

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

In re:

ADARA ENTERPRISES CORP.,¹

Debtor.

Chapter 11

Case No. 21-10736 (JKS)

Re: D.I. 7 and 36

**ORDER (I) ESTABLISHING DEADLINES FOR FILING PROOFS OF CLAIM,
INCLUDING SECTION 503(b)(9) CLAIMS, (II) APPROVING THE FORM AND
MANNER OF NOTICE THEREOF, AND (III) GRANTING RELATED RELIEF**

Upon the *Motion of the Debtor for Entry of an Order (I) Establishing Deadlines for Filing Proofs of Claim, Including Section 503(b)(9) Claims, (II) Approving the Form and Manner of Notice Thereof, and (III) Granting Related Relief* (the “Motion”),² (i) establishing deadlines for filing proofs of claim, including 503(b)(9) Claims, (ii) approving the form and notice thereof, and (iii) granting related relief, all as more fully described in the Motion; and this Court having found that (i) this Court has jurisdiction over the Debtor, its estate, property of its estate, and to consider the Motion and the relief requested therein under 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012, (ii) this Court may enter a final order consistent with Article III of the United States Constitution, (iii) this is a core proceeding under 28 U.S.C § 157(b)(2)(A), (iv) venue of this Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409, and (v) no other or further notice of the Motion is required under the circumstances; and this Court having reviewed

¹ The last four digits of the Debtor’s federal tax identification number are 8502. The Debtor’s address is 411 E 57th Street Suite 1-A, New York, New York 10022.

² Capitalized terms used but not otherwise defined in this Order shall have the meaning ascribed to them in the Motion.

the Motion and any statements in support of the relief requested in the Motion and the record of this Chapter 11 Case; and having determined that the legal and factual bases set forth in the Motion and the First Day Declaration establish just cause for the relief granted in this Order; and this Court having found and determined that the relief sought in the Motion is in the best interests of the Debtor's estate, its creditors and other parties in interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth in this Order.
2. General Bar Date: The General Bar Date, by which all persons and entities, including holders of 503(b)(9) Claims, and holders of claims arising under an alleged indemnity obligation of the Debtor, but excluding Governmental Units, must file Proofs of Claim, is **June 4, 2021 at 4:00 pm (PT)**.
3. Governmental Bar Date: **October 19, 2021 at 4:00 p.m. (PT)** shall be the Governmental Bar Date by which all Governmental Units shall file Proofs of Claim.
4. The Bar Date Notice, substantially in the form attached to this Order as **Exhibit 1**, is APPROVED.
5. The Publication Notice, substantially in the form attached to this Order as **Exhibit 2**, is APPROVED.
6. The Proof of Claim Form, substantially in the form attached to this Order as **Exhibit 3**, is APPROVED.
7. The following procedures for filing Proofs of Claim are hereby approved and adopted in this Chapter 11 Case:

- (a) Proofs of Claim must conform substantially to the Proof of Claim Form attached to the Proposed Order as **Exhibit 3**.³
- (b) All Proofs of Claim must be actually received on or before the applicable Bar Date associated with such claim by the Debtor's Court-approved claims and noticing agent in this Chapter 11 Case, Donlin Recano & Company, Inc. ("DRC"). All Proofs of Claim must be filed electronically at <https://www.donlinrecano.com/clients/aec/fileclaim>, or sent to DRC by U.S. Mail or other hand delivery system, addressed to:

If by First-Class Mail	If by Hand Delivery or Overnight Mail
Donlin, Recano & Company, Inc. Re: Adara Enterprises Corp. P.O. Box 199043 Blythebourne Station Brooklyn, NY 11219	Donlin, Recano & Company, Inc. Re: Adara Enterprises Corp. 6201 15th Avenue Brooklyn, NY 11219

