

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

United States Bankruptcy Court for the:

Northern District of Texas  
(State)

Case number (if known): Chapter 11

☐ Check if this is an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Eastern Sleep Products Company

2. All other names debtor used in the last 8 years

Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 54 - 0701185

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

4901 Fitzhugh Avenue

Number Street

Number Street

P.O. Box 3233

P.O. Box

Richmond VA 23230

City State ZIP Code

Fort Worth TX 76113

City State ZIP Code

Henrico

County

Location of principal assets, if different from principal place of business

2001 Bellwood Road

Number Street

Richmond, VA 23237

City State ZIP Code

5. Debtor's website (URL) www.symbolmattress.com

6. **Type of debtor**

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐ Partnership (excluding LLP)

☐ Other. Specify: \_\_\_\_\_

B. Check all that apply:

☐ Tax-exempt entity (as described in 26 U.S.C. § 501)

☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)

☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes> .

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

☐ Chapter 7

☐ Chapter 9

☒ Chapter 11. Check all that apply:

☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).

☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).

☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.

☐ A plan is being filed with this petition.

☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.

☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. **Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

☒ No

☐ Yes. District \_\_\_\_\_ When \_\_\_\_\_ Case number \_\_\_\_\_  
MM / DD / YYYY

If more than 2 cases, attach a separate list.

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

Debtor Eastern Sleep Products Company Case number (if known) \_\_\_\_\_  
Name

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

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

☐ No

☒ Yes. Debtor See attached Rider Relationship \_\_\_\_\_  
 District \_\_\_\_\_ When \_\_\_\_\_  
MM / DD / YYYY  
 Case number, if known \_\_\_\_\_

**11. Why is the case filed in *this* district?**

*Check all that apply:*

☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** (*Check all that apply.*)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

☐ No

☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information**

**13. Debtor's estimation of available funds**

*Check one:*

☒ Funds will be available for distribution to unsecured creditors.

☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

☐ 1-49

☐ 50-99

☐ 100-199

☒ 200-999

☐ 1,000-5,000

☐ 5,001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

Debtor Eastern Sleep Products Company Case number (if known) \_\_\_\_\_  
Name

**15. Estimated assets**

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000          | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million           | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million          | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million         | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

- |  |  |  |
|--|--|--|
| <input type="checkbox"/> \$0-\$50,000          | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million           | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million          | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million         | <input type="checkbox"/> More than \$50 billion        |

**Request for Relief, Declaration, and Signatures**

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

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

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

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

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

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

Executed on 06 /25/2022  
MM / DD / YYYY

**X**/s/ Eric Rhea

Signature of authorized representative of debtor

Title Chief Executive Officer

Eric Rhea

Printed name

**18. Signature of attorney****X**/s/ Stephen M. Pezanosky

Signature of attorney for debtor

Date 06 /25/2022  
MM / DD / YYYY

Stephen M. Pezanosky

Printed name

Haynes and Boone, LLP

Firm name

301 Commerce Street, Suite 2600

Number Street

Fort Worth

City

TX 76102  
State ZIP Code

817.347.6600

Contact phone

stephen.pezanosky@haynesboone.com  
 Email address

15881850

Bar number

Texas  
 State

## **RIDER 1**

### **Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the Northern District of Texas, Fort Worth Division for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of Corsicana Bedding, LLC:

Corsicana Bedding, LLC

Thetford Leasing LLC

Olive Branch Building, LLC

Eastern Sleep Products Company

Englander-Symbol Mattress of Mississippi, LLC

Hylton House Furniture, Inc.

Luuf, LLC

Symbol Mattress of Florida, Inc.

Symbol Mattress of Pennsylvania, Inc.

Symbol Mattress of Wisconsin, Inc.

Symbol Mattress Transportation, Inc.

Master Craft Sleep Products, Inc.

