

Fill in this information to identify the case:Debtor name White Mountain Tissue, LLCUnited States Bankruptcy Court for the: DISTRICT OF DELAWARECase number (if known) 20-12815
☒ Check if this is an amended filing
Official Form 207**Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy**

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income**1. Gross revenue from business**
☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year
From the beginning of the fiscal year to filing date:
 From **1/01/2020** to **Filing Date**
Sources of revenue
 Check all that apply

☒ Operating a business

☐ Other _____

Gross revenue
 (before deductions and exclusions)
\$27,743,713.00
For prior year:
 From **1/01/2019** to **12/31/2019**
☒ Operating a business

☐ Other _____
\$32,286,429.00**2. Non-business revenue**

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.
Description of sources of revenue
Gross revenue from each source
 (before deductions and exclusions)
Part 2: List Certain Transfers Made Before Filing for Bankruptcy**3. Certain payments or transfers to creditors within 90 days before filing this case**

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.
Creditor's Name and Address**Dates****Total amount of value**
Reasons for payment or transfer
 Check all that apply
3.1. **Payments to creditors within 90 days**
See Exhibit SOFA 3.1 Payments to creditors within 90 days.
\$7,548,427.00
☒ Secured debt

☒ Unsecured loan repayments

☒ Suppliers or vendors

☒ Services

☐ Other _____

Debtor **White Mountain Tissue, LLC**Case number (if known) **20-12815****4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider**

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☐ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
4.1. See Exhibit SOFA # 4 Insider Payments	11/4/2019 - 11/4/2020	\$36,942,348.01	
Insider			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
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6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
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Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Kmart Holding Corporaiton v. White Mountain Tissue, LLC dba Gorham Paper and Tissue 20-08557	Adversary Proceeding, Preference Action	US Bankruptcy Court, So. District of NY One Bowling Green New York, NY 10004-1408	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Logistic Dynamics, Inc. v. White Mountain Tissue, LLC 423-2020-CV-00026	Complaint for non-payment of invoices	NH Circuit Court 1 Circuit - District Division 650 Main Street Suite 100 Berlin, NH 03570-2476	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3. Matson Logistics v. White Mountain Tissue, LLC 214-2019-CV-00182	Complaint for non-payment of invoices	Coos County Superior Court 55 School Street Lancaster, NH 03584	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

Debtor **White Mountain Tissue, LLC**Case number (if known) **20-12815**☐ None**Part 4: Certain Gifts and Charitable Contributions**

9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000

☐ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
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Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

☐ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss <small>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</small>	Dates of loss	Value of property lost
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Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☐ None.

	Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.	Bernstein , Shur, Sawyer & Nelson, P.A. 100 Middle Street P.O. Box 9729 Portland, ME 04104-5029		5/14/2020 - 11/4/2020	\$178,761.24
	Email or website address www.bernsteinshur.com			
	Who made the payment, if not debtor? Gorham Paper and Tissue, LLC			
11.2.	Polisinelli PC 222 Delaware Avenue Suite 1101 Wilmington, DE 19801		10/20/2020	\$50,000.00
	Email or website address www.polsinelli.com			
	Who made the payment, if not debtor? Gorham Paper and Tissue, LLC			

Debtor **White Mountain Tissue, LLC**Case number (if known) **20-12815****12. Self-settled trusts of which the debtor is a beneficiary**

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

☐ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☐ None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
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Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☐ Does not apply

Address	Dates of occupancy From-To
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Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☐ No. Go to Part 9.

☐ Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
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Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

☐ No.

☐ Yes. State the nature of the information collected and retained.

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

☐ No. Go to Part 10.

