



ENTERED  
06/28/2019

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

WESTWIND MANOR RESORT  
ASSOCIATION, INC., *et al.*,<sup>1</sup>

Debtors.

) Chapter 11

) Case No. 19-50026 (DRJ)

) Jointly Administered

**ORDER (I) SETTING BAR DATES FOR FILING CLAIM/INTEREST FORMS,  
INCLUDING REQUESTS FOR PAYMENT UNDER SECTION 503(B)(9), (II)  
ESTABLISHING AMENDED SCHEDULES BAR DATE, (III) ESTABLISHING  
PETITION FILING AUTHORITY OBJECTION DEADLINE, (IV) APPROVING THE  
FORM OF AND MANNER FOR FILING CLAIM/INTEREST FORMS, INCLUDING  
SECTION 503(B)(9) REQUESTS, (V) APPROVING NOTICE OF BAR DATES, AND  
(VI) ESTABLISHING AUTHORITY OBJECTION BAR DATE**

(Related Docket No. 286)

Upon the motion (the “Motion”)<sup>2</sup> of the above-captioned debtors and debtors in possession (together, the “Debtors”) for entry of an order (this “Bar Date Order”) (a) approving the Bar Dates and the Claim/Interest Forms; (b) approving the form of Bar Date Notice and procedures relating thereto; and (c) granting related relief; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Westwind Manor Resort Association, Inc. (7533); Warrior ATV Golf, LLC (3420); Warrior Acquisitions, LLC (9919); Warrior Golf Development, LLC (5741); Warrior Golf Management, LLC (7882); Warrior Golf Assets, LLC (1639); Warrior Golf Venture, LLC (7752); Warrior Premium Properties, LLC (0220); Warrior Golf, LLC (4207); Warrior Custom Golf, Inc. (2941); Warrior Golf Equities, LLC (9803); Warrior Golf Capital, LLC (5713); Warrior Golf Resources, LLC (6619); Warrior Golf Legends, LLC (3099); Warrior Golf Holdings, LLC (2892); and Warrior Capital Management, LLC (8233). The address of the Debtors’ corporate headquarters is 15 Mason, Suite A, Irvine, California 92618.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion. Except as otherwise defined herein and in the Motion, all terms specifically defined in the Bankruptcy Code shall have those meanings given to them by the Bankruptcy Code. In particular, as used herein: (a) the term “claim” has the meaning given to it in section 101(5) of the Bankruptcy Code; (b) the term “entity” has the meaning given to it in section 101(15) of the Bankruptcy Code; (c) the term “governmental unit” has the meaning given to it in section 101(27) of the Bankruptcy Code; and (d) the term “person” has the meaning given to it in section 101(41) of the Bankruptcy Code.

consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. The Motion is **GRANTED** as set forth herein.

**I. The Claim/Interest Forms**

2. The Claim/Interest Form attached hereto as **Exhibit 1** ("Investor/Noteholder Claim/Interest Form") and the form attached hereto as **Exhibit 2** ("General Claim Form", and collectively with the Investor/Noteholder Claim/Interest Form, the "Claim/Interest Forms") are hereby approved for use in these Chapter 11 Cases and shall be subject to the following:

- a. **The Investor/Noteholder Claim/Interest Form.** The following entities filing a claim on account of the following claims, shall file an Investor/Noteholder Claim/Interest Form, unless otherwise exempted herein:

(i) Entities asserting a claim on account of an investment in any of the following Debtors, and originally receiving a member interest or manager interest in any of the following entities:

- a. Warrior ATV Golf, LLC – Case No. 19-50033 (DRJ);
- b. Warrior Golf Development, LLC – Case No. 19-50029 (DRJ);
- c. Warrior Golf Management, LLC – Case No. 19-50032 (DRJ);
- d. Warrior Golf Assets, LLC – Case No. 19-50030 (DRJ);
- e. Warrior Golf Venture, LLC – Case No. 19-50031 (DRJ);

- f. Warrior Premium Properties, LLC – Case No. 19-50034 (DRJ);
- g. Warrior Golf, LLC – Case No. 19-50035 (DRJ);
- h. Warrior Golf Equities, LLC – Case No. 19-31953 (DRJ);
- i. Warrior Golf Capital, LLC – Case No. 19-31954 (DRJ);
- j. Warrior Golf Resources, LLC – Case No. 19-31955 (DRJ);
- k. Warrior Golf Legends, LLC – Case No. 19-31957 (DRJ);
- l. Warrior Golf Holdings, LLC – Case No. 19-31958 (DRJ);
- m. Warrior Capital Management, LLC – Case No. 19-32951 (DRJ); and
- n. Warrior Golf Properties, LLC (Non-Debtor);<sup>3</sup>

(ii) Holders of a Pro Rata Promissory Note executed by Warrior Golf, LLC, a California limited liability company; and

(iii) Holders of Convertible Promissory Notes issued by Warrior Acquisitions, LLC – Case No. 19-50028 (DRJ).

- b. **The General Claim Form.** All other entities required to file a Claim/Interest Form pursuant to this Order, other than those required to file an Investor/Noteholder Claim/Interest Form to assert a claim/interest, must use the General Claim Form, unless otherwise exempted herein.

## **II. The Bar Dates and Procedures for Filing Claim/Interest Forms.**

3. Except in the cases of governmental units and certain other exceptions explicitly set forth in this Bar Date Order, each entity that asserts a claim/interest against the Debtors that arose before each Debtors' respective petition date, including requests for payment under section 503(b)(9) of the Bankruptcy Code and those addressed by the Investor/Noteholder Claim/Interest Form, shall be required to file an original Claim/Interest Form.

4. Except in the cases of governmental units and certain other exceptions explicitly set forth in this Bar Date Order, the Claims Bar Date is hereby continued such that all Claim/Interest Forms must be filed so that they are actually received by DRC or the Clerk of Court, as the case may be, on or before **August 30, 2019, at 5:00 p.m., prevailing Central Time** (the "Continued Claims Bar Date"), at the addresses and in the form set forth herein.

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<sup>3</sup> As noted, Warrior Golf Properties, LLC ("WGP") is not a Debtor. Notwithstanding the foregoing, the Debtors seek to verify information from investors in WGP with respect to, *inter alia*, the amount of any investment therein and the amount of any Pro Rata Note held by such investors with respect thereto. Notwithstanding the verification of such information, nothing shall be construed to be an acknowledgement of any liability with respect to WGP.

5. The Continued Claims Bar Date applies to all types of claims against the Debtors that arose or are deemed to have arisen before the Debtors' respective petition dates, except for claims specifically exempt from complying with the applicable Bar Dates (as defined herein) as set forth in this Bar Date Order.

6. The Governmental Bar Date is hereby continued such that all governmental units holding claims (whether secured, unsecured priority, or unsecured non-priority) that arose or are deemed to have arisen prior to the Debtors' respective petition dates, including claims for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtors were a party, shall file an appropriate Claim/Interest Form so that they are actually received by DRC or the Clerk of Court, as the case may be, on or **before November 15, 2019, at 5:00 p.m., prevailing Central Time** (the "Continued Governmental Bar Date"), at the addresses and in the form set forth herein.