**UNANIMOUS WRITTEN CONSENT OF  
THE BOARD OF MANAGERS OF  
CORSICANA PARENT CO., LLC**

**JUNE 24, 2022**

The undersigned, being all individuals comprising the Board of Managers (the “Board of Managers”) of Corsicana Parent Co., LLC, a Delaware limited liability company (“HoldCo”), acting pursuant to the applicable provisions of the Delaware Limited Liability Company Act and the Fourth Amended and Restated Limited Liability Company agreement of Corsicana Parent Co., LLC dated December 30, 2021, does hereby waive the requirement of notice, including without limitation, any specific requirement of notice for taking actions by written consent, and of a meeting, and does hereby adopt the following resolutions by unanimous written consent (the “Consent”):

**I. Chapter 11 Filing of Corsicana Bedding, LLC**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of Corsicana Bedding, LLC, a Delaware limited liability company (“OpCo”), is vested with exclusive management and control of OpCo and its business and affairs pursuant to that certain Amended and Restated Limited Liability Company Agreement of Corsicana Operating Co., LLC dated September 29, 2015;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and OpCo’s advisors regarding certain financial and operating difficulties of OpCo and the impact of the foregoing on OpCo’s business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address OpCo’s financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on OpCo’s business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of OpCo to cause to be filed a petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, wishes to authorize and direct OpCo to file a chapter 11 petition in the United States Bankruptcy Court for the Northern District of Texas, Fort Worth Division (the “Bankruptcy Court”) and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of OpCo;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of OpCo to assist with managing the business and affairs of OpCo throughout OpCo’s chapter 11 case, including OpCo’s compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of OpCo, the terms of (a) a senior-secured super-priority debtor-in-possession ABL credit agreement, to be dated on or around the date hereof (the “DIP ABL Credit Agreement”), for purposes of financing the chapter 11 case of OpCo, and (b) any other documents (including, without limitation, any

Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, wishes further to engage (a) Haynes and Boone, LLP ("Haynes Boone") under a general retainer as bankruptcy counsel to OpCo in its chapter 11 case, (b) Houlihan Lokey, Inc. ("Houlihan") under a general retainer as financial advisor to OpCo in its chapter 11 case, (c) CR3 Partners, LLC ("CR3") under a general retainer as financial advisor to OpCo in its chapter 11 case, and (d) Donlin, Recano & Company, Inc. ("Donlin Recano") under a general retainer as claims and administrative agent to OpCo in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of OpCo on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of OpCo pursuant to the terms of that certain Second Amendment to Engagement Agreement (the "CR3 Second Amendment"), effective as of June 13, 2022, by and between CR3 and OpCo; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of OpCo, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of OpCo as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of OpCo, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that OpCo hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

## **II. Chapter 11 Filing of Thetford Leasing, LLC**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford Leasing, LLC, a Virginia limited liability company ("Thetford"), is vested with exclusive management and control of Thetford and its business and affairs pursuant to that certain Amended & Restated Operating Agreement of Thetford Leasing, LLC dated April 28, 2021;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Thetford and the impact of the foregoing on Thetford's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Thetford's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Thetford's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Thetford to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford, wishes to authorize and direct Thetford to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Thetford;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Thetford to assist with managing the business and affairs of Thetford throughout Thetford's chapter 11 case, including Thetford's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Thetford, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Thetford, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of Thetford, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Thetford in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Thetford in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Thetford in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Thetford in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Thetford on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Thetford pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Thetford, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Thetford as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further



RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Thetford, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Thetford hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

### **III. Chapter 11 Filing of Olive Branch Building, L.L.C.**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford, as the sole member of Olive Branch Building, L.L.C., a Virginia limited liability company ("Olive Branch"), is vested with exclusive management and control of Olive Branch pursuant to that certain Operating Agreement of Olive Branch Building, L.L.C. dated June 2013;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Olive Branch and the impact of the foregoing on Olive Branch's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Olive Branch's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Olive Branch's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Olive Branch to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford, as the sole member of Olive Branch, wishes to authorize and direct Olive Branch to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Olive Branch;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford, as the sole member of Olive Branch, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Olive Branch to assist with managing the business and affairs of Olive Branch throughout Olive Branch's chapter 11 case, including Olive Branch's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford, as the sole member of Olive Branch, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Olive Branch, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Olive Branch, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole member of Thetford, as the sole member of Olive Branch, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Olive Branch in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Olive Branch in its

chapter 11 case, (c) CR3 under a general retainer as financial advisor to Olive Branch in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Olive Branch in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Olive Branch on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Olive Branch pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Olive Branch, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Olive Branch as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Olive Branch, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Olive Branch hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