- (c) Proofs of Claim will be deemed timely filed only if they are actually received by DRC on or before the applicable Bar Date. Proofs of Claim submitted by facsimile or e-mail will **not** be accepted;
- (d) Proofs of Claim must: (i) be in writing and signed by the claimant, or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting documentation or, if voluminous, a summary of the supporting documents and an explanation as to why documentation is not available and where such supporting documentation may be obtained; (iii) be in the English language; and (iv) be denominated in United States currency (USD);
- (e) In addition to the foregoing, 503(b)(9) Claims must also: (i) include the value of the goods delivered to and received by the Debtor within twenty (20) days prior to the Petition Date; (ii) attach any documentation identifying the particular invoice(s) corresponding to the asserted 503(b)(9) Claim and delivery address; and (iii) attach documentation evidencing the delivery of the goods delivered to and received by the Debtor within twenty (20) days prior to the Petition Date;
- (f) Each Proof of Claim must specify the Debtor's name against which the claim is asserted; and

³ The Proof of Claim Form is substantially in the form of Official Form 410, which is available at <http://www.uscourts.gov/forms/bankruptcy-forms>. The Proof of Claim Form is also available on the Debtor's claims and noticing agent, DRC's website: <https://www.donlinrecano.com/aec>.

- (g) Any person or entity that files a Proof of Claim by mail and wishes to receive a date-stamped copy by return mail should include an additional copy of the Proof of Claim and a self-addressed, postage-paid envelope.

8. The following persons and entities are ***not*** required to file a Proof of Claim in accordance with the procedures set forth in this Order:

- (a) Any person or entity that has already properly filed a Proof of Claim against the Debtor with DRC or the Clerk of the Court, in a form substantially similar to Official Form 410;
- (b) Any person or entity whose claim is listed on the Debtor's Schedule D or E/F, and (i) the claim is not described as "disputed," "contingent," or "unliquidated," and (ii) such person or entity agrees with the amount, nature, and priority of the claim set forth in the Debtor's Schedules;
- (c) Any person or entity whose claim has been allowed by an order of the Court entered on or before the applicable Bar Date;
- (d) Any person or entity whose claim has been paid or otherwise satisfied in full by the Debtor or any other party prior to the applicable Bar Date;
- (e) Any holder of a claim for which the Court has already fixed a specific deadline to file a Proof of Claim;
- (f) Any holder of an equity interest in the Debtor with respect to the ownership of such equity interest; *provided, however*, that any holder of an equity interest wishing to assert a claim against the Debtor other than with respect to ownership of such equity interest, including, but not limited to, a claim relating to the purchase or sale of such interest or rescission under section 510 of the Bankruptcy Code, must submit a proof of claim on or before the applicable Bar Date pursuant to the procedures set forth herein;
- (g) Any holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors' estate, except for a holder of a claim arising under section 503(b)(9) of the Bankruptcy Code, which must be asserted by filing a proof of claim on or prior to the applicable Bar Date; and
- (h) Any person or entity holding a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930.

9. Supplemental Mailings and Publication. After the initial mailing of the Bar Date Notice, the Debtor is authorized to make supplemental mailings of notices, including in the event

that (a) notices are returned by the post office with forwarding addresses, (b) certain parties acting on behalf of claimants decline to pass along notices to claimants and instead return their names and addresses to the Debtor for direct mailing, and (c) additional potential holders of claims or creditors' contact information become known. If applicable, the Debtor shall make such supplemental mailings of the Bar Date Notice in these and similar circumstances at any time up to fourteen (14) days in advance of the applicable Bar Date, with any such mailings being deemed timely and the Bar Date being applicable to such holders of claims.

10. The Debtor shall publish the Publication Notice in the national edition of the *Wall Street Journal*, *New York Times*, or *USA Today*. The Publication Notice shall be deemed to provide effective notice of the applicable Bar Dates to all creditors, including (a) any creditors who are unknown or not reasonably ascertainable by the Debtor, (b) known creditors with addresses that are unknown to the Debtor or are no longer accurate and/or updated, and (c) potential creditors with claims against the Debtor.