☐ Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

Debtor **White Mountain Tissue, LLC**Case number (if known) **20-12815****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
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19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☒ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
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20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☒ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
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Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Owner's name and address	Location of the property	Describe the property	Value
Solenis LLC P.O. Box 116232 Atlanta, GA 30368	72 Cascade Flats Gorham, NH 03581	Miscellaneous equipment	\$95,232.00
Owner's name and address	Location of the property	Describe the property	Value
Central National-Gottesman Inc. 3 Manhattanville Road Purchase, NY 10577	72 Cascade Flats Gorham, NH 03581	Finished goods inventory	\$1,213,693.00
Owner's name and address	Location of the property	Describe the property	Value
Paradigm 30 Stewart Avenue Huntington, NY 11743	72 Cascade Flats Gorham, NH 03581	Finished goods inventory	\$61,705.00

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Debtor **White Mountain Tissue, LLC**Case number (if known) **20-12815**

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. **Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.**

- ☒ No.
☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
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23. **Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?**

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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24. **Has the debtor notified any governmental unit of any release of hazardous material?**

- ☒ No.
☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
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Part 13: Details About the Debtor's Business or Connections to Any Business

25. **Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

- ☒ None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.	Dates business existed
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26. **Books, records, and financial statements**

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

- ☒ None

Name and address	Date of service From-To
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26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

- ☐ None

Name and address	Date of service From-To
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26b.1. Leone, McDonnell & Roberts 143 North Main Street Concord, NH 03302	October 2020
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26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

- ☐ None

Debtor **White Mountain Tissue, LLC**Case number (if known) **20-12815****Name and address****If any books of account and records are unavailable, explain why**

26c.1. **B. Riley Securities**
Parties granted access to data room
maintained by B. Riley Securities

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

☐ None

Name and address

26d.1. **Bank of New Hampshire**
62 Pleasant Street
Laconia, NH 03246

26d.2. **Patriarch Partners LLC**
1 Liberty Street
35th Floor
New York, NY 10006

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

- ☒ No
☐ Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory

Date of inventory

The dollar amount and basis (cost, market, or other basis) of each inventory

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
Richard Arnold	c/o White Mountain Tissue, LLC 72 Cascade Flats Gorham, NH 03581	Chief Executive Officer	
Name	Address	Position and nature of any interest	% of interest, if any
Wayne Johnson	c/o White Mountain Tissue, LLC 72 Cascade Flats Gorham, NH 03581	Chief Financial Officer	
Name	Address	Position and nature of any interest	% of interest, if any
Bradley Scher	c/o White Mountain Tissue, LLC 72 Cascade Flats Gorham, NH 03581	Manager	
Name	Address	Position and nature of any interest	% of interest, if any
Gorham Paper and Tissue, LLC	72 Cascade Flats Gorham, NH 03581	Member	

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☐ No
☒ Yes. Identify below.

Debtor **White Mountain Tissue, LLC**Case number (if known) **20-12815**

Name	Address	Position and nature of any interest	Period during which position or interest was held
Lynn Tilton	c/o Daniel F.X. Geoghan, Esq. Cole Schotz P.C. 1325 Avenue of the Americas New York, NY 10019	Manager	May 2011 - March 2020
Name	Address	Position and nature of any interest	Period during which position or interest was held
Zohar III, Limited	32 Avenue of the Americas 17th Floor New York, NY 10013	Manager	March 2020 - July 14, 2020

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

☐ No☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 .			All amounts paid by Gorham Paper and Tissue. Under Shared Services Agreement, White Mountain Tissue is obligated for 50% of payroll costs.
See Exhibit SOFA #30			
Relationship to debtor			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?☐ No☒ Yes. Identify below.

Name of the parent corporation

Zohar

Employer Identification number of the parent corporation

EIN:

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?☒ No☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the parent corporation

Debtor White Mountain Tissue, LLCCase number (if known) 20-12815**Part 14: Signature and Declaration**

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

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

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

Executed on 1/6/2021/s/ Richard Arnold
Signature of individual signing on behalf of the debtorRichard Arnold
Printed namePosition or relationship to debtor Chief Executive Officer

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

☒ No☐ Yes

Last Name	First Name	Middle Initial	Hire Date	E03 Salary Amt	E96 Group Term		Sum Total Gross Pay	ERH ER Health		E2M ER 401K Match Amt
					Life Amt			Insurance Paid	Memo	
Arnold	Richard		12/12/2014	\$ 256,250.0	\$ 3,810.0	\$	260,060.1	\$ 12,327.4		\$ 10,402.3
Johnson	Michael	W	2/17/2014	\$ 193,889.3	\$ 1,243.6	\$	195,132.9	\$ 12,534.7		\$ 7,204.8

