Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number *(if known)* ______________ Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

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

1.	**Debtor's name**	RMC2, LLC	
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)	27-3284696	
4.	**Debtor's address**	**Principal place of business** 12900 NW 38th Avenue Miami, FL 33054 Number, Street, City, State & ZIP Code Miami-Dade County	**Mailing address, if different from principal place of business** P.O. Box, Number, Street, City, State & ZIP Code **Location of principal assets, if different from principal place of business** Number, Street, City, State & ZIP Code
5.	**Debtor's website** (URL)		
6.	**Type of debtor**	■ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) ☐ Partnership (excluding LLP) ☐ Other. Specify:	

7. Describe debtor's business

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ■ None of the above

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 $2,566,050 (amount subject to adjustment on 4/01/19 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).
  - ☐ 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?

If more than 2 cases, attach a separate list.

- ■ No.
- ☐ Yes.

District ______ When ______ Case number ______

District ______ When ______ Case number ______

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 Attachment** Relationship ______

District ______ When ______ 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 to unsecured creditors.

14. Estimated number of creditors

☐ 1-49	☐ 1,000-5,000	☐ 25,001-50,000
■ 50-99	☐ 5001-10,000	☐ 50,001-100,000
☐ 100-199	☐ 10,001-25,000	☐ More than100,000
☐ 200-999		

15. Estimated Assets

☐ $0 - $50,000	☐ $1,000,001 - $10 million	☐ $500,000,001 - $1 billion
☐ $50,001 - $100,000	■ $10,000,001 - $50 million	☐ $1,000,000,001 - $10 billion
☐ $100,001 - $500,000	☐ $50,000,001 - $100 million	☐ $10,000,000,001 - $50 billion
☐ $500,001 - $1 million	☐ $100,000,001 - $500 million	☐ More than $50 billion

16. Estimated liabilities

☐ $0 - $50,000	■ $1,000,001 - $10 million	☐ $500,000,001 - $1 billion
☐ $50,001 - $100,000	☐ $10,000,001 - $50 million	☐ $1,000,000,001 - $10 billion
☐ $100,001 - $500,000	☐ $50,000,001 - $100 million	☐ $10,000,000,001 - $50 billion
☐ $500,001 - $1 million	☐ $100,000,001 - $500 million	☐ 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 trued and correct.

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

Executed on **November 21, 2018**
MM / DD / YYYY

X **/s/ Scott Avila**
Signature of authorized representative of debtor

Scott Avila
Printed name

Title **Chief Restructuring Officer**

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18. Signature of attorney

X **/s/ Susan F. Balaschak**
Signature of attorney for debtor

Date **November 21, 2018**
MM / DD / YYYY

Susan F. Balaschak
Printed name

Akerman LLP
Firm name

666 Fifth Avenue
20th Floor
New York, NY 10103
Number, Street, City, State & ZIP Code

Contact phone **(212) 880-3800** Email address **susan.balaschak@akerman.com**

SB 1901 NY
Bar number and State

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number *(if known)* Chapter 11

☐ Check if this an amended filing

FORM 201. VOLUNTARY PETITION

Pending Bankruptcy Cases Attachment

Debtor	**J & L Republic LLC**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/21/18**	Case number, if known	
Debtor	**R & R Metals, LLC**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/21/18**	Case number, if known	
Debtor	**Republic Carbon Company, LLC**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/02/18**	Case number, if known	**18-13361**
Debtor	**Republic High Tech Metals, LLC**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/21/18**	Case number, if known	
Debtor	**Republic Metals Corporation**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/02/18**	Case number, if known	**18-13360**
Debtor	**Republic Metals Refining Corporation**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/02/18**	Case number, if known	**18-13359**
Debtor	**Republic Metals Trading (Shanghai) Co., Ltd.**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/21/18**	Case number, if known	
Debtor	**Republic Trans Mexico Metals, SRL**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/21/18**	Case number, if known	
Debtor	**RMC Diamonds, LLC**			Relationship to you	**Affiliate**
District	**Southern District of New York**	When	**11/21/18**	Case number, if known	

