

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

<u>In re</u>	)	
	)	Chapter 11
Velocity Holding Company, Inc., et al.,	)	
	)	Case No. 17-12442
Debtors.	)	(Jointly Administered)
	)	

STATEMENT OF FINANCIAL AFFAIRS FOR

Performance Machine, LLC

Case No: 17-12454

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

In re:	)	
	)	Chapter 11
	)	
VELOCITY HOLDING COMPANY, INC., <i>et al.</i> , ¹	)	Case No. 17-12442 (KJC)
	)	
Debtors.	)	(Jointly Administered)
	)	

**GLOBAL NOTES AND STATEMENT OF LIMITATIONS, METHODS, AND
DISCLAIMERS REGARDING THE DEBTORS' SCHEDULES OF ASSETS AND
LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

General

The Schedules of Assets and Liabilities (collectively, the “Schedules”) and the Statements of Financial Affairs (collectively, the “Statements” and, together with the Schedules, the “Schedules and Statements”) filed by Velocity Holding Company, Inc. (“Velocity” or the “Company”) and the above-captioned debtors and debtors in possession (collectively with Velocity, the “Debtors”) pending in the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) were prepared, pursuant to section 521 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 1007 of the Federal Rules of Bankruptcy Procedure, by management of the Debtors, with the assistance of the Debtors’ advisors, and are unaudited. Although the Debtors’ management has made reasonable efforts to ensure that the Schedules and Statements are as accurate and complete as possible under the circumstances, based on information available at the time of preparation, subsequent information or discovery may result in material changes to these Schedules and Statements, and inadvertent errors, inaccuracies, or omissions may have occurred. Because the Schedules and Statements contain unaudited information, which is subject to further review, verification, and potential adjustment, there can be no assurance that these Schedules and Statements are complete. Nothing contained in the Schedules and Statements shall constitute a waiver of any right of the Debtors or an admission with respect to their chapter 11 cases (including, but not limited to, issues involving claims, substantive consolidation, defenses, equitable subordination, and/or causes of action arising under the provisions of chapter 5 of the Bankruptcy Code and any other relevant non-bankruptcy laws to recover assets or avoid transfers), and the Debtors reserve all rights to amend or supplement the

1 The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Velocity Holding Company, Inc. (1790); Velocity Pooling Vehicle, LLC (4630); Ed Tucker Distributor, Inc. (9197); Ralco Holdings, Inc. (0707); Rally Holdings, LLC (0707); Tucker Rocky Corporation (5967); Tucker-Rocky Georgia, LLC (8121); Motorsport Aftermarket Group, Inc. (0080); DFR Acquisition Corp. (4542); J&P Cycles, LLC (2512); Kuryakyn Holdings, LLC (2341); MAG Creative Group, LLC (4754); MAGNET Force, LLC (2635); Motorcycle Superstore, Inc. (1046); Motorcycle USA LLC (8994); Mustang Motorcycle Products, LLC (3660); Performance Machine, LLC (3924); Renthal America, Inc. (3827); and V&H Performance, LLC (2802). The location of the Debtors' service address is 651 Canyon Drive, Suite 100, Coppell, Texas 75019.

Schedules and Statements from time to time, in all respects, as may be necessary or appropriate, including, but not limited to, the right to dispute or otherwise assert offsets or defenses to any claim reflected in the Schedules and Statements as to amount, liability, or classification, or to otherwise subsequently designate any claim as “disputed,” “contingent,” or “unliquidated.”

The Schedules and Statements have been signed by Anthony Vacchiano, Chief Financial Officer of the Debtors and authorized agent at each of the Debtors. Accordingly, in reviewing and signing the Schedules and Statements, Mr. Vacchiano necessarily relied upon the efforts, statements, and representations of the Debtors’ other personnel and professionals. Mr. Vacchiano has not (and could not have) personally verified the accuracy of each such statement and representation, including, but not limited to, statements and representations concerning amounts owed to creditors, classification of such amounts, and their addresses.

These Global Notes and Statement of Limitations, Methodology, and Disclaimer Regarding the Debtors’ Schedules and Statements (the “Global Notes”) are incorporated by reference in, and comprise an integral part of the Schedules and Statements, and should be referred to and considered in connection with any review of the Schedules and Statements.²

Description of the Cases and Information Date

On November 15, 2017 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code in the Bankruptcy Court. The chapter 11 cases are being jointly administered under Case No. 17-12442. The Debtors continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. The asset information provided herein, except as otherwise noted, represents the asset data of the Debtors as of October 31, 2017, and the liability data of the Debtors as of the close of business on the Petition Date.

Basis of Presentation

For financial reporting purposes, prior to the Petition Date, the Debtors prepared financial statements that were annually audited and consolidated by the parent Debtor. Combining the assets and liabilities set forth in the Debtors’ Schedules and Statements would result in amounts that would be substantially different from financial information that would be prepared on a consolidated basis under Generally Accepted Accounting Principles (“GAAP”). Therefore, these Schedules and Statements do not purport to represent financial statements prepared in accordance with GAAP nor are they intended to fully reconcile to the financial statements prepared by the Debtors. Unlike the consolidated financial statements, these Schedules and Statements reflect the assets and liabilities of each separate Debtor, except where otherwise indicated. Information

² These Global Notes supplement and are in addition to any specific notes contained in each Debtor’s Schedules or Statements. The fact that the Debtors have prepared a Global Note with respect to any of individual Debtor’s Schedules and Statements and not to those of another should not be interpreted as a decision by the Debtors to exclude the applicability of such Global Note to any of the Debtors’ other Schedules and Statements, as appropriate. Disclosure of information in one Schedule, one Statement, or an exhibit or attachment to a Schedule or Statement, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, Statement, exhibit, or attachment.

contained in the Schedules and Statements has been derived from the Debtors' books and records and historical financial statements.

Moreover, given, among other things, the uncertainty surrounding the collection and ownership of certain assets and the valuation and nature of certain liabilities, to the extent that a Debtor shows more assets than liabilities, this is not an admission that the Debtor was solvent as of the Petition Date or at any time prior to the Petition Date. Likewise, to the extent a Debtor shows more liabilities than assets, this is not an admission that the Debtor was insolvent at the Petition Date or any time prior to the Petition Date.

Amendment

While reasonable efforts have been made to prepare and file complete and accurate Schedules and Statements, inadvertent errors or omissions may exist. The Debtors reserve all rights to amend and/or supplement the Schedules and Statements from time to time as is necessary or appropriate.

General Disclosures Applicable to Schedules and Statements

1. **Causes of Action.** Despite their reasonable efforts to identify all known assets, the Debtors may not have listed all of their causes of action or potential causes of action against third parties as assets in their Schedules and Statements. The Debtors reserve all of their rights with respect to any claims or causes of action and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such claims or causes of actions or in any way prejudice or impair the assertion of such claims.

2. **Recharacterization.** The Debtors have made reasonable efforts to correctly characterize, classify, categorize, and designate the claims, assets, executory contracts, unexpired leases, and other items reported in the Schedules and Statements. However, the Debtors may have improperly characterized, classified, categorized, or designated certain items. The Debtors thus reserve all of their rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and Statements at a later time as necessary or appropriate.

3. **Claim Designations.** Any failure to designate a claim in the Schedules and Statements as "contingent," "unliquidated," or "disputed" does not constitute an admission by the Debtors that such claim or amount is not "contingent," "unliquidated," or "disputed." The Debtors reserve all of their rights to dispute, or to assert offsets or defenses to, any claim reflected on their Schedules or Statements on any grounds, including, but not limited to, amount, liability, priority, status, or classification, or to otherwise subsequently designate any claim as "contingent," "unliquidated," or "disputed." Moreover, the Debtors reserve all of their rights to amend their Schedules and Statements as necessary and appropriate. Listing a claim does not constitute an admission of liability by the Debtors.

4. **Unliquidated Claim Amounts.** Claim amounts that could not be readily quantified by the Debtors are scheduled as "unliquidated."

5. **Undetermined Amounts.** The description of an amount as "undetermined" is not intended to reflect upon the materiality of such amount.

6. **Court Orders.** Pursuant to certain orders of the Bankruptcy Court entered in the Debtors' chapter 11 cases entered on or about November 17, 2017 and December 13, 2017 (collectively, the "First Day Orders"), the Debtors were authorized (but not directed) to pay, among other things, certain prepetition claims of employees, critical vendors, and taxing authorities. Accordingly, these liabilities may have been or may be satisfied in accordance with such orders and therefore generally are not listed in the Schedules and Statements. Regardless of whether such claims are listed in the Schedules and Statements, to the extent such claims are paid pursuant to an order of the Bankruptcy Court (including the First Day Orders), the Debtors reserve all rights to amend or supplement their Schedules and Statements as is necessary or appropriate.

7. **Valuation.** It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain current market valuations of all of their assets. Accordingly, unless otherwise indicated, net book values as of the Petition Date are reflected on the Schedules and Statements. Exceptions to this include operating cash and certain other assets. Operating cash is presented at bank balances as of the Petition Date. Certain other assets, such as investments in subsidiaries and other intangible assets, are listed at undetermined amounts, as the net book values may differ materially from fair market values. Amounts ultimately realized may vary from net book value (or whatever value was ascribed) and such variance may be material. Accordingly, the Debtors reserve all of their rights to amend or adjust the value of each asset set forth herein. In addition, the amounts shown for total liabilities exclude items identified as "unknown" or "undetermined," and, thus, ultimate liabilities may differ materially from those stated in the Schedules and Statements.

8. **Liabilities.** The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information and research that was conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between prepetition and postpetition periods may change. The Debtors reserve the right to amend the Schedules and Statements as they deem appropriate in this regard.

9. **Excluded Assets and Liabilities.** The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including, accrued salaries, employee benefit accruals, accrued accounts payable, and deferred gains. The Debtors also have excluded rejection damage claims of counterparties to executory contracts and unexpired leases that may be rejected (if any), to the extent such damage claims exist. In addition, certain immaterial assets and liabilities may have been excluded.

10. **Confidential or Sensitive Information.** There may be instances in which certain information in the Schedules and Statements intentionally has been redacted due to the nature of an agreement between a Debtor and a third party, concerns about the confidential or commercially sensitive nature of certain information, or concerns for the privacy of an individual. The alterations will be limited to only what is necessary to protect the Debtor or third party.

11. **Leases.** The Debtors have not included in the Schedules and Statements the future obligations of any capital or operating leases. To the extent that there was an amount outstanding as of the Petition Date, the creditor has been included on Schedule F of the Schedules.

12. **Contingent Assets.** The Debtors believe that they may possess certain claims and causes of action against various parties. Additionally, the Debtors may possess contingent claims in the form of various avoidance actions they could commence under the provisions of chapter 5 of the Bankruptcy Code and other relevant non-bankruptcy laws. The Debtors, despite reasonable efforts, may not have set forth all of their causes of action against third parties as assets in their Schedules and Statements. The Debtors reserve all of their rights with respect to any claims, causes of action, or avoidance actions they may have and nothing contained in these Global Notes or the Schedules and Statements shall be deemed a waiver of any such claims, avoidance actions, or causes of action or in any way prejudice or impair the assertion of such claims.

The Debtors may also possess contingent and unliquidated claims against affiliate Debtor entities for various financial accommodations and similar benefits they have extended from time to time, including contingent and unliquidated claims for contribution, reimbursement, and/or indemnification arising from, among other things, (i) letters of credit, (ii) notes payable and receivable, (iii) surety bonds, (iv) guarantees, (v) indemnities, and (vi) warranties. Additionally, prior to the relevant Petition Date, each Debtor, as plaintiff, may have commenced various lawsuits in the ordinary course of its business against third parties seeking monetary damages. Refer to each Statement, item 4(a)(i), for lawsuits commenced prior to the relevant Petition Date in which the Debtor was a plaintiff.

13. **Receivables.** The Debtors have not listed individual customer accounts receivable balance information as the Company considers its customer list to be proprietary and confidential.

14. **Intercompany Accounts.** The Debtors record intercompany assets and liabilities through intercompany trade (includes trade and other business-related transactions) accounts. Intercompany trade accounts record sales-type transactions between Velocity's subsidiaries and affiliates. The Debtors have eliminated intra-company activity within each legal entity. Also, the Debtors have excluded intercompany payments between Debtor entities. For additional information regarding the Debtors' intercompany transactions and related cash management protocols, see *Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief* (Docket No. 8) (the "Cash Management Motion").

15. **Guarantees and Other Secondary Liability Claims.** The Debtors have used reasonable efforts to locate and identify guarantees and other secondary liability claims (collectively, "Guarantees") in each of their executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements. Where such Guarantees have been identified, they have been included in the relevant Schedule H for the Debtor or Debtors affected by such Guarantees. However, certain Guarantees embedded in the Debtors' executory contracts, unexpired leases, secured financings, debt instruments, and other such agreements may have been inadvertently omitted. Thus, the Debtors reserve all of their rights to amend the Schedules to the extent that additional Guarantees are identified.

16. **Intellectual Property Rights.** Exclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have been abandoned, have been terminated, or otherwise have expired by their terms, or have been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. Conversely, inclusion of certain intellectual property shall not be construed to be an admission that such intellectual property rights have not been abandoned, have not been terminated, or otherwise have not expired by their terms, or have not been assigned or otherwise transferred pursuant to a sale, acquisition, or other transaction. The Debtors have made every effort to attribute intellectual property to the rightful Debtor owner, however, in some instances, intellectual property owned by one Debtor may, in fact, be owned by another. Accordingly, the Debtors reserve all of their rights with respect to the legal status of any and all intellectual property rights.

17. **Executory Contracts.** The Debtors have not set forth executory contracts as assets in the Schedules and Statements. The Debtors' executory contracts have been set forth in Schedule G. In addition, the business of the Debtors are complex—while the Debtors have made diligent attempts to properly identify all executory contracts and unexpired leases, inadvertent errors, omissions, or over inclusion may have occurred.

18. **Mechanics' Liens.** The inventories, property, and equipment listed in the Statements and Schedules are presented without consideration of any asserted mechanics', materialmen, or similar liens.

19. **Estimates.** To prepare and file the Schedules as close to the Petition Date as possible, management was required to make certain estimates and assumptions that affected the reported amounts of these assets and liabilities. The Debtors reserve all rights to amend the reported amounts of assets and liability to reflect changes in those estimates or assumptions.

20. **Fiscal Year.** Each Debtor's fiscal year ends on December 31.

21. **Currency.** Unless otherwise indicated, all amounts are reflected in U.S. dollars.

22. **Property and Equipment.** Unless otherwise indicated, owned property (including real property) and equipment are stated at net book value. The Debtors may lease furniture, fixtures, and equipment from certain third-party lessors. Any such leases are set forth in the Schedules and Statements. Nothing in the Schedules and Statements is or shall be construed as an admission as to the determination as to the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all of their rights with respect to same.

23. **Claims of Third-Party Related Entities.** While the Debtors have made every effort to properly classify each claim listed in the Schedules as being either disputed or undisputed, liquidated or unliquidated, and contingent or noncontingent, the Debtors have not been able to fully reconcile all payments made to certain third parties and their related entities on account of the Debtors' obligations to same. Therefore, to the extent that the Debtors have classified their estimate of claims of a creditor as disputed, all claims of such creditor's affiliates listed in the Schedules and Statements shall similarly be considered as disputed, whether or not they are designated as such.

