173 BROADWAY A-2	ALBUQUERQUE NM 87113		
C0000001732	1	0	DIANA LYN ROUSH		UTMA IN	COSTA MESA CA 92627		
C0000005274	15	0	DIANE CRIDER	CUST COURTNEY ANNE CRIDER	10900 W 131ST ST	4310 NORWOOD DRIVE	BLOOMINGTON IN 47401	
C0000011568	0	25000	DONALD K WILLIAMS		7040 ORCHARD VIEW COURT	EDMOND OK 73003		
C0000001481	1	0	DONNA JEAN LEKITES		19195 SHORELINE LANE, #5	HUNTINGT BCH CA 92648		
C0000117102	0	51250	EMILY ARNOLD		3341 LEWIS AVE	BETHLEHEM PA 18020		
C0000005673	22	0	EMILY CATHERINE SCHUMANN		565 SCHOOL AVE	LOS ANGELES CA 90022		
C00000117668	0	15000	ENRIQUE CARRILLO		16956 FLOWER VALE LN	HACIENDA HEIGHTS CA 91745		
C0000117536	0	20000	ERIC JEN		PO BOX 372205	DENVER CO 80237-6205		
C0000004235	1	0	ERIN OLIVER		1717 N HALE AVENUE	FULLERTON CA 92831		
C0000015369	0	55000	ERNESTO SIBAL		1765 SANTA ANA AVE, D103	COSTA MESA CA 92627		
C0000117625	0	20000	EUGENE LAI		15711 LAKEWOOD HEIGHTS BLVD	LAKEWOOD OH 44107		
C0000003549	112	0	FRANK J YARTZ		5753G SANTA ANA CANYON ROAD	NBR 1050	ANAHEIM CA 92807	
C0000001741	1	0	FRANK JOSEPH SCHOOLS		150 VALLEY ST, 3046	PASADENA CA 91105		
C00000117684	0	20000	GABRIELA GALI		224 HOMWOOD ROAD	SAN CLEMENTE CA 92672-4456		
C0000004774	337	0	GARRICK J BERGER		209 AVENIDA MONTALVO	LOS ANGELES CA 90049		
C0000015768	0	2433333	GARY SCHOENFELD		600 S SPRING STREET, #1601	LOS ANGELES CA 90014		
C0000017043	0	15000	GARY WAN					



**PACIFIC SUNWEAR OF CALIFORNIA, INC.**  
Equity Holders of Record as of April 4, 2016

Holder Identifier	CRI Class Total	Name 1	Name 2	Address 1	Address 2	Address 3	Domicile
C0000117366	1000	GI 2 LTD		PO BOX 1586	24 SHEDDEN ROAD		CAYMAN ISLANDS
C0000012131	70	GOODWILL INDUSTRIES		129 S GRANT	STOCKTON CA 95202		
C0000003948	15	GREGG OSSIP	CUST ZACHARY OSSIP	UTMA IN	804 BROAD RIPLE AVE		INDIANAPOLIS IN 46220
C0000012653	22500	GREGORY CRAWFORD		1644 MONTEREY BLVD, APT 4	HERMOSA BEACH CA 90254-2900		
C0000004022	9	HEATH ALAN IVERS		22902 TIMBER LN	WILDOMAR CA 92595-8024		
C0000117544	20000	HEATHER BROWN		4860 BONVUE AVE, SUITE 1	LOS ANGELES CA 90027		
C0000117781	20	HEBA NADY-MOHAMED		43 BITTERSWEET LANE	SOUTH SALEM NY 10590		
C0000117757	0	HENRY MARTINEZ		3343 WHISPERS PALMS	PICO RIVERA CA 90660		