11. **Any holder of a claim against the Debtor who receives notice of the applicable Bar Date (whether such notice was actually or constructively received), and is required, but fails to file a Proof of Claim in accordance with this Order on or before the applicable Bar Date may not be treated as a creditor for purposes of voting or distribution of property from the Debtor or its successors or assigns with respect to such claim.**

12. The Debtor shall cause service of the Bar Date Notice, substantially in the form attached to this Order as **Exhibit 1**, by first class U.S. mail, postage prepaid, or by email, in accordance with Local Rule 2002-1(c), along with a copy of the Proof of Claim Form, on the following parties:

- (a) All parties that have requested notice in this Chapter 11 Case;

- (b) All persons or entities that have previously filed Proofs of Claim;
- (c) All known or suspected potential holders of claims against the Debtor as of the Petition Date, including all persons or entities listed in the Schedules or that have previously filed a Proof of Claim;
- (d) All parties to executory contracts and unexpired leases of the Debtor;
- (e) All parties in litigation with the Debtor;
- (f) All applicable Governmental Units, including the Internal Revenue Service, the U.S. Attorney for the District of Delaware, the Securities and Exchange Commission, and the Office of the Attorney General in all states in which the Debtor operates, owns, or leases property, and/or files tax returns.

13. The Debtor shall mail the Bar Date Notice to each of the foregoing party's last known address included in the Debtor's books and records.

14. Nothing in this Order shall prejudice the right of the Debtor or any other party in interest to dispute, or to assert offsets or defenses to, any claim reflected in the Debtor's Schedules as to amount, liability, characterization, or otherwise, and to subsequently designate any claim as disputed, contingent, or unliquidated.

15. The Debtor is authorized to take such steps and perform such acts as may be necessary or appropriate to implement and effectuate the terms of this Order.

16. This Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Order.

Dated: May 3rd, 2021
Wilmington, Delaware


J. KATE STICKLES
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

Bar Date Notice

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

In re:

ADARA ENTERPRISES CORP.,¹

Debtor.

Chapter 11

Case No. 21-10736 (JKS)

Re: D.I. __

**NOTICE OF DEADLINE
FOR FILING PROOFS OF CLAIM, INCLUDING 503(b)(9) CLAIMS**

PLEASE TAKE NOTICE that, on April 22, 2021 (the “Petition Date”), Adara Enterprises Corp. (the “Debtor”) in the above-captioned chapter 11 case filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

PLEASE TAKE FURTHER NOTICE that, on May 3, 2021, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order (the “Bar Date Order”) establishing:

- (a) **General Bar Date: June 4, 2021 at 4:00 p.m. (PT)** as the “General Bar Date” and deadline for all persons or entities, other than Governmental Units (as defined in section 101(27) of the Bankruptcy Code), to file proofs of claim (each, a “Proof of Claim”) based on claims against the Debtor that arose prior to the Petition Date, including claims arising under an alleged indemnity obligation of the Debtor, and claims for the value of goods sold to the Debtor in the ordinary course of business and received by the Debtor within twenty (20) days before the Petition Date (each, a “503(b)(9) Claim”) that remain unpaid; and
- (b) **Governmental Bar Date: October 19, 2021 at 4:00 p.m. (PT)** as the “Governmental Bar Date” and deadline for all Governmental Units to file Proofs of Claim against the Debtor based on claims against the Debtor that arose prior to the Petition Date that remain unpaid;

You should consult an attorney if you have any questions, including whether to file a Proof of Claim. If you have any questions with respect to this notice, you may contact the Debtor’s claims and noticing agent, Donlin Recano & Company, Inc. (“DRC”) at 1-866-406-2286 or visit DRC’s website at <https://www.donlinrecano.com/aec>. DRC is not permitted to provide legal advice.

¹ The last four digits of the Debtor’s federal tax identification number are 8502. The Debtor’s address is 411 E 57th Street Suite 1-A, New York, New York 10022.

I. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a Proof of Claim if you have a claim that arose prior to the Petition Date, including a claim arising under an alleged indemnity obligation of the Debtor, and it is not a claim described in Section II below. Acts or omissions of the Debtor that arose prior to the Petition Date may give rise to claims against the Debtor that must be filed by the applicable Bar Dates, notwithstanding that such claims may not have matured or become fixed or liquidated as of the Petition Date.