24. **Interest in Subsidiaries and Affiliates.** Velocity is a privately held company, and each of the Debtors other than Velocity is a wholly-owned indirect subsidiary of Velocity. Each Debtor's Schedule A/B15 or Statement 25 contains a listing of the current capital structure of the Debtors and includes ownership interests.

25. **Umbrella or Master Agreements.** Contracts listed in the Schedules and Statements may be umbrella or master agreements that cover relationships with some or all of the Debtors. Where relevant, such agreements have been listed in the Schedules and Statements only of the Debtor that signed the original umbrella or master agreement.

26. **Setoffs and Recoupment.** The Debtors routinely take and are subject to setoff with customers and vendors in the ordinary course of business. Setoffs in the ordinary course can result from various items including, but not limited to, intercompany transactions, pricing discrepancies, returns, refunds, warranties, and other disputes between the Debtors and their customers or vendors. These setoffs are consistent with the ordinary course of business in the Debtors' industry and can total an aggregate amount of less than \$1 million on an annual basis. Therefore, the economic impact of claims related to setoff and recoupment are excluded from the Debtors' responses to Question 6 of the Statement of Financial Affairs.

27. **Insiders.** The Debtors have attempted to include all payments made over the 12 months preceding the Petition Date to any individual or entity deemed an "insider" pursuant to 11 U.S.C. § 101(31). For these purposes, "insider" is defined as (1) an individual or entity owning 5% or more of the voting or equity securities of a Debtor, (2) directors of any of the Debtors, (3) the Debtors' chief executive officer, chief financial officer, and presidents, or (4) a person married to any of the foregoing. The listing of a party as an "insider," however, is not intended to be nor should be construed as a legal characterization of such party as an insider and does not act as an admission of any fact, claim, right, or defense, and all such rights, claims, and defenses are hereby expressly reserved. In addition, certain Debtors have made payments to, charged or incurred charges from various affiliated entities during the twelve months preceding the relevant Petition Date. These transactions have been reflected in the Schedules and Statements as the net change in beginning and ending intercompany trade payables.

28. **Indemnification.** Article IV of Velocity's Certificate of Incorporation (the "Certificate") provides indemnification, on the particular terms set forth in the Bylaws, for persons made a party or threatened to be made a party to any action, suit or proceeding by reason of the fact that he or she is a director of Velocity, or is serving at the request of Velocity as a director. The Debtors have not reached a determination that certain potentially indemnified persons are ineligible for indemnification under the terms of the Certificate and such persons are therefore listed on Velocity's Schedule E/F. To the extent that Velocity has entered into separate contracts with certain executives and former executives, agreeing to indemnify them in certain circumstances according to the particular terms and conditions set forth in those contracts, such contracts are listed on Velocity's Schedule G. The Debtors have not reached a determination as to whether the persons who are parties to these contracts are eligible for indemnification. Consequently, the Debtors have separately listed on Schedule G all contracts with such persons, but Debtors reserve all rights with respect thereto, including the right to assert that the individual is not entitled to indemnification and that the provisions do not constitute executory contracts.

29. **Payments.** The financial affairs and business of the Debtors are complex. Prior to the Petition Date, the Debtors maintained a cash management and disbursement system in the ordinary course of their businesses (the “Cash Management System”) (as described in the Cash Management Motion). Although efforts have been made to attribute open payable amounts to the correct legal entity, the Debtors reserve the right to modify or amend their Schedules and Statements to attribute such payment to a different legal entity, if appropriate. Payments made are listed by the legal entity making such payment notwithstanding that many such payments will have been made on behalf of another legal entity.

30. **Totals.** All totals that are included in the Schedules and Statements represent totals of all the known amounts included in the Schedules and Statements. To the extent there are unknown or undetermined amounts, the actual total may be different than the listed total. The description of an amount as “unknown” or “undetermined” is not intended to reflect upon the materiality of such amount. To the extent a Debtor is a guarantor of debt held by another Debtor, the amounts reflected in these Schedules are inclusive of each Debtor’s guarantor obligations.

Performance Machine, LLC

Case Number:

17-12454

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

Identify the Beginning and Ending Dates of the Debtor's Fiscal Year, which may be a Calendar Year				Sources of Revenue (Check all that apply)	Gross Revenue (Before Deductions and Exclusions)
From the beginning of the fiscal year to filing date:	From	<u>1/1/2017</u> MM/DD/YYYY	to <u>Filing date</u> MM/DD/YYYY	☒ Operating a business	\$21,302,177
				☒ Other <u>TOTAL NET SALES</u>	
For prior year:	From	<u>1/1/2016</u> MM/DD/YYYY	to <u>12/31/2016</u> MM/DD/YYYY	☒ Operating a business	\$25,625,911
				☒ Other <u>TOTAL NET SALES</u>	
For the year before that:	From	<u>1/1/2015</u> MM/DD/YYYY	to <u>12/31/2015</u> MM/DD/YYYY	☒ Operating a business	\$30,241,942
				☒ Other <u>TOTAL NET SALES</u>	

Performance Machine, LLC

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Part 1: Income

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 (Before Deductions and Exclusions)
From	to	
MM/DD/YYYY	MM/DD/YYYY	

Performance Machine, LLC

Case Number:

17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.1 AB TECH CRAIG MURROW 3022 CALLE JUAREZ SAN CLEMENTE, CA, 92673	8/29/2017	\$89	☐ Secured debt
	9/19/2017	\$2,150	☐ Unsecured loan repayment
	11/1/2017	\$2,600	☒ Suppliers or vendors
	11/30/2017	\$150	☐ Services
	11/30/2017	\$2,250	☐ Other _____
TOTAL AB TECH		<u>\$7,239</u>	
3.2 ADVANCED STRUCTURAL TECHNOLOGI 950 RICHMOND AVENUE OXNARD, CA, 93030	9/12/2017	\$5,721	☐ Secured debt
	9/12/2017	(\$1,050)	☐ Unsecured loan repayment
	9/19/2017	\$11,620	☒ Suppliers or vendors
	10/2/2017	\$8,972	☐ Services
	10/10/2017	\$1,050	☐ Other
	10/17/2017	\$4,200	
	10/17/2017	\$10,580	
TOTAL ADVANCED STRUCTURAL TECHNOLOGI		<u>\$41,093</u>	

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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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.3 AIN TEC INDUSTRIAL CO., LTD NO. 133-3, SEC 1, YUANLU RD. PUYEN HSIANG, CHANGHUA 51642 TAIWAN, R.O.C.,	9/1/2017	\$11,667	☐ Secured debt
	9/1/2017	\$240	☐ Unsecured loan repayment
	9/7/2017	\$18,992	☒ Suppliers or vendors
	9/7/2017	\$15,000	☐ Services
	9/29/2017	\$26,484	☐ Other _____
	10/13/2017	\$23,334	
	11/30/2017	\$3,519	
	11/30/2017	\$27,221	
	11/30/2017	\$23,300	
	11/30/2017	\$380	
	11/30/2017	\$15,667	
TOTAL AIN TEC INDUSTRIAL CO., LTD		\$165,804	

Performance Machine, LLC

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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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.4 ALUMINUM PRECISION PRODUCT,INC 3333 W. WARNER AVE. SANTA ANA, CA, 927045316	9/1/2017	\$8,639	☐ Secured debt
	9/1/2017	\$9,989	☐ Unsecured loan repayment
	9/1/2017	\$18,270	☒ Suppliers or vendors
	9/1/2017	\$15,949	☐ Services
	9/1/2017	\$7,233	☐ Other _____
	9/6/2017	\$8,297	
	9/6/2017	\$8,297	
	9/19/2017	\$14,659	
	9/19/2017	\$10,639	
	10/2/2017	\$15,792	
	10/2/2017	\$14,749	
	10/17/2017	\$15,802	
	11/3/2017	\$8,476	
	11/7/2017	\$6,955	
	11/7/2017	(\$14,326)	
	11/7/2017	\$7,372	
	11/7/2017	\$8,476	
	11/7/2017	\$14,517	
	11/7/2017	\$15,949	
	11/7/2017	\$14,659	
TOTAL ALUMINUM PRECISION PRODUCT,INC		\$210,392	

Performance Machine, LLC

Case Number:

17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.5 ANDY MEADORS 816 ELYSIAN BLVD PO BOX 51 BIG BEAR CITY, CA, 92314	8/29/2017	\$464	☐ Secured debt
	8/29/2017	\$1,030	☐ Unsecured loan repayment
	8/29/2017	\$150	☒ Suppliers or vendors
	10/2/2017	\$2,350	☐ Services
	10/2/2017	\$177	☐ Other _____
	10/10/2017	\$2,279	
	10/10/2017	\$370	
	10/10/2017	\$2,781	
	11/7/2017	\$1,405	
	11/7/2017	\$139	
	11/7/2017	\$250	
	11/30/2017	\$1,350	
	11/30/2017	\$180	
	11/30/2017	\$335	
TOTAL ANDY MEADORS		\$13,260	
3.6 APP OXNARD 1001 MCWANE BLVD. OXNARD, CA 93033, 93033	9/12/2017	\$9,231	☐ Secured debt
			☐ Unsecured loan repayment
			☒ Suppliers or vendors
			☐ Services
TOTAL APP OXNARD		\$9,231	☐ Other _____

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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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.7 ATLAS BOLT 2730 S SUSAN STREET SANTA ANA, CA, 92704	9/1/2017	\$357	☐ Secured debt
	9/1/2017	\$1,117	☐ Unsecured loan repayment
	9/1/2017	\$56	☒ Suppliers or vendors
	9/1/2017	\$338	☐ Services
	9/1/2017	\$262	☐ Other _____
	9/1/2017	\$252	
	9/1/2017	\$707	
	9/1/2017	\$96	
	9/1/2017	\$606	
	9/1/2017	\$4	
	9/1/2017	\$561	
	9/1/2017	\$125	
	9/6/2017	\$690	
	9/6/2017	\$93	
	9/6/2017	\$72	
	9/6/2017	\$30	
	9/12/2017	\$155	
	9/12/2017	\$445	
	9/12/2017	\$28	
	9/12/2017	\$86	
	9/12/2017	\$4	
	9/12/2017	\$813	
	9/12/2017	\$690	
	9/12/2017	\$252	
	9/12/2017	\$366	
	9/12/2017	\$357	
	9/12/2017	\$354	
	9/12/2017	\$848	
	9/12/2017	\$754	
	9/19/2017	\$2,346	
	9/19/2017	\$58	
	9/19/2017	\$84	
	9/19/2017	\$124	

Performance Machine, LLC

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17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
	9/19/2017	\$112	
	9/19/2017	\$174	
	9/19/2017	\$223	
	9/19/2017	\$523	
	9/19/2017	\$717	
	9/19/2017	\$1,558	
	9/19/2017	\$2,107	
	9/19/2017	\$2,187	
	9/19/2017	\$6	
	10/2/2017	\$454	
	10/2/2017	\$174	
	10/2/2017	\$105	
	10/2/2017	\$98	
	10/2/2017	\$153	
	10/2/2017	\$219	
	10/10/2017	\$32	
	10/10/2017	\$84	
	10/10/2017	\$77	
	10/17/2017	\$706	
	10/17/2017	\$185	
	10/17/2017	\$474	
	10/17/2017	\$251	
	10/17/2017	\$31	
	10/17/2017	\$1,183	
	10/17/2017	\$79	
	10/17/2017	\$630	
	10/17/2017	\$621	
	10/17/2017	\$28	
	10/17/2017	\$3,910	
	10/17/2017	\$244	
	10/17/2017	\$387	
	10/17/2017	\$86	
	10/17/2017	\$114	

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☐ None

Creditor's Name and Address		Dates	Total Amount or Value	Reasons for Payment or Transfer
		10/17/2017	\$84	
		10/25/2017	\$452	
		11/1/2017	\$71	
		11/1/2017	\$977	
		11/1/2017	\$238	
		11/1/2017	\$11	
		11/1/2017	\$61	
		11/7/2017	\$80	
		11/7/2017	\$44	
		11/7/2017	\$63	
TOTAL ATLAS BOLT			\$33,125	
3.8	BELT DRIVE LTD. 5500 E. LA PALMA AVE. ANAHEIM, CA, 92807	9/1/2017	\$5,772	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
		9/1/2017	\$106	
		9/6/2017	\$150	
		9/6/2017	\$1,425	
		9/19/2017	\$8	
		9/19/2017	\$159	
		9/19/2017	\$31	
		9/19/2017	\$50	
		9/19/2017	\$1,473	
		9/19/2017	\$1,615	
		10/2/2017	\$1,473	
		10/17/2017	\$180	
		10/17/2017	\$7,387	
		11/7/2017	\$60	
		11/7/2017	\$63	
TOTAL BELT DRIVE LTD.			\$19,950	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.9 BETTS SPRINGS COMPANY INC 2843 S. MAPLE AVE. FRESNO, CA, 93725	9/1/2017	\$635	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
	9/1/2017	\$2,230	
	9/1/2017	\$1,195	
	9/6/2017	\$1,018	
	9/6/2017	\$830	
	9/6/2017	\$930	
	9/6/2017	\$1,470	
	9/6/2017	\$577	
	9/12/2017	\$1,481	
	9/12/2017	\$1,380	
	9/12/2017	\$981	
	9/19/2017	\$1,961	
	9/19/2017	\$1,697	
	9/19/2017	\$1,102	
	10/2/2017	\$722	
	10/2/2017	\$2,231	
	10/2/2017	\$4,542	
	10/10/2017	\$1,643	
	10/10/2017	\$1,575	
	10/17/2017	\$2,245	
	10/17/2017	\$1,256	
	10/17/2017	\$1,568	
	10/17/2017	\$2,244	
	10/17/2017	\$1,402	
	10/17/2017	\$795	
	10/17/2017	\$2,115	
	10/17/2017	\$3,504	
	10/17/2017	\$2,776	
	10/25/2017	\$732	
TOTAL BETTS SPRINGS COMPANY INC		\$46,835	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.10 BOKERS INC 3104 SNELLING AVENUE MINNEAPOLIS, MN, 55406	9/1/2017	\$402	☐ Secured debt
	9/1/2017	\$620	☐ Unsecured loan repayment
	9/1/2017	\$667	☒ Suppliers or vendors
	9/1/2017	\$738	☐ Services
	9/1/2017	\$775	☐ Other _____
	9/1/2017	\$977	
	9/1/2017	\$980	
	9/1/2017	\$1,210	
	9/1/2017	\$1,460	
	9/1/2017	\$778	
	9/1/2017	\$803	
	9/1/2017	\$758	
	9/1/2017	\$698	
	9/1/2017	\$1,060	
	9/19/2017	\$700	
	10/2/2017	\$1,395	
	10/2/2017	\$1,025	
	10/10/2017	\$758	
	10/17/2017	\$1,300	
	10/17/2017	\$322	
3.11 CAGNEY ENTERPRISES, LLC C/O CE PROPERTY MANAGEMENT SERVICES 216 N COAST HWY 101 ENCINITAS, CA, 92024	11/1/2017	\$965	☐ Secured debt
	11/7/2017	\$850	☐ Unsecured loan repayment
	11/7/2017	\$630	☒ Suppliers or vendors
			☐ Services
TOTAL BOKERS INC		\$19,869	☐ Other _____
TOTAL CAGNEY ENTERPRISES, LLC		\$100,393	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.12 CO-LUCK ENTERPRISE CO., LTD. NO 2, 187 LANE, SHI-HOO RD. TAICHUNG CITY TALI COUNTY TAIWAN, R.O.C., 41263	9/1/2017	\$37,121	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL CO-LUCK ENTERPRISE CO., LTD.		\$37,121	
3.13 COMPAX INC. 1210 N. BLUE GUM ST ANAHEIM, CA, 92806	9/6/2017	\$8,413	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL COMPAX INC.		\$8,413	
3.14 D.N.A. SPECIALTY, INC. 200 W. ARTESIA BLVD COMPTON, CA , 90220	9/12/2017 9/12/2017 10/2/2017 10/2/2017 10/10/2017 10/17/2017 10/25/2017 10/25/2017 10/25/2017	\$7,920 \$3 \$25 \$5,152 \$2,848 \$5,750 \$28 \$28 \$55	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL D.N.A. SPECIALTY, INC.		\$21,808	
3.15 DESTINATION DAYTONA DAYTONA HARLEY DAVIDSON ATTN: JULIE MAENZA, 290 N. BEACH ST. 32114	9/6/2017	\$10,470	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL DESTINATION DAYTONA		\$10,470	