RESOLUTION NO. 2018 – 11/21/18

A RESOLUTION OF THE MANAGER OF RMC2, LLC AUTHORIZING SCOTT AVILA, AS CHIEF RESTRUCTURING OFFICER, TO FILE A PETITION FOR BANKRUPTCY RELIEF FOR RMC2, LLC; PROVIDING AN EFFECTIVE DATE; AND FOR OTHER PURPOSES

WHEREAS, on July 12, 2018, Republic Metals Corporation (the "Company"), the sole member of RMC2, LLC ("RMC2"), resolved to employ and retain Scott Avila ("Avila") as its Chief Restructuring Officer ("CRO") and Paladin Management Group LLC (to include its predecessor in interest, "Paladin") as its Financial Advisor, and granted Avila and Paladin authority and control over all restructuring transactions and decisions related to RMC2 (the "Initial Engagement"); and

WHEREAS, on October 15, 2018, the Company resolved to expand the scope of the Initial Engagement.

NOW, THEREFORE, BE IT RESOLVED BY THE MANAGER OF RMC2, LLC, that:

Section 1. The above recitals are true and correct and incorporated herein by reference.

Section 2. In the judgment of the Manager, it is desirable and in the best interests of RMC2, its creditors, and other interested parties, that a voluntary petition be filed by RMC2, as Avila deems appropriate in his business judgment, in the United States Bankruptcy Court for the Southern District of New York in New York County, NY (the "Bankruptcy Court"), seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"), in which the authority to operate as a debtor-in-possession will be sought, and Avila is authorized to sign and file such petition (the "Bankruptcy Case") on Monday, November 19, 2018 or such date thereafter as Avila deems appropriate in his business judgment.

Section 3. The Manager delegates to Avila as CRO the power and authority to approve or take any and all actions that Avila deems reasonable, advisable, expedient, convenient, necessary, or proper with respect to RMC2 related to or arising in the Bankruptcy Case.

Section 4. Avila is hereby authorized, on behalf of and in the name of RMC2, to execute and file schedules, lists and other papers and to take any and all actions which he may deem necessary or proper in the aforesaid Bankruptcy Case.

Section 5. The law firm of Akerman LLP is employed under a general retainer as attorneys for RMC2 in the Bankruptcy Case as bankruptcy and general corporate counsel and for all other relevant purposes.

Section 6. Paladin Management Group, LLC is employed under a general retainer as financial advisors for RMC2 in the Bankruptcy Case and for all relevant purposes.

Section 7. Avila is authorized and empowered on behalf of and in the name of RMC2, to retain and employ other attorneys, accountants, restructuring professionals, financial advisors and other professionals to assist RMC2 in connection with the Bankruptcy Case on such terms as are deemed necessary, proper or desirable.

Section 8. Avila is hereby authorized and empowered to cause RMC2 to enter into, execute, deliver, certify, file, record and/or perform, such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates and other such documents and take any such actions as are, in their judgment, necessary, proper or desirable to prosecute the Bankruptcy Case and to carry out and put into effect the purposes of the foregoing resolutions and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions.

Section 9. Any and all past actions heretofore taken by Avila as CRO in the name of and on behalf of RMC2, in furtherance of any or all preceding resolutions be, and the same hereby are, ratified, approved, and adopted.

Section 10. This Resolution No. 2018 – 11/21/2018 shall be effective as of the date below.

DATED the _21_ day of November, 2018.

____

Jason Rubin, as Manager of RMC2, LLC

United States Bankruptcy Court
Southern District of New York

In re RMC2, LLC — Debtor(s)

Case No.

Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for RMC2, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Republic Metals Corporation
12900 NW 38th Avenue
Miami, FL 33054

☐ None [*Check if applicable*]

November 21, 2018
Date

/s/ Susan F. Balaschak
Susan F. Balaschak
Signature of Attorney or Litigant
Counsel for **RMC2, LLC**

Akerman LLP
666 Fifth Avenue
20th Floor
New York, NY 10103
(212) 880-3800 Fax:(212) 880-8965
susan.balaschak@akerman.com

United States Bankruptcy Court
Southern District of New York

In re **RMC2, LLC** Debtor(s)   Case No. ______   Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Republic Metals Corporation **12900 NW 38th Avenue** **Miami, FL 33054**			**100% membership interest**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Chief Restructuring Officer** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **November 21, 2018**   Signature **/s/ Scott Avila**
Scott Avila

Penalty for making a false statement of concealing property: Fine of up to $500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

Fill in this information to identify the case:
Debtor name: Republic Metals Refining Corporation, et al.
United States Bankruptcy Court for the: Southern District of New York
Case number (if known): 18-13359

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders, on a Consolidated Basis[1]

12/15

A list of creditors holding the 30 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 30 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	LAURELTON SOURCING LLC 15 SYLVAN WAY PARSIPPANY NJ 07834	MARY MESSIER Jonathan.Henry@Tiffany.com Tel: 401-288-0160	Trade Debt	☐ C ☑ U ☐ D			$17,151,165.21
2	FUNDACION RAFAEL DONDE IAP MONTE DE PIEDAD 3.CENTRO ZONA 1 DEL.CUAUHTEMOC MEXICO CDMX 06000 Mexico	EVANGELINA BERNAL ebernal@frd.org.mx Tel: 01 (55)51303100	Trade Debt	☐ C ☑ U ☐ D			$12,752,077.63
3	Coeur Mexicana SA de CV Ave. Valle Escondido # 5500-401 / Fracc. Desarrollo el Saucito Chihuahua 31125 Mexico	edchavez@coeur.com.mx Tel: (312) 489-5800	Trade Debt	☐ C ☑ U ☐ D			$9,666,381.55
4	Sumitomo 300 MADISON AVENUE NEW YORK NY 10017	DANIEL IZZO back@scgcuk.com Tel: (212) 207-0535	Trade Debt	☐ C ☑ U ☐ D			$8,790,000.00
5	APMEX 226 DEAN MCGEE AVE OKLAHOMA CITY OK 73102	ED / BRANDON STEWART brandon.stewart@apmex.com Tel: (405)-595-2100	Trade Debt	☐ C ☑ U ☐ D			$7,616,226.12
6	ERIE MANAGEMENT PARTNERS 348 HARRIS HILL RD WILLIAMSVILLE NY 14221	MITCHELL T LEVINE mitchlevine@adelphia.net; kmilitello@rochester.rr.com Tel: (716) 866-6760	Trade Debt	☐ C ☑ U ☐ D			$6,038,258.55
7	ESTELAR RESOURCES LIMITED S.A. ROYAL BANK PLANZA NORTH TOWER 200 BAY STREET STE 2200 TORONTO ON M5J 2J3 CANADA	PAUL BUCHANAN paul.buchanan@yamana.com Tel: (416) 815-0220	Trade Debt	☐ C ☑ U ☐ D			$6,020,013.11

1 This Consolidated List represents the 30 Largest Unsecured Claims on a Consolidated Basis for the following Debtors: Republic Metals Refining Corporation, Republic Metals Corporation, Republic Carbon Company, LLC, Republic High Tech Metals, LLC, RMC Diamonds, LLC, RMC2, LLC, J & L Republic LLC, R & R Metals, LLC, Republic Metals Trading (Shanghai) Co., Ltd., and Republic Trans Mexico Metals, de CV, a sociedad de responsibilidad limitada de capital.