Pursuant to section 101(5) of the Bankruptcy Code and as used herein, the word “claim” means: (a) a 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) a 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.

Proofs of Claim will be deemed timely filed ***only if*** they are actually received by DRC on or before the applicable Bar Date. Proofs of Claim submitted by facsimile or e-mail ***will not be accepted***.

II. WHO DOES NOT NEED TO FILE A PROOF OF CLAIM

- (a) Any person or entity that has already properly filed a Proof of Claim against the Debtor with DRC or the Clerk of the United States Bankruptcy Court for the District of Delaware, in a form substantially similar to Official Form 410;
- (b) Any person or entity whose claim is listed on the Debtor’s Schedules D or E/F, and (i) the claim is not described as “disputed,” “contingent,” or “unliquidated,” and (ii) such person or entity agrees with the amount, nature, and priority of the claim set forth in the Debtor’s Schedules;
- (c) Any person or entity whose claim has been allowed by an order of the Court entered on or before the applicable Bar Date;
- (d) Any person or entity whose claim has been paid or otherwise satisfied in full by the Debtor or any other party prior to the applicable Bar Date;
- (e) Any holder of a claim for which the Court has already fixed a specific deadline to file a Proof of Claim;
- (f) Any holder of an equity interest in the Debtor with respect to the ownership of such equity interest; *provided, however*, that any holder of an equity interest wishing to assert a claim against the Debtor other than with respect to ownership of such equity interest, including, but not limited to, a claim relating to the purchase or sale of such interest or rescission under section 510 of the Bankruptcy Code, must submit a

proof of claim on or before the applicable Bar Date pursuant to the procedures set forth herein;

- (g) Any holder of a claim allowable under sections 503(b) and 507(a)(2) of the Bankruptcy Code as an expense of administration of the Debtors' estate, except for a holder of a claim arising under section 503(b)(9) of the Bankruptcy Code, which must be asserted by filing a proof of claim on or prior to the applicable Bar Date; and
- (h) Any person or entity holding a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930.

You should not file a Proof of Claim if you do not have a claim against the Debtor. The fact that you have received this Bar Date Notice does not mean that you have a claim or that the Debtor or the Bankruptcy Court believes that you have a claim.

III. HOW TO FILE A PROOF OF CLAIM

Enclosed herewith as an exhibit is a Proof of Claim Form, in a form substantially similar to Official Form 410².

- (a) All Proofs of Claim must be actually received on or before the applicable Bar Date associated with such claim by DRC. All Proofs of Claim must be filed electronically at <https://www.donlinrecano.com/clients/aec/fileclaim>, or sent to DRC by U.S. Mail or other hand delivery system, addressed to:

If by First-Class Mail	If by Hand Delivery or Overnight Mail
Donlin, Recano & Company, Inc. Re: Adara Enterprises Corp. P.O. Box 199043 Blythebourne Station Brooklyn, NY 11219	Donlin, Recano & Company, Inc. Re: Adara Enterprises Corp. 6201 15th Avenue Brooklyn, NY 11219

- (b) Proofs of Claim will be deemed timely filed only if they are actually received by DRC on or before the applicable Bar Date. Proofs of Claim submitted by facsimile or e-mail will *not* be accepted;
- (c) Proofs of Claim must: (i) be in writing and signed by the claimant, or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) include supporting documentation or, if voluminous, a summary of the supporting documents and an explanation as to why documentation is not available and where such supporting documentation may be obtained; (iii) be in the English language; and (iv) be denominated in United States currency (USD);

² Additional copies of Official Form 410 may be obtained at <https://www.donlinrecano.com/aec>.

- (d) In addition to the foregoing, 503(b)(9) Claims must also: (i) include the value of the goods delivered to and received by the Debtor within twenty (20) days prior to the Petition Date; (ii) attach any documentation identifying the particular invoice(s) corresponding to the asserted 503(b)(9) Claim and delivery address; and (iii) attach documentation evidencing the delivery of the goods delivered to and received by the Debtor within twenty (20) days prior to the Petition Date;
- (e) Each Proof of Claim must specify, by name, the Debtor against which the claim is asserted; and
- (f) Any person or entity that files a Proof of Claim by mail and wishes to receive a date-stamped copy by return mail should include an additional copy of the Proof of Claim and a self-addressed, postage-paid envelope.

