

Cause No. 01-23-00618-CV

|                              |   |                         |
|------------------------------|---|-------------------------|
| GREAT VALUE STORAGE, LLC and | § | IN THE COURT OF APPEALS |
| WORLD CLASS CAPITAL          | § |                         |
| GROUP, LLC,                  | § |                         |
|                              | § |                         |
| <i>Appellants,</i>           | § |                         |
| <i>v.</i>                    | § | FIRST DISTRICT OF TEXAS |
|                              | § |                         |
| PRINCETON CAPITAL            | § |                         |
| CORPORATION,                 | § |                         |
|                              | § |                         |
| <i>Appellee,</i>             | § | HOUSTON, TEXAS          |

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**RECEIVER'S RESPONSE TO  
APPELLANTS' SEPTEMBER 19, 2023 LETTER TO COURT TO  
DELAY DETERMINATION OF JURISDICTION**

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TO THE HONORABLE FIRST COURT OF APPEALS:

“As jurisdictional questions go to the heart of a court’s power to decide a dispute, we begin there.”

— *Buzbee v. Clear Channel Outdoor, LLC*, 616 S.W.3d 14, 21 (Tex. App.—Houston [14th Dist.] 2020, no pet.).

The Receiver, Mr. Seth Kretzer, respectfully asks the Court to deny Appellants’ letter request to delay addressing jurisdiction until briefs are filed next year. The Court should determine now whether it possesses jurisdiction.

As mentioned in Receiver’s motion to dismiss, this is an appeal by a collection of insolvent shell companies controlled by Nate Paul (“Shell Company Appellants”).

One of the Shell Company Appellants, WC Paradise Cove Marina, LP, is presently in chapter 11 bankruptcy. Paul has not obtained permission of the Trustee or the Bankruptcy Court for leave to pursue this appeal for this entity.<sup>1</sup>

The charters of three of the entities, WC 4<sup>th</sup> and Rio Grande, LP, WC 4<sup>th</sup> and Colorado, LP, and WC Parmer 93, LP, were forfeited by the Texas Secretary of State.<sup>2</sup>

For the two primary Appellants, World Class Capital Group, LLC (“WCCG”) and Great Value Storage, LLC (“GVS”), Paul and his bookkeeper filed affidavits in this Court

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<sup>1</sup> See *In re WC Paradise Cove Marina, LP*, No. 23-10731-hcm (W.D. Tex. Bankr.) (**Exhibit 1**, docket sheet).

<sup>2</sup> Forfeiture pursuant to Section 171.309 of the Texas Tax Code of WC 4<sup>th</sup> and Rio Grande, LP, Tex. Sec’y State (July 28, 2023) (**Exhibit 2**); Forfeiture, WC 4<sup>th</sup> and Colorado, LP, Tex. Sec’y State (June 24, 2022) (**Exhibit 3**); Forfeiture, WC Parmer 93, LP, Tex. Sec’y State (July 28, 2023) (**Exhibit 4**).

in the Related Appeal and in the district court that these entities have long been insolvent.<sup>3</sup>

Paul stripped the entities of cash and assets years ago.<sup>4</sup>

Nevertheless, Shell Company Appellants ask the Court to delay addressing the Court's jurisdiction until next year, after the expensive and voluminous record is obtained and expanded word count briefs filed.

“As jurisdictional questions go to the heart of a court's power to decide a dispute, we begin there.”<sup>5</sup> “As jurisdictional questions go to the heart of a court's power to decide a dispute, we begin with appellants' challenge to HBP's standing.”<sup>6</sup>

