

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF FLORIDA

Case number (if known)

Chapter 7☐ 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 Alfred Angelo - The Bride's Studio, No. 3, Inc.
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) 22-3862083
4. Debtor's address

Principal place of business <u>1625 S. Congress Ave.</u> <u>Suite 400</u> <u>Delray Beach, FL 33445</u> Number, Street, City, State & ZIP Code <u>Palm Beach</u> 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
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5. Debtor's website (URL) www.alfredangelo.com
6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify: _____

Debtor **Alfred Angelo - The Bride's Studio, No. 3, Inc.**
Name

Case number (if known)

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>.4481

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?

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

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?

- ☐ No
- ☒ Yes.

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

Debtor	See Schedule 1	Relationship	_____
District	_____	When	_____
		Case number, if known	_____

Debtor **Alfred Angelo - The Bride's Studio, No. 3, Inc.**
Name

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☐ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☒ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☒ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor Alfred Angelo - The Bride's Studio, No. 3, Inc.
Name

Case number (if known) _____

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 07/13/2017
MM / DD / YYYYX Vanessa McIntosh
Signature of authorized representative of debtorVanessa McIntosh
Printed nameTitle Vice President, Finance**18. Signature of attorney**X Patricia A. Redmond & Drew M. Dillworth
Signature of attorney for debtorDate 7/14/2017
MM / DD / YYYYPatricia A. Redmond, Esquire and Drew M. Dillworth, Esquire
Printed nameStearns Weaver Miller Weissler Alhadeff & Sitterson, P.A.
Firm name150 West Flagler Street
Miami, FL 33130

Number, Street, City, State & ZIP Code

Contact phone 305-789-3200

Email address

predmond@stearnsweaver.com
ddillworth@stearnsweaver.com303739 FL & 7167835 FL

Bar number and State

Schedule 1

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

On the date hereof, each of the affiliated entities listed below filed a voluntary petition for relief under chapter 7 of the United States Code in the United States Bankruptcy Court for the Southern District of Florida.

Company
AA Florida Bridal Retail Company, LLC
DJ Fashions, LLC
Alfred Angelo - The Brides Studio No. 3, Inc.
Hacienda Brides
BridesMart, LP
AA Bridal, LLC
AA Bridal Northeast, LLC
AA Bridal Midwest, LLC
AA Bridal Nebraska, LLC
Alfred Angelo Newco, Inc.
Alfred Angelo (Australia) Pty, Ltd.
Alfred Angelo Canada ULC
Alfred Angelo Investment China I
Alfred Angelo Investment China III
PF International, Inc.
Piccione Fashions Ltd
Piccione Fashions UK LTD
Zhuhai Haiping Wedding DRESS Design LTD
Alfred Angelo Investment Company, Limited (Hong Kong)

**ALFRED ANGELO NEWCO, INC.
CORPORATE RESOLUTION**

A special meeting of the Board of Directors of ALFRED ANGELO NEWCO., INC., a Delaware corporation ("**Company**"), was held on July 10, 2017 at 10:00 a.m., telephonically, pursuant to notice (and waiver of further notice) of said meeting agreed to by directors; and the purpose of this meeting was to authorize the Company to take whatever steps necessary with respect to its financial condition, including, without limitation, the filing of a voluntary chapter 7 bankruptcy and also to retain the law firms of (a) Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A. ("**SWM**") as counsel for the Company, and (b) Development Specialists, Inc. ("**DSI**") as financial consultant.

Upon motion duly made, seconded and passed, it was:

RESOLVED that the undersigned, adopt these Resolutions, notwithstanding any term(s) or provision(s) ("**Provisions**") of any agreement(s) or understanding(s) to the contrary to which the Company is a party, whether written or verbal ("**Other Agreements**"), and to the extent there are any such Other Provisions or Other Agreements, direct that these Resolutions shall control, supersede and replace such Other Provisions, and any such Other Agreements are modified to reflect the terms and provisions set forth in these Resolutions.

BE IT FURTHER RESOLVED that the undersigned, on behalf of the Company authorize and empower, Vanessa McIntosh, as Vice President ("**Authorized Officer**"), to file a voluntary petition for relief under Chapter 7 of the Bankruptcy Code in the United States Bankruptcy Court for the Southern District of Florida ("**Bankruptcy Court**") on behalf of the Company and its subsidiaries,¹ which filings be and the same are approved ("**Chapter 7 Cases**"); and

