

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF OHIO

Case number (if known) _____ Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/22

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

1. Debtor's name Hallmark Lighting, 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) 26-1532514

4. Debtor's address	Principal place of business	Mailing address, if different from principal place of business
	<u>9631 De Soto Avenue</u> <u>Chatsworth, CA 91311</u> Number, Street, City, State & ZIP Code	<u>370 Falls Commerce Parkway</u> <u>Cuyahoga Falls, OH 44224</u> P.O. Box, Number, Street, City, State & ZIP Code
	<u>Los Angeles</u> County	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>.

3351

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

☐ Chapter 7

☐ Chapter 9

☒ Chapter 11. Check all that apply:

☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 04/01/25 and every 3 years after that).

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

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

☐ A plan is being filed with this petition.

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

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

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

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years? ☒ No. ☐ Yes.

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.

Debtor Hallmark Lighting, LLC Case number (if known) _____
Name

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

Debtor SEE ATTACHED SCHEDULE 1 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
- | | | |
|--|--|--|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

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

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

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF OHIO

Case number (if known)

Chapter 11

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Request for Relief, Declaration, and Signatures

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

17. Declaration and signature of authorized representative of debtor

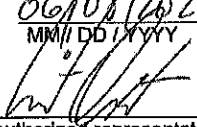
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

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

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

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

Executed on 06/08/2022
MM/DD/YYYY

X 
Signature of authorized representative of debtor

Amit Dixit
Printed name

Title Vice President

18. Signature of attorney

X 
Signature of attorney for debtor

Date 06/08/2022
MM/DD/YYYY

Marc B. Merklin 0018195
Printed name

Brouse McDowell, LPA
Firm name

388 S. Main Street, Suite 500
Akron, OH 44311
Number, Street, City, State & ZIP Code

Contact phone 330-535-5711 Email address mmerklin@brouse.com

0018195 OH
Bar number and State

SCHEDULE 1

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

As of the date hereof, each of the entities listed below (the “Debtors”) filed a petition in this Court for relief under chapter 11 of title 11 of the United States Bankruptcy Code. The Debtors will move for joint administration of these cases under the case number assigned to the chapter 11 case of American De Rosa Lamparts, LLC.

1. American De Rosa Lamparts, LLC
2. Luminance Acquisition, LLC
3. SV-ADL Holdings, LLC
4. ADL International, LLC
5. Hallmark Lighting, LLC

Fill in this information to identify the case:	
Debtor name	Hallmark Lighting, LLC
United States Bankruptcy Court for the:	NORTHERN DISTRICT OF OHIO
Case number (if known):	

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

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

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of 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
-NONE-						

**JOINT ACTION BY WRITTEN CONSENT
OF THE SOLE MEMBER AND THE BOARD OF MANAGERS OF
HALLMARK LIGHTING, LLC**

Pursuant to the authority contained in Section 18-302 of the Delaware Limited Liability Company Act, the undersigned, being the Sole Member and the Managers of Hallmark Lighting, LLC, a Delaware limited liability company (the "Company"), do hereby take and adopt the following actions by their written consent without a meeting, effective as of **June 3, 2022**:

RESOLVED, that in the judgment of the Sole Member and the Managers, it is in the best interests of the Company that the Company commence a chapter 11 case by filing a voluntary petition seeking reorganization of its business, financial and other affairs under the provisions of chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and

RESOLVED, that Steven Rosen, Vice President, of the Company be and hereby is, authorized and empowered on behalf of, and in the name of, the Company to execute and verify or certify a petition under chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Northern District of Ohio (the "Bankruptcy Court") at such time as said authorized officer executing the same shall determine; and

RESOLVED, that the appropriate officers of the Company be, and they hereby are, authorized and empowered on behalf of, and in the name of, the Company to execute and file all petitions, schedules, lists, and other papers and to take any and all actions that any of the authorized officers may deem necessary, proper or desirable in connection with the chapter 11 case, with a view to the successful prosecution of the case; and

RESOLVED, that the law firm of Brouse McDowell, LPA shall continue to be employed as attorneys for the Company in the Company's chapter 11 case; and

RESOLVED, that the appropriate officers be, and hereby are, authorized and empowered on behalf of, and in the name of the Company to retain and employ other attorneys, investment bankers, accountants, financial advisors and other professionals to assist in the Company's chapter 11 case and on such terms as are deemed necessary, proper or desirable; and

RESOLVED, that the Company, prior to the chapter 11 case and subsequent thereto as debtor and debtor-in-possession, be, and hereby is, authorized to borrow funds from a lender or lenders on terms as the appropriate officer of the Company deems appropriate, to obtain the use of cash collateral and/or debtor-in-possession financing, in such amounts, and on such terms as may be approved by any one or more of the officers as reasonably necessary for the continuing conduct of the affairs of the Company, and to grant security interests in and liens upon all or substantially all of the Company's assets as may be deemed necessary by any one or more of the officers in connection with such borrowings or the use of such cash collateral; and