C0000117765	0	INEZ MURATA		714 VETERAN AVE, #C	LOS ANGELES CA 90024		
C0000008320	262	J VICTOR FANDEL &	DOROTHEA FANDEL JT TEN	227 STERLING AVE	PACIFICA CA 94044-3947		
C000001431	1	JAMES EARL JENKS JR		24436 PHILEMON DRIVE	DANA POINT CA 92629		
C0000011334	7	JAMES T JUSTICE	CUST JAMES T JUSTICE II	UTMA NE	5917 HASCALL ST	OMAHA NE 68106-3738	
C0000117641	15000	JAMES TU		15701 E THREE PALMS ST	HACIENDA HEIGHTS CA 91745		
C0000003891	49	JANET H FAGALY	CUST LISA C FAGALY	UTMA FL	551 LAKE AVE	ALTAMONTE SPR FL 32701-3638	
C000001678	1	JANINE LYNN ROBINSON		135 HIGH DR	LAGUNA BEACH CA 92651-1833		
C000004111	1	JEFFREY L GOODE	CUST BRITTANY G GOODE	UTMA OH	6339 COFFEY ST	CINCINNATI OH 45230	
C0000012114	4	JENNIFER L LEITNER	CUST JESSICA L MORGAN	UTMA VA	1325 RIVER RD	SUFFOLK VA 23434	
C0000012122	4	JENNIFER L LEITNER	CUST LAURYN LEITNER	UTMA VA	1325 RIVER RD	SUFFOLK VA 23434	
C000005550	15	JERROLD LIEBERMANN	CUST REBEKAH HARRIS LIEBERMANN	UGMA WA	1214 16TH AVENUE EAST	SEATTLE WA 98112	
C000001601	1	JILL M MACLACHLAN		29 JESSICA DR	MERRIMACK NH 03054-3569		
C000005401	4	JOAN L ROGERS	CUST RACHAEL R HENCKE	UTMA WI	1777 MAPLE ROAD	GRAFTON WI 53024	
C000005541	5	JOCELYN HARNETT		6978 BOBBIER DRIVE	SAN DIEGO CA 92119-2022		
C000001198	1	JODI ANN BURNETT	C/O JODI ANN CAGE	7948 N SAPPHIRE TRAIL	ST GEORGE UT 84770		
C000001881	1	JOE KENT		24428 PIKES CT	DIAMOND BAR CA 91765		
C0000117552	0	JOEL QUILL		6527 WESTOVER CIR	CINCINNATI OH 45236		
C0000117731	0	JOHN COSTA JR		25 SUTHERLAND CT	BUENA PARK CA 90621		
C000005335	100	JOHN L INGERSOLL &	MARGARET H GILLESPIE JT TEN	2851 MOTOR AVENUE	LOS ANGELES CA 90064-3439		
C000004910	67	JOHN SWITZER	CUST JOHN GRAHAM SWITZER	UTMA OH	1375 E NINTH ST, SUITE 2600	CLEVELAND OH 44114-1796	
C000012386	0	JONATHAN BREWER		1394 N WALNUT STREET	LA HABRA HTS CA 90631		
C000011975	109	JOSEPH J HERRON	CUST WILLIAM JOSEPH HERRON	UGMA CA	22 BAYPORTE	IRVINE CA 92614-7421	
C000001074	1	JOSEPH JAY ADLER		1705 SOUTH ROAD	BALTIMORE MD 21209		
C000003212	22	JOSEPH P MARRINAN		200 COMPASS CIR	NORTH KINGSTOWN RI 02852-2610		
C000005657	25	JOSEPH SHEELEY	CUST JULIANNA R SHEELEY	UTMA TN	119 BRECKENRIDGE RD	TULLAHOMA TN 37388	
C000001619	1	KAREN LEA MAIN		891 TOWHEE LN	PERRIS CA 92571-7728		
