

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE MIDDLE DISTRICT OF LOUISIANA

In re:	*	CASE NO. 15-10553
	*	
THINKSTREAM INCORPORATED	*	CHAPTER 11
OF DELAWARE	*	
	*	
Debtor	*	

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**MONTHLY OPERATING REPORT**  
**FOR THE PERIOD OF JUNE 1-JUNE 30, 2015**

THIS REPORT IS DUE 15 DAYS AFTER THE END OF THE MONTH. The debtor must attach each of the following forms unless the United States Trustee has waived the requirement in writing. File with the court and submit a paper copy to UST with an original signature.

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Form Attached	Previously Waived	REQUIRED REPORTS/DOCUMENTS
<hr/> (mark only one-attached or waived)		
{X}	{ }	Comparative Balance Sheet (FORM 2-B)
{X}	{ }	Profits and Loss Statement (FORM 2-C)
{X}	{ }	Cash Receipts & Disbursements Statement (FORM 2-D)
{X}	{ }	Supporting Schedules (FORM 2-E)
{X}	{ }	Narrative (FORM 2-F)
{X}	{ }	Copies of Bank Statement(s) and Reconciliations of Bank Balance to Book Balance for all Account(s)

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I declare under penalty of perjury that the following Monthly Operating Report and any attachments thereto, are true and correct to the best of my knowledge and belief.

Executed on August 15, 2015

David S. Rubin

Chapter 11 Trustee

Prepared by:  
Megan Courtney  
Postlethwaite & Netterville (APAC)  
Telephone No. of Preparer: 225-922-4600

### **TRSTUTEE'S STATEMENT CONCERNING REPORT**

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The information contained in this report was obtained by my inspection of the records of the Debtor. The Trustee was not appointed until July 9, 2015, and therefore was not in control of the Debtor before such time. As a result, this report is based solely based on the Debtor's records prior to my appointment.

CASE NAME: \_\_\_\_\_ CASE NUMBER: \_\_\_\_\_

**CASH RECEIPTS AND DISBURSEMENTS STATEMENT**

For Period June 1 to June 30, 2015

**CASH RECONCILIATION**

1. Beginning Cash Balance (Ending Cash Balance from last month's report) \$ (10,861.57)
2. Cash Receipts (total Cash Receipts from page 2 of all FORM 2-D's) \$ 219,572.43
3. Cash Disbursements (total Cash Disbursements from page 3 of all FORM 2-D's) \$( 205,375.03 )
4. Net Cash Flow \$ 14,197.40
5. Ending Cash Balance (to FORM 2-B) \$ 3,335.83

**CASH SUMMARY - ENDING BALANCE**

	<u>Amount*</u>	<u>Financial Institution</u>
1. Real Estate Account	\$ _____	_____
2. Trust Account	\$ _____	_____
3. Operating and/or Personal Account	\$ _____	_____
4. Payroll Account	\$ <u>807.00</u>	<u>First NBC</u>
5. Tax Account	\$ _____	_____
6. Other Accounts (Specify checking or savings)	<u>1,110.61</u>	<u>Checking - Capital One</u>
	<u>1,418.22</u>	<u>Checking - First NBC (Operating)</u>
7. Cash Collateral Account	\$ _____	_____
8. Petty Cash	\$ _____	_____
TOTAL (must agree with line 5 above)	\$ <u><u>3,335.83</u></u>	

\*These amounts should be equal to the previous month's balance for the account plus this month's receipts less this month's disbursements.

**ADJUSTED CASH DISBURSEMENTS**

Cash disbursements on Line 3 above less 181,385.63 \*  
inter-account transfers & UST fees paid \$ \_\_\_\_\_

\* NOTE: This amount should be used to determine UST quarterly fees due and agree with Form 2-D, page 2 of 4.

CASE NAME: \_\_\_\_\_ Document Page 4 of 37: \_\_\_\_\_

## QUARTERLY FEE SUMMARY

MONTH ENDED June 30

Payment Date	Cash Disbursements *	Quarterly Fee Due	Check No.	Date
January	\$ _____			
February	\$ _____			
March	\$ _____			
Total				
1st Quarter	\$ _____	\$ _____	_____	_____
April	\$ _____			
May	\$ 120,333.50			
June	\$ 181,385.63			
Total				
2nd Quarter	\$ 301,719.13	\$ 4,875	_____	_____
July	\$ _____			
August	\$ _____			
September	\$ _____			
Total				
3rd Quarter	\$ _____	\$ _____	_____	_____
October	\$ _____			
November	\$ _____			
December	\$ _____			
Total				
4th Quarter	\$ _____	\$ _____	_____	_____

## DISBURSEMENT CATEGORY QUARTERLY FEE DUE

\$0 to \$14,999.99	\$325
\$15,000 to \$74,999.99	\$650
\$75,000 to \$149,999.99	\$975
\$150,000 to \$224,999.99	\$1,625
\$225,000 to \$299,999.99	\$1,950
\$300,000 to \$999,999.99	\$4,875
\$1,000,000 to \$1,999,999.99	\$6,500
\$2,000,000 to \$2,999,999.99	\$9,750
\$3,000,000 to \$4,999,999.99	\$10,400
\$5,000,000 to \$14,999,999.99	\$13,000
\$15,000,000 to \$29,999,999.99	\$20,000
\$30,000,000 or more	\$30,000

Note that a minimum payment of \$325 is due each quarter even if no disbursements are made in the case during the period.

\* Note: should agree with "adjusted cash disbursements" at bottom of Form 2-D, Page 1 of 4. Disbursements are net of transfers to other debtor in possession bank accounts and net of payments of prior period quarterly fees.

CASE NAME: \_\_\_\_\_

CASE NUMBER: \_\_\_\_\_

**CASH RECEIPTS AND DISBURSEMENTS STATEMENT**

(This form should be completed for each type of account listed on page 1 of FORM 2-D that the debtor maintained during the month.)

For Period June 1 to June 30, 2015Account Name: Operating Account Account Number: 110098256CASH RECEIPTS JOURNAL

(attach additional sheets as necessary)

Date	Description (Source)	Amount
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Please see attached Exhibit A

Total Cash Receipts \$ 41,195.69

## Cash Receipts Journal

Account 110098256

Date	Description (Source)	Amount
6/1/2015	SMART DEPOSIT	1,250.01
6/1/2015	SMART DEPOSIT	9,250.00
6/2/2015	Reverse Overdraft Fee 9004	34.00
6/2/2015	DEBIT REVERSAL	165.36
6/2/2015	DEBIT REVERSAL	290.16
6/2/2015	DEBIT REVERSAL	2,965.91
6/2/2015	DEBIT REVERSAL 1062	5,230.85
6/2/2015	DEBIT REVERSAL 9004	1,000.00
6/5/2015	Reverse Overdraft Fee	34.00
6/9/2015	DEBIT REVERSAL 1063	459.65
6/10/2015	Transfer from Payroll Account	7,490.40
6/16/2015	Transfer from Payroll Account	2,200.00
6/17/2015	Transfer from Account 300035487-D (Barry's personal account)	1,500.00
6/25/2015	DEBIT REVERSAL	1,643.13
6/26/2015	DEBIT REVERSAL	2,648.22
6/30/2015	Transfer from Payroll Account	5,000.00
6/30/2015	Reverse Overdraft Fee	34.00
<b>Total Cash Receipts</b>		<b>41,195.69</b>

CASE NUMBER: \_\_\_\_\_

### CASH RECEIPTS AND DISBURSEMENTS STATEMENT

(This form should be completed for each type of account listed  
on page 1 of FORM 2-D that the debtor maintained during the month.)

For Period June 1 to June 30, 2015

Account Name: Operating Account Number: 110098256

### CASH DISBURSEMENTS JOURNAL (attach additional sheets as necessary)

Date	Check No.	Payee	Description (Purpose)*	Amount
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Please see attached Exhibit B

Total Cash Disbursements \$ 38,577.12

\*Identify any payments to professionals, owners, partners, shareholders,  
officers, directors or any insiders and all adequate protection payments  
ordered by the court with an asterisk or highlighting. Any payments made as a  
result of a court order, should indicate the order date.