7. If the Debtors amend the Schedules after having given notice of the Bar Dates, the Debtors shall give notice by first-class mail of any amendment to holders of claims affected thereby, and the deadline for those holders to file a Claim/Interest Form, if necessary, shall be the later of (a) the Continued Claims Bar Date or the Continued Governmental Bar Date, as applicable, and (b) 5:00 p.m., prevailing Central time, on the date that is 30 days from the date the notice of the Schedule amendment is mailed (or another time period as may be fixed by the Court) (the "Amended Schedules Bar Date").

8. Any party in interest that seeks to object to or otherwise move to dismiss the Chapter 11 petitions of the April Debtors or May Debtor for lack of authority shall do so by **July 26, 2019, at 5:00 p.m., prevailing Central Time** (the "Additional Debtor Authorization Deadline") and, together with the Claims Bar Date, the Governmental Bar Date, and the

Amended Schedules Bar Date, as applicable, the “Bar Date” or “Bar Dates”). In the event of no objection, motion to dismiss, or other contest to the corporate authority of Warrior Acquisitions to file the Chapter 11 petitions of the April Debtors and May Debtor by the Additional Debtor Authorization Deadline, all parties in interest shall be barred and enjoined from later asserting such lack of authority and the Chapter 11 petitions of the April Debtors and May Debtor shall be deemed fully authorized

9. All Claim/Interest Forms shall be filed so as to be *actually received* by DRC or the Clerk of Court, as the case may be, on or before the applicable Bar Date. If a Claim/Interest Form is not received by DRC or the Clerk of Court, as the case may be, on or before the applicable Bar Date, except in the case of certain exceptions explicitly set forth in this Bar Date Order, the holders of the underlying claims shall be barred from asserting such claims against the Debtors and precluded from voting on any plans of reorganization filed in these chapter 11 cases and/or receiving distributions from the Debtors on account of such claims in these chapter 11 cases.

### **III. Parties Exempted from the Bar Date.**

10. The following categories of claimants shall **NOT** be required to file a Claim/Interest Form by the Bar Date:

- a. any entity that already has filed a signed Proof of Claim against the applicable Debtor with the Clerk of Court or with the Debtors’ claims agent, Donlin, Recano & Company, LLC (“DRC”) in a form substantially similar to Official Form 410, on or before the applicable Bar Date;
- b. any entity, other than an Investor/Noteholder, whose claim is listed on the Schedules if: (i) the claim is not scheduled by the Debtors as “disputed,” “contingent,” or “unliquidated”; (ii) such entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules; and (iii) such entity does not dispute that its claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;

- c. any Investor/Noteholder that has been provided notice of their claim in accordance with the procedures set forth in this Motion and which does not disagree with the information contained within the Investor/Noteholder Claim/Interest Form attributable to them;<sup>4</sup>
- d. any entity whose claim has previously been allowed by a final order of the Court, including any claim allowed pursuant to any order entered by this Court authorizing the use of cash collateral;
- e. any Debtor having a claim against another Debtor;
- f. any person or entity asserting a claim for damages arising from the rejection of an executory contract or unexpired lease;
- g. any person or entity whose claim is solely against any of the Debtors' non- Debtor affiliates;
- h. a current employee of the Debtors for any claim related to wages, commissions, or benefits; provided that a current employee must submit a Claim/Interest Form by the Continued Claims Bar Date (as such term is defined herein below) for all other claims arising before each Debtors' respective petition date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;
- i. any entity holding a claim for which a separate deadline is fixed by this Court; and
- j. any entity holding a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration incurred in the ordinary course; provided that any entity asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must assert such claims by filing a request for payment or a General Claim Form on or prior to the Continued Claims Bar Date (as such term is defined herein below).

11. No entity wishing to assert an interest in a Debtor shall be required to file a proof of interest, other than as addressed in the Investor/Noteholder Claim/Interest Form; *provided* that any such entity wishing to assert a claim, including related to its status as an equity holder, must file a Claim/Interest Form unless otherwise exempted by this Bar Date Order.

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<sup>4</sup> For the avoidance of doubt, the Investor/Noteholders are required to submit an Investor/Noteholder Claim/Interest Form to assert an Investor/Noteholder Claim, except to the extent that (i) such Investor/Noteholder has not already submitted a claim on Official Form 410 prior to the date of entry of the Bar Date Order or (ii) the Investor/Noteholder has been provided a personalized, pre-populated Investor/Noteholder Claim/Interest Form and does not contest any of the information therein. All other Investor/Noteholders shall be required to submit an Investor/Noteholder Claim/Interest Form to assert an Investor/Noteholder Claim. Blank Investor/Noteholder Claim/Interest Forms are available as set forth in the Bar Date Notice (as such term is defined herein).

#### IV. Substantive Requirements of the Claim/Interest Forms.

12. The following requirements shall apply with respect to filing and preparing each Claim/Interest Form:

- a. ***Contents.*** Each Claim/Interest Form must: (i) be legible; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Claim/Interest Forms provided by the Debtors or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink.
- b. ***Section 503(b)(9) Claim.*** Any Claim/Interest Form asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must also: (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to each Debtors' respective petition date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtors under section 546(c) of the Bankruptcy Code (if applicable).
- c. ***Electronic Signatures Permitted.*** Claim/Interest Forms signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. **Copies of Claim/Interest Forms or Claim/Interest Forms sent by facsimile or electronic mail will not be accepted.**
- d. ***Identification of the Debtor Entity.*** Each Claim/Interest Form must clearly identify the Debtor against which a claim is asserted, including the individual Debtor's case number. A General Claim Form, as opposed to an Investor/Noteholder Claim/Interest Form, filed under the joint administration case number or otherwise without identifying a specific Debtor will be deemed as filed only against Westwind Manor Resort Association, LLC.
- e. ***Claims Against Multiple Debtor Entities.*** Each General Claim Form must state a claim against only one Debtor, clearly indicate the Debtor against which the claim is asserted, and be filed on the claims register of such Debtor. To the extent more than one Debtor is listed on a Claim/Interest Form, other than those claims appropriately submitted by an Investor/Noteholder on the Investor/Noteholder Claim/Interest Form, such claim may be treated as if filed only against Westwind Manor Resort Association, LLC.
- f. ***Supporting Documentation.*** Each Claim/Interest Form must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and 3001(d). If, however, such documentation is voluminous, upon prior written consent of the Debtors' counsel, such Claim/Interest Form may include a summary of such documentation or an explanation as to why such documentation is not available; provided that any creditor that



received such written consent shall be required to transmit such writings to Debtors' counsel upon request no later than ten (10) days from the date of such request.<sup>5</sup>

- g. ***Timely Service.*** Each Claim/Interest Form must be filed, including supporting documentation, so as to be ***actually received*** by either the Clerk of the Court or DRC as follows:

(a) if to the Clerk of the Court, by electronic submission through PACER (Public Access to Court Electronic Records at <http://ecf.txsb.uscourts.gov>), or if submitted through non-electronic means by U.S. Mail or other hand delivery system at the following address:

Clerk of the Court  
United States Bankruptcy Court  
515 Rusk Street, #5300  
Houston, Texas 77002

Correspondence:  
David J. Bradley, Clerk of Court  
P.O. Box 61010  
Houston, Texas 77208

or, (b) if to DRC, be electronic submission through the interface available at <http://www.donlinrecano.com/Clients/warrior/FileClaim>, or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

If sent by mail, send to:  
Donlin, Recano & Company, Inc.  
Re: Westwind Manor Resort Association, Inc., et al.  
P.O. Box 199043  
Blythebourne Station  
Brooklyn, NY 11219

If by Overnight Courier or Hand Delivery, send to:  
Donlin, Recano & Company, Inc.  
Re: Westwind Manor Resort Association, Inc., et al.  
6201 15<sup>th</sup> Avenue  
Brooklyn, NY 11219

<b>CLAIM/INTEREST FORMS SUBMITTED BY FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED.</b>
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- h. ***Receipt of Service.*** Claimants wishing to receive acknowledgement that their Claim/Interest Forms were received by either the Clerk of the Court or DRC must submit

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<sup>5</sup> For the avoidance of Doubt, the Debtors do not propose to require any of the Investor/Noteholders who opt not to return their Investor/Noteholder Claim/Interest Form pursuant to the procedures contained herein to submit any further documentation in order to receive the claim indicated in the pre-populated information on the Investor/Noteholder Claim/Interest Form they receive.