EE Number	Last Name	First Name	Check Date	Gross Pay	
253	Arnold	Richard	11/14/2019	\$ 10,002.31	
253	Arnold	Richard	11/29/2019	\$ 10,002.31	
253	Arnold	Richard	12/12/2019	\$ 10,002.31	
253	Arnold	Richard	12/26/2019	\$ 10,002.31	
253	Arnold	Richard	01/09/2020	\$ 10,002.31	
253	Arnold	Richard	01/23/2020	\$ 10,002.31	
253	Arnold	Richard	02/06/2020	\$ 10,002.31	
253	Arnold	Richard	02/20/2020	\$ 10,002.31	
253	Arnold	Richard	03/05/2020	\$ 10,002.31	
253	Arnold	Richard	03/19/2020	\$ 10,002.31	
253	Arnold	Richard	04/02/2020	\$ 10,002.31	
253	Arnold	Richard	04/16/2020	\$ 10,002.31	
253	Arnold	Richard	04/30/2020	\$ 10,002.31	
253	Arnold	Richard	05/14/2020	\$ 10,002.31	
253	Arnold	Richard	05/28/2020	\$ 10,002.31	
253	Arnold	Richard	06/11/2020	\$ 10,002.31	
253	Arnold	Richard	06/25/2020	\$ 10,002.31	
253	Arnold	Richard	07/09/2020	\$ 10,002.31	
253	Arnold	Richard	07/23/2020	\$ 10,002.31	
253	Arnold	Richard	08/06/2020	\$ 10,002.31	
253	Arnold	Richard	08/20/2020	\$ 10,002.31	
253	Arnold	Richard	09/03/2020	\$ 10,002.31	
253	Arnold	Richard	09/17/2020	\$ 10,002.31	
253	Arnold	Richard	10/01/2020	\$ 10,002.31	
253	Arnold	Richard	10/15/2020	\$ 10,002.31	
253	Arnold	Richard	10/29/2020	\$ 10,002.31	
					From Above
				\$ 260,060.06	\$ 260,060.1

249	Johnson	Michael	11/14/2019	\$ 7,505.11
249	Johnson	Michael	11/29/2019	\$ 7,505.11
249	Johnson	Michael	12/12/2019	\$ 7,505.11
249	Johnson	Michael	12/26/2019	\$ 7,505.11
249	Johnson	Michael	01/09/2020	\$ 7,505.11
249	Johnson	Michael	01/23/2020	\$ 7,505.11
249	Johnson	Michael	02/06/2020	\$ 7,505.11
249	Johnson	Michael	02/20/2020	\$ 7,505.11
249	Johnson	Michael	03/05/2020	\$ 7,505.11
249	Johnson	Michael	03/19/2020	\$ 7,505.11
249	Johnson	Michael	04/02/2020	\$ 7,505.11
249	Johnson	Michael	04/16/2020	\$ 7,505.11
249	Johnson	Michael	04/30/2020	\$ 7,505.11
249	Johnson	Michael	05/14/2020	\$ 7,505.11
249	Johnson	Michael	05/28/2020	\$ 7,505.11
249	Johnson	Michael	06/11/2020	\$ 7,505.11
249	Johnson	Michael	06/25/2020	\$ 7,505.11
249	Johnson	Michael	07/09/2020	\$ 7,505.11
249	Johnson	Michael	07/23/2020	\$ 7,505.11
249	Johnson	Michael	08/06/2020	\$ 7,505.11
249	Johnson	Michael	08/20/2020	\$ 7,505.11
249	Johnson	Michael	09/03/2020	\$ 7,505.11

EE Number	Last Name	First Name	Check Date	Gross Pay	
249	Johnson	Michael	09/17/2020	\$ 7,505.11	
249	Johnson	Michael	10/01/2020	\$ 7,505.11	
249	Johnson	Michael	10/15/2020	\$ 7,505.11	
249	Johnson	Michael	10/29/2020	\$ 7,505.11	From Above
				\$ 195,132.86	\$ 195,132.9