	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
8	PREMIER GOLD MINES LIMITED 1100 RUSSELL STREET SUITE 200 THUNDER BAY ON P7B 5N2 CANADA	STEVE FILIPOVIC ap@premiergoldmines.com Tel: (807) 346-1390	Trade Debt	☐ C ☑ U ☐ D			$5,456,155.60
9	PRIMERO EMPRESA MINERA S.A. DE C.V. AQUILES SERDAN 1157 COL. CENTRO DURANGO CP 34000 Mexico	PATSY MONTENEGRO pmontenegro@firstmajestic.com Tel: (618) 827-9070 X1129	Trade Debt	☐ C ☑ U ☐ D			$5,018,451.24
10	S & S METAL GROUP Av. Pedro Henriquez Ureña, No.138 Torre Empresarial Reyna II, Suite 304 La Esperilla Dominican Republic	JHEAN SANCHEZ info@ssmetalgroup.com Tel: +1 809-534-5991	Trade Debt	☐ C ☑ U ☐ D			$4,659,538.83
11	MINERA SANTA CRUZ S.A. AVENIDA SANTA FE 2755 PISO 9 BUENOS AIRES C14Z5BGC Argentina	SERGIO RENARD daniella.laguna@hocplc.com; commercial.hoc+noreply@hocplc.com Tel: +54 11-4132-7900	Trade Debt	☐ C ☑ U ☐ D			$4,573,113.59
12	PRETIUM EXPLORATION INC 2300, 1055 DUNSMUIR STREET VANCOUVER BC V7X 1L4 Canada	TOM YIP (COMPLIANCE OFFICER) jsong@pretivm.com Tel: 604-558-1784	Trade Debt	☐ C ☑ U ☐ D			$4,079,000.00
13	MINERA REAL DEL ORO S.A. DE C.V. PLAZA SAN PEDRO NO. 113 DURANGO 34080 Mexico	DAVID A PONCZOCH dave.ponczoch@argonautgold.com Tel: (618) 837-1230	Trade Debt	☐ C ☑ U ☐ D			$4,072,845.53
14	KARKOUR FINE JEWELRY, INC 628 SOUTH HILL STREET LOS ANGELES CA 90014	SIMON SIMONIAN ssimonsezz@aol.com Tel: (213) 627-3771	Trade Debt	☐ C ☑ U ☐ D			$3,900,000.00
15	MIDWEST REFINERIES 4471 FOREST AVE WATERFORD MI 48328	GARY FRENKEL megacollector@yahoo.com Tel: (248) 674-7305; (800) 356-2955	Trade Debt	☐ C ☑ U ☐ D			$3,662,895.84
16	MINERA TRITON ARGENTINA S.A. CORDOBA 836 7TH BUENOS AIRES C1054AAU Argentina	MARIANO PETRALLI mpetralli@pasargentina.com Tel: 011-54 (115) 533-8700	Trade Debt	☐ C ☑ U ☐ D			$3,558,929.59
17	GEIB REFINING CORPORATION 399 KILVERT STREET WARWICK RI 02886	KENNETH WIGHTMAN paula@geibrefining.com Tel: (401) 738-8560	Trade Debt	☐ C ☑ U ☐ D			$3,523,659.94
18	COEUR ROCHESTER PO BOX 1057 I80 LOVELOCK NV 89419	metalsales@coeur.com Tel: (312) 489-5800	Trade Debt	☐ C ☑ U ☐ D			$3,301,965.77