#### **IV. Chapter 11 Filing of Eastern Sleep Products Company**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of Eastern Sleep Products Company, a Virginia stock corporation ("ESP"), is vested with exclusive authority to direct the board of directors of ESP pursuant to those certain Amended and Restated Bylaws of Eastern Sleep Products Company adopted April 28, 2021;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of ESP and the impact of the foregoing on ESP's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address ESP's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on ESP's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of ESP to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, wishes to authorize and direct ESP to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of ESP;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of ESP to assist with managing the business and affairs of ESP throughout ESP's chapter 11 case, including ESP's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of ESP, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of ESP, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to ESP in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to ESP in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to ESP in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to ESP in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of ESP on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of ESP pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of ESP, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of ESP as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of ESP, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that ESP hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

**V. Chapter 11 Filing of Englander-Symbol Mattress of Mississippi, LLC**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Englander-Symbol Mattress of Mississippi, LLC, a Virginia limited liability company ("Symbol Mississippi"), is vested with exclusive management and control over Symbol Mississippi pursuant to that certain Operating Agreement of Englander-Symbol Mattress of Mississippi, LLC dated June 1, 2013;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Symbol Mississippi and the impact of the foregoing on Symbol Mississippi's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Symbol Mississippi's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Symbol Mississippi's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Symbol Mississippi to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Symbol Mississippi, wishes to authorize and direct Symbol Mississippi to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Symbol Mississippi;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Symbol Mississippi, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Symbol Mississippi to assist with managing the business and affairs of Symbol Mississippi throughout Symbol Mississippi's chapter 11 case, including Symbol Mississippi's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Symbol Mississippi, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Symbol Mississippi, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Symbol Mississippi, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Symbol Mississippi, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Symbol Mississippi in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Symbol Mississippi in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Symbol Mississippi in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Symbol Mississippi in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Symbol Mississippi on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Symbol Mississippi pursuant to the terms of the CR3 Second Amendment ; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Symbol Mississippi, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Symbol Mississippi as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Symbol Mississippi, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Symbol Mississippi hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

#### **VI. Chapter 11 Filing of Luuf, LLC**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Luuf, LLC, a Virginia limited liability company ("Luuf"), is vested with exclusive management and control over Luuf pursuant to that certain Amended & Restated Operating Agreement of Luuf, LLC dated April 28, 2021;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Luuf and the impact of the foregoing on Luuf's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Luuf's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Luuf's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Luuf to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Luuf, wishes to authorize and direct Luuf to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Luuf;



WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Luuf, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Luuf to assist with managing the business and affairs of Luuf throughout Luuf's chapter 11 case, including Luuf's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Luuf, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Luuf, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Luuf, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole member of Luuf, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Luuf in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Luuf in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Luuf in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Luuf in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Luuf on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Luuf pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Luuf, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Luuf as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Luuf, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Luuf hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

## **VII. Chapter 11 Filing of Master Craft Sleep Products, Inc.**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Master Craft Sleep Products, Inc., an Alabama corporation ("Master Craft"), is vested with exclusive control over Master Craft pursuant to those certain Bylaws of Master Craft Sleep Products, Inc. adopted April 19, 1982;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Master Craft and the impact of the foregoing on Master Craft's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Master Craft's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Master Craft's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Master Craft to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Master Craft, wishes to authorize and direct Master Craft to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Master Craft;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Master Craft, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Master Craft to assist with managing the business and affairs of Master Craft throughout Master Craft's chapter 11 case, including Master Craft's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Master Craft, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Master Craft, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Master Craft, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Master Craft, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Master Craft in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Master Craft in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Master Craft in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Master Craft in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Master Craft on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Master Craft pursuant to the terms of the CR3 Second Amendment ; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Master Craft, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Master Craft as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in

connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Master Craft, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Master Craft hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

#### **VIII. Chapter 11 Filing of Symbol Mattress of Pennsylvania, Inc.**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Mattress of Pennsylvania, Inc., a Virginia stock corporation ("Symbol Pennsylvania"), is vested with exclusive control over Symbol Pennsylvania pursuant to those certain Amended and Restated Bylaws of Symbol Mattress of Pennsylvania, Inc. adopted April 28, 2021;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Symbol Pennsylvania and the impact of the foregoing on Symbol Pennsylvania's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Symbol Pennsylvania's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Symbol Pennsylvania's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Symbol Pennsylvania to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Pennsylvania, wishes to authorize and direct Symbol Pennsylvania to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Symbol Pennsylvania;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Pennsylvania, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Symbol Pennsylvania to assist with managing the business and affairs of Symbol Pennsylvania throughout Symbol Pennsylvania's chapter 11 case, including Symbol Pennsylvania's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Pennsylvania, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of