(i) a copy of the Claim/Interest Forms (in addition to the original Claim/Interest Form, sent to either the Clerk of Court or DRC) and (ii) a self-addressed, stamped envelope.

**V. Procedures for Providing Notice of the Bar Date.**

13. No later than five business days after the Court enters the Bar Date Order, the Debtors shall cause a written notice of the Bar Dates, substantially in the form attached hereto as **Exhibit 3** (the “Bar Date Notice”), and an appropriate Claim/Interest Form (together, the “Bar Date Package”) to be served via email, facsimile, or first class mail to the following entities:

- a. the U.S. Trustee;
- b. counsel to the committee of unsecured creditors;
- c. the entities listed on the Consolidated List of Creditors Holding the 30 Largest Unsecured Claim;
- d. the indenture trustees under and all known holders of the Debtors’: (i) first lien notes; (ii) second lien notes; (iii) 2.65% senior convertible notes; and (iv) 3.125% senior convertible notes;
- e. counsel for parties referenced in clause (d);
- f. all known creditors and other known holders of claims against the Debtors as of the date of entry of the Bar Date Order, including all entities listed in the Schedules as holding nonexempt claims against/ interests in the Debtors;
- g. all entities that have requested notice of the proceedings in these chapter 11 cases pursuant to Bankruptcy Rule 2002 as of the date of the Bar Date Order;
- h. all entities that have filed Proofs of Claim in these chapter 11 cases as of the date of the Bar Date Order;
- i. all known non-Debtor equity holders of the Debtors as of the date the Bar Date Order is entered;
- j. all entities who are party to executory contracts and unexpired leases with the Debtors;
- k. all entities who are party to litigation with the Debtors;
- l. all current and former employees (to the extent that contact information for former employees is available in the Debtors’ records);
- m. all regulatory authorities that regulate the Debtors’ businesses, including environmental and permitting authorities;

- n. the Offices of the Attorney General for each of the states in which the Debtors operate;
- o. the Internal Revenue Service;
- p. all other taxing authorities for the jurisdictions in which the Debtors maintain or conduct business;
- q. the Securities and Exchange Commission;
- r. the Executive Office for United States Attorneys; and
- s. the Office of the United States Attorney for the Southern District of Texas.

14. The Debtors shall mail notice of the Bar Date Notice only to their known creditors, and such mailing shall be made to the last known mailing address for each such creditor, as reflected in the Debtors' books and records at such time.

15. The Debtors shall provide all known creditors listed in the Debtors' Schedules with an applicable personalized Claim/Interest Form, which will set forth the personalize information as set forth in the Motion. Each creditor shall have an opportunity to inspect the Claim/Interest Form provided by the Debtors and correct any information that is missing, incorrect, or incomplete. Additionally, any creditor may choose to submit a Claim/Interest Form a different form as long as it is substantially similar to Official Form 410.

16. After the initial mailing of the Bar Date Packages, the Debtors may, in their discretion, make supplemental mailings of notices or packages, including in the event that: (a) notices are returned by the post office with forwarding addresses; (b) certain parties acting on behalf of parties in interest decline to pass along notices to these parties and, instead, return their names and addresses to the Debtors for direct mailing, and (c) additional potential claimants become known after the initial mailing of the Bar Date Package. In this regard, the Debtors may make supplemental mailings of the Bar Date Package in these and similar circumstances at any

time up to 21 days in advance of the Bar Date, with any such mailings being deemed timely and the Bar Date being applicable to the recipient creditors.

17. The Debtors shall cause the Bar Date Notice to be posted to the Investor/Noteholder portal accessible through the World Wide Web to the extent set forth in the Motion (the “Electronic Notice”).

#### **VI. Consequences of Failure to File a Claim/Interest Form.**

18. Any entity who is required, but fails to file a Claim/Interest Form in accordance with the Bar Date Order on or before the applicable Bar Date shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a Claim/Interest Form with respect thereto), and the Debtors and their property shall be forever discharged from any and all indebtedness or liability with respect to or arising from such claim. Without limiting the foregoing sentence, any creditor asserting a claim entitled to priority pursuant to section 503(b)(9) of the Bankruptcy Code that fails to file a proof of claim in accordance with this Bar Date Order shall not be entitled to any priority treatment on account of such claim pursuant to section 503(b)(9) of the Bankruptcy Code, regardless of whether such claim is identified on the Schedules as not contingent, not disputed, and not liquidated.

19. Any such entity who is required, but fails to file a Claim/Interest Form in accordance with the Bar Date Order on or before the applicable Bar Date shall be prohibited from voting to accept or reject any chapter 11 plan filed in these chapter 11 cases, participating in any distribution in these chapter 11 cases on account of such claim, or receiving further notices regarding such claim.

#### **VII. Miscellaneous.**

20. DRC shall, using the Court’s ECF System, at least weekly during these Chapter 11 Cases electronically file all proofs of claim that DRC receives or will receive in these cases.

Upon receipt of a Claim/Interest Form or a transfer of claim, DRC shall stamp the receipt date and time on the document before filing with the Court. The Clerk of Court need not physically transfer any claim that she received electronically to DRC. The Clerk shall, by suing DRC's overnight express account, transmit to DRC any paper Claim/Interest Forms that it relieves.

21. Notice of the Bar Dates as set forth in this order and in the manner set forth herein (including, but not limited to, the Bar Date Notice, the Electronic Notice, and any supplemental notices that the Debtors may send from time to time) constitutes adequate and sufficient notice of each of the Bar Dates and satisfies the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Bankruptcy Local Rules.

22. The terms and conditions of this Bar Date Order shall be immediately effective and enforceable upon entry of the Bar Date Order.

23. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Bar Date Order in accordance with the Motion.

24. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Bar Date Order.