	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
19	FUNDACION RAFAEL DONDE IAP (INVENTARIO MEXICO) MONTE DE PIEDAD 3.CENTRO ZONA 1 DEL.CUAUHTEMOC MEXICO CDMX 06000 Mexico	EVANGELINA BERNAL ebernal@frd.org.mx Tel: 01 (55)51303100	Trade Debt	☐ C ☑ U ☐ D			$2,858,571.38
20	EZ PAWN 1901 CAPITAL PARKWAY AUSTIN TX 78746	AARON S. BARRETT aaron_barrett@ezcorp.com Tel: (512) 314-3400	Trade Debt	☐ C ☑ U ☐ D			$2,837,255.70
21	MINAS DE ORO NACIONAL SA DE CV CALLE DE LOS PIMAS 81 COLONIA PARQUE INDUSTRIAL HERMOSILLO SONORA 83299 Mexico	CELINA YANES celina.yanes@minasdeoro.com Tel: (662) 217370	Trade Debt	☐ C ☑ U ☐ D			$2,835,492.20
22	MINERA SANTA RITA, S.R.L. DE C.V. Calle de los Pimas No 81 Colonia-Parque Industrial HERMOSILLO, SONORA 83299 Mexico	Francisco Javier Hernandez grace.tang@alamosgold.com Tel: +52 662-217-3707	Trade Debt	☐ C ☑ U ☐ D			$2,738,338.80
23	SO ACCURATE GROUP, INC 31-00 47TH AVE 5TH FLOOR STE 503 LONG ISLAND CITY NY 11101	LARRY WILSON lwilson@soaccurate.com Tel: (800) 999-2209	Trade Debt	☐ C ☑ U ☐ D			$2,109,617.49
24	MID-STATES RECYCLING 1841 BUSSE HIGHWAY DES PLAINES IL 60016	GARY DOLINKO garyd@midstatesrecycling.com Tel: (800) 551-0083	Trade Debt	☐ C ☑ U ☐ D			$1,814,399.30
25	Nusantara de México, S.A. de C.V. MARIANO ESCOBEDO No. 476 Col. Nueva Anzures, Del Mexico DF 11590 Mexico	RAYMON POLMAN mani@firstmajestic.com Tel: (604) 688-3033	Trade Debt	☐ C ☑ U ☐ D			$1,727,772.72
26	BAYSIDE METAL EXCHANGE 6701 CENTER DRIVE STE 840 LOS ANGELES CA 90045	EUGENE FOGEL efogel@baysidegold.com	Trade Debt	☐ C ☑ U ☐ D			$1,600,360.84
27	COMPANIA MINERA PITALLA S.A. DE C.V. Blvd. Carlos Quintero Arce No. 24 B HERMOSILLO, SONORA 83247 Mexico	David A Ponczoch dave.ponczoch@argonautgold.com Tel: +52 662-136-8080	Trade Debt	☐ C ☑ U ☐ D			$1,536,827.17
28	DESARROLLOS MINEROS SAN LUIS S.A. DE C.V. Lea Gold AV. PASEO DE LAS PALMAS #425 PISO 15. COL. LOMAS DE CHAPULTEPEC MEXICO CITY CP 11000 Mexico	HARPREET DHALIWAL reckford@leagold.com Tel: (52) 73 33 33 98 87	Trade Debt	☐ C ☑ U ☐ D			$1,414,698.85

	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
29	HORIZON METALS 5739 W. HOWARD ST NILES IL 68050	bruce@horizonmetals.com Tel: (773) 478-8888	Trade Debt	☐ C ☑ U ☐ D			$1,402,622.64
30	COMPANIA MINERA DOLORES, S.A. de C.V. AV. FERROCARRIL NO. 99 / PISO 1 LOCAL 1 DURANGO 03447 Mexico	Ignacio Couturier/Homero Adamecruz homero.adamecruz@panamericansilver.m> Tel: +52 618-128-0709	Trade Debt	☐ C ☑ U ☐ D			$1,250,470.89

Fill in this information to identify the case and this filing:
Debtor name: Republic Metals Refining Corporation, et al.
United States Bankruptcy Court for the: Southern District of New York
Case number (if known): 18-13359

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* 30 *Largest Unsecured Claims and Are Not Insiders, on a* Consolidated Basis (Official Form 204)
- ☐ Other document that requires a declaration ____________________

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

Executed on 11/21/2018
MM/DD/YYYY

✘ /s/ Scott Avila
Signature of individual signing on behalf of debtor

Scott Avila
Printed name

Chief Restructuring Officer
Position or relationship to debtor