Performance Machine, LLC

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.16 EUMATT INTERNATIONAL CO., LTD NO. 704, MINZU E. ROAD SONGSHAN DIST. TAIPEI CITY, TAIWAN 10541,	9/1/2017 10/20/2017 10/20/2017 11/3/2017 11/3/2017 11/30/2017	\$1,700 \$5,339 \$18,989 \$942 \$70,634 \$3,137	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL EUMATT INTERNATIONAL CO., LTD		<u>\$100,742</u>	
3.17 FLORIDA DEPT OF REVENUE DAYTONA BEACH SERVICE CENTER 5050 W TENNESSEE STREET TALLAHASSEE, FL, 323990120	11/2/2017 11/2/2017	\$2,127 \$5,072	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL FLORIDA DEPT OF REVENUE		<u>\$7,199</u>	
3.18 FORSA ENTERPRISE CO. LTD NO 6 JING CHUNG RAOD YUNG KANG INDUSTRIAL PARK TAINAN 710, TAIWAN R.O.C.,	9/15/2017 9/15/2017 10/13/2017 11/30/2017 11/30/2017 11/30/2017 11/30/2017	\$167 \$96,127 \$27,040 \$58 \$220 \$54,857 \$36,746	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL FORSA ENTERPRISE CO. LTD		<u>\$215,215</u>	

Performance Machine, LLC

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.19 FREUDENBERG-NOK SEALING TECHNOLOGIES 1275 ARCHER DRIVE TROY, OH, 45373	9/12/2017	\$372	☐ Secured debt
	9/12/2017	\$744	☐ Unsecured loan repayment
	10/2/2017	\$643	☒ Suppliers or vendors
	10/2/2017	\$327	☐ Services
	10/2/2017	\$720	☐ Other _____
	10/10/2017	\$327	
	10/17/2017	\$1,204	
	10/25/2017	\$2,021	
	11/7/2017	\$538	
TOTAL FREUDENBERG-NOK		\$6,896	
3.20 GABRIEL DE MEXICO CALLE DE LOS REYES 10 Y 12 54070 TLALNEPANTLA EDO, MEXICO,	10/13/2017	\$1,985	☐ Secured debt
	10/13/2017	\$1,701	☐ Unsecured loan repayment
	10/27/2017	\$5,487	☒ Suppliers or vendors
			☐ Services
			☐ Other _____
TOTAL GABRIEL DE MEXICO		\$9,173	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.21 GEORGE INDUSTRIES, INC. 4116 WHITESIDE STREET LOS ANGELES, CA, 90063	9/1/2017	\$333	☐ Secured debt
	9/1/2017	\$333	☐ Unsecured loan repayment
	9/1/2017	\$333	☒ Suppliers or vendors
	9/1/2017	\$333	☐ Services
	9/1/2017	\$222	☐ Other _____
	9/6/2017	\$333	
	9/6/2017	\$222	
	9/6/2017	\$333	
	9/12/2017	\$333	
	9/12/2017	\$333	
	9/12/2017	\$333	
	9/12/2017	\$12	
	9/12/2017	\$333	
	9/19/2017	\$333	
	9/19/2017	\$333	
	9/19/2017	\$333	
	9/19/2017	\$333	
	10/2/2017	\$83	
	10/2/2017	\$83	
	10/2/2017	\$83	
	10/2/2017	\$83	
	10/2/2017	\$64	
	10/2/2017	\$305	
	10/2/2017	\$83	
	10/2/2017	\$358	
	10/17/2017	\$83	
	10/17/2017	\$333	
	10/17/2017	\$83	
	10/17/2017	(\$333)	
	10/17/2017	\$333	
	10/17/2017	\$83	
	10/25/2017	\$333	
	10/25/2017	\$333	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/25/2017	\$333	
	10/25/2017	\$333	
	10/25/2017	\$222	
	11/1/2017	\$111	
	11/1/2017	\$160	
	11/1/2017	\$333	
	11/1/2017	\$333	
	11/1/2017	\$111	
	11/1/2017	\$167	
	11/1/2017	\$167	
	11/1/2017	\$222	
	11/1/2017	\$321	
	11/7/2017	\$1,175	
	11/7/2017	\$333	
	11/7/2017	\$9	
TOTAL GEORGE INDUSTRIES, INC.		<u>\$11,838</u>	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.22 GOODRIDGE (USA) INC 529 VANNESS AVE TORRANCE CA, 90501	9/1/2017	\$158	☐ Secured debt
	9/1/2017	\$1,437	☐ Unsecured loan repayment
	9/1/2017	\$511	☒ Suppliers or vendors
	9/1/2017	\$336	☐ Services
	9/1/2017	\$15	☐ Other _____
	9/1/2017	\$291	
	9/1/2017	\$1,533	
	9/1/2017	\$1,450	
	9/1/2017	\$1,437	
	9/1/2017	\$943	
	9/1/2017	\$943	
	9/1/2017	\$553	
	9/1/2017	\$148	
	9/1/2017	\$290	
	9/1/2017	\$290	
	9/1/2017	\$290	
	9/1/2017	\$257	
	9/1/2017	\$224	
	9/1/2017	\$224	
	9/1/2017	\$725	
	9/1/2017	\$112	
	9/12/2017	\$1,450	
	9/12/2017	\$1,450	
	9/12/2017	\$958	
	9/12/2017	\$218	
	9/12/2017	\$112	
	9/19/2017	\$17	
	9/19/2017	\$346	
	9/19/2017	\$1,437	
	9/19/2017	\$725	
	9/19/2017	\$349	
	9/19/2017	\$711	
	10/13/2017	\$938	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/13/2017	\$1,198	
	10/13/2017	\$291	
	10/13/2017	\$363	
	10/13/2017	\$363	
	10/13/2017	\$148	
	10/13/2017	\$479	
	10/13/2017	\$158	
	10/13/2017	\$160	
	10/13/2017	\$938	
	10/13/2017	\$224	
	10/13/2017	\$479	
	10/13/2017	\$224	
	10/13/2017	\$290	
	10/13/2017	\$319	
	10/13/2017	\$319	
	10/13/2017	\$335	
	10/13/2017	\$54	
	10/13/2017	\$224	
	10/13/2017	\$479	
	10/13/2017	\$412	
	10/13/2017	\$626	
	10/13/2017	\$728	
	10/13/2017	\$725	
	10/13/2017	\$725	
	10/13/2017	\$112	
	10/13/2017	\$813	
	10/13/2017	\$346	
	10/13/2017	\$1,450	
	10/13/2017	\$513	
	10/13/2017	\$101	
	10/13/2017	\$15	
	10/20/2017	\$479	
	10/20/2017	\$1,437	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/20/2017	\$531	
	10/20/2017	\$511	
	10/20/2017	\$934	
	10/20/2017	\$553	
	10/20/2017	\$688	
	10/20/2017	\$938	
	10/20/2017	\$378	
	10/20/2017	\$479	
	10/20/2017	\$116	
	10/20/2017	\$514	
	10/20/2017	\$144	
	10/20/2017	\$335	
	10/20/2017	\$934	
	10/20/2017	\$958	
	10/20/2017	\$623	
	10/20/2017	\$767	
	10/20/2017	\$146	
	10/20/2017	\$725	
	10/20/2017	\$104	
	10/20/2017	\$131	
	10/20/2017	\$1,450	
	10/20/2017	\$814	
	10/27/2017	\$623	
	10/27/2017	\$346	
	10/27/2017	\$1,005	
	10/27/2017	\$131	
	10/27/2017	\$208	
	10/27/2017	\$92	
	10/27/2017	\$1,455	
	10/27/2017	\$479	
	10/27/2017	\$479	
	10/27/2017	\$466	
	10/27/2017	\$319	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/27/2017	\$321	
	10/27/2017	\$762	
	11/3/2017	\$509	
	11/3/2017	\$112	
	11/3/2017	\$112	
	11/3/2017	\$342	
	11/3/2017	\$511	
	11/3/2017	\$829	
	11/3/2017	\$1,851	
	11/3/2017	\$160	
	11/9/2017	\$725	
	11/9/2017	\$684	
	11/9/2017	\$286	
	11/9/2017	\$291	
	11/9/2017	\$317	
	11/9/2017	\$514	
	11/9/2017	\$346	
	11/9/2017	\$346	
	11/9/2017	\$3,168	
	11/9/2017	\$317	
	11/9/2017	\$317	
	11/9/2017	\$342	
TOTAL GOODRIDGE (USA) INC		\$67,939	
3.23 GUANN YEONG METAL CO, LTD NO 35-9 YOUNG HER LANE PEI TUN DIST., TAICHUNG (406), TAIWAN R.O.C.,	9/7/2017	\$15,408	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
	10/13/2017	\$6,171	
	10/27/2017	\$16,584	
TOTAL GUANN YEONG METAL CO, LTD		\$38,163	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.24 HANNAN PRODUCTS CORP. 220 N SMITH AVE CORONA, CA, 91720	8/29/2017	\$220	☐ Secured debt
	8/29/2017	\$390	☐ Unsecured loan repayment
	8/29/2017	\$1,280	☒ Suppliers or vendors
	9/1/2017	\$406	☐ Services
	9/12/2017	\$1,742	☐ Other _____
	9/12/2017	\$489	
	9/19/2017	\$828	
	10/2/2017	\$489	
	10/10/2017	(\$45)	
	10/10/2017	\$1,455	
	10/10/2017	\$489	
	10/17/2017	\$1,742	
	10/17/2017	\$812	
	11/1/2017	\$1,455	
TOTAL HANNAN PRODUCTS CORP.		\$11,751	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.25 HERITAGE PAPER CO. 2400 SOUTH GRAND AVE. SANTA ANA, CA 92705, 92705	9/1/2017	\$851	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
	9/1/2017	\$564	
	9/1/2017	\$118	
	9/1/2017	\$172	
	9/1/2017	\$546	
	9/1/2017	\$358	
	9/1/2017	\$73	
	9/1/2017	\$172	
	9/1/2017	\$546	
	9/1/2017	\$570	
	9/1/2017	\$75	
	9/6/2017	\$75	
	9/6/2017	\$158	
	9/6/2017	\$118	
	9/12/2017	\$688	
	9/12/2017	\$570	
	9/12/2017	\$552	
	9/12/2017	\$172	
	9/19/2017	\$344	
	9/19/2017	\$158	
	9/19/2017	\$118	
	9/19/2017	\$112	
	9/19/2017	\$73	
	9/19/2017	\$358	
	9/19/2017	\$172	
	10/2/2017	\$16	
	10/2/2017	\$37	
	10/2/2017	\$172	
	10/2/2017	\$118	
	10/2/2017	\$546	
	10/2/2017	\$344	
	10/17/2017	\$131	
	10/17/2017	\$469	

Performance Machine, LLC

Case Number:

17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
	10/25/2017	\$131	
	10/25/2017	\$334	
	11/1/2017	\$131	
TOTAL HERITAGE PAPER CO.		\$10,141	
3.26 I CHU TECHNOLOGY CO., LTD NO. 6-3, ZHONGKE ROAD, TAYADIST, TAICHUNG CITY TAIWAN R.O.C.,	9/7/2017	\$20,536	☐ Secured debt
	10/13/2017	\$29,787	☐ Unsecured loan repayment
			☒ Suppliers or vendors
			☐ Services
			☐ Other _____
TOTAL I CHU TECHNOLOGY CO., LTD		\$50,323	

Performance Machine, LLC

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.27 INDUSTRIAL METAL SUPPLY CO. 2481 ALTON PARKWAY IRVINE, CA, 926064908	9/1/2017	\$788	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
	9/1/2017	\$386	
	9/1/2017	\$89	
	9/6/2017	\$7,229	
	9/6/2017	\$2,568	
	9/12/2017	\$963	
	9/12/2017	\$968	
	9/12/2017	\$748	
	9/12/2017	\$96	
	9/12/2017	\$5,788	
	9/19/2017	\$1,224	
	9/19/2017	\$8,791	
	9/19/2017	\$3,563	
	10/2/2017	\$170	
	10/2/2017	\$10,930	
	10/2/2017	\$552	
	10/2/2017	\$489	
	10/2/2017	\$1,182	
	10/2/2017	\$293	
	10/2/2017	(\$70)	
	10/2/2017	(\$1,372)	
	10/2/2017	\$6,860	
	10/2/2017	\$780	
	10/2/2017	\$748	
	10/2/2017	\$300	
	10/10/2017	\$173	
	10/10/2017	\$300	
	10/10/2017	\$283	
	10/10/2017	\$193	
	10/10/2017	\$888	
	10/17/2017	\$7,853	
	10/17/2017	\$15,908	
	10/25/2017	\$7,074	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/25/2017	\$783	
	10/25/2017	\$405	
	11/1/2017	\$267	
	11/1/2017	\$1,077	
	11/1/2017	\$426	
	11/1/2017	\$888	
	11/1/2017	\$552	
	11/7/2017	\$11,050	
	11/7/2017	\$51	
	11/7/2017	\$1,680	
	11/7/2017	\$156	
TOTAL INDUSTRIAL METAL SUPPLY CO.		\$104,072	
3.28 JUSREGAL CPA FIRM	9/5/2017	\$16,417	☐ Secured debt
11F, NO. 122 SONG JIANG RD	10/3/2017	\$16,263	☐ Unsecured loan repayment
TAIPEI, 00	11/3/2017	\$16,341	☒ Suppliers or vendors
TAIWAN, PROVINCE OF CHINA			☐ Services
			☐ Other _____
TOTAL JUSREGAL CPA FIRM		\$49,021	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.29 K&N FILTERS ACCOUNT#10244 1455 CITRUS STREET RIVERSIDE, CA, 92507	9/1/2017	\$621	☐ Secured debt
	9/1/2017	\$2,051	☐ Unsecured loan repayment
	9/6/2017	\$21,501	☒ Suppliers or vendors
	10/2/2017	\$36	☐ Services
	10/2/2017	\$621	☐ Other _____
	10/2/2017	\$894	
	10/10/2017	\$1,608	
	10/10/2017	\$54	
	10/17/2017	\$3,111	
	10/25/2017	\$2,157	
	11/1/2017	\$1,078	
	11/7/2017	\$1,072	
	11/7/2017	\$3,337	
TOTAL K&N FILTERS		\$38,143	
3.30 KAJE PRECIOUS INDUSTRY CO, LTD 12, 607 LANE, KUO CHUNG ROAD TA-LI DIST., TAICHUNG CITY, TAIWAN,	8/18/2017	\$28,468	☐ Secured debt
	8/18/2017	\$2,652	☐ Unsecured loan repayment
	9/1/2017	\$2,325	☒ Suppliers or vendors
	9/1/2017	\$330	☐ Services
	9/7/2017	\$21,436	☐ Other _____
	9/29/2017	\$11,302	
	10/27/2017	\$2,292	
TOTAL KAJE PRECIOUS INDUSTRY CO, LTD		\$68,805	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.31 KAO HANG INDUSTRIES COMPANY LT NO 28 LANE 276 CHENG PEI 1 RD YUNG KANG CITY TAIWAN HSIEN TAIWAN R.O.C.,	9/1/2017	\$1,435	☐ Secured debt
	9/7/2017	\$12,918	☐ Unsecured loan repayment
	10/13/2017	\$4,900	☒ Suppliers or vendors
	11/30/2017	\$6,030	☐ Services
			☐ Other _____
TOTAL KAO HANG INDUSTRIES COMPANY LT		<u>\$25,282</u>	
3.32 KONICA MINOLTA 1900 SOUTH ST. COLLEGE BLV. ANAHEIM, CA, 92806	9/19/2017	\$3,926	☐ Secured debt
	9/19/2017	\$73	☐ Unsecured loan repayment
	11/1/2017	\$73	☒ Suppliers or vendors
	11/1/2017	\$2,740	☐ Services
			☐ Other _____
TOTAL KONICA MINOLTA		<u>\$6,813</u>	