IV. CONSEQUENCES FOR FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE BAR DATE

Except as described in Section II above, as applicable, any holder of a claim against the Debtor who received notice of the Bar Dates (whether such notice was actually or constructively received) and is required, but fails, to file a Proof of Claim in accordance with the Bar Date Order and this Bar Date Notice on or before the applicable Bar Date, may not be treated as a creditor for purposes of voting or distribution of property from the Debtor or its successors or assigns with respect to such claim.

V. THE DEBTOR'S SCHEDULES AND ACCESS THERETO

You may be listed in the Debtor's schedules of assets and liabilities (collectively, the "Schedules"). Interested parties may examine copies of the Schedules at <https://www.donlinrecano.com/aec>.

[Remainder of Page Intentionally Left Blank]

If you rely on the Debtor's Schedules, it is your responsibility to determine that your claim is accurately listed in the Schedules. As set forth above, if you agree with the nature, amount, and status of your claim as listed in the Debtor's Schedules, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a Proof of Claim. Otherwise, or 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 Bar Date Notice.

Dated: [____], 2021
Wilmington, Delaware

Respectfully submitted,

GELLERT SCALI BUSENKELL & BROWN LLC

/s/
Ronald S. Gellert (DE 4259)
1201 N. Orange Street, Suite 300
Wilmington, Delaware 19801
Telephone: (302) 425-5800
Facsimile: (302) 425-5814
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– and –

LOEB & LOEB LLP
Daniel B. Besikof (admitted *pro hac vice*)
Bethany D. Simmons (admitted *pro hac vice*)
345 Park Avenue
New York, New York 10154
Telephone: (212) 407-4000
Facsimile: (646) 417-6335
Email: dbesikof@loeb.com; bsimmons@loeb.com

Proposed Counsel to the Debtor and Debtor in Possession

EXHIBIT 2

Publication Notice

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

In re:

ADARA ENTERPRISES CORP.,¹

Debtor.

Chapter 11

Case No. 21-10736 (JKS)

Re: D.I. __

**NOTICE OF COMMENCEMENT OF CHAPTER 11 CASE, DEADLINE
FOR FILING PROOFS OF CLAIM, INCLUDING 503(b)(9) CLAIMS,
AND OF COMBINED HEARING ON APPROVAL OF DISCLOSURE STATEMENT
AND CONFIRMATION OF PREPACKAGED CHAPTER 11 PLAN**

NOTICE IS HEREBY GIVEN AS FOLLOWS:

On April 22, 2021 (the “Petition Date”), Adara Enterprises Corp. (the “Debtor”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

Bar Dates for Filing Proofs of Claim.

On May 3, 2021, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered an order (the “Bar Date Order”) establishing (a) **June 4, 2021 at 4:00 p.m. (PT)** as the “**General Bar Date**” and deadline for all persons or entities, other than Governmental Units (as defined in section 101(27) of the Bankruptcy Code), to file proofs of claim (each, a “Proof of Claim”) based on claims against the Debtor that arose prior to the Petition Date, including claims arising under an alleged indemnity obligation of the Debtor, and claims for the value of goods sold to the Debtor in the ordinary course of business and received by the Debtor within twenty (20) days before the Petition Date that remain unpaid; and (b) **October 19, 2021 at 4:00 p.m. (PT)** as the “**Governmental Bar Date**” and deadline for all Governmental Units to file Proofs of Claim against the Debtor based on claims against the Debtor that arose prior to the Petition Date that remain unpaid. **ANY HOLDER OF A CLAIM THAT IS REQUIRED, BUT FAILS, TO FILE A PROOF OF CLAIM IN ACCORDANCE WITH THE FOREGOING MAY NOT BE TREATED AS A CREDITOR FOR PURPOSES OF VOTING OR DISTRIBUTION OF PROPERTY FROM THE DEBTOR OR ITS SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH CLAIM.**

¹ The last four digits of the Debtor’s federal tax identification number are 8502. The Debtor’s address is 411 E 57th Street Suite 1-A, New York, New York 10022.