Cash Disbursements Journal  
Account 110098256

Date	Check No.	Payee	Description (Purpose)	Amount
6/1/2015		AT&T	Telephones	165.36
6/1/2015		AT&T	Telephones	290.16
6/1/2015		IPFS	Insurance	2,965.91
6/1/2015	1062	DNA Dental	Dental insurance	5,230.85
6/1/2015	9004	REGULAR CHECK 9004	Capital One	1,000.00
6/1/2015	9004	First NBC	Overdraft Fee	34.00
6/1/2015		First NBC	Overdraft Fee	0.19
6/2/2015		Transfer to Payroll		9,299.00
6/3/2015		AT&T	Telephones	290.16
6/3/2015		First NBC	Overdraft Fee	34.00
6/4/2015		AT&T	Telephones	165.36
6/4/2015		First NBC	Overdraft Fee	34.00
6/4/2015		Integra	Oregon Phone & Internet	1,325.22
6/4/2015		First NBC	Overdraft Fee	34.00
6/4/2015	9004	REGULAR CHECK 9004	Capital One	1,000.00
6/4/2015	9004	First NBC	Overdraft Fee	34.00
6/5/2015		Entergy	Utilities	481.22
6/5/2015		First NBC	Overdraft Fee	34.00
6/5/2015		American Express	Credit card payment	1,000.00
6/5/2015		First NBC	Overdraft Fee	34.00
6/5/2015		IPFS	Corporate insurance policy	2,990.91
6/5/2015		First NBC	Overdraft Fee	34.00
6/8/2015	1063	Total Comfort Heating & Air	A/C Repairs (Baton Rouge)	459.65
6/9/2015	1063	First NBC	NSF Fee	34.00
6/16/2015		American Express	Credit card payment	2,191.91
6/17/2015		FedEx	Postage	1,437.86
6/24/2015		Verizon Wireless	Air cards	1,643.13
6/25/2015		First NBC	NSF Fee	34.00
6/25/2015		Mutual of Omaha	LTD & Life Insurance	2,648.22
6/26/2015		First NBC	NSF Fee	34.00
6/29/2015		IPFS	Corporate insurance policy	2,965.91
6/29/2015		First NBC	Overdraft Fee	34.00
6/30/2015		Allied Waste	Dumpster	550.46
6/30/2015		First NBC	Service Charge	67.64
Total Cash Disbursements				38,577.12



CASE NAME: \_\_\_\_\_

CASE NUMBER: \_\_\_\_\_

**CASH RECEIPTS AND DISBURSEMENTS STATEMENT**

(This form should be completed for each type of account listed on page 1 of FORM 2-D that the debtor maintained during the month.)

For Period June 1 to June 30, 2015Account Name: Payroll Account Account Number: 110035633CASH RECEIPTS JOURNAL

(attach additional sheets as necessary)

Date	Description (Source)	Amount
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Please see attached Exhibit C

Total Cash Receipts \$ 108,176.74

## Cash Receipts Journal

Account 110035633

Date	Description (Source)	Amount
6/2/2015	Transfer from Operating Account	9,299.00
6/10/2015	Deposit from CD Cert No. 6100001779 (Barry's personal CD)	83,070.74
6/15/2015	DEDICATED TECH CCD (funds received to pay Hina Malik)	10,032.00
6/30/2015	DEDICATED TECH CCD (funds received to pay Hina Malik)	5,775.00
<b>Total Cash Receipts</b>		<b>108,176.74</b>

CASE NUMBER: \_\_\_\_\_

### CASH RECEIPTS AND DISBURSEMENTS STATEMENT

(This form should be completed for each type of account listed  
on page 1 of FORM 2-D that the debtor maintained during the month.)

For Period June 1 to June 30, 2015

Account Name: Payroll Account Account Number: 110035633

### CASH DISBURSEMENTS JOURNAL

(attach additional sheets as necessary)

Date	Check No.	Payee	Description (Purpose)*	Amount
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Please see attached exhibit D

Total Cash Disbursements \$ 97,708.52

\*Identify any payments to professionals, owners, partners, shareholders,  
officers, directors or any insiders and all adequate protection payments  
ordered by the court with an asterisk or highlighting. Any payments made as a  
result of a court order, should indicate the order date.

Cash Disbursements Journal

Account 110035633

Date	Check No.	Payee	Description (Purpose)	Amount
6/1/2015	14594	Morris Alexander	Payroll	3,673.03
6/1/2015	14594	First NBC	Overdraft Fee	34.00
6/1/2015	14603	Wyman McClendon	Payroll	2,462.74
6/1/2015	14603	First NBC	Overdraft Fee	34.00
6/1/2015	14607	Cameron Cotrill	Payroll	3,895.21
6/1/2015	14607	First NBC	Overdraft Fee	34.00
6/1/2015	14624	James Hill	Payroll	2,139.29
6/1/2015	14624	First NBC	Overdraft Fee	34.00
6/1/2015	14626	Jason Ward	Payroll	2,270.70
6/1/2015	14626	First NBC	Overdraft Fee	34.00
6/1/2015	14627	Wyman McClendon	Payroll	2,462.74
6/1/2015	14627	First NBC	Overdraft Fee	34.00
6/1/2015	14628	Oliver Oetterer	Payroll	3,180.56
6/1/2015	14628	First NBC	Overdraft Fee	34.00
6/1/2015	14637	Christian Stephens	Payroll	2,074.71
6/1/2015	14637	First NBC	Overdraft Fee	34.00
6/1/2015	14646	Kristine Cook	Payroll	2,606.06
6/1/2015	14646	First NBC	Overdraft Fee	34.00
6/1/2015		First NBC	Overdraft Fee	40.95
6/3/2015	14640	Bob Terhune	Payroll	840.00
6/3/2015	14640	First NBC	Overdraft Fee	34.00
6/10/2015		Transfer to Account 300035487-D (Barry's personal account)		31.16
6/10/2015		Transfer to Account 300079278-D (Barry's personal account)		391.83
6/10/2015		Transfer to Account 300035498-D (Barry's personal account)		898.77
6/10/2015		TO PAY LOAN 1260 Telephone transfer credit to Acct No. 1000101260-L		2,578.41
6/10/2015		TO PAY LOAN 50638 Telephone transfer credit to Acct No. 1000050638-L		6,347.96
6/10/2015		Transfer to Operating		7,490.40
6/10/2015		TO PAY LOAN 22523 Telephone transfer credit to Acct No. 1000122523-L		11,692.50
6/10/2015		TO PAY LOAN 74343 Telephone transfer credit to Acct No. 1000074343-L		27,291.50
6/16/2015		Transfer to Account 300035498-D (Barry's personal account)		100.00
6/16/2015		Transfer to Operating		2,200.00
6/16/2015		Transfer to Account 300035487-D (Barry's personal account)		2,650.00
6/17/2015	14661	Cash		5,050.00
6/30/2015		Transfer to Operating		5,000.00
<b>Total Cash Disbursements</b>				<b>97,708.52</b>

CASE NAME: \_\_\_\_\_

CASE NUMBER: \_\_\_\_\_

### CASH RECEIPTS AND DISBURSEMENTS STATEMENT

(This form should be completed for each type of account listed on page 1 of FORM 2-D that the debtor maintained during the month.)

For Period June 1 to June 30, 20<sup>15</sup>

Account Name: Capital One Account Number: 2082552939

### CASH RECEIPTS JOURNAL

(attach additional sheets as necessary)

<u>Date</u>	<u>Description (Source)</u>	<u>Amount</u>
-------------	-----------------------------	---------------

Total Cash Receipts \$ 70,200.00

EXHIBIT D  
Cash Receipts Journal

Account 2082552939

Date	Description (Source)	Amount
6/16/2015	Customer Deposit	\$68,700.00
6/26/2015	Customer Deposit	\$1,500.00
<b>Total Cash Receipts</b>		<b>70,200.00</b>

CASE NUMBER: \_\_\_\_\_

### CASH RECEIPTS AND DISBURSEMENTS STATEMENT

(This form should be completed for each type of account listed  
on page 1 of FORM 2-D that the debtor maintained during the month.)