Symbol Pennsylvania, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Symbol Pennsylvania, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Pennsylvania, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Symbol Pennsylvania in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Symbol Pennsylvania in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Symbol Pennsylvania in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Symbol Pennsylvania in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Symbol Pennsylvania on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Symbol Pennsylvania pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Symbol Pennsylvania, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Symbol Pennsylvania as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Symbol Pennsylvania, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Symbol Pennsylvania hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

#### **IX. Chapter 11 Filing of Symbol Mattress of Wisconsin, Inc.**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Mattress of Wisconsin, Inc., a Virginia stock corporation ("Symbol Wisconsin"), is vested with exclusive control over Symbol Wisconsin pursuant to those certain Amended and Restated Bylaws of Symbol Mattress of Wisconsin, Inc. adopted April 28, 2021;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Symbol Wisconsin and the impact of the foregoing on Symbol Wisconsin's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Symbol Wisconsin's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Symbol Wisconsin's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Symbol Wisconsin to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Wisconsin, wishes to authorize and direct Symbol Wisconsin to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Symbol Wisconsin;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Wisconsin, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Symbol Wisconsin to assist with managing the business and affairs of Symbol Wisconsin throughout Symbol Wisconsin's chapter 11 case, including Symbol Wisconsin's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Wisconsin, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Symbol Wisconsin, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Symbol Wisconsin, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Wisconsin, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Symbol Wisconsin in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Symbol Wisconsin in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Symbol Wisconsin in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Symbol Wisconsin in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Symbol Wisconsin on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Symbol Wisconsin pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Symbol Wisconsin, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Symbol Wisconsin as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or

other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Symbol Wisconsin, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Symbol Wisconsin hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

**X. Chapter 11 Filing of Symbol Mattress of Florida, Inc.**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Mattress of Florida, Inc., a Virginia stock corporation ("Symbol Florida"), is vested with exclusive control over Symbol Florida pursuant to those certain Amended and Restated Bylaws of Symbol Mattress of Florida, Inc. adopted April 28, 2021;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Symbol Florida and the impact of the foregoing on Symbol Florida's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Symbol Florida's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Symbol Florida's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Symbol Florida to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Florida, wishes to authorize and direct Symbol Florida to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Symbol Florida;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Florida, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Symbol Florida to assist with managing the business and affairs of Symbol Florida throughout Symbol Florida's chapter 11 case, including Symbol Florida's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Florida, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Symbol Florida, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Symbol Florida, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Florida, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Symbol Florida in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Symbol Florida in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Symbol Florida in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Symbol Florida in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Symbol Florida on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Symbol Florida pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Symbol Florida, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Symbol Florida as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Symbol Florida, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Symbol Florida hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

#### **XI. Chapter 11 Filing of Symbol Mattress Transportation, Inc.**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Mattress Transportation, Inc., a Virginia stock corporation ("Symbol Transportation"), is vested with exclusive control over Symbol Transportation pursuant to those certain Amended and Restated Bylaws of Symbol Mattress Transportation, Inc. adopted April 28, 2021;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Symbol Transportation and the impact of the foregoing on Symbol Transportation's business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Symbol Transportation's financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Symbol Transportation's business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Symbol Transportation to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Transportation, wishes to authorize and direct Symbol Transportation to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Symbol Transportation;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Transportation, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Symbol Transportation to assist with managing the business and affairs of Symbol Transportation throughout Symbol Transportation's chapter 11 case, including Symbol Transportation's compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Transportation, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Symbol Transportation, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Symbol Transportation, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Symbol Transportation, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Symbol Transportation in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Symbol Transportation in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Symbol Transportation in its chapter 11 case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Symbol Transportation in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Symbol Transportation on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Symbol Transportation pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Symbol Transportation, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Symbol Transportation as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Symbol Transportation, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or



around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Symbol Transportation hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

## **XII. Chapter 11 Filing of Hylton House Furniture, Inc.**

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Hylton House Furniture, Inc., a Virginia stock corporation (“Hylton House”), is vested with exclusive control over Hylton House pursuant to those certain Amended and Restated Bylaws of Hylton House Furniture, Inc. adopted April 28, 2021;