Hearing on Chapter 11 Plan and Related Disclosure Statement.

On the Petition Date, the Debtor filed a proposed prepackaged plan (the “Plan”) and a proposed disclosure statement (the “Disclosure Statement”) pursuant to sections 1125 and 1126(b) of the Bankruptcy Code. The proposed sponsor of the Plan is ESW Holdings, Inc. (“ESW”). **THE PLAN SETS FORTH THE PROPOSED TREATMENT OF HOLDERS OF ALLOWED CLAIMS AND INTERESTS, AND RELEASE, EXCULPATION AND INJUNCTION PROVISIONS ARE FOUND IN ARTICLE 11 OF THE PLAN. YOU ARE ADVISED AND ENCOURAGED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, INCLUDING THE RELEASE, EXCULPATION AND INJUNCTION PROVISIONS, AS YOUR RIGHTS MAY BE AFFECTED.**

A combined hearing to consider the approval of the Disclosure Statement and confirmation of the Plan, and any objections thereto, will be held before the Honorable J. Kate Stickles, United States Bankruptcy Judge, Room 7 of the United States Bankruptcy Court, 824 Market Street, Third Floor, Wilmington, Delaware 19801 on June 9, 2021 at 11:00 am (prevailing Eastern Time) or as soon thereafter as counsel may be heard (the “Combined Hearing”). The Combined Hearing may be adjourned from time to time without further notice other than by filing a notice on the Bankruptcy Court’s docket indicating such adjournment and/or an announcement of the adjourned date or dates at the Combined Hearing. Any adjourned date will be available on the electronic case filing docket and the Claims Agent’s website at www.donlinrecano.com/aec (the “Case Website”).

Any objections to the Plan or the Disclosure Statement must (a) be in writing, (b) conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, (c) state the name and address of the objecting party and the amount and nature of such party’s claim or interest, (d) state with particularity the basis and nature of any objection to the Plan and, if practicable, a proposed modification to the Plan that would resolve such objection and (e) be filed, together with proof of service, with the Court and served upon the parties below, **in each case so as to be ACTUALLY RECEIVED on or before 4:00 p.m. (prevailing Eastern Time) on May 27, 2021**, by: (a) the Debtor, 411 East 57th Street Suite 1-A, New York, New York 10022 (Attn: Daniel Strauss); (b) proposed counsel for the Debtor, Loeb & Loeb LLP, 345 Park Avenue, New York, New York 10154 (Attn: Daniel Besikof, Esq., dbesikof@loeb.com) (“Debtor’s Counsel”); (c) the Office of the United States Trustee, J. Caleb Boggs Federal Building, 844 King Street, Lockbox 35, Wilmington, Delaware 19801 (Attn: Joseph McMahon, Esq., joseph.mcmahon@usdoj.gov); (d) counsel to ESW Holdings, Inc., Goulston & Storrs PC, 885 Third Avenue, 18th Floor, New York, New York 10022 (Attn: Trevor Hoffmann, Esq., thoffmann@goulstonstorrs.com); (e) counsel to GlassBridge Enterprises, Inc., The Rosner Law Group, 824 N. Market Street, Suite 810, Wilmington, Delaware 19801 (Attn: Frederick R. Rosner, Esq., rosner@teamrosner.com); and (f) counsel to the official committee of unsecured creditors appointed in this Chapter 11 Case, if any. **UNLESS AN OBJECTION IS TIMELY SERVED AND FILED IN ACCORDANCE WITH THIS NOTICE, IT MAY NOT BE CONSIDERED BY THE BANKRUPTCY COURT AT THE COMBINED HEARING.**

Copies of the Bar Date Order, the Plan and the Disclosure Statement may be obtained by visiting the Bankruptcy Court’s website at www.deb.uscourts.gov, or free of charge by visiting the Case

Website maintained by the Debtor's claims and noticing agent, Donlin Recano & Co. (the "Claims Agent"), by emailing the Claims Agent at aecinfo@donlinrecano.com, or by contacting Debtor's Counsel.