For Period June 1 to June 30, 2015

Account Name: Capital One Account Number: 2082552939

### CASH DISBURSEMENTS JOURNAL (attach additional sheets as necessary)

Date	Check No.	Payee	Description (Purpose)*	Amount
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Total Cash Disbursements \$ 69,089.39

\*Identify any payments to professionals, owners, partners, shareholders,  
officers, directors or any insiders and all adequate protection payments  
ordered by the court with an asterisk or highlighting. Any payments made as a  
result of a court order, should indicate the order date.

Cash Disbursements Journal  
Account 2082552939

Date	Check No.	Payee	Description (Purpose)	Amount
6/26/2015	10897	Ed Gonzales	Legal Fees	1,500.00
6/26/2015		Kristine Cook	Payroll	5,251.51
6/25/2015		HARLAND CLARKE	Order Checks	256.56
6/23/2015	9	Cameron Cotrill	Payroll	9,068.46
6/23/2015	10896	Bob Terhune	Payroll	280.00
6/22/2015	4	Charles Ward	Payroll	2,396.45
6/19/2015	10894	Christian Stephens	Christian Stephens	4,149.42
6/19/2015	10895	Matthew Cummings	Matthew Cummings	4,223.08
6/19/2015		Douglas Hanks	Payroll	4,681.94
6/19/2015		Ben Balvin	Payroll	4,696.10
6/19/2015		Wyman McClendon	Payroll	4,925.48
6/19/2015		Oliver Oetterer	Payroll	6,361.12
6/19/2015	10893	Michael Malone	Payroll	9,773.72
6/18/2015	1	Jonathan Amy	Payroll	2,705.57
6/18/2015	3	James Hill	Payroll	4,278.58
6/18/2015	5	Jason Ward	Payroll	4,541.40
Total Cash Disbursements				69,089.39



CASE NAME: \_\_\_\_\_ CASE NUMBER: \_\_\_\_\_

## SUPPORTING SCHEDULES

For Period \_\_\_\_\_ to \_\_\_\_\_, 20\_\_\_\_

## INSURANCE SCHEDULE

<u>Type</u>	<u>Carrier/Agent</u>	<u>Coverage (\$)</u>	<u>Date of Expiration</u>	<u>Premium Paid</u>
Workers' Compensation	_____	_____	_____	_____
General Liability	_____	_____	_____	_____
Property (Fire, Theft)	_____	_____	_____	_____
Vehicle	_____	_____	_____	_____
Other (list):				
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

(1) Attach copy of certificate of insurance or declaration page of policy for any coverage renewed or replaced during the current reporting month.

(2) For the premium paid column enter "yes" if payment of premium is current or "no" if premium payment is delinquent. If "no", explain on Form 2-F, Narrative.

CASE NAME: \_\_\_\_\_ Document Page 18 of 37

## NARRATIVE STATEMENT

For Period \_\_\_\_\_ to \_\_\_\_\_, 20\_\_\_\_

Please provide a brief description of the significant business and legal action by the debtor, its creditors or the court during the reporting period. Comments should include any change in bank accounts, explanation of extraordinary expenses, and purpose of any new post-petition financing. Comments should also include debtor's efforts during the month to rehabilitate the business and to develop a plan.

{E1AE7354-5F90-4E4E-A8AE-4031BEFDF7C9}

Date 6/30/15

Page

1

110098256

Primary Acct.

1

Enclosures

THINKSTREAM INC  
OPERATING ACCOUNT  
6146 CRESTMOUNT DR  
BATON ROUGE LA 70809-4122

Please contact your relationship banker FRED BEEBE for all your banking needs at (504) 671-3536.

C H E C K I N G   A C C O U N T S

SMART ANALYSIS CHECK		Number of Enclosures	1
Account Number	110098256	Statement Dates	6/01/15 thru 6/30/15
Previous Balance	1,200.35-	Days in the Statement Period	30
17 Deposits/Credits	41,195.69		
32 Checks/Debits	38,509.29	Average Collected	
1,550.80-			
Service Charge	67.64		
Interest Paid	.00		
Current Balance	1,418.22		

Total	Total For
Year-to-Date	This Period
Total Overdraft Fees	\$204.19
Total Return Item Fees	\$102.00

Deposits and Other Credits  
Date Description

Amount

		{E1AE7354-5F90-4E4E-A8AE-4031BEFDF7C9}	
6/01	SMART DEPOSIT		1,250.01
6/01	SMART DEPOSIT		9,250.00
6/02	Reverse Overdraft Fee 9004		34.00
6/02	DEBIT REVERSAL		165.36
6/02	DEBIT REVERSAL		290.16
6/02	DEBIT REVERSAL		2,965.91
6/02	DEBIT REVERSAL	1062	5,230.85
6/02	DEBIT REVERSAL	9004	1,000.00
6/04	Reverse Overdraft Fee		34.00
6/09	DEBIT REVERSAL	1063	459.65
6/10	TO 98256		7,490.40
		Date	6/30/15
		Page	
2		Primary Acct.	
110098256		Enclosures	
1			

THINKSTREAM INC  
 OPERATING ACCOUNT  
 6146 CRESTMOUNT DR  
 BATON ROUGE LA 70809-4122

SMART ANALYSIS CHECK 110098256 (Continued)

Deposits and Other Credits

Date	Description	Amount
	Telephone transfer credit from	
	Acct No. 110035633 D	
6/16	TO 98256	2,200.00
	Telephone transfer credit from	
	Acct No. 110035633 D	
6/17	TO 98256	1,500.00
	Telephone transfer credit from	
	Acct No. 300035487 D	
6/25	DEBIT REVERSAL	1,643.13
6/26	DEBIT REVERSAL	2,648.22
6/29	Reverse Overdraft Fee	34.00
6/30	TO 98256	5,000.00
	Telephone transfer credit from	
	Acct No. 110035633 D	

Withdrawals and Debits

Date	Description	Amount
6/01	Payment ATT PPD	165.36-
	9864031004 031100206981324	
6/01	CASH CONC ATT CAPITAL SRVSCCD	290.16-
	7742782655 051000014246113	
	001-4728700-001	
6/01	IPFSPMTOKCIPFS866-412-2565CCD	2,965.91-
	1631659615 101000015119460	

	{E1AE7354-5F90-4E4E-A8AE-4031BEFDF7C9}		
	267266		
6/01	Overdraft Fee	34.00-	
6/01	Overdraft Interest Charge	.19-	
6/02	TO PAYROLL ACCOUNT	9,299.00-	
	Telephone transfer credit to		
	Acct No. 110035633 D		
6/03	CASH CONC ATT CAPITAL SRVSCCD	290.16-	
	7742782655 051000015984891		
	001-4728700-001		
6/03	Overdraft Fee	34.00-	
6/04	Payment ATT PPD	165.36-	
	9864031004 031100205770384		
		Date 6/30/15	Page
3		Primary Acct.	
110098256		Enclosures	
1			

THINKSTREAM INC  
 OPERATING ACCOUNT  
 6146 CRESTMOUNT DR  
 BATON ROUGE LA 70809-4122

SMART ANALYSIS CHECK 110098256 (Continued)

Withdrawals and Debits

Date	Description	Amount
6/04	Overdraft Fee	34.00-
6/04	Payment Integra Telecom PPD	1,325.22-
	1931283340 042000010222158	
6/04	Overdraft Fee	34.00-
6/04	Overdraft Fee	34.00-
6/05	Bill Pay Entergy ServicesCCD	481.22-
	9720570912 021000021863834	
	7770067803323	
6/05	Overdraft Fee	34.00-
6/05	ACH PMT AMEX EPayment WEB	1,000.00-
	0005000008 091000017776399	
6/05	Overdraft Fee	34.00-
6/05	IPFSPMTOKCIPFS866-412-2565CCD	2,990.91-
	1631659615 101000017763538	
	267266	
6/05	Overdraft Fee	34.00-
6/09	NSF Return Item Fee	34.00-
6/16	ACH PMT AMEX EPayment WEB	2,191.91-
	0005000008 091000015323407	
6/17	DEBIT FEDERAL EXPRESS CCD	1,437.86-
	1710427007 021000021599006	
	MMA17270295	
6/24	BILL PYMNTACHIVR VISB TEL	1,643.13-
	0000751800 021000025003722	
6/25	NSF Return Item Fee	34.00-