Performance Machine, LLC

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.33 LANDSBERG 13397 MARLAY AVENUE BUILDING A FONTANA, CA, 92337	9/1/2017	\$1,254	☐ Secured debt
	9/1/2017	\$27	☐ Unsecured loan repayment
	9/1/2017	\$110	☒ Suppliers or vendors
	9/1/2017	\$215	☐ Services
	9/1/2017	\$393	☐ Other _____
	9/1/2017	\$813	
	9/1/2017	\$1,533	
	9/1/2017	\$733	
	9/6/2017	\$444	
	9/6/2017	\$149	
	9/12/2017	\$87	
	9/12/2017	\$172	
	9/12/2017	\$624	
	9/12/2017	\$225	
	9/12/2017	\$1,347	
	9/12/2017	\$63	
	9/12/2017	\$89	
	9/12/2017	\$87	
	9/12/2017	\$577	
	9/19/2017	\$498	
	9/19/2017	\$18	
	9/19/2017	\$822	
	9/19/2017	\$69	
	9/19/2017	\$116	
	9/19/2017	\$738	
	9/19/2017	\$309	
	9/19/2017	\$468	
	9/19/2017	\$952	
	9/19/2017	\$401	
	10/2/2017	\$501	
	10/2/2017	\$281	
	10/2/2017	\$167	
	10/2/2017	\$339	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/2/2017	\$680	
	10/2/2017	\$327	
	10/2/2017	\$309	
	10/2/2017	\$435	
	10/2/2017	\$942	
	10/2/2017	\$58	
	10/10/2017	\$175	
	10/10/2017	\$24	
	10/10/2017	\$29	
	10/10/2017	\$79	
	10/10/2017	\$234	
	10/10/2017	\$911	
	10/10/2017	\$749	
	10/10/2017	\$325	
	10/10/2017	\$199	
	10/10/2017	\$775	
	10/17/2017	\$562	
	10/17/2017	\$204	
	10/25/2017	\$89	
	10/25/2017	\$408	
	10/25/2017	\$25	
	10/25/2017	\$69	
	10/25/2017	\$396	
	10/25/2017	\$138	
	10/25/2017	\$341	
	10/25/2017	\$410	
	10/25/2017	\$468	
	10/25/2017	\$621	
	10/25/2017	\$312	
	10/25/2017	\$30	
	10/25/2017	\$370	
	11/1/2017	\$292	
	11/1/2017	\$465	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	11/1/2017	\$375	
	11/7/2017	(\$228)	
	11/7/2017	(\$204)	
	11/7/2017	(\$204)	
	11/7/2017	(\$158)	
	11/7/2017	(\$312)	
	11/7/2017	(\$646)	
	11/7/2017	(\$550)	
	11/7/2017	(\$295)	
	11/7/2017	(\$98)	
TOTAL LANDSBERG		<u>\$23,747</u>	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.34 LDS INDUSTRIES, LLC 930 WEST NATIONAL AVENUE ADDISON, IL , 601013125	9/1/2017	\$6,446	☐ Secured debt
	9/1/2017	\$3,227	☐ Unsecured loan repayment
	9/1/2017	\$14,711	☒ Suppliers or vendors
	9/1/2017	\$7,637	☐ Services
	9/7/2017	\$8,574	☐ Other _____
	9/7/2017	\$8,554	
	9/7/2017	\$2,577	
	10/20/2017	\$2,241	
	10/20/2017	\$634	
	10/20/2017	\$1,444	
	10/20/2017	\$25,250	
	10/20/2017	\$10,231	
	10/20/2017	\$2,208	
	10/20/2017	\$6,084	
	10/20/2017	\$340	
	10/20/2017	\$2,520	
	10/27/2017	\$6,444	
	10/27/2017	\$8,803	
	10/27/2017	\$7,266	
	11/9/2017	\$3,699	
	11/9/2017	\$18,600	
	11/9/2017	\$3,219	
	11/9/2017	\$5,065	
	11/9/2017	\$12,730	
	11/9/2017	\$25,538	
TOTAL LDS INDUSTRIES, LLC		<u>\$194,038</u>	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.35 LORMAC PLASTICS INC. 2225 MEYERS AVE. ESCONDIDO, CA, 92064	9/6/2017 9/12/2017 9/19/2017 10/2/2017 10/10/2017	\$4,879 \$3,300 \$4,928 \$6,738 \$3,203	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL LORMAC PLASTICS INC.		<u>\$23,047</u>	
3.36 MAGNATE PRECISION INDUSTRY CO. NO 2 LANE 58 SEC 2 DACING STREET SOUTH DISTRICT TAICHUNG CITY 402 TAIWAN R.O.C.,	8/18/2017 9/1/2017 9/1/2017 9/1/2017 10/27/2017 11/30/2017 11/30/2017	\$3,504 \$6,289 \$2,495 \$3,825 \$5,639 \$25,683 \$20,020	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL MAGNATE PRECISION INDUSTRY CO.		<u>\$67,455</u>	
3.37 MAR-CO EQUIPMENT CO 130 ATLANTIC STREET POMONA, CA, 91768	9/6/2017 10/2/2017	\$1,026 \$10,892	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL MAR-CO EQUIPMENT CO		<u>\$11,918</u>	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.38 MITSUBISHI ELECTRIC AUTOMATION 500 CORPORATE WOODS PKWY VERNON HILLS, IL, 600613108	9/19/2017	\$1,151	☐ Secured debt
	9/19/2017	(\$1,100)	☐ Unsecured loan repayment
	9/19/2017	\$439	☒ Suppliers or vendors
	9/19/2017	(\$294)	☐ Services
	9/19/2017	\$980	☐ Other _____
	10/10/2017	\$2,600	
	10/10/2017	\$212	
	10/17/2017	\$3,061	
TOTAL MITSUBISHI ELECTRIC AUTOMATION		<u>\$7,049</u>	

Performance Machine, LLC

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.39 MSC INDUSTRIAL SUPPLY CO. CUST#134744 1020 WOOD DALE ROAD WOOD DALE, IL, 601910000	9/1/2017	\$243	☐ Secured debt
	9/1/2017	\$356	☐ Unsecured loan repayment
	9/1/2017	\$407	☒ Suppliers or vendors
	9/1/2017	\$707	☐ Services
	9/1/2017	\$81	☐ Other _____
	9/1/2017	\$94	
	9/1/2017	\$448	
	9/1/2017	\$162	
	9/1/2017	\$287	
	9/1/2017	\$371	
	9/1/2017	\$396	
	9/1/2017	(\$740)	
	9/1/2017	\$82	
	9/6/2017	\$184	
	9/6/2017	\$35	
	9/6/2017	\$225	
	9/6/2017	\$77	
	9/6/2017	\$134	
	9/6/2017	\$283	
	9/12/2017	\$63	
	9/12/2017	\$38	
	9/12/2017	\$204	
	9/12/2017	\$48	
	9/12/2017	\$131	
	9/12/2017	\$208	
	9/12/2017	\$221	
	9/12/2017	\$740	
	9/12/2017	\$508	
	9/12/2017	\$430	
	9/12/2017	\$569	
	9/12/2017	\$111	
	9/12/2017	\$494	
	9/12/2017	\$46	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/19/2017	\$18	
	9/19/2017	\$521	
	9/19/2017	\$455	
	9/19/2017	\$339	
	9/19/2017	\$168	
	9/19/2017	\$594	
	9/19/2017	\$106	
	9/19/2017	\$101	
	9/19/2017	\$808	
	9/19/2017	\$576	
	9/19/2017	\$149	
	10/2/2017	\$485	
	10/2/2017	\$40	
	10/2/2017	\$930	
	10/2/2017	\$257	
	10/2/2017	\$286	
	10/2/2017	\$291	
	10/2/2017	\$295	
	10/2/2017	\$317	
	10/2/2017	\$534	
	10/2/2017	\$62	
	10/2/2017	\$43	
	10/2/2017	\$165	
	10/2/2017	(\$31)	
	10/2/2017	\$7	
	10/2/2017	\$28	
	10/2/2017	\$841	
	10/2/2017	\$281	
	10/2/2017	\$75	
	10/2/2017	\$169	
	10/2/2017	\$104	
	10/2/2017	\$114	
	10/2/2017	\$153	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/2/2017	\$19	
	10/2/2017	\$97	
	10/2/2017	\$507	
	10/2/2017	\$154	
	10/2/2017	\$351	
	10/2/2017	\$94	
	10/2/2017	\$376	
	10/2/2017	\$322	
	10/10/2017	\$124	
	10/10/2017	\$36	
	10/10/2017	\$50	
	10/10/2017	\$49	
	10/10/2017	\$676	
	10/10/2017	\$618	
	10/10/2017	\$404	
	10/10/2017	\$180	
	10/10/2017	\$487	
	10/10/2017	\$73	
	10/17/2017	\$270	
	10/17/2017	\$97	
	10/17/2017	\$80	
	10/17/2017	\$190	
	10/17/2017	\$312	
	10/17/2017	\$323	
	10/17/2017	\$555	
	10/17/2017	\$738	
	10/17/2017	\$47	
	10/17/2017	\$50	
	10/25/2017	\$9	
	10/25/2017	\$83	
	10/25/2017	\$242	
	10/25/2017	\$246	
	10/25/2017	\$293	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/25/2017	\$992	
	11/1/2017	\$269	
	11/1/2017	\$475	
	11/1/2017	\$93	
	11/1/2017	\$165	
	11/1/2017	\$313	
	11/1/2017	\$600	
	11/1/2017	\$114	
	11/1/2017	\$192	
	11/1/2017	\$47	
	11/7/2017	(\$400)	
	11/7/2017	(\$1,191)	
	11/7/2017	(\$30)	
	11/7/2017	(\$254)	
	11/7/2017	(\$38)	
	11/7/2017	(\$50)	
	11/7/2017	(\$135)	
TOTAL MSC INDUSTRIAL SUPPLY CO.		<u>\$26,236</u>	