WHEREAS, the Board of Managers has received, reviewed, and considered materials presented by management and legal advisors regarding certain financial and operating difficulties of Hylton House and the impact of the foregoing on Hylton House’s business;

WHEREAS, the Board of Managers has received, reviewed, and considered advice from management and legal advisors regarding possible strategic alternatives to address Hylton House’s financial and operating difficulties, including pursuant to in-court bankruptcy proceedings, and the impact of the foregoing on Hylton House’s business and its stakeholders;

WHEREAS, in light of the foregoing, the Board of Managers has determined that it is desirable and in the best interests of Hylton House to cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on or after **June 24, 2022**;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Hylton House, wishes to authorize and direct Hylton House to file a chapter 11 petition in the Bankruptcy Court and to further authorize and direct Eric Rhea to sign the chapter 11 petition on behalf of Hylton House;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Hylton House, wishes further to appoint Mike Juniper as the Chief Restructuring Officer of Hylton House to assist with managing the business and affairs of Hylton House throughout Hylton House’s chapter 11 case, including Hylton House’s compliance with applicable provisions of the Bankruptcy Code;

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Hylton House, wishes further to authorize and direct Mike Juniper and Eric Rhea to negotiate, on behalf of Hylton House, the terms of (a) the DIP ABL Credit Agreement, for purposes of financing the chapter 11 case of Hylton House, and (b) any other document required, desired or requested therein; and

WHEREAS, the Board of Managers, being vested with exclusive management and control over HoldCo, as the sole member of OpCo, as the sole shareholder of ESP, as the sole shareholder of Hylton House, wishes further to engage (a) Haynes Boone under a general retainer as bankruptcy counsel to Hylton House in its chapter 11 case, (b) Houlihan under a general retainer as financial advisor to Hylton House in its chapter 11 case, (c) CR3 under a general retainer as financial advisor to Hylton House in its chapter 11

case, and (d) Donlin Recano under a general retainer as claims and administrative agent to Hylton House in its chapter 11 case;

NOW, THEREFORE, BE IT

RESOLVED, that Eric Rhea hereby is authorized and directed to file or cause to be filed a petition seeking relief under the provisions of chapter 11 of the Bankruptcy Code on behalf of Hylton House on or after **June 24, 2022**; and be it further

RESOLVED, that Mike Juniper hereby is appointed as the Chief Restructuring Officer of Hylton House pursuant to the terms of the CR3 Second Amendment; and be it further

RESOLVED, that Mike Juniper, as Chief Restructuring Officer acting on behalf of Hylton House, shall report to the Board of Managers and hereby is authorized to execute and file (or direct others to do so on behalf of Hylton House as provided herein) all necessary documents, including, without limitation, all declarations, affidavits, schedules, motions, lists, applications, pleadings and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which the Chief Restructuring Officer deems necessary and proper in connection with the chapter 11 case; and be it further

RESOLVED, that Mike Juniper and Eric Rhea, acting on behalf of Hylton House, hereby are authorized and directed to negotiate the terms of (a) the DIP ABL Credit Agreement, to be dated on or around the date hereof, and (b) any other documents (including, without limitation, any Loan Documents (as defined in the DIP ABL Credit Agreement) (if any)) required, desired or requested therein; and be it further

RESOLVED, that Hylton House hereby is authorized and directed to engage Haynes Boone as bankruptcy counsel, Houlihan Lokey as financial advisor, CR3 as financial advisor and Donlin Recano as claims and administrative agent in its chapter 11 case.

### **XIII. General**

NOW, THEREFORE, BE IT RESOLVED, that, with respect to each of the foregoing entities authorized to file a chapter 11 case (each a "Filing Entity" and, collectively, the "Filing Entities"), Mike Juniper, acting as Chief Restructuring Officer is hereby authorized, empowered, and directed, with full power of delegation, in the name and on behalf of such Filing Entity, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications, supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, premiums, principal or other amounts, indemnities, taxes and other costs or expenses as Mike Juniper, in his sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that Mike Juniper deemed the same to meet such standard; and be it further

RESOLVED, that any and all past actions heretofore taken by Mike Juniper, Eric Rhea, any director, any manager, or any member of any Filing Entity in the name and on behalf of such Filing Entity in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

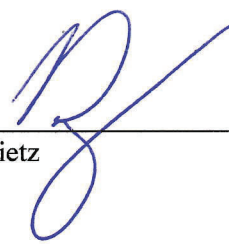
RESOLVED, that the governing body of each Filing Entity has received sufficient notice of the actions and transactions relating to the matters contemplated by this Consent, as required by the governance documents of such Filing Entity, or hereby waives any right to have received such notice.