{E1AE7354-5F90-4E4E-A8AE-4031BEFDF7C9}

6/25	GRPW PREM UNITED	PPD	2,648.22-
	3470322111	104000015788319	
6/26	NSF Return Item Fee		34.00-
6/29	IPFSPMTOKCIPFS866-412-2565CCD		2,965.91-
	1631659615	101000017054578	
	267266		
6/29	Overdraft Fee		34.00-
6/30	RSIBILLPAYREPUBLICSERVICESWEB		550.46-
	7860843596	051000013497507	
6/30	Service Charge		67.64-

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	Date	6/30/15	Page
4			
110098256	Primary Acct.		
1	Enclosures		

THINKSTREAM INC  
 OPERATING ACCOUNT  
 6146 CRESTMOUNT DR  
 BATON ROUGE LA 70809-4122

SMART ANALYSIS CHECK 110098256 (Continued)

Checks

Date	Check No	Amount	Date	Check No	Amount
6/01	1062	5,230.85	6/01	9004*	1,000.00
6/08	1063	459.65	6/04	9004*	1,000.00

\* Indicates Serial Number Out of Sequence

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Daily Balances

Date	Balance	Date	Balance	Date	Balance
6/01	386.81-	6/08	7,916.05-	6/24	
1,572.90-					
6/02	.47	6/09	7,490.40-	6/25	
2,611.99-					
6/03	323.69-	6/10	.00	6/26	2.23
6/04	2,882.27-	6/16	8.09	6/29	
2,963.68-					
6/05	7,456.40-	6/17	70.23	6/30	1,418.22

{2061F5A3-6EA2-4520-A826-862507F8736E}

Date 6/30/15

Page

1

110035633

Primary Acct.

11

Enclosures

THINKSTREAM INC  
PAYROLL ACCOUNT  
6146 CRESTMOUNT DR  
BATON ROUGE LA 70809-4122

Please contact your relationship banker FRED BEEBE for all your banking needs at (504) 671-3536.

C H E C K I N G A C C O U N T S

SMART ANALYSIS CHECK		Number of Enclosures	11
Account Number	110035633	Statement Dates	6/01/15 thru 6/30/15
Previous Balance	9,661.22-	Days in the Statement Period	30
4 Deposits/Credits	108,176.74		
33 Checks/Debits	97,667.57	Average Collected	
7,610.23-			
Service Charge	.00		
Interest Paid	.00		
Current Balance	807.00		

Total		Total For	
Year-to-Date		This Period	
Total Overdraft Fees	\$5,075.87	\$380.95	
Total Return Item Fees	\$442.00	\$0.00	

Deposits and Other Credits  
Date Description

Amount

	{2061F5A3-6EA2-4520-A826-862507F8736E}	
6/02	TO PAYROLL ACCOUNT	9,299.00
	Telephone transfer credit from	
	Acct No. 110098256 D	
6/10	Deposit from CD	83,070.74
	Cert No. 6100001779	
6/15	PAYMENTS DEDICATED TECH CCD	10,032.00
	1311673904 043000095862444	
	45-4596765	
	NTE**\	
6/30	PAYROLL DEDICATED TECH PPD	5,775.00
	1311673904 043000090341997	

2 Date 6/30/15 Page

110035633 Primary Acct.

11 Enclosures

THINKSTREAM INC  
 PAYROLL ACCOUNT  
 6146 CRESTMOUNT DR  
 BATON ROUGE LA 70809-4122

SMART ANALYSIS CHECK

110035633 (Continued)

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Withdrawals and Debits		Amount
Date	Description	
6/01	Overdraft Fee	34.00-
6/01	Overdraft Fee	34.00-
6/01	Overdraft Fee	34.00-
6/01	Overdraft Fee	34.00-
6/01	Overdraft Fee	34.00-
6/01	Overdraft Fee	34.00-
6/01	Overdraft Fee	34.00-
6/01	Overdraft Fee	34.00-
6/01	Overdraft Fee	34.00-
6/01	Overdraft Interest Charge	40.95-
6/03	Overdraft Fee	34.00-
6/10	TO 35487	31.16-
	Telephone transfer credit to	
	Acct No. 300035487 D	
6/10	to 79278	391.83-
	Telephone transfer credit to	
	Acct No. 300079278 D	
6/10	to 35498	898.77-
	Telephone transfer credit to	
	Acct No. 300035498 D	
6/10	TO PAY LOAN 1260	2,578.41-
	Telephone transfer credit to	
	Acct No. 1000101260 L	
6/10	TO PAY LOAN 50638	6,347.96-



{2061F5A3-6EA2-4520-A826-862507F8736E}

6/10	Telephone transfer credit to Acct No. 1000050638 L TO 98256	7,490.40-	
6/10	Telephone transfer credit to Acct No. 110098256 D TO PAY LOAN 22523	11,692.50-	
6/10	Telephone transfer credit to Acct No. 1000122523 L TO PAY LOAN 74343	27,291.50-	
6/16	Telephone transfer credit to Acct No. 1000074343 L TO PERSONAL	100.00-	

3  
110035633  
11

Date 6/30/15  
Page  
Primary Acct.  
Enclosures

THINKSTREAM INC  
PAYROLL ACCOUNT  
6146 CRESTMOUNT DR  
BATON ROUGE LA 70809-4122

SMART ANALYSIS CHECK 110035633 (Continued)

Withdrawals and Debits

Date	Description	Amount
6/16	Telephone transfer credit to Acct No. 300035498 D TO 98256	2,200.00-
6/16	Telephone transfer credit to Acct No. 110098256 D TO PERSONAL	2,650.00-
6/30	Telephone transfer credit to Acct No. 300035487 D TO 98256	5,000.00-

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Checks									
Date	Check No	Amount	Date	Check No	Amount	Date	Check No	Amount	
6/01	14594	3,673.03	6/01	14626*	2,270.70	6/03	14640*		
840.00									
6/01	14603*	2,462.74	6/01	14627	2,462.74	6/01	14646*		
2,606.06									
6/01	14607*	3,895.21	6/01	14628	3,180.56	6/17	14661*		
5,050.00									
6/01	14624*	2,139.29	6/01	14637*	2,074.71				

\* Indicates Serial Number Out of Sequence

{2061F5A3-6EA2-4520-A826-862507F8736E}

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Daily Balances

Date	Balance	Date	Balance	Date	Balance
6/01	34,773.21-	6/10	.00	6/17	32.00
6/02	25,474.21-	6/15	10,032.00	6/30	807.00
6/03	26,348.21-	6/16	5,082.00		

THINKSTREAM INCORPORATED OF DELAWARE  
6146 CRESTMOUNT DR  
BATON ROUGE LA 70809

Speak to a dedicated business solutions expert  
at 1-888-755-2172 — a one-stop number for  
both your business and personal needs.

**ACCOUNT SUMMARY** FOR PERIOD JUNE 16, 2015 - JUNE 30, 2015

<b>Spark Basic Checking 00002082552939</b>		<b>THINKSTREAM INCORPORATED OF DELAWARE</b>	
Previous Balance 06/16/15	\$0.00	Number of Days in Cycle	15
2 Deposits/Credits	\$70,200.00	Minimum Balance This Cycle	\$0.00
16 Checks/Debits	(\$69,089.39)	Average Collected Balance	\$15,215.76
Service Charges	\$0.00		
Ending Balance 06/30/15	\$1,110.61		

**ACCOUNT DETAIL** FOR PERIOD JUNE 16, 2015 - JUNE 30, 2015

<b>Spark Basic Checking 00002082552939</b>		<b>THINKSTREAM INCORPORATED OF DELAWARE</b>		
<i>Date</i>	<i>Description</i>	<i>Deposits/Credits</i>	<i>Withdrawals/Debits</i>	<i>Resulting Balance</i>
06/16	Customer Deposit	\$68,700.00		\$68,700.00
06/18	Check 5		\$4,541.40	\$64,158.60
06/18	Check 3		\$4,278.58	\$59,880.02
06/18	Check 1		\$2,705.57	\$57,174.45
06/19	Check 10893		\$9,773.72	\$47,400.73
06/19	Check 0		\$6,361.12	\$41,039.61
06/19	Check 0		\$4,925.48	\$36,114.13
06/19	Check 0		\$4,696.10	\$31,418.03
06/19	Check 0		\$4,681.94	\$26,736.09
06/19	Check 10895		\$4,223.08	\$22,513.01
06/19	Check 10894		\$4,149.42	\$18,363.59
06/22	Check 4		\$2,396.45	\$15,967.14
06/22	Check 10896		\$280.00	\$15,687.14
06/22	Check 9		\$9,068.46	\$6,618.68
06/25	Check printing charge HARLAND CLARKE CHK ORDERS 062515 THINKSTREAM, INC 0Y8F27510602900		\$256.56	\$6,362.12
06/26	Customer Deposit	\$1,500.00		\$7,862.12
06/26	Check 0		\$5,251.51	\$2,610.61

*Thank you for banking with us.*

PAGE 1 OF 4

What should I do if I find an error or problem on my statement?