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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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.40 NAMZ CCP, INC. 1440 ULMER AVE. ORELAND, PA, 190751700	9/1/2017	\$2,475	☐ Secured debt
	9/6/2017	\$1,490	☐ Unsecured loan repayment
	9/12/2017	\$1,668	☒ Suppliers or vendors
	9/19/2017	\$8,475	☐ Services
	9/19/2017	\$14	☐ Other _____
	10/2/2017	\$3,113	
	10/2/2017	\$8,674	
	10/2/2017	\$4,963	
	10/2/2017	\$3,312	
	10/17/2017	\$2,475	
	10/25/2017	\$9,566	
	11/1/2017	\$2,674	
TOTAL NAMZ CCP, INC.		\$48,898	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.41 OUTERWEARS, INC. 12611 US HWY 131 SCHOOLCRAFT, MI 49087, 49087	8/29/2017	\$980	☐ Secured debt
	9/1/2017	\$258	☐ Unsecured loan repayment
	9/12/2017	\$1,195	☒ Suppliers or vendors
	9/12/2017	\$1,470	☐ Services
	10/2/2017	\$341	☐ Other _____
	10/2/2017	\$259	
	10/2/2017	\$544	
	10/2/2017	\$980	
	10/2/2017	\$1,470	
	10/2/2017	\$590	
	10/10/2017	\$206	
	10/10/2017	\$980	
	10/17/2017	\$315	
	10/17/2017	\$172	
	10/25/2017	\$544	
	10/25/2017	\$1,313	
	10/25/2017	\$1,960	
TOTAL OUTERWEARS, INC.		<u>\$13,578</u>	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.42 PG IMTECH OF CALIFORNIA LLC 8424 SECURA WAY SANTA FE SPRINGS, CA , 90670	9/1/2017	(\$194)	☐ Secured debt
	9/1/2017	(\$3)	☐ Unsecured loan repayment
	9/1/2017	(\$352)	☒ Suppliers or vendors
	9/1/2017	(\$656)	☐ Services
	9/1/2017	(\$20)	☐ Other _____
	9/1/2017	\$21	
	9/1/2017	\$4	
	9/1/2017	\$29	
	9/1/2017	\$25	
	9/1/2017	(\$31)	
	9/1/2017	(\$77)	
	9/1/2017	\$17	
	9/1/2017	(\$27)	
	9/1/2017	\$17	
	9/1/2017	(\$12)	
	9/1/2017	\$12	
	9/1/2017	\$12	
	9/1/2017	(\$67)	
	9/1/2017	\$34	
	9/1/2017	\$38	
	9/1/2017	(\$4)	
	9/1/2017	\$4	
	9/1/2017	(\$6)	
	9/1/2017	(\$1)	
	9/1/2017	\$16	
	9/1/2017	(\$4)	
	9/1/2017	(\$31)	
	9/1/2017	(\$8)	
	9/1/2017	\$24	
	9/1/2017	(\$12)	
	9/1/2017	\$8	
	9/1/2017	(\$29)	
	9/1/2017	\$45	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/1/2017	\$136	
	9/1/2017	\$216	
	9/1/2017	\$136	
	9/1/2017	\$261	
	9/1/2017	\$265	
	9/1/2017	\$274	
	9/1/2017	\$285	
	9/1/2017	\$288	
	9/1/2017	\$297	
	9/1/2017	\$301	
	9/1/2017	\$191	
	9/1/2017	\$34	
	9/1/2017	\$46	
	9/1/2017	\$38	
	9/1/2017	\$34	
	9/1/2017	\$46	
	9/1/2017	\$307	
	9/1/2017	\$36	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$38	
	9/1/2017	\$38	
	9/1/2017	\$38	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$36	
	9/1/2017	\$34	
	9/1/2017	\$38	
	9/1/2017	\$34	
	9/1/2017	\$38	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$193	
	9/1/2017	\$307	
	9/1/2017	\$208	
	9/1/2017	\$38	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$225	
	9/1/2017	\$46	
	9/1/2017	\$136	
	9/1/2017	\$154	
	9/1/2017	\$170	
	9/1/2017	\$170	
	9/1/2017	\$182	
	9/1/2017	\$34	
	9/1/2017	\$46	
	9/1/2017	\$68	
	9/1/2017	\$386	
	9/1/2017	\$307	
	9/1/2017	\$307	
	9/1/2017	\$68	
	9/1/2017	\$46	
	9/1/2017	\$46	
	9/1/2017	\$46	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/1/2017	\$47	
	9/1/2017	\$68	
	9/1/2017	\$68	
	9/1/2017	\$68	
	9/1/2017	\$68	
	9/1/2017	\$34	
	9/1/2017	\$68	
	9/1/2017	\$328	
	9/1/2017	\$76	
	9/1/2017	\$76	
	9/1/2017	\$102	
	9/1/2017	\$102	
	9/1/2017	\$109	
	9/1/2017	\$111	
	9/1/2017	\$125	
	9/1/2017	\$128	
	9/1/2017	\$68	
	9/1/2017	\$136	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$68	
	9/1/2017	\$613	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$34	
	9/1/2017	\$1,090	
	9/1/2017	\$1,165	
	9/1/2017	\$896	
	9/1/2017	\$1,069	
	9/1/2017	\$460	
	9/1/2017	\$1,049	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/1/2017	\$566	
	9/1/2017	\$375	
	9/1/2017	\$604	
	9/1/2017	\$335	
	9/1/2017	\$642	
	9/1/2017	\$673	
	9/1/2017	\$886	
	9/1/2017	\$429	
	9/1/2017	\$896	
	9/1/2017	\$563	
	9/1/2017	\$1,227	
	9/1/2017	\$914	
	9/1/2017	\$433	
	9/1/2017	\$213	
	9/1/2017	\$591	
	9/1/2017	\$313	
	9/1/2017	\$417	
	9/1/2017	\$1,045	
	9/1/2017	\$892	
	9/6/2017	\$554	
	9/6/2017	\$1,369	
	9/6/2017	\$1,183	
	9/6/2017	\$841	
	9/6/2017	\$583	
	9/6/2017	\$70	
	9/6/2017	\$359	
	9/6/2017	\$309	
	9/6/2017	\$307	
	9/6/2017	\$307	
	9/6/2017	\$960	
	9/6/2017	\$34	
	9/6/2017	\$34	
	9/6/2017	\$623	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/6/2017	\$34	
	9/6/2017	\$34	
	9/6/2017	\$46	
	9/6/2017	\$46	
	9/6/2017	\$46	
	9/6/2017	\$46	
	9/6/2017	\$46	
	9/6/2017	\$40	
	9/6/2017	\$38	
	9/6/2017	\$38	
	9/6/2017	\$238	
	9/6/2017	\$68	
	9/6/2017	\$613	
	9/6/2017	\$34	
	9/6/2017	\$182	
	9/6/2017	(\$4)	
	9/6/2017	\$6	
	9/6/2017	\$13	
	9/6/2017	\$438	
	9/6/2017	\$12	
	9/6/2017	\$34	
	9/6/2017	\$36	
	9/6/2017	\$34	
	9/6/2017	\$303	
	9/6/2017	\$34	
	9/6/2017	\$68	
	9/6/2017	\$34	
	9/6/2017	\$142	
	9/6/2017	\$34	
	9/6/2017	\$102	
	9/6/2017	\$111	
	9/6/2017	\$34	
	9/6/2017	\$796	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/6/2017	\$54	
	9/6/2017	\$34	
	9/6/2017	\$155	
	9/6/2017	\$169	
	9/6/2017	\$170	
	9/6/2017	\$34	
	9/6/2017	\$120	
	9/12/2017	\$133	
	9/12/2017	\$328	
	9/12/2017	\$46	
	9/12/2017	\$26	
	9/12/2017	\$160	
	9/12/2017	\$34	
	9/12/2017	\$34	
	9/12/2017	\$34	
	9/12/2017	\$34	
	9/12/2017	\$34	
	9/12/2017	\$68	
	9/12/2017	\$138	
	9/12/2017	\$164	
	9/12/2017	\$193	
	9/12/2017	\$34	
	9/12/2017	\$72	
	9/12/2017	\$61	
	9/12/2017	\$227	
	9/12/2017	\$34	
	9/12/2017	\$89	
	9/12/2017	\$534	
	9/12/2017	\$393	
	9/12/2017	\$1,055	
	9/12/2017	\$613	
	9/12/2017	\$386	
	9/12/2017	\$296	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/19/2017	\$427	
	9/19/2017	\$20	
	9/19/2017	\$407	
	9/19/2017	\$358	
	9/19/2017	\$919	
	9/19/2017	\$306	
	9/19/2017	\$212	
	9/19/2017	\$122	
	9/19/2017	\$1,095	
	9/19/2017	\$46	
	9/19/2017	\$34	
	9/19/2017	\$154	
	9/19/2017	\$756	
	9/19/2017	\$17	
	9/19/2017	\$38	
	9/19/2017	\$503	
	9/19/2017	\$529	
	9/19/2017	\$1,165	
	9/19/2017	\$114	
	9/19/2017	\$46	
	9/19/2017	\$605	
	9/19/2017	\$174	
	9/19/2017	\$34	
	9/19/2017	\$1,305	
	9/19/2017	(\$38)	
	9/19/2017	(\$34)	
	9/19/2017	\$434	
	9/19/2017	\$42	
	9/19/2017	\$46	
	9/19/2017	\$46	
	9/19/2017	\$46	
	9/19/2017	\$87	
	9/19/2017	\$572	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/19/2017	\$89	
	9/19/2017	\$136	
	9/19/2017	\$53	
	9/19/2017	\$46	
	9/19/2017	\$46	
	9/19/2017	\$68	
	9/19/2017	\$46	
	9/19/2017	\$224	
	9/19/2017	\$34	
	9/19/2017	\$34	
	9/19/2017	\$34	
	9/19/2017	\$34	
	9/19/2017	\$46	
	9/19/2017	\$34	
	9/19/2017	\$38	
	9/19/2017	\$34	
	9/19/2017	\$34	
	9/19/2017	\$46	
	9/19/2017	\$34	
	9/19/2017	\$34	
	9/19/2017	\$34	
	9/19/2017	\$46	
	9/19/2017	\$34	
	9/19/2017	\$34	
	10/2/2017	\$287	
	10/2/2017	\$307	
	10/2/2017	\$341	
	10/2/2017	\$351	
	10/2/2017	\$377	
	10/2/2017	\$34	
	10/2/2017	\$377	
	10/2/2017	\$409	
	10/2/2017	\$478	
	10/2/2017	\$477	
	10/2/2017	\$551	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/2/2017	\$286	
	10/2/2017	\$801	
	10/2/2017	\$268	
	10/2/2017	\$663	
	10/2/2017	\$34	
	10/2/2017	(\$28)	
	10/2/2017	\$34	
	10/2/2017	\$253	
	10/2/2017	\$38	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$534	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$247	
	10/2/2017	\$34	
	10/2/2017	\$83	
	10/2/2017	\$245	
	10/2/2017	\$50	
	10/2/2017	\$285	
	10/2/2017	\$34	
	10/2/2017	\$46	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$102	
	10/2/2017	\$68	
	10/2/2017	\$165	
	10/2/2017	\$159	
	10/2/2017	\$122	
	10/2/2017	\$119	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/2/2017	\$102	
	10/2/2017	\$34	
	10/2/2017	\$89	
	10/2/2017	\$34	
	10/2/2017	\$81	
	10/2/2017	\$68	
	10/2/2017	\$34	
	10/2/2017	\$68	
	10/2/2017	\$68	
	10/2/2017	\$68	
	10/2/2017	(\$4)	
	10/2/2017	\$68	
	10/2/2017	\$409	
	10/2/2017	\$46	
	10/2/2017	\$38	
	10/2/2017	\$188	
	10/2/2017	\$38	
	10/2/2017	\$41	
	10/2/2017	\$45	
	10/2/2017	\$46	
	10/2/2017	\$46	
	10/2/2017	\$46	
	10/2/2017	\$46	
	10/2/2017	\$34	
	10/2/2017	\$276	
	10/2/2017	\$68	
	10/2/2017	\$226	
	10/2/2017	\$207	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/2/2017	\$34	
	10/17/2017	\$607	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/17/2017	(\$13)	
	10/17/2017	\$204	
	10/17/2017	\$122	
	10/17/2017	\$142	
	10/17/2017	\$34	
	10/17/2017	\$341	
	10/17/2017	\$338	
	10/17/2017	\$34	
	10/17/2017	\$23	
	10/17/2017	\$75	
	10/17/2017	\$64	
	10/17/2017	\$44	
	10/17/2017	\$231	
	10/17/2017	\$469	
	10/17/2017	\$307	
	10/17/2017	\$348	
	10/17/2017	\$34	
	10/17/2017	\$34	
	10/17/2017	\$34	
	10/17/2017	\$34	
	10/17/2017	\$112	
	10/17/2017	\$41	
	10/17/2017	\$23	
	10/17/2017	\$538	
	10/17/2017	\$377	
	10/17/2017	\$1,110	
	10/17/2017	\$377	
	10/17/2017	\$34	
	10/17/2017	\$756	
	10/17/2017	\$41	
	10/17/2017	(\$10)	
	10/17/2017	\$17	
	10/17/2017	\$122	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/17/2017	\$113	
	10/25/2017	\$34	
	10/25/2017	\$46	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$377	
	10/25/2017	\$128	
	10/25/2017	\$386	
	10/25/2017	\$36	
	10/25/2017	\$133	
	10/25/2017	\$203	
	10/25/2017	\$34	
	10/25/2017	\$46	
	10/25/2017	\$46	
	10/25/2017	\$204	
	10/25/2017	\$34	
	10/25/2017	\$100	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$10	
	10/25/2017	\$34	
	10/25/2017	\$1,102	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	

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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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$34	
	10/25/2017	\$96	
	10/25/2017	\$118	
	10/25/2017	\$311	
	10/25/2017	\$301	
	10/25/2017	\$46	
	10/25/2017	\$892	
	10/25/2017	\$46	
	10/25/2017	\$46	
	10/25/2017	\$46	
	10/25/2017	\$68	
	10/25/2017	\$46	
	10/25/2017	\$68	
	10/25/2017	\$328	
	10/25/2017	\$116	
	10/25/2017	\$115	
	10/25/2017	\$426	
	10/25/2017	\$444	
	10/25/2017	\$465	
	10/25/2017	\$488	
	10/25/2017	\$204	
	10/25/2017	\$638	
	10/25/2017	\$204	
	10/25/2017	\$34	
	10/25/2017	\$68	
	10/25/2017	\$36	
	10/25/2017	\$38	
	10/25/2017	\$38	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	10/25/2017	\$38	
	10/25/2017	\$38	
	10/25/2017	\$34	
	10/25/2017	\$38	
	10/25/2017	\$34	
	10/25/2017	\$589	
	10/25/2017	\$38	
	10/25/2017	\$46	
	10/25/2017	\$36	
	10/25/2017	\$245	
	10/25/2017	\$21	
	10/25/2017	\$1,381	
	10/25/2017	\$34	
	10/25/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$46	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$4	
	11/7/2017	\$34	
	11/7/2017	\$8	
	11/7/2017	\$21	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$38	
	11/7/2017	\$34	
	11/7/2017	\$183	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	11/7/2017	\$36	
	11/7/2017	\$46	
	11/7/2017	\$36	
	11/7/2017	\$34	
	11/7/2017	\$36	
	11/7/2017	\$36	
	11/7/2017	\$36	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$68	
	11/7/2017	\$4	
	11/7/2017	\$134	
	11/7/2017	\$136	
	11/7/2017	\$46	
	11/7/2017	\$49	
	11/7/2017	\$51	
	11/7/2017	\$68	
	11/7/2017	\$68	
	11/7/2017	\$845	
	11/7/2017	\$92	
	11/7/2017	\$99	
	11/7/2017	\$46	
	11/7/2017	(\$7,787)	
	11/7/2017	\$34	
	11/7/2017	\$700	
	11/7/2017	\$681	
	11/7/2017	\$681	
	11/7/2017	\$477	
	11/7/2017	\$306	
	11/7/2017	\$439	
	11/7/2017	\$34	
	11/7/2017	\$38	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	11/7/2017	\$143	
	11/7/2017	\$36	
	11/7/2017	\$153	
	11/7/2017	\$34	
	11/7/2017	\$36	
	11/7/2017	\$100	
	11/7/2017	\$287	
	11/7/2017	\$279	
	11/7/2017	\$257	
	11/7/2017	\$244	
	11/7/2017	\$230	
	11/7/2017	\$34	
	11/7/2017	\$377	
	11/7/2017	\$34	
	11/7/2017	\$38	
	11/7/2017	\$582	
	11/7/2017	\$1,418	
	11/7/2017	\$21	
	11/7/2017	\$46	
	11/7/2017	\$339	
	11/7/2017	\$38	
	11/7/2017	\$29	
	11/7/2017	\$34	
	11/7/2017	\$30	
	11/7/2017	\$367	
	11/7/2017	\$34	
	11/7/2017	\$34	
	11/7/2017	\$37	
	11/7/2017	\$440	
	11/7/2017	\$434	
	11/7/2017	\$36	
	11/7/2017	\$24	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
TOTAL PG IMTECH OF CALIFORNIA LLC		\$90,993	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.43 PREMIERE PACKAGING INDUSTRIES 17625 FABRICA WAY CERRITOS, CA, 90703	9/1/2017	\$585	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
	9/1/2017	\$473	
	9/1/2017	\$513	
	9/1/2017	\$679	
	9/1/2017	\$7,270	
	9/1/2017	\$926	
	9/6/2017	\$846	
	9/6/2017	\$1,135	
	9/6/2017	\$140	
	9/12/2017	\$851	
	9/12/2017	\$859	
	9/12/2017	\$1,579	
	9/19/2017	\$885	
	9/19/2017	\$1,186	
	9/19/2017	\$52	
	9/19/2017	\$1,006	
	9/19/2017	\$112	
	10/2/2017	\$1,231	
	10/2/2017	\$925	
	10/2/2017	\$504	
	10/2/2017	\$394	
	10/2/2017	\$1,021	
	10/2/2017	\$224	
	10/2/2017	\$793	
	10/2/2017	\$158	
	10/2/2017	\$924	
	10/10/2017	\$1,892	
	10/10/2017	\$1,994	
	10/17/2017	\$169	
	10/17/2017	\$1,416	
	10/25/2017	\$1,008	
	10/25/2017	\$2,003	
	10/25/2017	\$793	