C000001465	1	KELLEY KAY LAXAMANA		4350 VAL VERDE AVE	CHINO HILLS CA 91709-3032		
C0000117510	0	KELLY ZUCHA		307 MARINE AVE, #A	NEWPORT BEACH CA 92662		
C000006301	1	KEN RING	CUST JASON RING	UTMA NJ	150 HILL HOLLOW ROAD	WATCHUNG NJ 07069-6442	
C0000017078	0	KENT KIEFFER		19 SPRUCEWOOD	ALISO VIEJO CA 92656		
C000001155	1	KIM ELIZABETH BENNETT		237 DOVERFIELD DR	PLACENTIA CA 92870-3308		
C000001767	1	KIMBERLY K SWOR		2341 HUNTSVILLE DR	LAS VEGAS NV 89134-0433		
C000001490	1	KIMBERLY LINDEKENS		31841 PASO LABRANZA	SAN JUAN CAPISTRANO CA 92675		
C000001457	1	KRISTI LEE KOSSUTH		18880 COUNTRY PINE ROAD	PERRIS CA 92370		
C0000117480	0	LESLIE EMBREE		1212 TEMPLE TERRACE	LAGUNA BEACH CA 92651		
C000001295	1	LESLIE FRANCIS GOINS		20801 TRIBUNE ST	CHATSWORTH CA 91311-1531		
C000001261	1	LISA MARIE CORBETT		3340 EAST COLLINS AVENUE	NBR 28	ORANGE CA 92867	
C0000117722	0	LISA THOMAS		3395 MICHELSON DRIVE	4540	IRVINE CA 92612	
C000001635	1	LORI ANN MIYAMOTO		25031 GRISSOM RD	LAGUNA HILLS CA 92653-5233		
C0000117803	162	LYNNE LOMBAS BICE		114 CLEAR LAKE DR	LAFAYETTE LA 70506		
C0000117587	0	MALLARY SANTE		2000 PARSONS STREET, 28	COSTA MESA CA 92627		
C0000117412	0	MARCUS LAVEN		827 CLIFF DRIVE	LAGUNA BEACH CA 92651		
C0000117609	0	MARIEHELLE GUINTO		25228 OAK ST	LOMITA CA 90717		
C000001791	1	MARK ALAN TURNER		4809 CLAREMONT DR	SAN DIEGO CA 92117-2706		
C000001309	1	MARK HAROLD GUZIK		24687 GLENEAGLES DR	CORONA CA 92883-9287		
C0000004839	4	MATT KAEMERLE		4426 BERMUDA AVE	SAN DIEGO CA 92107		
C0000003671	13	MATTHEW J ARCHULETA		PO BOX 44882	RIO RANCHO NM 87174-4882		
C000001627	1	MAUREEN L MARCIL		1954 SAGE AVE	CORONA CA 92882-5613		
C0000117617	0	MIA JANSON		571 LOMBARDY LN	LAGUNA BEACH CA 92651		
C0000117463	77	MICHAEL UNIVERSAL		12539 TAVIRA LN	MIRA LOMA CA 91752-7328		
C0000016527	0	MICHAEL VISCUSI		401 W LA VETA AVE, APT 240	ORANGE CA 92866-2633		
C0000117714	0	MICHELLE FISHER		2326 SIXTH STREET	LA VERNE CA 91750		
C000006025	136	NANCY B LAMB &	FLOYD G LAMB JT TEN	1120 JOHN LONG RD	OAKLAND OR 97462-9655		
C000004723	10	NATHAN JEFFERIES		1306 MUSTANG TR	KINGWOOD TX 77339		
C0000013293	0	NATHAN LIU		20401 VIA GUADALUPE	YORBA LINDA CA 92887-3132		



PACIFIC SUNWEAR OF CALIFORNIA, INC.  