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<sup>3</sup> In Related Appeal No. 01-21-00284-CV, on November 15, 2021, Appellant Great Value Storage, LLC (“GVS”) filed the affidavit of Barbie Lee, “bookkeeper,” who testified that GVS is insolvent. *See GVS Letter*, Nov. 15, 2021, No. 01-21-00284-CV, Exhibit 1, Declaration of Barbie Lee (**Exhibit 7**). On December 31, 2021, Appellants GVS and World Class Capital Group, LLC (“WCCG”) filed affidavits of Ms. Lee and Mr. Paul, who testified that GVS and WCCG are defunct, owning nothing but debts and old furniture. *See Appellants' Interim Status Report*, No. 01-21-00284-CV (Dec. 31, 2021), Exhibits H, J and K, *Declarations of Barbie Lee and Natin Paul*; *see also* Declaration of Nate Paul “under penalty of perjury” at 2-3, No. 2019-18855, Dec. 14, 2021; *Exhibit 1*, Image No.: 99431223; *Princeton Capital Corp.'s Motion to Show Cause and Motion for Sanctions*, Image No. 100524048, filed 2/22/22 (supplemental record in related appeal 01-21-00284-CV). On April 18, 2022, in related appeal 01-21-00284-CV, however, Receiver explained why GVS and WCCG no longer have assets, documenting that Paul misappropriated more than \$87 million from WCCG and \$9 million from GVS. *See Brief of the Receiver*, No. 01-21-00284-CV (Apr. 18, 2022). Barbie Lee's and Nate Paul's affidavits are attached herein at **Exhibits 5, 6, 7**.

<sup>4</sup> *See* Receiver's Report, *supra*, Exhibit 7 to *Receiver's Motion to Dismiss for Want of Jurisdiction*, No. 01-23-00618-CV (Sept. 10, 2023).

<sup>5</sup> *Buzbee v. Clear Channel Outdoor, LLC*, 616 S.W.3d 14, 21 (Tex. App.—Houston [14th Dist.] 2020, no pet.) (citing *Unifund CCR Partners v. Villa*, 299 S.W.3d 92, 95 (Tex. 2009)).

<sup>6</sup> *Comcast Corp. v. Hous. Baseball Partners LLC*, 627 S.W.3d 398, 407-408 (Tex. App.—Houston [14th Dist.] 2021), *aff'd*, 671 S.W.3d 907 (Tex. 2023) (also citing *Unifund CCR Partners*).

By asking the Court to carry Receiver’s *Motion to Dismiss for Want of Appellate Jurisdiction* over through merits briefing, Appellants ask this Court to *end* its inquiry with the jurisdictional determination, rather than address at the inception of Appellants’ appeal.

But the law in Texas is unambiguous: “[a] court can—and if in doubt, must—raise standing on its own at any time.”<sup>7</sup> Since standing can be raised at any time, and it is being raised now by the Receiver, it is difficult to understand how this Court’s decisional process would be aided by delaying this essential determination until after expensive and time-consuming record acquisition and merits briefing. Particularly as this Court already has a full record in the Related Appeal, No. 01-21-00284-CV, including the full Settlement Agreement in both appeals.

Appellants’ letter requests an increase in the number of words for their briefs. But Princeton does not need many words at all. It has told this Court—twice—that the outcome of this appeal “will not have any effect on Princeton or its final settlement.”<sup>8</sup>

The Court should dismiss this appeal for want of jurisdiction. Doing so now will functionally: (1) end two years of litigation in this Court; (2) avoid another two years; (3)

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<sup>7</sup> *Allen v. United Servs. Auto. Ass’n*, No. 01-20-00305-CV, 2020 Tex. App. LEXIS 10131, \*13 (Tex. App.—Houston [1st Dist.] Dec. 22, 2020, no pet.) (Countiss, J.).

<sup>8</sup> Princeton’s Response to Court’s June 1, 2023 Order, No. 01-21-00284-CV at 2 (June 16, 2023) (“The motion for rehearing . . . will not have any effect on Princeton or its final settlement.”); *accord* Princeton’s Response to Court’s March 30, 2023 Order, No. 01-21-00284-CV (Apr. 10, 2023).

resolve Paul's collateral attacks currently pending before the Third,<sup>9</sup> Eighth,<sup>10</sup> and Fourteenth<sup>11</sup> Courts of Appeals; (4) prevent additional collateral attacks by Paul on the District Court's receivership order, already affirmed by this Court on direct appeal,<sup>12</sup> (5) avoid further loss of this Court's judicial resources; (6) prevent Paul Shell Company Appellants' deluge of groundless and carbon-copy pleadings against third-party secured creditors and Receiver in the 165<sup>th</sup> District Court severed caused number, 2019-18855A; (7) facilitate the U.S. Bankruptcy Court, Northern District of Texas, Dallas Division, which is awaiting the 165<sup>th</sup> District Court's August 2, 2023 order authorizing release of funds on reserve in the Great Value Storage bankruptcy case, the only remaining task for case closure in that federal court; (8) facilitate the release and distribution terms of the global Settlement Agreement executed between Princeton and Paul and his shell companies; and (9) allow Princeton to inform the SEC and shareholders that all Paul / World Class litigation has ended.