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☐ None

Creditor's Name and Address		Dates	Total Amount or Value	Reasons for Payment or Transfer
		11/1/2017	\$86	
		11/7/2017	(\$2,093)	
TOTAL PREMIERE PACKAGING INDUSTRIES			\$32,538	
3.44 PROGRESSIVE, PS TAIWAN RM. 2, 6F. -2, NO.151 WUQUAN 5TH ST. WEST DIST., TAICHUNG CITY 403, TAIWAN (R.O.C),		9/5/2017	\$3,149	☐ Secured debt
		10/13/2017	\$1,145	☐ Unsecured loan repayment
		10/13/2017	\$1,035	☒ Suppliers or vendors
		11/15/2017	\$1,410	☐ Services
		11/15/2017	\$928	☐ Other _____
TOTAL PROGRESSIVE, PS TAIWAN			\$7,668	
3.45 QA LUBRICANTS INC. 12223 HIGHLAND AVE UNIT 106-372 RANCHO CUCAMONGA, CA, 91739		9/1/2017	\$1,591	☐ Secured debt
		9/12/2017	\$1,591	☐ Unsecured loan repayment
		10/2/2017	\$1,591	☒ Suppliers or vendors
		10/10/2017	\$1,591	☐ Services
		10/17/2017	\$1,591	☐ Other _____
		11/1/2017	\$1,616	
TOTAL QA LUBRICANTS INC.			\$9,571	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.46 QCP ENTERPRISES 11729 E. WASHINGTON BLVD. WHITTIER, CA , 90606	9/1/2017	\$8,400	☐ Secured debt
	9/6/2017	\$6,764	☐ Unsecured loan repayment
	9/12/2017	\$6,237	☒ Suppliers or vendors
	9/19/2017	\$4,208	☐ Services
	10/2/2017	\$5,531	☐ Other _____
	10/10/2017	\$9,577	
	10/17/2017	\$7,164	
	10/25/2017	\$11,026	
	11/1/2017	\$8,453	
	11/7/2017	\$12,116	
TOTAL QCP ENTERPRISES		\$79,474	
3.47 RALPH HOROWITZ GROUP 11911 SAN VICENTE BLVD SUITE 310 LOS ANGELES, CA, 90049	9/1/2017	\$20,523	☐ Secured debt
	10/2/2017	\$20,523	☐ Unsecured loan repayment
	11/1/2017	\$20,523	☒ Suppliers or vendors
			☐ Services
			☐ Other _____
TOTAL RALPH HOROWITZ GROUP		\$61,569	
3.48 RED APPLE PROMOTIONAL PRODUCTS NO. 22 CHONG HING ROAD LINGXIA INDUSTRIAL DISTRICT LIAOBU TOWN, DONGGUAN, GUANGDONG, CHINA 523409 AUSTRIA	10/27/2017	\$28,820	☐ Secured debt
			☐ Unsecured loan repayment
			☒ Suppliers or vendors
			☐ Services
			☐ Other _____
TOTAL RED APPLE PROMOTIONAL PRODUCTS		\$28,820	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.49 RIDE CONTROL MEXICANA ZONA INDUSTRIAL EL TEPEYAC TEPEYAC # 110 EL MARQUES, QUERETARO, MEXICO 76020	8/18/2017	\$112	☐ Secured debt
	8/18/2017	\$309	☐ Unsecured loan repayment
	8/18/2017	\$5,438	☒ Suppliers or vendors
	8/18/2017	\$1,278	☐ Services
	8/18/2017	\$3,662	☐ Other _____
	8/18/2017	\$9,985	
	8/18/2017	\$117	
	8/18/2017	\$90	
	8/18/2017	\$67	
	8/18/2017	\$23	
	8/18/2017	\$645	
	8/18/2017	\$338	
	8/18/2017	(\$90)	
	8/18/2017	\$411	
	8/18/2017	\$191	
	8/18/2017	\$224	
	8/18/2017	\$178	
	9/1/2017	\$14,467	
	9/1/2017	\$22	
	9/1/2017	\$2,295	
	9/1/2017	\$23	
	9/1/2017	\$6,358	
	9/1/2017	\$2,766	
	9/1/2017	\$6,854	
	9/1/2017	\$46	
	9/1/2017	\$215	
	9/1/2017	\$90	
	9/1/2017	\$49	
	9/1/2017	\$577	
	9/1/2017	\$227	
	9/29/2017	\$1,088	
	9/29/2017	\$178	
	9/29/2017	\$195	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
	9/29/2017	\$260	
	9/29/2017	\$263	
	9/29/2017	\$443	
	9/29/2017	\$609	
	9/29/2017	\$707	
	9/29/2017	\$4,868	
TOTAL RIDE CONTROL MEXICANA		\$65,578	
3.50 RYH RONG SHING CO LTD NO. 37., FENGLI RD., TANZI DIST., TAICHUNG CITY 42754, TAIWAN R.O.C.,	9/7/2017	\$8,756	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL RYH RONG SHING CO LTD		\$8,756	
3.51 SAFETY CONTROL CABLE IND,CO. NO. 749, SEC.3, CHUNG-SHAN RD CHANG-HUA, TAIWAN 500-68 R.O.C.,	9/1/2017	\$18,219	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
	10/13/2017	\$18,159	
	10/27/2017	\$2,558	
	11/30/2017	\$20,084	
	11/30/2017	\$789	
	11/30/2017	\$17,390	
TOTAL SAFETY CONTROL CABLE IND,CO.		\$77,198	
3.52 SARITASA, LLC 20411 BIRCH ST., SUITE 330 NEWPORT BEACH, CA , 92660	9/6/2017	\$10,500	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
	11/7/2017	\$424	
TOTAL SARITASA, LLC		\$10,924	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.53 SELECT STAFFING P.O. BOX 512007 LOS ANGELES, CA, 900510007	8/29/2017 9/1/2017 9/12/2017 9/19/2017 10/2/2017 10/2/2017 10/10/2017 10/17/2017 10/25/2017 10/25/2017	\$1,329 \$1,210 \$974 \$678 \$126 \$685 \$748 \$836 \$836 \$454	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL SELECT STAFFING		<u>\$7,875</u>	
3.54 SHARP-EYED PRECISION PARTS CO. NO. 8, TIANXIN ST. DAYA TOWNSHIP, TAICHUNG COUNTY TAIWAN R.O.C.,	9/1/2017 10/13/2017 10/27/2017	\$21,359 \$8,393 \$9,144	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL SHARP-EYED PRECISION PARTS CO.		<u>\$38,896</u>	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.55 SIANG WEIL ENTERPRISES CO. LTD NO. 25, LN. 61, ZHUBEI RD. XIHU TOWNSHIP, CHANGHUA COUNTY 514,, TAIWAN	9/29/2017	\$8,290	☐ Secured debt
	10/20/2017	\$800	☐ Unsecured loan repayment
	10/20/2017	\$8,065	☒ Suppliers or vendors
	10/20/2017	\$1,216	☐ Services
	11/30/2017	\$12,165	☐ Other _____
	11/30/2017	\$650	
	11/30/2017	\$693	
	11/30/2017	\$4,335	
	11/30/2017	\$10,648	
	11/30/2017	\$1,909	
TOTAL SIANG WEIL ENTERPRISES CO. LTD		\$48,772	
3.56 SONG XIN METALBIC CO, LTD NO. 17, ALLY 10, LAND 101, SHINGNAN ST. SOUTH DISTRICT, TAINAN CITY 702, TAIWAN (R.O.C),	8/18/2017	\$3,000	☐ Secured debt
	8/18/2017	(\$1,000)	☐ Unsecured loan repayment
	9/7/2017	\$20,653	☒ Suppliers or vendors
	10/20/2017	\$17,364	☐ Services
	11/30/2017	\$386	☐ Other _____
	11/30/2017	\$9,370	
TOTAL SONG XIN METALBIC CO, LTD		\$49,773	
3.57 SOUTHERN CALIFORNIA EDISON CO P.O. BOX 300 ROSEMEAD, CA, 917720001	8/29/2017	\$386	☐ Secured debt
	8/29/2017	\$6,570	☐ Unsecured loan repayment
	9/19/2017	\$332	☒ Suppliers or vendors
	9/19/2017	\$5,672	☐ Services
	10/25/2017	\$218	☐ Other _____
	10/25/2017	\$4,566	
TOTAL SOUTHERN CALIFORNIA EDISON CO		\$17,743	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.58 SYSPRO IMPACT SOFTWARE, INC. 959 SOUTH COAST DRIVE, #100 COSTA MESA, CA, 92626	9/1/2017 9/1/2017 9/6/2017 10/2/2017 11/30/2017	\$50 \$50 \$50 \$50 \$30,885	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL SYSPRO IMPACT SOFTWARE, INC.		<u>\$31,085</u>	
3.59 TAIWAN GREATEK TECHNOLOGY CO.L 157 DIN TAI RD WUFENG DIST. TAICHUNG CITY 413, TAIWAN, R.O.C.	8/18/2017 9/1/2017 10/27/2017	\$2,675 \$10,175 \$2,000	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL TAIWAN GREATEK TECHNOLOGY CO.L		<u>\$14,850</u>	
3.60 TELEPACIFIC COMMUNICATIONS PO BOX 526015 SACRAMENTO, CA 958526015	9/1/2017 9/1/2017 9/19/2017 10/2/2017 10/25/2017 11/1/2017	\$703 \$1,717 \$674 \$1,634 \$654 \$1,628	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
TOTAL TELEPACIFIC COMMUNICATIONS		<u>\$7,011</u>	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.61 TOLEMAR MANUFACTURING 5221 OCEANUS DRIVE HUNTINGTON BEACH, CA., 92649	9/1/2017	\$9,230	☐ Secured debt
	9/1/2017	\$1,394	☐ Unsecured loan repayment
	9/1/2017	\$4,827	☒ Suppliers or vendors
	9/1/2017	\$6,166	☐ Services
	9/1/2017	\$1,825	☐ Other _____
	9/12/2017	\$209	
	9/12/2017	\$388	
	9/12/2017	\$388	
	9/12/2017	\$1,500	
	9/12/2017	\$1,650	
	9/12/2017	\$2,139	
	9/12/2017	\$2,295	
	9/12/2017	\$2,560	
	9/12/2017	\$3,130	
	10/17/2017	\$1,262	
	10/17/2017	\$5,891	
	10/17/2017	\$1,175	
	10/17/2017	\$2,920	
TOTAL TOLEMAR MANUFACTURING		\$48,948	

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☐ None

Creditor's Name and Address	Dates	Total Amount or Value	Reasons for Payment or Transfer
3.62 TOP OCEAN CONSOLIDATION (LA) 2727 WORKMAN MILL ROAD CITY OF INDUSTRY, CA, 90601	9/1/2017	\$735	☐ Secured debt ☐ Unsecured loan repayment ☒ Suppliers or vendors ☐ Services ☐ Other _____
	9/12/2017	\$2,740	
	9/12/2017	\$2,321	
	9/19/2017	\$3,503	
	9/19/2017	\$1,198	
	9/19/2017	\$60	
	10/17/2017	\$2,902	
	11/1/2017	\$646	
	11/1/2017	\$771	
	11/30/2017	\$2,457	
	11/30/2017	\$114	
	11/30/2017	\$484	
	11/30/2017	\$60	
	11/30/2017	\$1,380	
	11/30/2017	\$4,209	
	11/30/2017	\$468	
	11/30/2017	\$3,428	
	11/30/2017	\$1,352	
TOTAL TOP OCEAN CONSOLIDATION (LA)		<u>\$28,826</u>	

Performance Machine, LLC

Case Number:

17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.63 TRELLEBORG SEALING SOLUTIONS 7328 N. REMINGTON AVE. FRESNO, CA, 93711	9/1/2017	\$2,275	☐ Secured debt
	9/1/2017	\$1,010	☐ Unsecured loan repayment
	9/12/2017	\$6,500	☒ Suppliers or vendors
	9/12/2017	\$3,135	☐ Services
	9/12/2017	\$1,300	☐ Other _____
	9/19/2017	\$2,275	
	9/19/2017	\$120	
	10/27/2017	\$12	
	10/27/2017	\$3,250	
	10/27/2017	\$24	
	11/7/2017	\$87	
	11/7/2017	\$260	
TOTAL TRELLEBORG SEALING SOLUTIONS		\$20,248	
3.64 TUNG SHUHN PRECISION INDUSTRY NO. 29, LANE 247 PING-AN ST. CHANGHUA CITY, TAIWAN, R.O.C.	8/18/2017	\$7,540	☐ Secured debt
			☐ Unsecured loan repayment
TOTAL TUNG SHUHN PRECISION INDUSTRY		\$7,540	☒ Suppliers or vendors
			☐ Services
			☐ Other _____

Performance Machine, LLC

Case Number:

17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.65 UPS SUPPLY CHAIN SOLUTIONS 28013 NETWORK PLACE CHICAGO, IL, 606731280	9/1/2017	\$58	☐ Secured debt
	9/1/2017	\$16	☐ Unsecured loan repayment
	9/1/2017	\$21	☒ Suppliers or vendors
	9/1/2017	\$845	☐ Services
	9/1/2017	\$168	☐ Other _____
	9/1/2017	\$147	
	9/1/2017	\$70	
	9/1/2017	\$66	
	9/1/2017	\$29	
	9/12/2017	\$20	
	9/12/2017	\$582	
	9/12/2017	\$223	
	9/19/2017	\$204	
	9/19/2017	\$79	
	9/19/2017	\$60	
	9/19/2017	\$13	
	10/2/2017	\$117	
	10/2/2017	\$25	
	10/2/2017	\$142	
	10/2/2017	\$634	
	10/2/2017	\$91	
	10/2/2017	\$70	
	10/2/2017	\$145	
	10/2/2017	\$21	
	10/2/2017	\$56	
	10/2/2017	\$46	
	10/2/2017	\$29	
	10/2/2017	\$16	
	10/2/2017	\$35	
	10/10/2017	\$228	
	10/10/2017	\$22	
	10/10/2017	\$149	
	10/10/2017	\$46	

Performance Machine, LLC

Case Number:

17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
	10/10/2017	\$334	
	10/17/2017	\$74	
	10/17/2017	\$212	
	10/17/2017	\$253	
	10/17/2017	\$192	
	10/17/2017	\$43	
	10/17/2017	\$276	
	10/25/2017	\$110	
	10/25/2017	\$1	
	11/1/2017	\$91	
	11/1/2017	\$34	
	11/1/2017	\$41	
	11/1/2017	\$696	
	11/1/2017	\$203	
	11/1/2017	\$149	
	11/30/2017	\$129	
	11/30/2017	\$25	
	11/30/2017	\$73	
	11/30/2017	\$70	
	11/30/2017	\$98	
	11/30/2017	\$77	
	11/30/2017	\$283	
	11/30/2017	\$573	
	11/30/2017	\$1,074	
	11/30/2017	\$32	
	11/30/2017	\$22	
	11/30/2017	\$77	
TOTAL UPS SUPPLY CHAIN SOLUTIONS		\$9,718	

Performance Machine, LLC

Case Number:

17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.66 WAN DER FUL CO., LTD NO. 16, LANE 132, SHENG LI RD., JENTE HSIAR, TAINAN, TAIWAN, R.O.C.,	9/29/2017	\$6,225	☐ Secured debt
	11/30/2017	\$6,125	☐ Unsecured loan repayment
			☒ Suppliers or vendors
			☐ Services
			☐ Other _____
TOTAL WAN DER FUL CO., LTD		\$12,350	
3.67 WEST COAST BUFF, LLC 1004 BROOKS STREET ONTARIO, CA , 91762	9/1/2017	\$102	☐ Secured debt
	9/6/2017	\$1,192	☐ Unsecured loan repayment
	9/6/2017	\$1,183	☒ Suppliers or vendors
	9/12/2017	\$1,183	☐ Services
	10/2/2017	\$1,298	☐ Other _____
	10/2/2017	\$3,069	
	10/25/2017	\$2,365	
	10/25/2017	\$1,796	
	10/25/2017	\$139	
	10/25/2017	\$139	
	10/25/2017	\$141	
	11/7/2017	\$2,365	
TOTAL WEST COAST BUFF, LLC		\$14,973	
3.68 XPONENTIAL TECHNOLOGIES CORP 7F-1, NO. 669, SECTION 5 ZHONGXIAO EAST ROAD, XINYI DISTRICT, TAIPEI, TAIWAN, (11061)	8/18/2017	\$10,596	☐ Secured debt
	9/1/2017	\$8,900	☐ Unsecured loan repayment
	10/13/2017	\$16,102	☒ Suppliers or vendors
	10/13/2017	\$1,014	☐ Services
	11/30/2017	\$2,740	☐ Other _____
	11/30/2017	\$630	
	11/30/2017	\$6,419	
TOTAL XPONENTIAL TECHNOLOGIES CORP		\$46,401	