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Holder Identifier	C01 Class Total	CRI Class Total	Name 1	Name 2	Address 1	Address 2	Address 3	Domicile
C0000005819	1	0	NICHOLAS ALBRECHT DRESCH		304 LINCOLN AVE	HIGHLAND PARK NJ 08904		
C0000007307	1592	0	NITIN T MEHTA		58 GREENOAKS DR	ATHERTON CA 94027		
N0000002005	4055625	0	NOMINEE ACCOUNT	CRI CLASS	COMPUTERSHARE INVESTOR SERVICES	250 ROYALL ST	CANTON MA 02021	
C0000017561	0	15000	PAIGE BECKER		57 VIA VICINI	RANCHO SANTA MARGARITA CA 92688		
C0000005371	50	0	PAUL NATHAN	CUST AARON DYLAN HOWITT	UTMA OH	3542 AMBERACRES DR UNIT 108	CINCINNATI OH 45237-2637	
C0000005339	3	0	PHOEBE F ELLETT	TR UIA 14-JUN-93	THE PHOEBE F ELLETT TRUST	205 ZELKOVA RD	WILLIAMSBURG VA 23185-4361	
C0000003468	2937	0	RALPH J HARRISON		3924 SOUTH 805 EAST # B	SALT LAKE CITY UT 84107		
C0000002615	200	0	RALPH W EHLERS		1207 GLACIAL DRIVE	MINOT ND 58703-1258		
C0000004693	125	0	RALPH W EHLERS &	BETTY L EHLERS JT TEN	1207 GLACIAL DRIVE	MINOT ND 58703-1258		
C00000117706	0	10000	RASHID NEMRI		1116 W BALBOA BLVD, #C	NEWPORT BEACH CA 92661		
C0000015881	0	71250	REBECCA REIDER SCHARFE		3637 HEAD OF POND	NEW ALBANY OH 43054		
C00000117501	0	20000	REE JAE YU		16714 AMBERWOOD WAY	CERRITOS CA 90703		
2227919			RESERVE ACCOUNT	2005 FORMANCE INCENTIVE PLAN	C/O COMPUTERSHARE	250 ROYALL STREET	CANTON MA 02021	
U0000000019	88238769	0	RESERVE ACCOUNT	A/C UNALLOCATED	317 PROSPECT AVENUE, APT B	LONG BEACH CA 90814	GOLDEN CO 80401	
C00000117471	0	20000	RICHARD COX		17 GRANT PL	RED BANK NJ 07701-2117		
C0000001821	1	0	RICHARD M YBARRA		501 WOODCLIFF DR	ATLANTA GA 30350-3146		
C0000001201	1	0	RICHARD SCOTT CARLSON		UGMA CA	2353 SANTA FE	TORRANCE CA 90501	
C0000005665	15	0	RICHARD WATANABE	CUST NICOLE S WATANABE	967 PALOMAR DRIVE	LOVELAND OH 45140-8114		
C0000001406	1	0	ROBERT ANTHONY HOPKINS		675 ALVERSON RD	CAMPOBELLO SC 29322-9404		
C0000001287	1	0	ROBERT EDWARD DIMOND		PO BOX 76432	ATLANTA GA 30358-1432		
C0000003069	1	0	ROBERT G NAUMAN		15151 GENOVA CT	CHINO HILLS CA 91709-2519		
C0000016624	0	88750	ROBERT GOODWIN		2 HILLSBOROUGH	NEWPORT BEACH CA 92660		
C0000006106	13	0	ROBERT J ZEPPEL &	ANGELA RACHELLE KRAUS JT TEN	14711 NE 26TH ST	SAN FRANCISCO CA 94110		
C00000117421	0	7500	ROBERT LHOTA		975 SAN BRUNO AVENUE	VACAVILLE CA 95688-1025		
C0000001171	1	0	RONDA LYNN BORDEN		437 ROLLING OAK DR	ANAHEIM CA 92805		
C00000117382	36	0	ROSA CASAS		318 S LEMON ST 203	VANCOUVER WA 98684-7818		
C0000001660	1	0	ROSE MARIE PIERONI		14711 NE 26TH ST	CORONA CA 92882		
C00000017676	0	20000	RUPA KSHATRIYA		864 W HACIENDA DRIVE	BETHLEHEM PA 18017-2446		