*Signature Page Follows*



**IN WITNESS WHEREOF**, the undersigned have executed this Consent effective as of the date first set forth above.

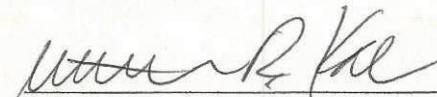
**Board of Managers of Corsicana Parent Co., LLC**

  
\_\_\_\_\_  
Bradley I. Dietz  
\_\_\_\_\_  
Matthew Kahn  
\_\_\_\_\_  
Eric Rhea  
\_\_\_\_\_  
Scott Vogel

**IN WITNESS WHEREOF**, the undersigned have executed this Consent effective as of the date first set forth above.

**Board of Managers of Corsicana Parent Co., LLC**

\_\_\_\_\_  
Bradley I. Dietz

  
\_\_\_\_\_  
Matthew Kahn

\_\_\_\_\_  
Eric Rhea

\_\_\_\_\_  
Scott Vogel

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**Board of Managers of Corsicana Parent Co., LLC**

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Bradley I. Dietz

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Matthew Kahn



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Eric Rhea

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Scott Vogel

**IN WITNESS WHEREOF**, the undersigned have executed this Consent effective as of the date first set forth above.

**Board of Managers of Corsicana Parent Co., LLC**

\_\_\_\_\_  
Bradley I. Dietz

\_\_\_\_\_  
Matthew Kahn

\_\_\_\_\_  
Eric Rhea

  
\_\_\_\_\_  
Scott Vogel

**Fill in this information to identify the case:****Debtor name:** Eastern Sleep Products Company**United States Bankruptcy Court for the:** Northern District of Texas**Case number (if known):** 22-\_\_\_\_\_☐ Check if this is an amended filingOfficial Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders**

12/15

A list of creditors holding the 20 Largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 Largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	PIONEER & LEGEND CANADA LTD 387 LIMESTONE CRES NORTH YORK ON M3J 2R1 CANADA	NICKY ZHANO nickyzbomeitex@gmail.com/ plc@pioneerlegend.com  Tel: 647-686-5626	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$324,333.18
2	FXI, INC. INNOCOR COLLECTIONS P.O. BOX 747067 ATLANTA GA 30374-7067	MICHAEL RISI mrissi@fxi.com Tel: 404-585-5095 Fax: 484-229-0214	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$275,025.08
3	TFORCE FREIGHT 28013 NETWORK PLACE CHICAGO IL 60673-1280	ANETRIA SAUNDERS tfreightfreight.com Tel: 800-333-7400	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$245,572.42
4	CULP INC P O BOX 751007 CHARLOTTE NC 28275	DEBBIE WALKER drwalker@culp.com Tel: 336-643-7751	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$158,211.01
5	SOUTHSIDE WOODCRAFT P O BOX 3515 PAWLEYS ISLAND SC 29585	jmsouthside@frontier.com Tel: 843 235-6764	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$95,391.60
6	UT+C 745 KENTUCK ROAD DANVILLE VA 24540	ANGELIKA MATCZAK a.matczak@ebillc.com Tel: 434-797-9701	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$84,207.65