Performance Machine, LLC

Case Number:

17-12454

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 \$6,425. (This amount may be adjusted on 4/01/19 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 or Value	Reasons for Payment or Transfer
3.69 ZODIAC ENTERPRISES LTD. 5TH FLOOR SUITE 4 65 SUNG TEH RD, TAIPEI 110, TAIWAN	8/18/2017	\$50,759	☐ Secured debt
	8/18/2017	\$35,963	☐ Unsecured loan repayment
	9/1/2017	\$3,050	☒ Suppliers or vendors
	9/1/2017	\$1,465	☐ Services
	9/29/2017	\$96,217	☐ Other _____
	10/20/2017	\$1,520	
	10/20/2017	\$1,233	
	11/9/2017	\$49,668	
TOTAL ZODIAC ENTERPRISES LTD.		<u>\$239,874</u>	
TOTAL		<u>\$3,100,451</u>	

Performance Machine, LLC

Case Number:

17-12454

Part 2:**List Certain Transfers Made Before Filing for Bankruptcy****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 \$6,425. (This amount may be adjusted on 4/01/19 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 and Relationship to Debtor		Dates	Amount	Reason for Payment
4.1	HETLAND, ROBYN OFFICER - FORMER CONFIDENTIAL - AVAILABLE UPON REQUEST	11/25/2016	\$9,162	Payroll
		12/9/2016	\$9,162	Payroll
		12/23/2016	\$9,162	Payroll
		1/6/2017	\$9,162	Payroll
		1/20/2017	\$9,162	Payroll
		2/3/2017	\$9,162	Payroll
		2/17/2017	\$9,162	Payroll
		3/3/2017	\$9,162	Payroll
		3/17/2017	\$9,162	Payroll
		3/31/2017	\$60,114	Payroll
		4/14/2017	\$14,895	Payroll
		4/28/2017	\$9,162	Payroll
		5/12/2017	\$9,162	Payroll
		5/26/2017	\$9,162	Payroll
		6/9/2017	\$9,162	Payroll
		6/23/2017	\$9,162	Payroll
		7/7/2017	\$9,162	Payroll
		7/21/2017	\$9,162	Payroll
		8/4/2017	\$9,162	Payroll
		8/18/2017	\$9,162	Payroll
		9/1/2017	\$9,162	Payroll
		9/15/2017	\$9,162	Payroll
		9/29/2017	\$9,162	Payroll
		10/13/2017	\$9,162	Payroll
		10/27/2017	\$9,162	Payroll
		11/9/2017	\$9,162	Payroll
TOTAL HETLAND, ROBYN			\$294,892	

Performance Machine, LLC

Case Number:

17-12454

Part 2:**List Certain Transfers Made Before Filing for Bankruptcy****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 \$6,425. (This amount may be adjusted on 4/01/19 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 and Relationship to Debtor	Dates	Amount	Reason for Payment
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TOTAL**\$294,892**

Performance Machine, LLC

Case Number:

17-12454

Part 2:**List Certain Transfers Made Before Filing for Bankruptcy****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	Description of the Property	Date Action was Taken	Value of Property
5.1 NONE			\$0
TOTAL			<u>\$0</u>

Performance Machine, LLC

Case Number: 17-12454

Part 2:

List Certain Transfers Made Before Filing for Bankruptcy

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 Action Creditor Took	Date Action Taken	Account Number	Amount
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6.1 NONE

\$0

TOTAL

\$0

Performance Machine, LLC

Case Number:

17-12454

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

Caption of Suit and Case Number	Nature of Proceeding	Court or Agency and Address	Status of Case
---------------------------------	----------------------	-----------------------------	----------------

7.1 NONE

Performance Machine, LLC

Case Number: 17-12454

Part 3:**Legal Actions or Assignments****8. Assignments and receivership**

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

☒ None

Custodian's Name and Address	Court Name and Address	Case Title and Number	Date	Description of Property	Value
------------------------------	------------------------	-----------------------	------	-------------------------	-------

8.1 NONE

Performance Machine, LLC

Case Number:

17-12454

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	Recipient's Relationship to Debtor	Description of the Gifts or Contributions	Dates Given	Value
9.1 TBD NOT AVAILABLE	COMPANY PHILANTHROPY	COMMUNITY RELATIONS	1/1/2016 - 1/1/2016	\$2,500

Performance Machine, LLC

Case Number: 17-12454

Part 5:

Certain Losses

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

☒ None

Description of Property	How Loss Occurred	Amount of Payments Received	Date of Loss	Property Value
		If you have received payments to cover the loss, for example, from insurance, govertnment compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (Schedule A/B: Assets - Real and Personal Property).		
10.1	NONE			\$0
TOTAL				\$0

Performance Machine, LLC

Case Number: 17-12454

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	Email / Website	Who Made the Payment, if not Debtor?	If not Money, Describe any Property Transferred	Dates	Total Amount or Value
11.1 NONE					\$0

Performance Machine, LLC

Case Number:

17-12454

Part 6:**Certain Payments or Transfers****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	Trustee	Describe any Property Transferred	Dates Transfers were Made	Total Amount / Value
12.1 NONE				\$0

Performance Machine, LLC

Case Number:

17-12454

Part 6:**Certain Payments or Transfers****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

Name and Address of Transferee, Relationship to Debtor	Description of Property	Date Transfer was Made	Total Amount or Value
13. 1 NONE			\$0

TOTAL\$0

Performance Machine, LLC

Case Number: 17-12454

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	
14.1	NONE	From:	To:

Performance Machine, LLC

Case Number:

17-12454

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	Location Where Patient Records are Maintained (if Different from Facility Address). If Electronic, Identify any Service Provider.	If Debtor Provides Meals and Housing, Number of Patients in Debtor's Care	How are Records Kept?
15.1 NONE				

☐ Electronic☐ Paper

Performance Machine, LLC

Case Number:

17-12454

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. Customer name, address, phone numbers, email address, and geographi

Does the debtor have a privacy policy about that information?

☐ No

☒ Yes

Performance Machine, LLC

Case Number:

17-12454

Part 9:**Personally Identifiable Information**

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?

☐ No. Go to Part 10.

☒ Yes. Fill in below:

Describe: VELOCITY - 401(K) PLAN

EIN: 27-4253924

Has the plan been terminated?

☒ No

☐ Yes

☐ No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

☒ No. Go to Part 10.

☐ Yes. Fill in below:

Describe:

EIN:

Has the plan been terminated?

☐ No

☐ Yes

☐ No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

☒ No. Go to Part 10.

☐ Yes. Fill in below:

Describe:

EIN:

Has the plan been terminated?

☐ No

☐ Yes

Performance Machine, LLC

Case Number:

17-12454

Part 9:

Personally Identifiable Information

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?

☒ No. Go to Part 10.

☐ Yes. Fill in below:

Describe: _____

EIN: _____

Has the plan been terminated?

☐ No

☐ Yes

☐ No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

☒ No. Go to Part 10.

☐ Yes. Fill in below:

Describe: _____

EIN: _____

Has the plan been terminated?

☐ No

☐ Yes

Performance Machine, LLC

Case Number:

17-12454

Part 10:**Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

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

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

☒ None

Financial Institution Name and Address	Last 4 Digits of Acct Number	Type of Account	Date of Closing	Last Balance
18.1 NONE				\$0

Performance Machine, LLC

Case Number: 17-12454

Part 10:

Certain Financial Accounts, Safe Deposit Boxes, and Storage Units

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 and Address	Description of the Contents	Does Debtor still have it?
19.1 NONE			☐ No ☐ Yes

Performance Machine, LLC

Case Number:

17-12454

Part 10:**Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****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	Address	Description of the Contents	Does Debtor still have it?
20. 1 NONE				☐ No ☐ Yes

Performance Machine, LLC

Case Number:

17-12454

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	Description of the Property	Value
21.1 NONE			\$0.00

Performance Machine, LLC

Case Number:

17-12454

Part 12:**Details About Environmental Information**

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

- Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

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

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

- ☒ No
- ☐ Yes. Provide details below.

Case Title and Case Number	Court or Agency Name and Address	Nature of Proceeding	Status
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22. 1 NONE

Performance Machine, LLC

Case Number: 17-12454

Part 12:

Details About Environmental Information

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

- Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similiary harmful substance.

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

23. Has any governmental unit otherwise notified the debtor that the debtor may be 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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23. 1 NONE

Performance Machine, LLC

Case Number: 17-12454

Part 12:

Details About Environmental Information

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

- Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).
- Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.
- Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similiary harmful substance.

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

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
-----------------------	------------------------------------	-----------------------------	----------------

24.1 NONE

Performance Machine, LLC

Case Number:

17-12454

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 and Address****Describe the Nature of the
Business****Employer Identification
Number****Dates Business
Existed***Do not include SSN or ITIN*

25.1 PLEASE FIND THE ATTACHED CHARTS IN THE
FOLLOWING PAGES
NOT AVAILABLE

-

Velocity Holding Company, Inc.
SOFA 25
2016-17 Organization Structure

LID	Legal Entity Name	Parent	Jurisdiction of Incorporation	Date of Incorporation	Federal Tax ID No	Debtor/Non-Debtor	Location	Nature of Business	Corporation/Partnership	Note
1	Velocity Holding Company, Inc.	Shareholders - Former MAG Shareholders (41%), Lacy Distribution, Inc. (59%)	Indiana	3/20/2014	46-5531790	Debtor	Texas	Holding Company	Corporation	
2	Velocity Pooling Vehicle, LLC	Velocity Holding Company, Inc. (100%)	Delaware	3/21/2014	46-5544630	Debtor	Texas	Holding Company	Partnership	
3	Ed Tucker Distributor, Inc.	Velocity Pooling Vehicle, LLC (100%)	Texas	3/30/1970	75-1319197	Debtor	Texas	Operating	Corporation	
7	Tucker Rocky Corporation, Inc.	Ed Tucker Distributor, Inc. (100%)	Delaware	10/31/1997	52-2065967	Debtor	Indiana	Operating	Corporation	
5	Tucker-Rocky Georgia, LLC	Ed Tucker Distributor, Inc. (100%)	Georgia	4/23/2015	47-3838121	Debtor	Georgia	Non-Operating	Partnership	Notice of Intent to Dissolve on 6/15/2017
4	Ralco Holdings, Inc.	Velocity Pooling Vehicle, LLC (100%)	Delaware	6/29/2009	14-1980707	Debtor	California	Holding Company	Corporation	
6	Rally Holdings, LLC	Ralco Holdings, Inc (100%)	Delaware	7/24/2009	14-1980707	Debtor	California	Holding Company	Partnership	
8	Motorsport Aftermarket Group, Inc.	Rally Holdings, LLC (100%)	Delaware	7/25/2000	94-3370080	Debtor	California	Operating	Corporation	
9	DFR Acquisition Corporation	Motorsport Aftermarket Group, Inc. (100%)	Delaware	9/2/2008	26-3664542	Debtor	Arizona	Operating	Corporation	
10	J&P Cycles, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252512	Debtor	Texas	Operating	Partnership	
11	Kuryakyn Holdings, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252341	Debtor	Wisconsin	Operating	Partnership	
12	MAG Creative Group, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	10/8/2010	27-3734754	Debtor	California	Operating	Partnership	
13	MAGNET Force, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	5/10/2011	45-2192635	Debtor	California	Operating	Partnership	
14	Motorcycle Superstore, Inc.	Motorsport Aftermarket Group, Inc. (100%)	Oregon	7/21/2004	93-1291046	Debtor	Texas	Operating	Corporation	
15	Motorcycle USA, LLC	Motorsport Aftermarket Group, Inc. (100%)	Oregon	3/24/2000	20-1408994	Debtor	Texas	Non-Operating	Partnership	On February 26, 2016 cessation of operations
16	Mustang Motorcycle Products, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4253660	Debtor	Massachusetts	Operating	Partnership	
17	Performance Machine, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4253924	Debtor	California	Operating	Partnership	
18	Renthal America, Inc.	Motorsport Aftermarket Group, Inc. (100%)	California	2/1/2006	20-4283827	Debtor	California	Operating	Corporation	
19	V&H Performance, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252802	Debtor	California	Operating	Partnership	
20	Renthal Limited	Motorsport Aftermarket Group, Inc. (100%)	Foreign	8/29/1975	FOREIGN	Non-Debtor	United Kingdom	Operating	Corporation	
21	MAG Europe Limited	Renthal Limited (100%)	Foreign	9/26/2007	FOREIGN	Non-Debtor	United Kingdom	Non-Operating	Corporation	Sold on 7/5/2017

Velocity Holding Company, Inc.
SOFA 25
2014-15 Organization Structure

LID	Legal Entity Name	Parent	Jurisdiction of Incorporation	Date of Incorporation	Federal Tax ID No	Debtor/Non-Debtor	Location	Nature of Business	Corporation/Partnership	Note
1	Velocity Holding Company, Inc.	Shareholders - Former MAG Shareholders (41%), Lacy Distribution, Inc. (59%)	Indiana	3/20/2014	46-5531790	Debtor	Texas	Holding Company	Corporation	
2	Velocity Pooling Vehicle, LLC	Velocity Holding Company, Inc. (100%)	Delaware	3/21/2014	46-5544630	Debtor	Texas	Holding Company	Partnership	
3	Ed Tucker Distributor, Inc.	Velocity Pooling Vehicle, LLC (100%)	Texas	3/30/1970	75-1319197	Debtor	Texas	Operating	Corporation	
7	Tucker Rocky Corporation, Inc.	Ed Tucker Distributor, Inc. (100%)	Delaware	10/31/1997	52-2065967	Debtor	Indiana	Operating	Corporation	
5	Tucker-Rocky Georgia, LLC	Ed Tucker Distributor, Inc. (100%)	Georgia	4/23/2015	47-3838121	Debtor	Georgia	Non-Operating	Partnership	Notice of Intent to Dissolve on 6/15/2017
4	Ralco Holdings, Inc.	Velocity Pooling Vehicle, LLC (100%)	Delaware	6/29/2009	14-1980707	Debtor	California	Holding Company	Corporation	
6	Rally Holdings, LLC	Ralco Holdings, Inc (100%)	Delaware	7/24/2009	14-1980707	Debtor	California	Holding Company	Partnership	
8	Motorsport Aftermarket Group, Inc.	Rally Holdings, LLC (100%)	Delaware	7/25/2000	94-3370080	Debtor	California	Operating	Corporation	
9	DFR Acquisition Corporation	Motorsport Aftermarket Group, Inc. (100%)	Delaware	9/2/2008	26-3664542	Debtor	Arizona	Operating	Corporation	
10	J&P Cycles, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252512	Debtor	Texas	Operating	Partnership	
11	Kuryakyn Holdings, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252341	Debtor	Wisconsin	Operating	Partnership	
12	MAG Creative Group, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	10/8/2010	27-3734754	Debtor	California	Operating	Partnership	
13	MAGNET Force, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	5/10/2011	45-2192635	Debtor	California	Operating	Partnership	
14	Motorcycle Superstore, Inc.	Motorsport Aftermarket Group, Inc. (100%)	Oregon	7/21/2004	93-1291046	Debtor	Texas	Operating	Corporation	
15	Motorcycle USA, LLC	Motorsport Aftermarket Group, Inc. (100%)	Oregon	3/24/2000	20-1408994	Debtor	Texas	Non-Operating	Partnership	On February 26, 2016 cessation of operations
16	Mustang Motorcycle Products, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4253660	Debtor	Massachusetts	Operating	Partnership	
17	Performance Machine, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4253924	Debtor	California	Operating	Partnership	
18	Renthal America, Inc.	Motorsport Aftermarket Group, Inc. (100%)	California	2/1/2006	20-4283827	Debtor	California	Operating	Corporation	
19	V&H Performance, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252802	Debtor	California	Operating	Partnership	
20	Renthal Limited	Motorsport Aftermarket Group, Inc. (100%)	Foreign	8/29/1975	FOREIGN	Non-Debtor	United Kingdom	Operating	Corporation	
21	MAG Europe Limited	Renthal Limited (100%)	Foreign	9/26/2007	FOREIGN	Non-Debtor	United Kingdom	Non-Operating	Corporation	Sold on 7/5/2017
	Progressive Suspension, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	95-3844887	Non-Debtor	California	Non-Operating	Partnership	Merged with Performance Machine, LLC on May 28, 2015