RESOLVED, that the officers be, and each of them hereby is, authorized and empowered to execute and deliver for and on behalf of the Company, as debtor and debtor-in-possession, such agreements, instruments and any and all other documents and amendments necessary or appropriate to facilitate the transactions contemplated by the

foregoing resolution, containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or appropriate by the officer or officers so acting; and

RESOLVED, that the appropriate officers of the Company and any employees or agents (including counsel) designated by or directed by any such officers, be, and each hereby is, authorized and empowered on behalf of, and in the name of, the Company to cause the Company to file such plans of reorganization or conduct a sale under Section 363 of the Bankruptcy Code as may be authorized by the undersigned, and any and all authorized modifications, supplements or amendments thereto, and such other agreements, instruments and documents as may be necessary, appropriate or desirable in connection with such plans and to make such motions and other filings with the Bankruptcy Court, and do all other things, as may be or become necessary, appropriate or desirable for the successful confirmation of such plans; and

RESOLVED, that the appropriate officers of the Company, and agents (including counsel) designated by or directed by any such officers be, and each hereby is, authorized and empowered to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform, such agreements, instruments, motions, affidavits, applications for approvals or filings of governmental or regulatory authorities, certificates and other documents, and to take such other actions, as in the judgment of such officer shall be or become necessary, proper and desirable to prosecute to a successful completion the chapter 11 case, to effectuate the restructuring of the debt, other obligations, organizational form and structure and ownership of the Company consistent with the foregoing resolutions 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; and

RESOLVED, that any and all past actions heretofore taken by officers, Managers and the Sole Member of the Company in the name of and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are ratified, approved and adopted in their entirety.

These resolutions may be executed in one or more counterparts, each of which shall be deemed to be an original copy of these resolutions and all of which, when taken together, shall be deemed to constitute one and the same resolution. Signatures transmitted by facsimile or electronic means shall be deemed to be their original signatures for all purposes.

[signature page follows]

IN WITNESS WHEREOF, the undersigned Sole Member and the Managers of said Company have signed and sealed this resolution, as of the date first written above.

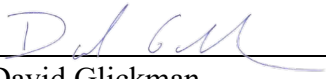
MANAGERS:




Steven Rosen




Ron Cozean



David Glickman




Anthony Pyros



Himanshu Amin

SOLE MEMBER:

Luminance Holdco, Inc.



By: Steven H. Rosen
Its: President

1440415

**United States Bankruptcy Court
Northern District of Ohio**

In re Hallmark Lighting, 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
Luminance Holdco, Inc. 25101 Chagrin Blvd., Suite 350 Cleveland, OH 44122		100%	

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Vice President** 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 June 8, 2022

Signature



Amit Dixit

*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.*

**United States Bankruptcy Court
Northern District of Ohio**

In re **Hallmark Lighting, LLC**

Debtor(s)

Case No.

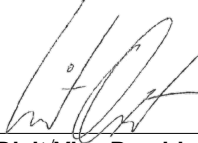
Chapter

11

VERIFICATION OF CREDITOR MATRIX

I, the Vice President 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: June 8, 2022



Amit Dixit/Vice President
Signer/Title

Hallmark Lighting, LLC -

Dell Financial Services L.L.C.
Mail Stop-PS2DF-23
One Dell Way
Round Rock, TX 78682

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

Internal Revenue Service
Insolvency Group 6
1240 E. Ninth Street, Room 493
Cleveland, OH 44199

Luminance Investment Holdings, LLC
25101 Chagrin Blvd., Suite 350
Cleveland, OH 44122

Office of U.S. Attorney
Attn: Bankruptcy Section
Carl B. Stokes U.S. Court House
801 W. Superior Avenue, Ste 400
Cleveland, OH 44113

Ohio Attorney General
Collections Enforcement Section
Attn: Bankruptcy Unit
30 E. Broad Street, 14th Floor
Columbus, OH 43215

Ohio Department of Taxation
Attn: Bankruptcy Division
PO Box 530
Columbus, OH 43216-0530

PNC Bank, National Association
500 First Avenue
Pittsburgh, PA 15219

PNC Bank, National Association
Attn: Andrew Salmon
1900 E. Ninth Street, 9th Floor
Cleveland, OH 44114

Hallmark Lighting, LLC -

The Resilience Fund IV, L.P.
25101 Chagrin Blvd., Suite 350
Cleveland, OH 44122

The Resilience Fund IV-A, L.P.
25101 Chagrin Blvd., Suite 350
Cleveland, OH 44122