C0000005525	50	0	RUTH KUGELMAN		524 KEVIN DRIVE	MANAPALAN FL 33462		
C00000011721	1	0	SANDRA ANN ANTIES	C/O SANDRA A WETZ	20 SPOONBILL ROAD	CHINO CA 91710		
C0000117692	0	30000	SANDRA RENTERIA		6678 KING STREET	BEACHWOOD NJ 08722-2411		
C0000004685	10	0	SEAN M MONAHAN		837 LEeward AVENUE	BURBANK CA 91505-3422		
C0000005762	1	0	SEAN ROMANO		3805 HEFFRON DRIVE	HOUSTON TX 77058-2278	BURBANK CA 91505	
C0000005754	1	0	SEAN ROMANO	CUST ANGELA ROMANO	UTMA CA	3805 HEFFRON DRIVE	YORK PA 17406-8328	
C0000011473	1	0	SHARON K LECHTENBERG		16718 FALLEN LEAF WAY	HUNTINGTON BEACH CA 92646		
C0000017528	0	20000	SHAYE DUFOUR		8952 FAUST CIRCLE	REDONDO BEACH CA 90277		
C0000005428	3	0	SHERYL A STOLL	CUST TAYLOR K STOLL	UTMA PA	SHERMAN OAKS CA 91423		
C0000004804	8902	0	SHIRLEY ISEN		4232 MURIETTA AVE	REDONDO BEACH CA 90277		
C0000004812	6	0	SIEGRUN A STORER		1041 AVE B	PLEASANTON CA 94588-3816		
C9999999171	5	0	SPRINGFIELD & CO	ILLINOIS STATE TREASURER	UNCLAIMED PROPERTY DIVISION	1 W OLD STATE CAPITOL PLAZA, SUITE 400	SPRINGFIELD IL 62701-1390	
C0000001813	1	0	STEPHANIE MARIA WOLF	C/O STEPHANIE WOLF-WENDELL	4606 HELPERT CT	PLEASANTON CA 94588-3816		
C0000004995	262	0	STEPHEN D CLOWER &	THERESE CLOWER JT TEN	24831 PARKLAND CT	WILDOMAR CA 92595-7857		
C0000117595	0	15000	STEPHEN FOX		5 IVY RIDGE COURT	GREENSBORO NC 27407		
C0000001279	1	0	STEVEN ERIC CULLEY		11125 HAYDEN	TUSTIN CA 92680		
C0000011749	0	10000	TAMMY HAMMOND		1101 WALNUT AVE, #G	HUNTINGTON BEACH CA 92648		
C0000006262	20	0	TERESA MARIE KNAPP		920 COWELL PLACE	CLAREMORE OK 74017-8318		
C0000005495	38	0	THOMAS F COLLINS &	LINDA ROZEK COLLINS	COMMUNITY PROPERTY	20760 FERN CIRCLE	VORBA LINDA CA 92886-3184	
C0000004782	4	0	THOMAS J POREMBA	CUST HOLLY LEEANN POREMBA	UTMA PA	PO BOX 348	MOUNT GRETN PA 17064-0348	
C0000001686	1	0	THOMAS M ROCHLEN		28749 PONDEROSE PLACE	CATAUNIC CA 91384-4746		
C0000001180	1	0	TIMOTHY CARL BORLAND		60 VIA DE LA MESA	RCH SANTA MARGARITA CA 92688		
C0000004197	4	0	TOMMI J MCGREW	CUST EMILY JONES	UGMA MS	669 JONES ROAD	COLDWATER MS 38618	
C0000005282	1	0	TROY M LARSON		1422 10TH ST N	FARGO ND 58102-2504		
C0000117579	0	15000	TYSON BORETZ		3616 GARDEN COURT	CHINO HILLS CA 91709		
C0000006114	16	0	VINCENT J ROSATI		222 SHOREBREAKER DR	LAGUNA NIGUEL CA 92677-9317		
C0000003514	121	0	WAYNE NOVAK	CUST LINDSAY NOVAK	12 PERRINE CIRCLE	PERRINEVILLE NJ 08535-1019		
C0000002721	19	0	WAYNE NOVAK	CUST KATHLEEN M WALTERS	UTMA MN	4540 UPLAND LANE	PLYMOUTH MN 55446	
C0000006220	1	0	ZACHARY B WALTERS		UTMA MO	637 WESTOVER ROAD	KANSAS CITY MO 64113	