**Signed: June 27, 2019**



DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**Exhibit 1**

**Investor/Noteholder Claim/Interest Form**



**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

**PROOF OF CLAIM AND/OR INTEREST FORM**

(Approved by Court Order dated \_\_\_\_•\_\_\_\_, 2019 [Docket No. \_\_\_\_•\_\_\_\_])

**THIS FORM AND ALL ATTACHMENTS MUST BE RECEIVED BY THE CLAIMS AGENT OR CLERK OF COURT NO LATER THAN: 5:00 P.M. CENTRAL STANDARD TIME ON AUGUST 30, 2019**

**Your claim may be submitted as follows:**

<b>If sent by mail to the Claims Agent, send to:</b> Donlin, Recano & Company, Inc. Re: Westwind Manor Resort Association, Inc., et al. P.O. Box 199043 Blythebourne Station Brooklyn, NY 11219	<b>If sent by Overnight Courier or Hand Delivery to the Claims Agent, send to:</b> Donlin, Recano & Company, Inc. Re: Westwind Manor Resort Association, Inc., et al. 6201 15th Avenue Brooklyn, NY 11219	<b>If sent by mail to the Clerk of Court, send to:</b> Clerk of the Court United States Bankruptcy court 515 Rusk Street, #5300 Houston, TX 77002
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**OR**, Your claim may be submitted electronically *via* PACER or directly to the Claims Agent at:

<https://www.donlinrecano.com/Clients/warrior/FileClaim>

**PART 1 USE OF THIS FORM:**

This Form replaces Official Form 410 and is for use only by:

- (1) Investors (a person who made an investment in any of the following entities and received a member interest and/or manager interest) in any of the following entities:

Warrior ATV Golf, LLC – Case No. 19-50033 (DRJ)  
Warrior Golf Development, LLC – Case No. 19-50029 (DRJ)  
Warrior Golf Management, LLC – Case No. 19-50032 (DRJ)  
Warrior Golf Assets, LLC – Case No. 19-50030 (DRJ)  
Warrior Golf Venture, LLC – Case No. 19-50031 (DRJ)  
Warrior Premium Properties, LLC – Case No. 19-50034 (DRJ)  
Warrior Golf, LLC – Case No. 19-50035 (DRJ)

Warrior Golf Equities, LLC – Case No. 19-31953 (DRJ)  
Warrior Golf Capital, LLC – Case No. 19-31954 (DRJ)  
Warrior Golf Resources, LLC – Case No. 19-31955 (DRJ)  
Warrior Golf Legends, LLC – Case No. 19-31957 (DRJ)  
Warrior Golf Holdings, LLC – Case No. 19-31958 (DRJ)  
Warrior Capital Management, LLC – Case No. 19-32951 (DRJ)  
Warrior Golf Properties, LLC (Non-Debtor)<sup>1</sup>

- (2) Holders of a Pro Rata Promissory Note executed by Warrior Golf, LLC; and

- (3) Holders of Convertible Promissory Notes issued by Warrior Acquisitions, LLC – Case No. 19-50028 (DRJ).

Parties-in-interest, other than those listed in (1), (2), and/or (3) above, are to use the General Claim Form (or Official Form 410) for filing Proofs of Claim against one or more of the Debtors. To the extent that a party-in-interest asserts a claim in addition to those listed in (1), (2), and/or (3) above, they should submit this form ***and*** the General Claim Form (or Official Form 410) for their additional claim.

If you attach documents, please leave out or redact information you wish to keep confidential. Do not send original documents; they may be destroyed after scanning. If the documents supporting your claim or interest are not available, explain why your claim or interest is different in an attachment.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

**PART 2 THE ATTACHMENT TO THIS FORM:**

Attached to this form is a pre-completed schedule containing information that the Debtors assert is correct as of the petition date for the respective Debtor, with regard to:

**COLUMN 1:** The original amount of your investment(s) in each of the debtor Limited Liability Companies, listed in Part 1, above.

**COLUMN 3:** The face amount of each Pro Rata Promissory Note you received from Warrior Golf, LLC.

**COLUMN 5:** The face amount of the Convertible Promissory Note you received from Warrior Acquisitions, LLC.

If the figures provided in COLUMNS 1, 3, and 5 are accurate and conform to your records, you **do not** need to add to or modify the attached Schedule and **you do not need to submit this form or provide any documentation, including membership interest or notes**. The Debtors have already recorded your claim and/or interest

If the figures provided in COLUMNS 1, 3, and 5 are **not** accurate, you **must** provide correct amounts for each entity in **COLUMNS 2, 4, and 6**. Only provide figures for amounts that are incorrect. Then submit this form as directed above.

<sup>1</sup> As noted, Warrior Golf Properties, LLC is not a Debtor and shall be treated as Ordered at Docket No. \_\_\_\_•\_\_\_\_.

**PART 3 IDENTIFY THE CREDITOR/INVESTOR:**

<b>Who is the current creditor/investor?</b> <b>Name and address of the creditor/investor.</b>	Name and address of creditor/investor (the person or entity to be paid or receive distributions for this claim/investment):   ERISA investment entity/agent name (if used): _____  ERISA investment entity/agent address (if used): _____ _____  Other names the creditor/investor used with the debtor: _____ _____
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**PART 4 RESERVATION OF RIGHTS:**

The Debtors and each claimant submitting this form reserve all of their respective rights to assert, challenge, dispute or otherwise take an alternative or otherwise different position with respect to, *inter alia*, the characterization of the investments made with any of the limited liability companies, the Pro Rata Promissory Notes, and/or the Convertible Promissory Notes.

With respect to the Pro Rata Promissory Notes executed by Warrior Golf, LLC, the Debtors and each claimant submitting this form reserve all of their respective rights with respect to, *inter alia*, the legal identity of the maker of the Pro Rata Promissory Notes.

With respect to the Convertible Promissory Notes executed by Warrior Acquisitions, LLC, Debtors and each claimant submitting this form reserve all of their respective rights with respect to, *inter alia*, the conversion provisions of the Convertible Promissory Notes.

**PART 5 SIGN BELOW: ONLY SIGN AND RETURN IF YOU HAVE CORRECTED COLUMNS 2, 4, and 6 OF THE ATTACHMENT.**

<b>The person completing this proof of claim must sign and date it. FRBP 9011(b).</b>  If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.  <b>A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.</b>	Check the appropriate box: <input type="checkbox"/> I am the creditor/investor. <input type="checkbox"/> I am the creditor's/investor's attorney or authorized agent. <input type="checkbox"/> I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004. <input type="checkbox"/> I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.  I have examined the information in this <i>Proof of Claim and/or Interest Form</i> 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 date (MM/DD/YYYY): _____  Signature: _____  <b>Print the name of the person who is completing and signing this claim:</b>  First name: _____ Middle name: _____  Last name: _____  Title: _____  Company (identify the corporate servicer as the company if the authorized agent is a servicer): _____  Address: _____  City: _____ State: _____ Zip: _____  Phone : _____ Email: _____
--	---



## PROOF OF CLAIM / INTEREST — DATA INPUT SCHEDULE

Investor/Creditor name - Debtors' records:

Creditor # & Bar Code
Name 1
Name 2
Name 3

Investor/Creditor address - Debtors' records:

Address 1
Address 2
City, State Zip Code
Country

Column	1	2	3	4	5	6
DEBTOR NAME & CASE #:	Original Invested Amount - Debtors' records:	Original Invested Amount - your records:	Face Amount of Pro Rata Promissory Note from Warrior Golf, LLC - Debtors' records:	Face Amount of Pro Rata Promissory Note from Warrior Golf, LLC - your records:	Face Amount of Convertible Note from Warrior Acquisitions, LLC - Debtors' records:	Face Amount of Convertible Note from Warrior Acquisitions, LLC - your records:
Warrior Acquisitions, LLC 19-50028						
Warrior ATV Golf, LLC 19-50033						
Warrior Golf Development, LLC 19-50029						
Warrior Golf Management, LLC 19-50032						
Warrior Golf Assets, LLC 19-50030						
Warrior Golf Venture, LLC 19-50031						
Warrior Premium Properties, LLC 19-50034						
Warrior Golf, LLC 19-50035						
Warrior Golf Equities, LLC 19-31953						
Warrior Golf Capital, LLC 19-31954						
Warrior Golf Resources, LLC 19-31955						
Warrior Golf Legends, LLC 19-31957						
Warrior Golf Holdings, LLC 19-31958						
Warrior Golf Properties, LLC Non-Debtor						
Warrior Capital Management, LLC 19-32951						

**Exhibit 2**

**General Claim Form**

## Fill in this information to identify the case:

In re: Westwind Manor Resort Association, Inc., et al.