In case of error or questions about your electronic transfers telephone us at 1(800) 655-2265 or write us at Capital One, N.A, 3939 W. John Carpenter Frwy., Irving, TX 75063, Attn: Customer Service Center as soon as you can, if you think your statement or receipt is wrong or if you need more information about a transfer on the statement or receipt.

For small business accounts: Please refer to your Electronic Fund Transfer Agreement/Disclosure for additional information.

For consumer accounts: We must hear from you no later than 60 days after we sent you the FIRST statement on which the error or problem appeared.

1. Tell us your name and account number (if any).
2. Describe the error or the transfer you are unsure about, and explain as clearly as you can why you believe it is an error or why you need more information.
3. Tell us the dollar amount of the suspected error.

We will investigate your complaint and will correct any error promptly. If we take more than 10 business days to do this, we will credit your account for the amount you think is in error, so that you will have the use of the money during the time it takes us to complete our investigation.

THINKSTREAM INCORPORATED OF DELAWARE

## ACCOUNT DETAIL CONTINUED FOR PERIOD JUNE 16, 2015 - JUNE 30, 2015

Date	Description	Deposits/Credits	Withdrawals/Debits	Resulting Balance
06/26	Check 10897		\$1,500.00	\$1,110.61
<b>Total</b>		\$70,200.00	\$69,089.39	

**THINKSTREAM  
INCORPORATED OF  
DELAWARE**

## Spark Basic Checking 00002082552939

Checks \* designates gap in check sequence

Check No.	Date	Amount	Check No.	Date	Amount	Check No.	Date	Amount
0	06/19	\$6,361.12	1	06/18	\$2,705.57	10893*	06/19	\$9,773.72
0*	06/19	\$4,925.48	3*	06/18	\$4,278.58	10894	06/19	\$4,149.42
0*	06/19	\$4,696.10	4	06/22	\$2,396.45	10895	06/19	\$4,223.08
0*	06/19	\$4,681.94	5	06/18	\$4,541.40	10896	06/22	\$280.00
0*	06/26	\$5,251.51	9*	06/22	\$9,068.46	10897	06/26	\$1,500.00



IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE MIDDLE DISTRICT OF LOUISIANA

In re:	*	CASE NO. 15-10553
	*	
THINKSTREAM INCORPORATED	*	CHAPTER 11
OF DELAWARE	*	
	*	
Debtor	*	

**NARRATIVE STATEMENT FOR JUNE 1, 2015-JUNE 30, 2015**

Please provide a brief description of the significant business and legal action by the debtor, its creditors or the court during the reporting period. Comments should include any change in bank accounts, explanation of extraordinary expenses, and purpose of any new post-petition financing. Comments should also include debtor's efforts during the month to rehabilitate the business and to develop a plan.

The information contained in this report was obtained by my inspection of the records of the Debtor. The Trustee was not appointed until July 9, 2015, and therefore was not in control of the Debtor before such time. As a result, this report is based solely based on the Debtor's records prior to my appointment.

An involuntary bankruptcy petition was filed against the Debtor on May 11, 2015. The following pleadings were filed during this time period.

06/02/2015	<u>8</u> (1 pg)	Expedited Motion to Extend Time <i>Motion to Extend Time</i> Filed by Edward Joseph GONZALES III on behalf of Thinkstream Incorporated of Delaware (GONZALES, Edward) (Entered: 06/02/2015)
06/02/2015	<u>9</u> (1 pg)	Certificate of Service Filed by Edward Joseph GONZALES III RE: related document(s) <u>8</u> Motion to Extend Time filed by Debtor Thinkstream Incorporated of Delaware) (GONZALES, Edward) (Entered: 06/02/2015)
06/02/2015	<u>10</u> (2 pgs)	Response to <i>Motion for Extension of Time</i> Filed by Brandon A. Brown on behalf of TSB Ventures, LLC RE: related document(s) <u>8</u> Motion to Extend Time filed by Debtor Thinkstream Incorporated of Delaware. (Brown, Brandon) (Entered: 06/02/2015)
06/02/2015	<u>11</u> (4 pgs)	Certificate of Service Filed by Brandon A. Brown on behalf of TSB Ventures, LLC RE: related document(s) <u>10</u> Response filed by Petitioning Creditor TSB Ventures, LLC. (Brown, Brandon) (Entered: 06/02/2015)
06/02/2015	<u>12</u> (3 pgs)	Opposition Response to <i>Motion for Extension of Time to File Pleadings</i> Filed by J. Eric Lockridge of Kean Miller on behalf of Michael S. Chadwick, Grossman Family Limited Partnership, Kevin C. Kling GST Trust, Tom O'Leary, Rainbow Investments Company, John Zapalac RE: related document(s) <u>8</u> Motion to Extend Time filed by Debtor Thinkstream Incorporated of Delaware. (Lockridge, J.) (Entered: 06/02/2015)
06/02/2015	<u>13</u> (4 pgs)	Certificate of Service Filed by J. Eric Lockridge of Kean Miller on behalf of Michael S. Chadwick, Grossman Family Limited Partnership, Kevin C. Kling GST Trust, Tom O'Leary, Rainbow Investments Company, John Zapalac RE: related document(s) <u>12</u> Response filed by Petitioning Creditor Grossman Family Limited Partnership, Petitioning Creditor Michael S. Chadwick, Petitioning Creditor Rainbow