You should consult an attorney if you have any questions, including whether to file a Proof of Claim. If you have any questions with respect to this notice, you may call the Claims Agent at 1-866-406-2286 or visit the Case Website. The Claims Agent is not permitted to provide legal advice.

EXHIBIT 3

Proof of Claim Form

04/19

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.

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? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)	
	Name:	Name:	
	Address:	Address:	
	City: State: ____ Zip:	City: State: ____ Zip:	
	Phone:	Phone:	
	Email:	Email:	
	Uniform claim identifier for electronic payments in chapter 13 (if you use one):		
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?	

<p>6. Do you have any number you use to identify the debtor?</p>	<p><input type="checkbox"/> No <input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any identification number used: _____</p>
<p>7. How much is the claim?</p>	<p>\$ _____ 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).</p>
<p>8. What is the basis of the claim?</p>	<p>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.</p>

9. Is all or part of the claim secured?	<input type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property.	Nature of property: <input type="checkbox"/> Real estate. If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> .	<input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other (describe): _____
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): _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable	
10. Is this claim based on a lease?	<input type="checkbox"/> No <input type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$ _____		
11. Is this claim subject to a right of setoff?	<input type="checkbox"/> No <input type="checkbox"/> 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)? A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority. <small>* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.</small>	<input type="checkbox"/> No <input type="checkbox"/> Yes. <i>Check all that apply:</i> <input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Wages, salaries, or commissions (up to \$13,650*) 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). <input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)(____) that applies. <input type="checkbox"/> 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 \$ _____ \$ _____ \$ _____ \$ _____ \$ _____ \$ _____	

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: _____

Instructions for Proof of Claim

United States Bankruptcy Court

12/15

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

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.

How to fill out this form

- **Fill in all of the information about the claim as of the date the case was filed.**
- **If the claim has been acquired from someone else, then state the identity of the last party** who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- **Attach any supporting documents to this form.**
Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the reverse page.)

Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called “Bankruptcy Rule”) 3001(c) and (d).
- **Do not attach original documents because attachments may be destroyed after scanning.**
- **If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.**
- **A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual’s tax identification number, or financial account number, and only the year of any person’s date of birth.** See Bankruptcy Rule 9037.

- **For a minor child, fill in only the child’s initials and the full name and address of the child’s parent or guardian.** For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form or you may access the claims agent’s website (www.donlinrecano.com/aec) to view the filed form.

Understand the terms used in this form

Administrative expense: Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate. 11 U.S.C. § 503.

Administrative expense claim under 11 U.S.C. §503(b)(9): Administrative expense claims under 11 U.S.C. §503(b)(9) include those claims for the value of any goods received by the debtor, within 20 days before the date of commencement of a case under the Bankruptcy Code in which the goods have been sold to the debtor in the ordinary course of such debtor’s business.

Claim: A creditor’s right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Creditor: A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

Debtor: A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101 (13).

Evidence of perfection: Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

Information that is entitled to privacy: A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

Priority claim: A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

Proof of claim: A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

Redaction of information: Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

Secured claim under 11 U.S.C. §506(a): A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

Setoff: Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

Uniform claim identifier: An optional 24-character identifier that some creditors use to facilitate electronic payment.

Unsecured claim: A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

PLEASE SEND COMPLETED PROOF(S) OF CLAIM TO:

If Proof of Claim is sent by mail, send to:

Donlin, Recano & Company, Inc.
Re: Adara Enterprises Corp.
P.O. Box 199043
Blythebourne Station
Brooklyn, NY 11219

If Proof of Claim is sent by Overnight Courier or Hand Delivery, send to:

Donlin, Recano & Company, Inc.
Re: Adara Enterprises Corp.
6201 15th Avenue
Brooklyn, NY 11219

Alternatively, your claim may be filed electronically on DRC's website at:

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

Do not file these instructions with your form.