Debtor name: \_\_\_\_\_

United States Bankruptcy Court for the Southern District of Texas

Case number: \_\_\_\_\_

## Proof of Claim

Your claim is scheduled by the Debtor as:

## Proof of Claim Modified Form 410

04/16

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense other than a claim arising under section 503(b)(9). Make such request under section 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain the nature of your claim in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

## Part 1: Identify the Claim

1. Who is the current creditor? Name and address of the creditor.	Name and address of creditor (the person or entity to be paid for this claim):     Other names the creditor used with the debtor: _____		
2. Has this claim been acquired from someone else?	<input type="checkbox"/> No	<input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent?  Name: _____ Address: _____ City: _____ State: _____ Zip: _____ Phone: _____ Email: _____	Where should payments to the creditor be sent? (if different)  Name: _____ Address: _____ City: _____ State: _____ Zip: _____ Phone: _____ Email: _____	
4. Does this claim amend one already filed?	<input type="checkbox"/> No	<input type="checkbox"/> Yes. Claim number on court claims registry (if known): _____	Filed on (MM/DD/YYYY): _____
5. Do you know if anyone else has filed a proof of claim for this claim?	<input type="checkbox"/> No	<input type="checkbox"/> Yes. Who made the earlier filing? _____	

## Part 2: Give Information About the Claim as of the Date the Case was Filed

6. Do you have any number you use to identify the debtor?	<input type="checkbox"/> No	<input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any identification number used: _____
7. How much is the claim?	\$ _____	Does this amount include interest or other charges? <input type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
8. What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information. _____	
9. Is all or part of the claim secured?	<input type="checkbox"/> No <input type="checkbox"/> Yes. The claim is	Nature of property: <input type="checkbox"/> Real estate. If the claim is secured by the debtor's <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other (describe): _____

Secured by lien on principal residence, the Mortgage *Proof of Claim* Attachment (Official Form 410-A) with this *Proof of Claim*.

**Basis for perfection:** \_\_\_\_\_

Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

**Value of property:** \$ \_\_\_\_\_ **Amount of the claim that is secured:** \$ \_\_\_\_\_

**Amount of the claim that is unsecured** (the sum of the secured and unsecured amounts should match the amount in line 7):

\$ \_\_\_\_\_

**Amount necessary to cure any default as of the date of the petition:** \$ \_\_\_\_\_

**Annual interest rate** (when case was filed): \_\_\_\_\_ % ☐ Fixed ☐ Variable

10. Is this claim based on a lease?

☐ No

☐ Yes. **Amount necessary to cure any default as of the date of the petition.**

\$ \_\_\_\_\_

11. Is this claim subject to a right of setoff?

☐ No

☐ Yes. Identify the property:

12. Is all or part of the claim entitled to: (i) priority under 11 U.S.C. § 507(a), or (ii) administrative expense under 11 U.S.C. § 503(b)(9)?

☐ No

☐ Yes. Check all that apply:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

☐ Up to \$2,850\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

☐ Wages, salaries, or commissions (up to \$12,850\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

☐ Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.

☐ Value of goods received by the debtor within 20 days before the date of commencement of the case. 11 U.S.C. § 503(b)(9).

**Amount entitled to priority**

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\* Amounts are subject to adjustment on 4/01/19 and every 3 years after that for cases begun on or after the date of adjustment.

**Part 3: Sign Below**

**The person completing this proof of claim must sign and date it. FRBP 9011(b).**

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

Check the appropriate box:

☐ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* 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 date (MM/DD/YYYY): \_\_\_\_\_

Signature: \_\_\_\_\_

**Print the name of the person who is completing and signing this claim:**

First name: \_\_\_\_\_ Middle: \_\_\_\_\_ Last: \_\_\_\_\_

Title: \_\_\_\_\_

Company (identify the corporate servicer as the company if the authorized agent is a servicer): \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone: \_\_\_\_\_ Email: \_\_\_\_\_

**Exhibit 3**

**Proposed Bar Date Notice**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

WESTWIND MANOR RESORT  
ASSOCIATION, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 19-50026 (DRJ)

Jointly Administered

**NOTICE OF BAR DATE, DEADLINES, AND RELATED INFORMATION**

**TO: ALL PERSONS AND ENTITIES WHO MAY HAVE CLAIMS AGAINST ANY  
OF THE FOLLOWING DEBTOR ENTITIES:**

DEBTOR	CASE NO.	PETITION DATE
Westwind Manor Resort Association, Inc.	19-50026 (DRJ)	March 4, 2019
Warrior Custom Golf, LLC	19-50027 (DRJ)	March 4, 2019
Warrior Acquisitions, LLC	19-50028 (DRJ)	March 4, 2019
Warrior Golf Development, LLC	19-50029 (DRJ)	March 4, 2019
Warrior Golf Assets, LLC	19-50030 (DRJ)	March 4, 2019
Warrior Golf Venture, LLC	19-50031 (DRJ)	March 4, 2019
Warrior Golf Management, LLC	19-50032 (DRJ)	March 4, 2019
Warrior ATV Golf, LLC	19-50033 (DRJ)	March 4, 2019
Warrior Premium Properties, LLC	19-50034 (DRJ)	March 4, 2019
Warrior Golf, LLC	19-50035 (DRJ)	March 4, 2019
Warrior Golf Equities, LLC	19-31953 (DRJ)	April 4, 2019
Warrior Golf Capital, LLC	19-31954 (DRJ)	April 4, 2019
Warrior Golf Resources, LLC	19-31955 (DRJ)	April 4, 2019
Warrior Golf Legends, LLC	19-31957 (DRJ)	April 4, 2019
Warrior Golf Holdings, LLC	19-31958 (DRJ)	April 4, 2019
Warrior Capital Management, LLC	19-32951 (DRJ)	May 30, 2019

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Westwind Manor Resort Association, Inc. (7533); Warrior ATV Golf, LLC (3420); Warrior Acquisitions, LLC (9919); Warrior Golf Development, LLC (5741); Warrior Golf Management, LLC (7882); Warrior Golf Assets, LLC (1639); Warrior Golf Venture, LLC (7752); Warrior Premium Properties, LLC (0220); Warrior Golf, LLC (4207); Warrior Custom Golf, Inc. (2941); Warrior Golf Equities, LLC (9803); Warrior Golf Capital, LLC (5713); Warrior Golf Resources, LLC (6619); Warrior Golf Legends, LLC (3099); Warrior Golf Holdings, LLC (2892); and Warrior Capital Management, LLC (8233). The address of the Debtors' corporate headquarters is 15 Mason, Suite A, Irvine, California 92618.