		Investments Company, Petitioning Creditor Kevin C. Kling GST Trust, Petitioning Creditor John Zapalac, Petitioning Creditor Tom O'Leary. (Lockridge, J.) (Entered: 06/02/2015)
06/02/2015	<u>14</u> (1 pg)	Statement of Corporate Ownership filed. Corporate Affiliates added to case., Herbst Holdings, LLC Filed by J. Eric Lockridge of Kean Miller on behalf of Rainbow Investments Company. (Lockridge, J.) (Entered: 06/02/2015)
06/02/2015	<u>15</u> (4 pgs)	Certificate of Service Filed by J. Eric Lockridge of Kean Miller on behalf of Rainbow Investments Company RE: related document(s) <u>14</u> Statement of Corporate Ownership filed by Petitioning Creditor Rainbow Investments Company. (Lockridge, J.) (Entered: 06/02/2015)
06/02/2015	<u>16</u> (1 pg)	Memorandum/Brief Filed by Edward Joseph GONZALES III RE: related document(s) <u>8</u> Motion to Extend Time filed by Debtor Thinkstream Incorporated of Delaware) (GONZALES, Edward) (Entered: 06/02/2015)
06/02/2015	<u>17</u> (1 pg)	Certificate of Service Filed by Edward Joseph GONZALES III RE: related document(s) <u>8</u> Motion to Extend Time filed by Debtor Thinkstream Incorporated of Delaware) (GONZALES, Edward) (Entered: 06/02/2015)
06/02/2015	<u>18</u> (2 pgs)	Memorandum/Brief Filed by Edward Joseph GONZALES III RE: related document(s) <u>8</u> Motion to Extend Time filed by Debtor Thinkstream Incorporated of Delaware) (GONZALES, Edward) (Entered: 06/02/2015)
06/02/2015	<u>19</u> (1 pg)	Certificate of Service Filed by Edward Joseph GONZALES III (GONZALES, Edward) (Entered: 06/02/2015)
06/03/2015		<b>NOTICE OF DEFICIENCY:</b> When filing the related document, the <b>INCORRECT PDF</b> was attached. Please file the correct document. If the related document was a motion, please select the CM/ECF event Amended Motion and link to the motion that is being corrected. Failure to correct this error within 7 days will result in the court's striking the document RE: related document(s) <u>16</u> Memorandum/Brief filed by Debtor Thinkstream Incorporated of Delaware. Deficiency Due by 6/10/2015. (rcal) (Entered: 06/03/2015)
06/03/2015	<u>20</u> (2 pgs; 2 docs)	Order Setting Expedited Hearing on (related document(s) <u>8</u> Motion to Extend Time to File Responsive Pleadings filed by Debtor Thinkstream Incorporated of Delaware, <u>10</u> Response filed by Petitioning Creditor TSB Ventures, LLC, <u>12</u> Response filed by Petitioning Creditor Grossman Family Limited Partnership, Petitioning Creditor Michael S. Chadwick, Petitioning Creditor Rainbow Investments Company, Petitioning Creditor Kevin C. Kling GST Trust, Petitioning Creditor John Zapalac, Petitioning Creditor Tom O'Leary). Hearing scheduled 6/8/2015 at 10:00 AM at 707 Florida St., Rm. 222. Filed on 6/3/2015 (rcal) (Entered: 06/03/2015)
06/03/2015	<u>21</u> (82 pgs)	Motion for Leave <i>to file Surreply in Opposition to Motion for Extension of Time</i> Filed by Erin Wilder-Doomes on behalf of TSB Ventures, LLC. (Wilder-Doomes, Erin) (Entered: 06/03/2015)
06/03/2015	<u>22</u> (4 pgs)	Certificate of Service Filed by Erin Wilder-Doomes on behalf of TSB Ventures, LLC RE: related document(s) <u>21</u> Motion for Leave filed by Petitioning Creditor TSB Ventures, LLC. (Wilder-Doomes, Erin) (Entered: 06/03/2015)
06/03/2015	<u>23</u> (2 pgs; 2 docs)	Order Granting Motion For Leave to file Surreply in Opposition to Motion for Extension of Time Filed by Erin Wilder-Doomes on behalf of TSB Ventures, LLC (Related Doc # <u>21</u> ) Filed on 6/3/2015. (rcal) (Entered: 06/03/2015)
06/04/2015	<u>24</u> (78 pgs)	Response to Filed by Erin Wilder-Doomes on behalf of TSB Ventures, LLC RE: related document(s) <u>8</u> Motion to Extend Time filed by Debtor Thinkstream Incorporated of Delaware, <u>18</u> Memorandum/Brief filed by Debtor Thinkstream Incorporated of Delaware, <u>20</u> Order To Set or Continue Hearing/Conference, <u>21</u> Motion for Leave filed by Petitioning Creditor TSB Ventures, LLC, <u>23</u> Order on Motion for Leave. Hearing scheduled 6/8/2015 at 10:00 AM at 707 Florida St., Rm. 222. (Wilder-Doomes, Erin) (Entered: 06/04/2015)



06/04/2015	<u>25</u> (5 pgs)	Certificate of Service Filed by Erin Wilder-Doomes on behalf of TSB Ventures, LLC RE: related document(s) <u>24</u> Response filed by Petitioning Creditor TSB Ventures, LLC. (Wilder-Doomes, Erin) (Entered: 06/04/2015)
06/04/2015	<u>26</u> (43 pgs; 2 docs)	Answer to Complaint Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware (Attachments: # <u>1</u> Exhibit)(Gonzales, Edward) (Entered: 06/04/2015)
06/04/2015	<u>27</u> (1 pg)	Certificate of Service Filed by Edward Joseph Gonzales III (Gonzales, Edward) (Entered: 06/04/2015)
06/04/2015	<u>28</u> (2 pgs)	Statement of Corporate Ownership filed. Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware. (Gonzales, Edward) (Entered: 06/04/2015)
06/04/2015	<u>29</u> (1 pg)	Certificate of Service Filed by Edward Joseph Gonzales III (Gonzales, Edward) (Entered: 06/04/2015)
06/04/2015	<u>30</u> (47 pgs; 5 docs)	Answer to Complaint Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware. (Attachments: # <u>1</u> Exhibit # <u>2</u> CERTIFICATE OF SERVICE # <u>3</u> STATEMENT OF CORPORATE OWNERSHIP # <u>4</u> CERTIFICATE OF SERVICE) (Gonzales, Edward) (Entered: 06/04/2015)
06/05/2015		<b>NOTICE OF DEFICIENCY:</b> When filing the related document, the <b>INCORRECT CM/ECF EVENT</b> was selected. Please refile the document by selecting the correct CM/ECF event. If you are unsure as to which event to choose, please contact the clerk's office. Failure to correct this error within 7 days will result in the court's striking the document RE: related document(s) <u>26</u> Answer to Complaint filed by Debtor Thinkstream Incorporated of Delaware, <u>30</u> Answer to Complaint filed by Debtor Thinkstream Incorporated of Delaware. Deficiency Due by 6/12/2015. (jpoc) (Entered: 06/05/2015)
06/05/2015	<u>31</u> (43 pgs; 2 docs)	Answer to Complaint Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware. (Attachments: # <u>1</u> Exhibit) (Gonzales, Edward) (Entered: 06/05/2015)
06/05/2015	<u>32</u> (1 pg)	Certificate of Service Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware. (Gonzales, Edward) (Entered: 06/05/2015)
06/05/2015	<u>33</u> (2 pgs)	BNC Certificate of Mailing - Order RE: related document(s) <u>20</u> Order To Set or Continue Hearing/Conference. Notice Date 06/05/2015. (Admin.) (Entered: 06/06/2015)
06/05/2015	<u>34</u> (2 pgs)	BNC Certificate of Mailing - Order RE: related document(s) <u>23</u> Order on Motion for Leave. Notice Date 06/05/2015. (Admin.) (Entered: 06/06/2015)
06/08/2015	<u>35</u> (2 pgs)	Reply to Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware RE: related document(s) <u>8</u> Motion to Extend Time filed by Debtor Thinkstream Incorporated of Delaware. (Gonzales, Edward) (Entered: 06/08/2015)
06/08/2015		<b>NOTICE OF DEFICIENCY:</b> When filing the related document, the <b>INCORRECT CM/ECF EVENT</b> was selected. Please refile the document by selecting the correct CM/ECF event. If you are unsure as to which event to choose, please contact the clerk's office. Failure to correct this error within 7 days will result in the court's striking the document RE: related document(s) <u>31</u> Answer to Complaint filed by Debtor Thinkstream Incorporated of Delaware. Deficiency Due by 6/15/2015. (jpoc) (Entered: 06/08/2015)
06/08/2015	<u>37</u> (7 pgs)	Involuntary Answer. Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware. (Gonzales, Edward) Modified on 6/8/2015 (jpoc). (Entered: 06/08/2015)
06/08/2015		<b>MINUTE ENTRY:</b> 6/8/15 Hearing - <b>PRESENT:</b> EWilder-Doomes & RRichmond-TSB Ventures, LLC; EGonzales-dbaty; ELockridge-Rainbow Investments Co., et al. <b>RULING:</b> The court granted the debtor's motion to extend time to file pleadings through 6/8/15. The court ordered that all the rules of Part 7 of the Adversary Rules to apply in this