¹ Alfred Angelo - The Company Store, Inc.; Alfred Angelo - The Brides Studio No. 1, Inc.; Alfred Angelo - The Brides Studio No. 2, Inc.; Piccione Fashions UK LTD; PF International, Inc.; Piccione Fashions Ltd; Alfred Angelo de Mexico; Alfred Angelo de Peru; Alfred Angelo Investment Company, Limited; Zhuhai Free Trade Zone Bai Jing Fashions Company Limited; DJ Fashions, LLC; Alfred Angelo - The Brides Studio No. 3, Inc.; Hacienda Brides Inc.; Alfred Angelo - The Bride's Studio No. 4, LLC; BridesMart, LP; Alfred Angelo Pty, Ltd; AA Bridal, LLC; Fu Yang Alfred Angelo Company Limited; Alfred Angelo - The Bride's Studio No. 5, LLC; AA Florida Bridal Retail, LLC; DZ Holding Company, LLC; ZN, LLC; AA Bridal Northeast, LLC; AA Bridal Midwest, LLC; Shantou Pak King Garment Company Limited; AA Bridal Nebraska, LLC; Changde City Alfred Angelo Garment Company Limited; Zhuhai Haipeng Wedding DRESS, Ltd.; Alfred Angelo Canada ULC; Alfred Angelo (Australia) Pty. Ltd.; Alfred Angelo Investment China I; Alfred Angelo Investment China III; Alfred Angelo Investment Company, Limited (Hong Kong) ("**Subsidiaries**").

BE IT FURTHER RESOLVED that the Authorized Officer is authorized and directed, in the name of the Company and Subsidiaries and on their behalf, (a) to execute any and all documentation related to the Chapter 7 Cases, including but not limited to the Voluntary Petitions, Disclosures, Schedules and Statements of Financial Affairs, (b) to attend any meetings, including the Meeting of Creditors, and hearings related to the Chapter 7 Cases, and (c) to take any and all actions necessary to comply with the duties and obligations of the Company with respect to the Chapter 7 Cases, as the Authorized Officer may deem necessary.

BE IT FURTHER RESOLVED that the Authorized Officer is authorized and directed, in the name of the Company and Subsidiaries and on their behalf, to retain Patricia A. Redmond and the law firm of Stearns Weaver Miller Weissler Alhadeff & Sitterson, P.A. as general bankruptcy counsel to render legal services to, and to represent the Company and Subsidiaries in connection with the Chapter 7 Cases and any other matters in connection therewith, including without limitation, in the preparation of the Chapter 7 Cases and all proceedings related thereto; and

BE IT FURTHER RESOLVED that the Authorized Officer is authorized and directed, in the name of the Company and Subsidiaries and on their behalf, to retain Joseph J. Luzinski and the firm of Development Specialists, Inc. as financial consultant to render financial services to, and to assist the Company and Subsidiaries in connection with the Chapter 7 Cases and any other matters in connection therewith, including without limitation, in the preparation of the Chapter 7 Cases and all proceedings related thereto; and

BE IT FURTHER RESOLVED, that the Authorized Officer is authorized, empowered and directed to do all things and to take all actions which such officer may deem necessary or advisable to accomplish the purposes and intent of the foregoing resolutions; and


BE IT FURTHER RESOLVED, that any and all actions previously taken by the Authorized Officer, any director, member, manager, officer, employee or agent of the Company and Subsidiaries regarding or related to the subject matter of any and all of the foregoing resolutions are ratified, confirmed and approved in all respects.

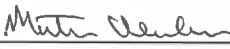
BE IT FURTHER RESOLVED that the foregoing Resolutions were duly enacted at a meeting of the Board of Directors called for that purpose and held in accordance with the articles of incorporation and bylaws of the Company and Subsidiaries and the laws of the states and/or countries of their respective incorporation; that the directors of the Company and Subsidiaries

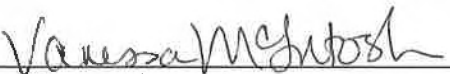
have full power and authority to bind the Company and Subsidiaries pursuant thereto; and that these Resolutions are in full force and effect as of the date hereof, and have not been altered, modified or rescinded.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal for the purposes herein expressed.

ALFRED ANGELO NEWCO, INC.

By: 
Name: RICHARD ANDROS
Title: CEO

By: 
Name: Christine Weinberg
Title: CFO

By: 
Name: Vanessa McIntosh
Title: VP, Finance

**United States Bankruptcy Court
Southern District of Florida**

In re Alfred Angelo - The Bride's Studio, No. 3, Inc.

Debtor(s)

Case No.

Chapter

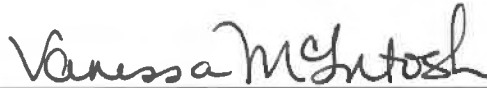
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VERIFICATION OF CREDITOR MATRIX

I, the Vice President, Finance of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date:

7/13/2017



Vanessa McIntosh/Vice President, Finance
Signer/Title

02_Alfred Angelo The Brides Studio No. 3 CREDITOR
FINANCIAL TRANSACTION SERVICES, LLC D/B/
1000 CONTINENTAL DRIVE, SUITE 600
KING OF PRUSSIA, PA 19460

FSJC V, LLC, AS ADMINISTRATIVE AGENT
1700 E PUTNAM AVE.
SUITE 207
OLD GREENWICH, CT 06870

FSJC V, LLC, AS ADMINISTRATIVE AGENT
FSJC OFF V, LLC
1700 E PUTNAM AVE.
SUITE 207
OLD GREENWICH, CT 06870

FSJC V, LLC, AS ADMINISTRATIVE AGENT
FSJC ON V, LLC
1700 E PUTNAM AVE.
SUITE 207
OLD GREENWICH, CT 06870