Debtor **Eastern Sleep Products Company**Case number (if known) **22-99996**

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
7	UFP UFP DALLAS, LLC 2829 SEA HARBOR ROAD DALLAS TX 75212	KIMBERLY PIERCE/MATT BREWER kpierce@ufpi.com Tel: 817-866-3306	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$79,930.84
8	YILMAR DIS TICARET LTD STI DUM OSB.MAH. ALI OSMAN SON CADNO.25 OSMANGAZI BURSA TURKEY	GOKHAN USAR gokhan.usar@yilmartrade.com Tel: 90-224-2611765 Fax: 90-224 261 17 67	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$67,944.00
9	FEDERAL EXPRESS CORP. P O BOX 371461 PITTSBURGH PA 15250-7461	SELENA COLEMAN reply1@synterresource.com Tel: 800-622-1147	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$65,098.64
10	ID.ME INC. PO Box 392625 Pittsburgh PA 15251-3625	SPENCE KINNIER spence.kinnier@id.me Tel: 571-253-6002	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$58,140.00
11	OHM SYSTEMS INC 10895 INDECO DRIVE CINCINATI OH 45241	CATHERINE finance@ohmworld.com Tel: 513-771-0008	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$45,149.98
12	C3 CORPORATION 3300 E. VENTURE DRIVE APPLETON WI 54911	ASHLEY PETERSON ashleyp@c3ingenuity.com Tel: 920-749-9265	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$39,740.98
13	HILL ELECTRICAL, INC. P O BOX 158 MECHANICSVILLE VA 23111-0000	CATHY FOSTER cathy@hillelectrical.net Tel: 804-746-3122	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$35,000.00
14	HILL EXPRESS, INC. 4204 CEDAR TREE DRIVE MEMPHIS TN 38141	Tel: 901-619-4624	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$28,889.80
15	THETFORD ASSOCIATES, INC. 5516 FALMOUTH STREET SUITE 300 RICHMOND VA 23230-1819	Tel: 804-782-9338	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$28,222.22
16	STANDARD FIBER LLC 577 AIRPORT BLVD SUITE 200 BURLINGAME CA 94010	JINNIFER LE jenniferle@standardfiber.com Tel: 650-872-6528 ext213 Fax: 650-872-1586	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$27,532.81

Debtor **Eastern Sleep Products Company**Case number (if known) **22-99996**

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
17	COYOTE LOGISTICS LLC P.O. BOX 742636 ATLANTA GA 30374-2639	billing@coyotelogistics.com Tel: 877-626-9683 Fax: 847-235-7629	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$24,284.00
18	A TO Z PACKAGING ENTERPRISES, INC. 3605 SANDY PLAINS ROAD STE # 240 MARIETTA GA 30066	SID ABRAMOWITZ sid@atozpackaging.net Tel: 770-321-1906	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$23,817.00
19	PACKAGING CORPORATION OF AMERICA P O BOX 532058 ATLANTA GA 30353-2058	PAMELA A. BARNES bsessions@packagingcorp.com; pbarnes@packagingcorp.com Tel: 804-232-1292	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$23,757.03
20	WRIGHT OF THOMASVILLE P.O. BOX 306186 NASHVILLE TN 37230-6186	Tel: 336-472-4200 Fax: 336-476-8554	Trade Payable	<input type="checkbox"/> C <input type="checkbox"/> U <input type="checkbox"/> D			\$21,808.11

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

Debtor Name Eastern Sleep Products Company

United States Bankruptcy Court for the: Northern District of Texas  
(State)

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

**Official Form 202****Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

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

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended Schedule \_\_\_\_\_
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration \_\_\_\_\_

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

Executed on 06/25/2022  
MM / DD / YYYY

**X**/s/ Eric Rhea

Signature of individual signing on behalf of debtor

Eric Rhea

Printed name

Chief Executive Officer

Position or relationship to debtor



**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION**

In re: § Chapter 11  
Eastern Sleep Products Company, § Case No. 22-[●]  
Debtor. §

## **LIST OF EQUITY SECURITY HOLDERS**

Pursuant to Rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, Eastern Sleep Products Company hereby provides the following list of holders of equity interests:

Name and Address of Interest Holder	Kind of Interest	Percentage of Interests Held
Corsicana Bedding, LLC 1420 W. Mockingbird Lane, Suite 800 Dallas, TX 75247	Common Shares	100%

DATED: June 25, 2022

# EASTERN SLEEP PRODUCTS COMPANY

By: /s/ Eric Rhea  
Eric Rhea  
Chief Executive Officer

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
FORT WORTH DIVISION**

In re:	§	Chapter 11
	§	
Eastern Sleep Products Company,	§	Case No. 22-[●]
	§	
Debtor.	§	

**STATEMENT OF CORPORATE OWNERSHIP**

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the undersigned authorized officer of Eastern Sleep Products Company certifies that the following corporate entities/individuals own more than 10% of the Debtor's equity interest.

Shareholder	Percentage of Total Shares
Corsicana Bedding, LLC 1420 W. Mockingbird Lane, Suite 800 Dallas, TX 75247	100%

DATED: June 25, 2022

**EASTERN SLEEP PRODUCTS COMPANY**

By: /s/ Eric Rhea  
Eric Rhea  
Chief Executive Officer