		case. Mrs. Wilder-Doomes shall file an expedited motion for hearing for partial Summary Judgment and ask the court set it for 7/6/15 at 2:00 p.m. (related document(s): <u>8</u> Motion to Extend Time filed by Thinkstream Incorporated of Delaware, <u>10</u> Response filed by TSB Ventures, LLC, <u>12</u> Response filed by Michael S. Chadwick, Grossman Family Limited Partnership, Kevin C. Kling GST Trust, Tom O'Leary, Rainbow Investments Company, John Zapalac, <u>24</u> Response filed by TSB Ventures, LLC) (Entered: 06/09/2015)
06/09/2015	<u>38</u> (3 pgs; 2 docs)	Scheduling Order Filed on 6/9/2015 Trial date set for 7/20/2015 at 02:00 PM at 707 Florida St., Rm. 222. (jpoc) (Entered: 06/09/2015)
06/11/2015	<u>39</u> (3 pgs)	BNC Certificate of Mailing - Order RE: related document(s) <u>38</u> Scheduling Order. Notice Date 06/11/2015. (Admin.) (Entered: 06/12/2015)
06/12/2015	<u>40</u> (376 pgs; 24 docs)	Motion For Summary Judgment ( <i>Partial</i> ) Regarding Whether TSB Ventures, LLC's Claims are Subject to a Bona Fide Disputed Under 11 U.S.C. § 303(b)(1) and (h)(1) Filed by Ryan James Richmond on behalf of TSB Ventures, LLC (Attachments: # <u>1</u> Affidavit of Jose S. Canseco, Manager of TSB Ventures, LLC # <u>2</u> Exhibit 1 - Assignment of Debentures and Warrants # <u>3</u> Exhibit 2 - TSB Loan Agreement # <u>4</u> Exhibit 3 - TSB Loan Note # <u>5</u> Exhibit 4 - TSB Amended Loan Agreement # <u>6</u> Exhibit 5 - 2010 Forbearance Agreement # <u>7</u> Exhibit 6 - Additional Note # <u>8</u> Exhibit 2012 Forbearance Agreement # <u>9</u> Exhibit 8 - 2014 Forbearance Agreement # <u>10</u> Exhibit 9 - TSB's State Court Petition (w/o exhibits) # <u>11</u> Exhibit 10 - Thinkstream's State Court Dilatory Exceptions of Vagueness and Ambiguity # <u>12</u> Exhibit 11 - Order Denying Thinkstream's Exceptions # <u>13</u> Exhibit 12 - Thinkstream's State Court Answer and Affirmative Defenses # <u>14</u> Exhibit 13 - Consent Judgment Executed by Thinkstream # <u>15</u> Exhibit 14 - Ex Parte Motion for Entry of Consent Judgment # <u>16</u> Exhibit 15 - Joint Motion to Dismiss 2014 Involuntary Case filed by Thinkstream # <u>17</u> Exhibit 16 - Order Dismissing 2014 Involuntary Case # <u>18</u> Exhibit 17 - Harris County Agreed Final Judgment # <u>19</u> Exhibit 18 - ERISA Judgment # <u>20</u> Exhibit 19 - Eleven Hundred Land Company Consent Judgment # <u>21</u> Exhibit 20 - State Court Discovery # <u>22</u> Exhibit 21 - Debentures # <u>23</u> Statement of Uncontested material Facts) (Richmond, Ryan) (Entered: 06/12/2015)
06/12/2015	<u>41</u> (4 pgs)	Motion ( <i>Request</i> ) for Judicial Notice Pursuant to Rule 201 of the Federal Rules of Evidence Filed by Ryan James Richmond on behalf of TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/12/2015)
06/12/2015	<u>42</u> (2 pgs)	Ex Parte Motion to Expedite Hearing on Motion for Partial Summary Judgment (ECF No. 40) and Request for Judicial Notice (ECF No. 41) Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>40</u> Motion for Summary Judgment filed by Petitioning Creditor TSB Ventures, LLC, <u>41</u> Generic Motion filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/12/2015)
06/12/2015	<u>43</u> (1 pg)	Certificate of Service Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>40</u> Motion for Summary Judgment filed by Petitioning Creditor TSB Ventures, LLC, <u>41</u> Generic Motion filed by Petitioning Creditor TSB Ventures, LLC, <u>42</u> Motion to Expedite Hearing filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/12/2015)
06/15/2015		<b>NOTICE OF DEFICIENCY:</b> When filing the related document, the <b>INCOMPLETE PDF</b> was attached. Please refile the document to include all pages. If the related document was a motion, please select the CM/ECF event Amended Motion and link to the motion that is being corrected. Failure to correct this error within 7 days will result in the court's striking the document. RE: related document(s) <u>43</u> Certificate of Service filed by Petitioning Creditor TSB Ventures, LLC. Deficiency Due by 6/22/2015. (csmi) (Entered: 06/15/2015)
06/15/2015	<u>44</u> (11 pgs)	Certificate of Service ( <i>Amended</i> ) Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>40</u> Motion for Summary Judgment filed by Petitioning Creditor TSB Ventures, LLC, <u>41</u> Generic Motion filed by Petitioning Creditor TSB Ventures, LLC, <u>42</u> Motion to Expedite Hearing filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/15/2015)
06/15/2015	<u>45</u>	Order Granting Motion To Expedite Hearing (Related Doc # <u>42</u> ) (RE: related

	(2 pgs; 2 docs)	document(s) <u>40</u> Motion for Summary Judgment filed by Petitioning Creditor TSB Ventures, LLC, <u>41</u> Motion (Request) for Judicial Notice Pursuant to Rule 201 of the Federal Rules of Evidence filed by Petitioning Creditor TSB Ventures, LLC) Filed on 6/15/2015. Hearing scheduled 7/6/2015 at 02:00 PM at 707 Florida St., Rm. 222. (csmi) (Entered: 06/15/2015)
06/17/2015	<u>46</u> (2 pgs)	BNC Certificate of Mailing - Order RE: related document(s) <u>45</u> Order on Motion to Expedite Hearing. Notice Date 06/17/2015. (Admin.) (Entered: 06/18/2015)
06/18/2015	<u>47</u> (34 pgs; 5 docs)	Emergency Motion to Appoint Trustee <i>During the Gap Period</i> Filed by J. Eric Lockridge of Kean Miller, Ryan James Richmond on behalf of TSB Ventures, LLC. (Attachments: # <u>1</u> Exhibit A - E-mail from Ed Gonzales # <u>2</u> Exhibit B - Letter from TSB's Attorney Regarding Interim Financing # <u>3</u> Exhibit C - Order from U.S. Bankruptcy Court for the District of Nevada Regarding Interim Chapter 11 Trustee # <u>4</u> Exhibit D - LA SOS Corporations Database) (Richmond, Ryan) (Entered: 06/18/2015)
06/18/2015	<u>48</u> (5 pgs)	Expedited Motion to Expedite Hearing <i>On Emergency Motion to Appoint Interim Chapter 11 Trustee During the Gap Period</i> Filed by J. Eric Lockridge of Kean Miller, Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>47</u> Motion to Appoint Trustee filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/18/2015)
06/18/2015	<u>49</u> (8 pgs)	Certificate of Service Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>47</u> Motion to Appoint Trustee filed by Petitioning Creditor TSB Ventures, LLC, <u>48</u> Motion to Expedite Hearing filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/18/2015)
06/19/2015	<u>50</u> (38 pgs; 2 docs)	Ex Parte Motion <i>for Authority to Serve Subpoenas Upon Barry L. Bellue, Sr., President and CEO of Thinkstream Inc. of Del., in his Individual Capacity, by Certified Mail</i> Filed by Ryan James Richmond on behalf of TSB Ventures, LLC. (Attachments: # <u>1</u> Exhibit - Declaration of Michael Thibodeaux, Process Server) (Richmond, Ryan) (Entered: 06/19/2015)
06/19/2015	<u>51</u> (5 pgs)	Certificate of Service Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>50</u> Generic Motion filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/19/2015)
06/19/2015	<u>52</u> (26 pgs)	Exhibit ( <i>Amended</i> ) Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>50</u> Generic Motion filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/19/2015)
06/19/2015	<u>53</u> (5 pgs)	Certificate of Service Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>52</u> Exhibit filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/19/2015)
06/19/2015	<u>54</u> (2 pgs; 2 docs)	Order Denying Ex Parte Motion to Serve Subpoenas Upon Barry L. Bellue, Sr. by Certified Mail (Related Doc # <u>50</u> ) Filed on 6/19/2015. (csmi) (Entered: 06/19/2015)
06/21/2015	<u>55</u> (2 pgs)	BNC Certificate of Mailing - Order RE: related document(s) <u>54</u> Order on Generic Motion. Notice Date 06/21/2015. (Admin.) (Entered: 06/22/2015)
06/22/2015	<u>56</u> (2 pgs; 2 docs)	Order Granting Motion To Expedite Hearing (Related Doc # <u>48</u> ) (RE: related document(s) <u>47</u> Motion to Appoint Trustee filed by Petitioning Creditor TSB Ventures, LLC) Filed on 6/22/2015. Hearing scheduled 7/6/2015 at 02:00 PM at 707 Florida St., Rm. 222. Oppositions and memoranda are due by July 2, 2015. (rcal) (Entered: 06/22/2015)
06/22/2015	<u>57</u> (5 pgs)	Certificate of Service Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>56</u> Order on Motion to Expedite Hearing. (Richmond, Ryan) (Entered: 06/22/2015)