Receiver respectfully asks the Court to dismiss this appeal for want of jurisdiction.

Respectfully submitted this 20 day of  
September 2023,

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<sup>9</sup> *World Class Capital Group, LLC and WC 4th and Colorado, LP v. Colorado Third Street, LLC*, No. 03-22-00781-CV (Tex. App.—Austin).

<sup>10</sup> *See WC 4th & Rio Grande, LP v. La Zona Rio, LLC*, No. 08-22-00225-CV (Tex. App.—El Paso); *WC 4th & Rio Grande, LP v. La Zona Rio, LLC*, No. 08-22-00073-CV (Tex. App.—El Paso).

<sup>11</sup> *WC 4<sup>th</sup> and Colorado, LP v. Colorado Third Street, LLC*, No. 14-22-00764-CV (Tex. App.—Houston [14<sup>th</sup> Dist.]).

<sup>12</sup> Memorandum Opinion and Judgment, *Great Value Storage, LLC, et al., v. Princeton Capital Corporation*, No. 01-21-00284-CV (Apr. 20, 2023), rehearing denied, July 27, 2023).

*/s/ Seth Kretzer*

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**SETH KRETZER**  
SBN: 24043764

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Houston, TX 77002  
(713) 775-3050 (office)  
Email: [seth@kretzerfirm.com](mailto:seth@kretzerfirm.com)

RECEIVER

*/s/ James W. Volberding*

By: \_\_\_\_\_  
**JAMES W. VOLBERDING**  
SBN: 00786313

**KRETZER & VOLBERDING P.C.**  
Plaza Tower  
110 North College Avenue  
Suite 1850  
Tyler, Texas 75702  
(903) 597-6622 (Office)  
(903) 913-7130 (Fax)  
email: [jamesvolberding@gmail.com](mailto:jamesvolberding@gmail.com)

ATTORNEY FOR RECEIVER

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of this document has been delivered this September 20, 2023 (by court electronic filing only) to all counsel of record in cause 01-23-00618-CV.

*/s/ James W. Volberding*

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**JAMES W. VOLBERDING**

**CERTIFICATE OF COMPLIANCE**

As required by Texas Rule of Appellate Procedure 9.4, I certify that the number of words in this pleading is 1,156, measured from page one through the conclusion, according to Word. This pleading was prepared with Microsoft Word for Apple, version 16.51.

*/s/ James W. Volberding*

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**JAMES W. VOLBERDING**

**U.S. Bankruptcy Court  
Western District of Texas (Austin)  
Bankruptcy Petition #: 23-10731-hcm**

**EXHIBIT 1**

Assigned to: Bankruptcy Judge H. Christopher Mott  
Chapter 11  
Voluntary  
Asset

Date filed: 09/04/2023

341 meeting: 09/29/2023

Deadline for filing claims: 12/28/2023

**Debtor**

**WC Paradise Cove Marina, LP, Debtor**

814 Lavaca Street  
Austin, TX 78701  
TRAVIS-TX  
Tax ID / EIN: 26-4383931

represented by **Ron Satija**

Hayward PLLC  
7600 Burnet Road, Suite 530  
Austin, TX 78757  
(737) 881-7102  
Fax : (972) 755-7100  
Email: rsatija@haywardfirm.com