**PLEASE TAKE NOTICE THAT:**

On the respective petition dates contained in the table above (collectively the “Petition Dates”), the above-referenced debtors and debtors in possession (together, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of Texas (the “Court”).

On May [\_\_\_\_\_], 2019 the Court entered an order (the “Bar Date Order”)<sup>2</sup> establishing certain dates by which parties holding prepetition claims/interests against the Debtors must file an appropriate Claim/Interest Form in accordance with the instructions in the Bar Date Order and as contained herein, including requests for payment pursuant to section 503(b)(9) of the Bankruptcy Code (“Claim/Interest Form”).

For your convenience, enclosed with this notice (this “Notice”) is an appropriate Claim/Interest Form, which identifies on its face the amount, nature, and classification of your claim(s), if any, listed in the Debtors’ schedules of assets and liabilities filed in these cases (the “Schedules”). Unless you are an Investor/Noteholder (as more fully described herein below) and are solely asserting claims/interests relating thereto, if the Debtors believe that you hold claims/interests against more than one Debtor, you will receive multiple General Claim Forms (as such term is defined herein below), each of which will reflect the nature and amount of your claim as listed in the Schedules.

As used in this Notice, the term “entity” has the meaning given to it in section 101(15) of the Bankruptcy Code and includes all persons, estates, trusts, governmental units, and the Office of the United States Trustee for the Southern District of Texas. In addition, the terms “persons” and “governmental units” are defined in sections 101(41) and 101(27) of the Bankruptcy Code, respectively.

As used in this Notice, the term “claim” means, as to or against the Debtors and in accordance with section 101(5) of the Bankruptcy Code: (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) any right to an equitable remedy for breach of performance, if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

**VIII. THE CLAIM/INTEREST FORMS.**

The Bar Date Order approves the use of two separate Claim/Interest Forms, which must be completed in accordance with the instructions contained herein, the Bar Date Order, and as set forth on the applicable Claim/Interest Form. Any entity asserting a claim must file the appropriate Claim/Interest Form, as designated in the following:

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<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Bar Date Order.



- a. **The Investor/Noteholder Claim/Interest Form.** The following entities filing a claim on account of the following claims, MUST file an Investor/Noteholder Claim/Interest Form, unless otherwise exempted herein:
- (i) Entities asserting a claim on account of an investment in any of the following Debtors, and originally receiving a member interest or manager interest in any of the following entities:
    - a. Warrior ATV Golf, LLC – Case No. 19-50033 (DRJ);
    - b. Warrior Golf Development, LLC – Case No. 19-50029 (DRJ);
    - c. Warrior Golf Management, LLC – Case No. 19-50032 (DRJ);
    - d. Warrior Golf Assets, LLC – Case No. 19-50030 (DRJ);
    - e. Warrior Golf Venture, LLC – Case No. 19-50031 (DRJ);
    - f. Warrior Premium Properties, LLC – Case No. 19-50034 (DRJ);
    - g. Warrior Golf, LLC – Case No. 19-50035 (DRJ);
    - h. Warrior Golf Equities, LLC – Case No. 19-31953 (DRJ);
    - i. Warrior Golf Capital, LLC – Case No. 19-31954 (DRJ);
    - j. Warrior Golf Resources, LLC – Case No. 19-31955 (DRJ);
    - k. Warrior Golf Legends, LLC – Case No. 19-31957 (DRJ);
    - l. Warrior Golf Holdings, LLC – Case No. 19-31958 (DRJ);
    - m. Warrior Capital Management, LLC – Case No. 19-32951 (DRJ);<sup>3</sup> and
    - n. Warrior Golf Properties, LLC (Non-Debtor);<sup>4</sup>
  - (ii) Holders of a Pro Rata Promissory Note executed by Warrior Golf, LLC, a California limited liability company; and
  - (iii) Holders of Convertible Promissory Notes issued by Warrior Acquisitions, LLC – Case No. 19-50028 (DRJ).
- b. **The General Claim Form.** All other entities, other than those required to file an Investor/Noteholder Claim/Interest Form to assert a claim/interest, must use the General Claim Form, unless otherwise exempted herein.

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<sup>3</sup> Note: The manager of the affiliated entity Warrior Golf Properties, LLC, Brendan Flaherty, has determined not to file for Chapter 11 relief for such entity at this time. Because Warrior Golf Properties, LLC is not a Debtor, information relating to any claim or interest in Warrior Golf Properties, LLC is not properly included in the Investor/Noteholder Claim/Interest Form.

<sup>4</sup> As noted, Warrior Golf Properties, LLC (“WGP”) is not a Debtor. Notwithstanding the foregoing, the Debtors seek to verify information from investors in WGP with respect to, *inter alia*, the amount of any investment therein and the amount of any Pro Rata Note held by such investors with respect thereto. Notwithstanding the verification of such information, nothing shall be construed to be an acknowledgement of any liability with respect to WGP. *See* Bar Date Order.

**PERSONALIZED CLAIM/INTEREST FORMS HAVE EITHER BEEN ATTACHED TO THIS NOTICE IF SENT BY MAIL OR MAY BE REQUESTED FROM:<sup>5</sup>**

**warriornoteholders@donlinrecano.com**

**BLANK CLAIM/INTEREST FORMS BY BE OBTAINED AT:**

**<https://www.donlinrecano.com/Clients/warrior/Static/POC>**

**IX. THE BAR DATES.**

The Bar Date Order establishes the following bar dates for filing Claim/Interest Forms in these chapter 11 cases (collectively, the “Bar Dates”):

**a. *Continued Claims Bar Date.*** Except as expressly set forth in this Notice, all entities (except governmental units) holding claims against the Debtors that arose or are deemed to have arisen prior to the commencement of these cases on the Petition Dates, including requests for payment pursuant to section 503(b)(9), are required to file Claim/Interest Forms by **August 30, 2019, at 5:00 p.m., prevailing Central Time**. Except as expressly set forth in this Notice, the Continued Claims Bar Date applies to all types of claims against the Debtors that arose prior to the Petition Dates, including secured claims, unsecured priority claims, and unsecured non-priority claims.

**b. *Continued Governmental Bar Date.*** All governmental units holding claims against the Debtors that arose or are deemed to have arisen prior to the commencement of these cases on the Petition Dates are required to file a Claim/Interest Form by **November 15, 2019, at 5:00 p.m., prevailing Central Time**. The Continued Governmental Bar Date applies to all governmental units holding claims against the Debtors (whether secured, unsecured priority, or unsecured non-priority) that arose prior to the Petition Dates, including governmental units with claims against the Debtors for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtors were a party.

**c. *Amended Schedules Bar Date.*** If, subsequent to the date of this Notice, the Debtors amend or supplement their Schedules to reduce the undisputed, noncontingent, and liquidated amount of a claim listed in the Schedules, to change the nature or classification of a claim against the Debtors reflected in the Schedules, or to add a new claim to the Schedules, the affected creditor is required to file a Claim/Interest Form or amend any previously filed Claim/Interest Form in respect of the amended scheduled claim by the later of (a) the Continued Claims Bar Date or the Continued Governmental Bar Date, as applicable, and (b) 5:00 p.m., prevailing Central Time, on the date that is 30 days after the date that on which the Debtors mailed notice of the amendment to the Schedules (or another time period as may be fixed by the Court).