Velocity Holding Company, Inc.
SOFA 25
2013 Organization Structure

LID	Legal Entity Name	Parent	Jurisdiction of Incorporation	Date of Incorporation	Federal Tax ID No	Debtor/Non-Debtor	Location	Nature of Business	Corporation/Partnership	Note
3	Ed Tucker Distributor, Inc.	Shareholders - Lacy Distribution, Inc. (100%)	Texas	3/30/1970	75-1319197	Debtor	Texas	Operating	Corporation	
7	Tucker Rocky Corporation, Inc.	Ed Tucker Distributor, Inc. (100%)	Delaware	10/31/1997	52-2065967	Debtor	Indiana	Operating	Corporation	
5	Tucker-Rocky Georgia, LLC	Ed Tucker Distributor, Inc. (100%)	Georgia	4/23/2015	47-3838121	Debtor	Georgia	Non-Operating	Partnership	Notice of Intent to Dissolve on 6/15/2017
4	Ralco Holdings, Inc.	Shareholders - Leonard Green & Partners, L.P. and other MAG shareholders	Delaware	6/29/2009	14-1980707	Debtor	California	Holding Company	Corporation	
6	Rally Holdings, LLC	Ralco Holdings, Inc (100%)	Delaware	7/24/2009	14-1980707	Debtor	California	Holding Company	Partnership	
8	Motorsport Aftermarket Group, Inc.	Rally Holdings, LLC (100%)	Delaware	7/25/2000	94-3370080	Debtor	California	Operating	Corporation	
9	DFR Acquisition Corporation	Motorsport Aftermarket Group, Inc. (100%)	Delaware	9/2/2008	26-3664542	Debtor	Arizona	Operating	Corporation	
10	J&P Cycles, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252512	Debtor	Texas	Operating	Partnership	
11	Kuryakyn Holdings, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252341	Debtor	Wisconsin	Operating	Partnership	
12	MAG Creative Group, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	10/8/2010	27-3734754	Debtor	California	Operating	Partnership	
13	MAGNET Force, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	5/10/2011	45-2192635	Debtor	California	Operating	Partnership	
14	Motorcycle Superstore, Inc.	Motorsport Aftermarket Group, Inc. (100%)	Oregon	7/21/2004	93-1291046	Debtor	Texas	Operating	Corporation	
15	Motorcycle USA, LLC	Motorsport Aftermarket Group, Inc. (100%)	Oregon	3/24/2000	20-1408994	Debtor	Texas	Non-Operating	Partnership	On February 26, 2016 cessation of operations
16	Mustang Motorcycle Products, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4253660	Debtor	Massachusetts	Operating	Partnership	
17	Performance Machine, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4253924	Debtor	California	Operating	Partnership	
18	Renthal America, Inc.	Motorsport Aftermarket Group, Inc. (100%)	California	2/1/2006	20-4283827	Debtor	California	Operating	Corporation	
19	V&H Performance, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252802	Debtor	California	Operating	Partnership	
20	Renthal Limited	Motorsport Aftermarket Group, Inc. (100%)	Foreign	8/29/1975	FOREIGN	Non-Debtor	United Kingdom	Operating	Corporation	
21	MAG Europe Limited	Renthal Limited (100%)	Foreign	9/26/2007	FOREIGN	Non-Debtor	United Kingdom	Non-Operating	Corporation	Sold on 7/5/2017
	Motorsport Rally Corporation	Motorsport Aftermarket Group, Inc. (100%)	Delaware	3/27/2007	26-2417224	Non-Debtor	California	Non-Operating	Corporation	Merged with Kuryakyn Holdings, LLC on 3/31/2013
	Progressive Suspension, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	95-3844887	Non-Debtor	California	Non-Operating	Partnership	Merged with Performance Machine, LLC on May 28, 2015
	MAG Japan Ltd.	Motorsport Aftermarket Group, Inc. (100%)	Foreign	10/22/2010	FOREIGN	Non-Debtor	Japan	Non-Operating	Partnership	Dissolved prior to 2015

Velocity Holding Company, Inc.
SOFA 25
2011-12 Organization Structure

LID	Legal Entity Name	Parent	Jurisdiction of Incorporation	Date of Incorporation	Federal Tax ID No	Debtor/Non-Debtor	Location	Nature of Business	Corporation/Partnership	Note
3	Ed Tucker Distributor, Inc.	Shareholders - Lacy Distribution, Inc. (100%)	Texas	3/30/1970	75-1319197	Debtor	Texas	Operating	Corporation	
7	Tucker Rocky Corporation, Inc.	Ed Tucker Distributor, Inc. (100%)	Delaware	10/31/1997	52-2065967	Debtor	Indiana	Operating	Corporation	
5	Tucker-Rocky Georgia, LLC	Ed Tucker Distributor, Inc. (100%)	Georgia	4/23/2015	47-3838121	Debtor	Georgia	Non-Operating	Partnership	Notice of Intent to Dissolve on 6/15/2017
4	Ralco Holdings, Inc.	Shareholders - Leonard Green & Partners, L.P. and other MAG shareholders	Delaware	6/29/2009	14-1980707	Debtor	California	Holding Company	Corporation	
6	Rally Holdings, LLC	Ralco Holdings, Inc (100%)	Delaware	7/24/2009	14-1980707	Debtor	California	Holding Company	Partnership	
8	Motorsport Aftermarket Group, Inc.	Rally Holdings, LLC (100%)	Delaware	7/25/2000	94-3370080	Debtor	California	Operating	Corporation	
9	DFR Acquisition Corporation	Motorsport Aftermarket Group, Inc. (100%)	Delaware	9/2/2008	26-3664542	Debtor	Arizona	Operating	Corporation	
10	J&P Cycles, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252512	Debtor	Texas	Operating	Partnership	
11	Kuryakyn Holdings, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252341	Debtor	Wisconsin	Operating	Partnership	
12	MAG Creative Group, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	10/8/2010	27-3734754	Debtor	California	Operating	Partnership	
13	MAGNET Force, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	5/10/2011	45-2192635	Debtor	California	Operating	Partnership	
14	Motorcycle Superstore, Inc.	Motorsport Aftermarket Group, Inc. (100%)	Oregon	7/21/2004	93-1291046	Debtor	Texas	Operating	Corporation	
15	Motorcycle USA, LLC	Motorsport Aftermarket Group, Inc. (100%)	Oregon	3/24/2000	20-1408994	Debtor	Texas	Non-Operating	Partnership	On February 26, 2016 cessation of operations
16	Mustang Motorcycle Products, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4253660	Debtor	Massachusetts	Operating	Partnership	
17	Performance Machine, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4253924	Debtor	California	Operating	Partnership	
18	Renthal America, Inc.	Motorsport Aftermarket Group, Inc. (100%)	California	2/1/2006	20-4283827	Debtor	California	Operating	Corporation	
19	V&H Performance, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	27-4252802	Debtor	California	Operating	Partnership	
20	Renthal Limited	Motorsport Aftermarket Group, Inc. (100%)	Foreign	8/29/1975	FOREIGN	Non-Debtor	United Kingdom	Operating	Corporation	
21	MAG Europe Limited	Renthal Limited (100%)	Foreign	9/26/2007	FOREIGN	Non-Debtor	United Kingdom	Non-Operating	Corporation	Sold on 7/5/2017
	MotoUSA Acquisition LLC	Motorsport Aftermarket Group, Inc. (100%)	Oregon	1/31/2012	20-1408994	Non-Debtor	Texas	Non-Operating	Partnership	Merged with Motorcycle USA, LLC on 3/26/2012
	Superstore Merger Sub Inc.	Motorsport Aftermarket Group, Inc. (100%)	Oregon	1/31/2012	93-1291046	Non-Debtor	California	Non-Operating	Corporation	Merged with Motorcycle Superstore, Inc on 3/26/2012
	Motorsport Rally Corporation	Motorsport Aftermarket Group, Inc. (100%)	Delaware	3/27/2007	26-2417224	Non-Debtor	California	Non-Operating	Corporation	Merged with Kuryakyn Holdings, LLC on 3/31/2013
	Progressive Suspension, LLC	Motorsport Aftermarket Group, Inc. (100%)	Delaware	12/10/2010	95-3844887	Non-Debtor	California	Non-Operating	Partnership	Merged with Performance Machine, LLC on May 28, 2015
	MAG Japan Ltd.	Motorsport Aftermarket Group, Inc. (100%)	Foreign	10/22/2010	FOREIGN	Non-Debtor	Japan	Non-Operating	Partnership	Dissolved prior to 2015

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business****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		Dates of Service			
26a.1	ANTHONY VACCHIANO CHIEF FINANCIAL OFFICER C/O VELOCITY HOLDING COMPANY, INC. 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	From:	5/1/2017	To:	Present
26a.2	BRIAN KILKER CORPORATE CONTROLLER C/O MOTORSPORT AFTERMARKET GROUP 17771 MITCHELL N IRVINE, CA 92630	From:	11/1/2015	To:	Present
26a.3	SCOTT A CHRISTMAN TREASURER C/O MOTORSPORT AFTERMARKET GROUP 17771 MITCHELL N IRVINE, CA 92614	From:	6/1/2016	To:	Present
26a.4	BRAD MOORE DIRECTOR OF TREASURY & RISK C/O MOTORSPORT AFTERMARKET GROUP 17771 MITCHELL N IRVINE, CA 92614	From:	11/1/2015	To:	Present
26a.5	RICK A WALTERS CHIEF FINANCIAL OFFICER C/O VELOCITY HOLDING COMPANY, INC. 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	From:	11/1/2015	To:	5/1/2017
26a.6	JANET SEXTON VICE PRESIDENT, ACCOUNTING AND FINANCE C/O VELOCITY HOLDING COMPANY, INC. 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	From:	11/1/2015	To:	6/1/2017
26a.7	SARA BURLESON CONTROLLER 13861 ROSECRANS AVENUE SANTA FE SPRINGS, CA 90670	From:	10/1/2017	To:	Present
26a.8	BOOTH, JAMES C/O VELOCITY HOLDING COMPANY, INC. 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	From:	8/17/2005	To:	1/10/2008
26a.9	FOX, KENNETH C/O VELOCITY HOLDING COMPANY, INC. 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	From:	5/2/2008	To:	11/21/2012
26a.##	KUBIK, OTTO C/O VELOCITY HOLDING COMPANY, INC. 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	From:	4/11/2003	To:	1/2/2007
26a.##	MOORE, STEPHANIE C/O VELOCITY HOLDING COMPANY, INC. 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	From:	11/1/2010	To:	11/6/2013

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business****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****Dates of Service**

26a.## SHAH, PANKAJ
C/O VELOCITY HOLDING COMPANY, INC.
651 CANYON DRIVE, SUITE 100
COPPELL, TX 75019

From: 1/27/2014 To: 11/15/2017

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business****26. Books, records, and financial statements**

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	Dates of Service
26b.1 ERNST & YOUNG LLP AUDITORS SCOTT NELSON 18101 VON KARMAN AVENUE, SUITE 1700 IRVINE, CA 92612	From: 11/1/2015 To: 11/15/2017

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business****26. Books, records, and financial statements**

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

☐ None

Name and Address	If any Books of Account and Records are Unavailable, Explain Why
26c.1 ANTHONY VACCHIANO CHIEF FINANCIAL OFFICER C/O VELOCITY HOLDING COMPANY, INC. 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	
26c.2 BRIAN KILKER CORPORATE CONTROLLER C/O MOTORSPORT AFTERMARKET GROUP 17771 MITCHELL N IRVINE, CA 92614	
26c.3 SCOTT A CHRISTMAN TREASURER C/O MOTORSPORT AFTERMARKET GROUP 17771 MITCHELL N IRVINE, CA 92614	
26c.4 BRAD MOORE DIRECTOR OF TREASURY & RISK C/O MOTORSPORT AFTERMARKET GROUP 17771 MITCHELL N IRVINE, CA 92614	

Performance Machine, LLC

Case Number:

17-12454

Part 13:

Details About the Debtor's Business or Connections to Any Business

26. Books, records, and financial statements

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 The Debtors routinely provide financial statements to banks, customers, suppliers, tax authorities, landlords, factors, potential investors, and other financial institutions in the ordinary course, as well as in association with its debt restructuring efforts
Not Available

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business****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	Name and Address of the Person who has Possession of Inventory Records	Date of Inventory	Dollar Amount	Basis
27. 1 JASON MATTOCKS	WAREHOUSE / LOCATION CODE - A, X, DM, W, WIP 6892 MARLIN CIRCLELA PALMA, CA 90623	11/30/2017	\$9,232,698	STANDARD

Specific Notes

Inventory appraisals are performed at the business unit level on a monthly basis. The Debtors also completed inventory appraisals in December 2016 and October 2017 as part of a collateral review for their ABL.

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business**

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 and Address	Position and Nature of any Interest	Percent of Interest, if any
28. 1	ANDREW E GRAVES (CEO) 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	OFFICER	
28. 2	ANDREW E GRAVES (DIRECTOR) 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	DIRECTOR	
28. 3	ANTONIO VACCHIANO (CFO AND SECRETARY) 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	OFFICER	
28. 4	J.A. LACY (CHAIRMAN) 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	DIRECTOR	
28. 5	J.A. LACY (DIRECTOR) 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	DIRECTOR	
28. 6	MOTORSPORT AFTERMARKET GROUP, INC. NOT AVAILABLE		100.00%
28. 7	SCOTT A CHRISTMAN (TREASURER) 651 CANYON DRIVE, SUITE 100 COPPELL, TX 75019	OFFICER	

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business**

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.

Name and Address	Position and Nature of Interest	Period During Which Position Was Held
29. 1 RICK A WALTERS (SECRETARY AND CFO) CONFIDENTIAL	OFFICER	From: <u>11/1/2015</u> To: <u>5/26/2017</u>

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business****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 and Relationship to Debtor	Amount	Dates	Reason for Providing the Value
--	--------	-------	--------------------------------

30.1 NONE

Reference SOFA Part 2; Question 4

TOTAL

\$0

TOTAL

\$0

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business****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 Parent Corporation

Employer Identification Number of the Parent Corporation

31. 1 NONE

EIN:

Performance Machine, LLC

Case Number:

17-12454

Part 13:**Details About the Debtor's Business or Connections to Any Business**

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 Pension Fund****Employer Identification Number of the Pension Fund**

32.1 NONE

EIN:

Performance Machine, LLC

Case Number: 17-12454

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: January 16, 2018

Signature: /s/ Tony Vacchiano

Tony Vacchiano, Chief Financial Officer

Name and Title

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

☐ No

☒ Yes