| #  | Docket Text  | Date Filed |
|----|--|------------|
| 1  | Voluntary Petition under Chapter 11 (Non-Individual) Without Schedules, Without Statement of Financial Affairs, Without Attorney Disclosure of Compensation ( Filing Fee: \$ 1738, ) Filed By WC Paradise Cove Marina, LP. -Declaration for Electronic Filing due by 09/11/2023 Chapter 11 Plan Due by 01/2/2024. Disclosure Statement due by 1/2/2024, (Satija, Ron)  | 09/04/2023 |
| 2  | Notice of Appearance and Request for Service of Notice filed by Jason A. Starks for Creditor Travis County. (Starks, Jason)  | 09/05/2023 |
| 3  | Order Reassigning Case. Shad Robinson terminated from the case, Judge H. Christopher Mott assigned to case. (Order entered on 9/5/2023) (Schoener, Lauren)   | 09/05/2023 |
|    | Notice of Appearance and Request for Notice (no PDF) Filed by UST John C. Roy (Roy, John)  | 09/05/2023 |
|    | Filing Fee Paid In Full ( Receipt # A23894044, Fee Amount \$ 1,738.00) (Related Document(s): 1 Voluntary Petition under Chapter 11 (Non-Individual) Without Schedules, Without Statement of Financial Affairs, Without Attorney Disclosure of Compensation ( Filing Fee: \$ 1738, ) Filed By WC Paradise Cove Marina, LP. -Declaration for Electronic Filing due by 09/11/2023 Chapter 11 Plan Due by 01/2/2024. Disclosure Statement due by 1/2/2024,) (Turner, Blayne)   | 09/06/2023 |
| 4  | Notice of Appearance and Request for Service of Notice filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC. (English, Eric)   | 09/06/2023 |
| 5  | Notice of Appearance and Request for Service of Notice filed by Kimberly A. Walsh for Creditor Texas Comptroller of Public Accounts, Revenue Accounting Division. (Walsh, Kimberly)  | 09/06/2023 |
| 6  | 20 Largest Unsecured Creditors List filed by Ron Satija for Debtor WC Paradise Cove Marina, LP. (Satija, Ron)  | 09/06/2023 |
| 7  | Creditor Matrix filed by Ron Satija for Debtor WC Paradise Cove Marina, LP. (Satija, Ron)  | 09/06/2023 |
| 8  | Declaration for Electronic Filing (Restricted Document) filed by Ron Satija for Debtor WC Paradise Cove Marina, LP. (Satija, Ron) (Related Document(s): 1 Voluntary Petition under Chapter 11 (Non-Individual) Without Schedules, Without Statement of Financial Affairs, Without Attorney Disclosure of Compensation ( Filing Fee: \$ 1738, ) Filed By WC Paradise Cove Marina, LP. -Declaration for Electronic Filing due by 09/11/2023 Chapter 11 Plan Due by 01/2/2024. Disclosure Statement due by 1/2/2024,, 6 20 Largest Unsecured Creditors List filed by Ron Satija for Debtor WC Paradise Cove Marina, LP., 7 Creditor Matrix filed by Ron Satija for Debtor WC Paradise Cove Marina, LP.) | 09/06/2023 |
| 9  | 341 Meeting of Creditors Set For 9/29/2023 at 10:00 AM at Via Phone: (866)711-2282; Code: 3544189#- Proofs of Claim Due 12/28/2023 (Schoener, Lauren)  | 09/07/2023 |
| 10 | Motion for Relief from Stay ( Filing Fee: \$ 188.00 ) filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1 # 2 Exhibit A-1 # 3 Exhibit A-2 # 4 Exhibit A-3 # 5 Exhibit A-4 # 6 Exhibit A-5 # 7 Exhibit A-6 # 8 Exhibit A-7 # 9 Exhibit A-8 # 10 Exhibit A-9 # 11 Exhibit 2 - Proposed Order)(English, Eric)  | 09/07/2023 |
|    | ICC-Fee Terminated for Motion Relief from Stay( 23-10731-hcm) [motion,mrlfsty] ( 188.00), Amount \$ 188.00, Receipt A23901255 (re:Doc# 10) (U.S. Treasury)   | 09/07/2023 |
| 11 | Motion to Expedite Hearing filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1) (English, Eric) (Related Document(s): 10 Motion for Relief from Stay ( Filing Fee: \$ 188.00 ) filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1 # 2 Exhibit A-1 # 3 Exhibit A-2 # 4 Exhibit A-3 # 5 Exhibit A-4 # 6 Exhibit A-5 # 7 Exhibit A-6 # 8 Exhibit A-7 # 9 Exhibit A-8 # 10 Exhibit A-9 # 11 Exhibit 2 - Proposed Order))  | 09/07/2023 |