06/22/2015	<u>58</u> (38 pgs; 5 docs)	Motion For Summary Judgment ( <i>Partial</i> ) That the Claims of the Texas Petitioning Creditors are Not Subject to a Bona Fide Dispute Under 11 USC 303, and Incorporated Memorandum in Support Filed by J. Eric Lockridge of Kean Miller on behalf of Michael S. Chadwick, Grossman Family Limited Partnership, Kevin C. Kling GST Trust, Tom O'Leary, Rainbow Investments Company, John Zapalac (Attachments: # <u>1</u> Exhibit 1 # <u>2</u> Exhibit 1-A # <u>3</u> Exhibit 1-B # <u>4</u> Statement of Uncontested Material Facts) (Lockridge, J.) (Entered: 06/22/2015)
06/22/2015	<u>59</u> (4 pgs)	Certificate of Service Filed by J. Eric Lockridge of Kean Miller on behalf of Michael S. Chadwick, Grossman Family Limited Partnership, Kevin C. Kling GST Trust, Tom O'Leary, Rainbow Investments Company, John Zapalac RE: related document(s) <u>58</u> Motion for Summary Judgment filed by Petitioning Creditor Grossman Family Limited Partnership, Petitioning Creditor Michael S. Chadwick, Petitioning Creditor Rainbow Investments Company, Petitioning Creditor Kevin C. Kling GST Trust, Petitioning Creditor John Zapalac, Petitioning Creditor Tom O'Leary. (Lockridge, J.) (Entered: 06/22/2015)
06/22/2015	<u>60</u> (2 pgs)	Notice of Hearing Filed by J. Eric Lockridge of Kean Miller on behalf of Michael S. Chadwick, Grossman Family Limited Partnership, Kevin C. Kling GST Trust, Tom O'Leary, Rainbow Investments Company, John Zapalac RE: related document(s) <u>58</u> Motion for Summary Judgment filed by Petitioning Creditor Grossman Family Limited Partnership, Petitioning Creditor Michael S. Chadwick, Petitioning Creditor Rainbow Investments Company, Petitioning Creditor Kevin C. Kling GST Trust, Petitioning Creditor John Zapalac, Petitioning Creditor Tom O'Leary. Hearing scheduled 7/15/2015 at 09:00 AM at 707 Florida St., Rm. 222. (Lockridge, J.) (Entered: 06/22/2015)
06/22/2015	<u>61</u> (4 pgs)	Certificate of Service Filed by J. Eric Lockridge of Kean Miller on behalf of Michael S. Chadwick, Grossman Family Limited Partnership, Kevin C. Kling GST Trust, Tom O'Leary, Rainbow Investments Company, John Zapalac RE: related document(s) <u>60</u> Notice of Hearing filed by Petitioning Creditor Grossman Family Limited Partnership, Petitioning Creditor Michael S. Chadwick, Petitioning Creditor Rainbow Investments Company, Petitioning Creditor Kevin C. Kling GST Trust, Petitioning Creditor John Zapalac, Petitioning Creditor Tom O'Leary. (Lockridge, J.) (Entered: 06/22/2015)
06/23/2015	<u>62</u> (5 pgs)	Witness List Filed by J. Eric Lockridge of Kean Miller, Erin Wilder-Doomes on behalf of TSB Ventures, LLC. (Wilder-Doomes, Erin) (Entered: 06/23/2015)
06/24/2015	<u>63</u> (5 pgs)	Certificate of Service Filed by Erin Wilder-Doomes on behalf of TSB Ventures, LLC RE: related document(s) <u>62</u> Witness List filed by Petitioning Creditor TSB Ventures, LLC. (Wilder-Doomes, Erin) (Entered: 06/24/2015)
06/24/2015	<u>64</u> (2 pgs)	BNC Certificate of Mailing - Order RE: related document(s) <u>56</u> Order on Motion to Expedite Hearing. Notice Date 06/24/2015. (Admin.) (Entered: 06/25/2015)
06/27/2015	<u>65</u> (81 pgs; 5 docs)	Emergency Motion for Entry of an Order Drawing Adverse Inferences, Excluding Witnesses and Exhibits, and Deeming Admitted Requests for Admission Filed by Ryan James Richmond on behalf of TSB Ventures, LLC. (Attachments: # <u>1</u> Exhibit A -- TSB's First Set of Discovery Requests (without exhibits thereto) # <u>2</u> Exhibit B -- Notice of LIMITED Rule 30(b)(6) Deposition # <u>3</u> Exhibit C -- Transcript from June 25, 2015 Limited Rule 30(b)(6) Deposition of Thinkstream Inc. of Del. # <u>4</u> Exhibit D -- E-mail from Edward Gonzales) (Richmond, Ryan) (Entered: 06/27/2015)
06/27/2015	<u>66</u> (5 pgs)	Emergency Motion to Expedite Hearing on Emergency Motion for Entry of an Order Drawing Adverse Inferences, Excluding Witnesses and Exhibits, and Deeming Admitted Requests for Admission Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>65</u> Generic Motion filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/27/2015)
06/29/2015	<u>67</u> (8 pgs)	Certificate of Service Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>65</u> Generic Motion filed by Petitioning Creditor TSB Ventures, LLC, <u>66</u> Motion to Expedite Hearing filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/29/2015)
06/29/2015	<u>68</u>	Motion to Withdraw as Attorney Filed by Edward Joseph Gonzales III on behalf of

	(2 pgs)	Thinkstream Incorporated of Delaware. (Gonzales, Edward) (Entered: 06/29/2015)
06/29/2015	<u>69</u> (2 pgs)	Motion to Expedite Hearing Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware. (Gonzales, Edward) (Entered: 06/29/2015)
06/29/2015	<u>70</u> (1 pg)	Certificate of Service Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware. (Gonzales, Edward) (Entered: 06/29/2015)
06/29/2015	<u>71</u> (1 pg)	Certificate of Service Filed by Edward Joseph Gonzales III on behalf of Thinkstream Incorporated of Delaware. (Gonzales, Edward) (Entered: 06/29/2015)
06/29/2015	<u>72</u> (1 pg)	Notice of Intent to Introduce Evidence Pursuant to L.R. 9013-3(a)(3) Filed by Ryan James Richmond on behalf of TSB Ventures, LLC (Richmond, Ryan) (Entered: 06/29/2015)
06/29/2015	<u>73</u> (5 pgs)	Certificate of Service Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>72</u> Notice filed by Petitioning Creditor TSB Ventures, LLC. (Richmond, Ryan) (Entered: 06/29/2015)
06/30/2015	<u>74</u> (2 pgs; 2 docs)	Order Granting Motion To Expedite Hearing (Related Doc # <u>69</u> ) (RE: related document(s) <u>68</u> Motion to Withdraw as Attorney filed by Debtor Thinkstream Incorporated of Delaware) Filed on 6/30/2015. Hearing scheduled 7/6/2015 at 02:00 PM at 707 Florida St., Rm. 222. (jpoc) (Entered: 06/30/2015)
06/30/2015	<u>75</u> (2 pgs; 2 docs)	Order Granting Motion To Expedite Hearing (Related Doc # <u>66</u> ) (RE: related document(s) <u>65</u> Generic Motion filed by Petitioning Creditor TSB Ventures, LLC) Filed on 6/30/2015. Hearing scheduled 7/6/2015 at 02:00 PM at 707 Florida St., Rm. 222. (jpoc) (Entered: 06/30/2015)
06/30/2015	<u>76</u> (5 pgs)	Certificate of Service Filed by Ryan James Richmond on behalf of TSB Ventures, LLC RE: related document(s) <u>75</u> Order on Motion to Expedite Hearing. (Richmond, Ryan) (Entered: 06/30/2015)

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