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<sup>5</sup> Personalized, pre-populated Claim/Interest Forms were mailed on [**DATE**], 2019 to the Debtors’ known creditors, as more fully set forth in the Bar Date Order.

**d. *Additional Debtor Authorization Deadline.*** If, any party in interest wishes to object to, seek to dismiss, or otherwise contest the filing of the Chapter 11 Petitions by the April Debtors or the May Debtor, they must do so by **July 26, 2019, at 5:00 p.m., prevailing Central Time**, or be forever barred and enjoined from later asserting any lack of authority, including that as authorized and granted in the April Debtor Order or the May Debtor Order at Docket Nos. 129 and 276, respectively, and the Chapter 11 Petitions of the April Debtors and May Debtor.

## **X. WHO MUST FILE A CLAIM/INTEREST FORM.**

Except as otherwise set forth herein, the following entities holding claims against the Debtors that arose (or that are deemed to have arisen) prior to the Petition Dates must file Claim/Interest Form on or before the Continued Claims Bar Date, Continued Governmental Bar Date, or any other Bar Date set forth in the Bar Date Order, as applicable:

- a. any entity whose claim against a Debtor is not listed in the applicable Debtor's Schedules or is listed as contingent, unliquidated, or disputed if such entity desires to participate in any of these Chapter 11 Cases or share in any distribution in any of these Chapter 11 Cases;<sup>6</sup>
- b. any entity who believes that its claim is improperly classified in the Schedules or is listed in an incorrect amount and who desires to have its claim allowed in a different classification or amount other than that identified in the Schedules;
- c. any entity that believes its prepetition claim as listed in the Schedules is not an obligation of the specific Debtor against which the claim is listed and that desires to have its claim allowed against a Debtor other than that identified in the Schedules;
- d. any former or present full-time, part-time, salaried, or hourly employees must submit a General Claim Form relating to any grievance prior to the Continued Claims Bar Date to the extent grounds for such grievances arose on or prior to the respective Debtors' petition date; and
- e. any entity who believes that its claim against a Debtor is or may be an administrative expense pursuant to section 503(b)(9) of the Bankruptcy Code.

## **XI. PARTIES WHO DO NOT NEED TO FILE CLAIM/INTEREST FORMS.**

Certain parties are not required to file Claim/Interest Forms. The Court may, however, enter one or more separate orders at a later time requiring creditors to file Claim/Interest Forms for some kinds of the following claims and setting related deadlines. If the Court does enter such an order, you will receive notice of it. The following entities holding claims that would otherwise be subject to the Bar Dates need *not* file Claim/Interest Forms:

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<sup>6</sup> Notwithstanding anything to the contrary herein, to the extent that any Investor/Noteholder wishes to assert a claim separate from their initial equity interest in the 13 LLCs, the Pro Rata Note, and/or the Convertible Note, such Investor/Noteholder will be required to submit an appropriate General Claim Form (as such term is defined herein).

- a. any entity that already has filed a signed Proof of Claim against the applicable Debtor with the Clerk of Court or with the Debtors' claims agent, Donlin, Recano & Company, LLC ("DRC") in a form substantially similar to Official Form 410, on or before the applicable Bar Date;
- b. any entity, other than an Investor/Noteholder, whose claim is listed on the Schedules if: (i) the claim is not scheduled by the Debtors as "disputed," "contingent," or "unliquidated"; (ii) such entity agrees with the amount, nature, and priority of the claim as set forth in the Schedules; and (iii) such entity does not dispute that its claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;
- c. any Investor/Noteholder that has been provided notice of their claim in accordance with the procedures set forth in this Motion and which does not disagree with the information contained within the Investor/Noteholder Claim/Interest Form attributable to them;<sup>7</sup>
- d. any entity whose claim has previously been allowed by a final order of the Court, including any claim allowed pursuant to any order entered by this Court authorizing the use of cash collateral;
- e. any Debtor having a claim against another Debtor;
- f. any person or entity asserting a claim for damages arising from the rejection of an executory contract or unexpired lease;<sup>8</sup>
- g. any person or entity whose claim is solely against any of the Debtors' non- Debtor affiliates;
- h. a current employee of the Debtors for any claim related to wages, commissions, or benefits; provided that a current employee must submit of a Claim/Interest Form by the Continued Claims Bar Date (as such term is defined herein below) for all other claims arising before each Debtors' respective petition date, including claims for wrongful termination, discrimination, harassment, hostile work environment, and/or retaliation;

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<sup>7</sup> For the avoidance of doubt, the Investor/Noteholders are required to submit an Investor/Noteholder Claim/Interest Form to assert an Investor/Noteholder Claim, except to the extent that (i) such Investor/Noteholder has not already submitted a claim on Official Form 410 prior to the date of entry of the Bar Date Order or (ii) the Investor/Noteholder has been provided a personalized, pre-populated Investor/Noteholder Claim/Interest Form and does not contest any of the information therein. All other Investor/Noteholders shall be required to submit an Investor/Noteholder Claim/Interest Form to assert an Investor/Noteholder Claim. Blank Investor/Noteholder Claim/Interest Forms are available as set forth in the Bar Date Notice (as such term is defined herein).

<sup>8</sup> For the avoidance of doubt, the Debtors are in the process of analyzing all leases and executory contracts, and accordingly, is not seeking to establish a bar date with respect to any claims resulting from the rejection of any lease or executory contract by this motion. Such a bar date will be set by later motion.

i. any entity holding a claim for which a separate deadline is fixed by this Court; and

j. any entity holding a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration incurred in the ordinary course; provided that any entity asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must assert such claims by filing a request for payment or a General Claim Form on or prior to the Continued Claims Bar Date (as such term is defined herein below).

No entity wishing to assert an interest in a Debtor shall be required to file a proof of interest; *provided* that any such entity wishing to assert a claim, including related to its status as an equity holder, must file a Proof of Claim unless otherwise exempted by the Bar Date Order.

## **XII. INSTRUCTIONS FOR FILING CLAIM/INTEREST FORMS.**

The following requirements shall apply with respect to filing and preparing each Claim/Interest Form:

- a. ***Contents.*** Each Claim/Interest Form must: (i) be legible; (ii) include a claim amount denominated in United States dollars; (iii) conform substantially with the Claim/Interest Forms provided by the Debtors or Official Form 410; and (iv) be signed by the claimant or by an authorized agent or legal representative of the claimant on behalf of the claimant, whether such signature is an electronic signature or is ink.
- b. ***Section 503(b)(9) Claim.*** Any Claim/Interest Form asserting a claim entitled to priority under section 503(b)(9) of the Bankruptcy Code must also: (i) include the value of the goods delivered to and received by the Debtors in the 20 days prior to each Debtors' respective petition date; (ii) attach any documentation identifying the particular invoices for which the 503(b)(9) claim is being asserted; and (iii) attach documentation of any reclamation demand made to the Debtors under section 546(c) of the Bankruptcy Code (if applicable).
- c. ***Electronic Signatures Permitted.*** Claim/Interest Forms signed electronically by the claimant or an authorized agent or legal representative of the claimant may be deemed acceptable for purposes of claims administration. **Copies of Claim/Interest Forms or Claim/Interest Forms sent by facsimile or electronic mail will not be accepted.**
- d. ***Identification of the Debtor Entity.*** Each Claim/Interest Form must clearly identify the Debtor against which a claim is asserted, including the individual Debtor's case number. A General Claim Form, as opposed to an Investor/Noteholder Claim/Interest Form, filed under the joint administration case number or otherwise without identifying a specific Debtor will be deemed as filed only against Westwind Manor Resort Association, LLC.
- e. ***Claims Against Multiple Debtor Entities.*** Each General Claim Form must state a claim against only one Debtor, clearly indicate the Debtor against which the claim is asserted, and be filed on the claims register of such Debtor. To the extent more than one Debtor is listed on a Claim/Interest Form, other than those claims appropriately submitted by an

Investor/Noteholder on the Investor/Noteholder Claim/Interest Form, such claim may be treated as if filed only against Westwind Manor Resort Association, LLC.