| #  | Docket Text  | Date Filed |
|----|--|------------|
| 12 | Motion to Expedite Hearing filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1) (English, Eric) (Related Document(s): 10 Motion for Relief from Stay ( Filing Fee: \$ 188.00 ) filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1 # 2 Exhibit A-1 # 3 Exhibit A-2 # 4 Exhibit A-3 # 5 Exhibit A-4 # 6 Exhibit A-5 # 7 Exhibit A-6 # 8 Exhibit A-7 # 9 Exhibit A-8 # 10 Exhibit A-9 # 11 Exhibit 2 - Proposed Order))  | 09/07/2023 |
| 13 | BNC Certificate of Mailing (Related Document(s): 3 Order Reassigning Case. Shad Robinson terminated from the case, Judge H. Christopher Mott assigned to case. (Order entered on 9/5/2023)) Notice Date 09/07/2023. (Admin.)   | 09/07/2023 |
| 14 | Order Regarding (related document(s): 12 Motion to Expedite Hearing filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1)(English, Eric) (Related Document(s): 10 Motion for Relief from Stay ( Filing Fee: \$ 188.00 ) filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1 # 2 Exhibit A-1 # 3 Exhibit A-2 # 4 Exhibit A-3 # 5 Exhibit A-4 # 6 Exhibit A-5 # 7 Exhibit A-6 # 8 Exhibit A-7 # 9 Exhibit A-8 # 10 Exhibit A-9 # 11 Exhibit 2 - Proposed Order))) (Order entered on 9/8/2023) (Schoener, Lauren)  | 09/08/2023 |
|    | EXPEDITED Hearing to Consider and Act Upon the Following: (Related Document(s): 10 Motion for Relief from Stay ( Filing Fee: \$ 188.00 ) filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC Hearing Scheduled For 10/5/2023 at 10:00 AM at Austin Courtroom 2...Any Responses to Motion shall be filed by 9/25/2023...COUNSEL FOR MOVANT IS RESPONSIBLE FOR NOTICE OF HEARING. (Farrar, Ronda)   | 09/08/2023 |
| 15 | Expedited Notice of Hearing filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC. (English, Eric) (Related Document(s): 10 Motion for Relief from Stay ( Filing Fee: \$ 188.00 ) filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1 # 2 Exhibit A-1 # 3 Exhibit A-2 # 4 Exhibit A-3 # 5 Exhibit A-4 # 6 Exhibit A-5 # 7 Exhibit A-6 # 8 Exhibit A-7 # 9 Exhibit A-8 # 10 Exhibit A-9 # 11 Exhibit 2 - Proposed Order))   | 09/08/2023 |
| 16 | BNC Certificate of Mailing (Related Document(s): 9 341 Meeting of Creditors Set For 9/29/2023 at 10:00 AM at Via Phone: (866)711-2282; Code: 3544189#- Proofs of Claim Due 12/28/2023 ) Notice Date 09/09/2023. (Admin.)   | 09/09/2023 |
| 17 | BNC Certificate of Mailing (Related Document(s): 14 Order Regarding (related document(s): 12 Motion to Expedite Hearing filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1)(English, Eric) (Related Document(s): 10 Motion for Relief from Stay ( Filing Fee: \$ 188.00 ) filed by Eric M. English for Interested Party AC VIP PC Marina Debt, LLC (Attachments: # 1 Exhibit 1 # 2 Exhibit A-1 # 3 Exhibit A-2 # 4 Exhibit A-3 # 5 Exhibit A-4 # 6 Exhibit A-5 # 7 Exhibit A-6 # 8 Exhibit A-7 # 9 Exhibit A-8 # 10 Exhibit A-9 # 11 Exhibit 2 - Proposed Order))) (Order entered on 9/8/2023)) Notice Date 09/10/2023. (Admin.) | 09/10/2023 |

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

United States Bankruptcy Court for the:

Western District of Texas  
(State)

Case number (if known): \_\_\_\_\_ Chapter 11

Check if this is an amended filing

Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

06/22

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 WC Paradise Cove Marina, LP

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 - 4383931

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

814 Lavaca Street  
Number Street

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

Austin TX 78101  
City State ZIP Code

\_\_\_\_\_  
P.O. Box

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

TRAVIS  
County

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

17141 Rocky Ridge Road  
Number Street

Austin TX 78734  
City State ZIP Code

5. Debtor's website (URL) \_\_\_\_\_

Debtor WC Paradise Cove Marina, LP  
Name

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

**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> .

  5     3     1     1  

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

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

*Check one:*

- Chapter 7
- Chapter 9

Chapter 11. *Check all that apply:*

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any 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

Debtor WC Paradise Cove Marina, LP  
Name

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

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

No

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

If more than 2 cases, attach a separate list.