- f. ***Supporting Documentation.*** Each Claim/Interest Form must include supporting documentation in accordance with Bankruptcy Rules 3001(c) and 3001(d). If, however, such documentation is voluminous, upon prior written consent of the Debtors' counsel, such Claim/Interest Form may include a summary of such documentation or an explanation as to why such documentation is not available; provided that any creditor that received such written consent shall be required to transmit such writings to Debtors' counsel upon request no later than ten (10) days from the date of such request.<sup>9</sup>
- g. ***Timely Service.*** Each Claim/Interest Form must be filed, including supporting documentation, so as to be ***actually received*** by either the Clerk of the Court or DRC as follows:

(a) if to the Clerk of the Court, by electronic submission through PACER (Public Access to Court Electronic Records at <http://ecf.txsb.uscourts.gov>), or if submitted through non-electronic means by U.S. Mail or other hand delivery system at the following address:

Clerk of the Court  
United States Bankruptcy Court  
515 Rusk Street, #5300  
Houston, Texas 77002

Correspondence:  
David J. Bradley, Clerk of Court  
P.O. Box 61010  
Houston, Texas 77208

or, (b) if to DRC, be electronic submission through the interface available at <http://www.donlinrecano.com/Clients/warrior/FileClaim>, or if submitted through non-electronic means, by U.S. Mail or other hand delivery system at the following address:

If sent by mail, send to:  
Donlin, Recano & Company, Inc.  
Re: Westwind Manor Resort Association, Inc., et al.  
P.O. Box 199043  
Blythebourne Station  
Brooklyn, NY 11219

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<sup>9</sup> For the avoidance of Doubt, the Debtors do not propose to require any of the Investor/Noteholders who opt not to return their Investor/Noteholder Claim/Interest Form pursuant to the procedures contained herein to submit any further documentation in order to receive the claim indicated in the pre-populated information on the Investor/Noteholder Claim/Interest Form they receive.

If by Overnight Courier or Hand Delivery, send to:  
Donlin, Recano & Company, Inc.  
Re: Westwind Manor Resort Association, Inc., et al.  
6201 15<sup>th</sup> Avenue  
Brooklyn, NY 11219

<p><b>CLAIM/INTEREST FORMS SUBMITTED BY FACSIMILE OR ELECTRONIC MAIL WILL NOT BE ACCEPTED.</b></p>
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***Receipt of Service.*** Claimants wishing to receive acknowledgement that their Claim/Interest Forms were received by either the Clerk of the Court or DRC must submit (i) a copy of the Claim/Interest Forms (in addition to the original Claim/Interest Form, sent to either the Clerk of Court or DRC) and (ii) a self-addressed, stamped envelope.

**XIII. CONSEQUENCES OF FAILING TO TIMELY FILE YOUR CLAIM/INTEREST FORM.**

Pursuant to the Bar Date Order and in accordance with Bankruptcy Rule 3003(c)(2), if you or any party or entity who is required, but fails, to file a Claim/Interest Form in accordance with the Bar Date order on or before the applicable Bar Date, please be advised that:

- a. YOU WILL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS (OR FILING A CLAIM/INTEREST FORM WITH RESPECT THERETO);
- b. THE DEBTORS AND THEIR PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO OR ARISING FROM SUCH CLAIM;
- c. YOU WILL NOT RECEIVE ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF THAT CLAIM; AND
- d. YOU WILL NOT BE PERMITTED TO VOTE ON ANY PLAN OR PLANS OF REORGANIZATION FOR THE DEBTORS ON ACCOUNT OF THE BARRED CLAIM OR RECEIVE FURTHER NOTICES REGARDING SUCH CLAIM.

**XIV. RESERVATION OF RIGHTS.**

Nothing contained in this Notice is intended to or should be construed as a waiver of the Debtors' right to: (a) dispute or assert offsets or defenses against any filed claim or any claim listed or reflected in the Schedules as to the nature, amount, liability, or classification thereof; (b) subsequently designate any scheduled claim as disputed, contingent, or unliquidated; and (c) otherwise amend or supplement the Schedules.



**XV. THE DEBTORS' SCHEDULES AND ACCESS THERETO.**

You may be listed as the holder of a claim against one or more of the Debtor entities in the Debtors' Schedules. To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed Claim/Interest Forms regarding the nature, amount, and status of your claim(s). If the Debtors believe that you may hold claims against more than one Debtor entity, you will receive multiple Claim/Interest Forms, each of which will reflect the nature and amount of your claim against one Debtor entity, as listed in the Schedules.

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. However, you may rely on the enclosed form, which sets forth the amount of your claim (if any) as scheduled; identifies the Debtor entity against which it is scheduled; specifies whether your claim is listed in the Schedules as disputed, contingent, or unliquidated; and identifies whether your claim is scheduled as a secured, unsecured priority, or unsecured non-priority claim.

As described above, if you agree with the nature, amount, and status of your claim as listed in the Debtors' Schedules, or if you do not dispute that your claim is only against the Debtor entity specified by the Debtors, or if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a proof of claim. Otherwise, if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

**XVI. ADDITIONAL INFORMATION.**

Copies of the Debtors' Schedules, the Bar Date Order and certain other pleadings, orders, and notices, and other information regarding these chapter 11 cases are available for inspection free of charge on the Debtors' website at <http://www.donlinrecano.com/Clients/warrior/Index>. The Schedules and other filings in these chapter 11 cases also are available for a fee at the Court's website at <http://www.txs.uscourts.gov/bankruptcy>. A login identification and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>. Copies of the Schedules and other documents filed in these cases also may be examined between the hours of 8:00 a.m. and 5:00 p.m., prevailing Central Time, Monday through Friday, at the Office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the Southern District of Texas (Houston Division), 515 Rusk Street, Houston, Texas 77002.

**If you require additional information regarding the filing of a proof of claim, you may contact the Debtors' restructuring hotline at: 1 (866) 745-0270 (toll free).**

**A HOLDER OF A POSSIBLE CLAIM AGAINST THE DEBTORS SHOULD CONSULT AN ATTORNEY REGARDING ANY MATTERS NOT COVERED BY THIS NOTICE, SUCH AS WHETHER THE HOLDER SHOULD FILE A CLAIM/INTEREST FORM.**

Respectfully submitted,

Dated: \_\_\_\_\_, 2019

By: /s/ DRAFT

Michael D. Warner, Esq.

(TX Bar No. 00792304)

Benjamin L. Wallen, Esq.

(TX Bar No. 24102623)

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*Counsel for the Debtors*