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

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

No

Yes. Debtor see attached Relationship \_\_\_\_\_

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

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

Case number, if known \_\_\_\_\_

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

Check all that apply:

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

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

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

No

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

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

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

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

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

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

Other \_\_\_\_\_

**Where is the property?**

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

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

**Is the property insured?**

No

Yes. Insurance agency \_\_\_\_\_

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

Phone \_\_\_\_\_

**Statistical and administrative information**

Debtor WC Paradise Cove Marina, LP  
Name

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

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

Check one:

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

**14. Estimated number of creditors**

- |  |  |  |
|--|--|--|
| <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"/> 5,001-10,000  | <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 type="checkbox"/> \$0-\$50,000          | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion     |
| <input type="checkbox"/> \$50,001-\$100,000    | <input type="checkbox"/> \$10,000,001-\$50 million           | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input type="checkbox"/> \$50,000,001-\$100 million          | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million         | <input type="checkbox"/> More than \$50 billion        |

**16. Estimated liabilities**

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

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

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

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

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

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

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

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

Executed on 09/04/2023  
MM / DD / YYYY

x   
 Signature of authorized representative of debtor

Natin Paul  
 Printed name

Title Authorized Signatory

Debtor WC Paradise Cove Marina, LP  
Name

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

**18. Signature of attorney**

**X** /s/Ron Satija  
Signature of attorney for debtor

Date 09/04/2023  
MM / DD / YYYY

Ron Satija  
Printed name

Hayward PLLC  
Firm name

7600 Burnet Rd, Ste, 530  
Number Street

Austin TX 78757  
City State ZIP Code

737-881-7102 rsatija@haywardfirm.com  
Contact phone Email address

24039158 TX  
Bar number State

AFFILIATED CASES (open/not-reorganized cases)

1. WC South Congress Square LLC (Case No. 20-11107-tmd) (Bankr. W.D. Tex);
2. WC 3<sup>rd</sup> and Trinity, LP (Case No. 21-10252-tmd) (Bankr. W.D. Tex);
3. WC Culebra Crossing SA, LP (Case No. 21-10360-tmd) (Bankr. W.D. Tex);
4. Arboretum Crossing, LLC (Case No. 21-10546-tmd) (Bankr. W.D. Tex);
5. WC 717 N. Harwood Property, LLC (Case No. 21-10630-tmd) (Bankr. W.D. Tex);
6. WC Met Center, LLC, (Case No. 21-10698-tmd) (Bankr. W.D. Tex);
7. WC 511 Barton Blvd, LLC (Case No. 21-10943) (Bankr. W.D. Tex);



**EXHIBIT 2**

Jane Nelson  
Secretary of State

**Forfeiture pursuant to Section 171.309 of the Texas Tax Code  
of  
WC 4th and Rio Grande, LP**

File Number : 801478213

Certificate / Charter forfeited : July 28, 2023

The Secretary of State finds that:

1. The Secretary has received certification from the Comptroller of Public Accounts under Section 171.302 of the Texas Tax Code indicating that there are grounds for the forfeiture of the taxable entity's charter, certificate or registration; and
2. The Comptroller of Public Accounts has determined that the taxable entity has not revived its forfeited privileges within 120 days after the date that the privileges were forfeited.

Therefore, pursuant to Section 171.309 of the Texas Tax Code, the Secretary of State hereby forfeits the charter, certificate or registration of the taxable entity as of the date noted above and records this notice of forfeiture in the permanent files and records of the entity.



A handwritten signature in black ink that reads "Jane Nelson".

Jane Nelson  
Secretary of State





**EXHIBIT 3**

John B. Scott  
Secretary of State

**Forfeiture pursuant to Section 171.309 of the Texas Tax Code  
of  
WC 4th and Colorado, LP**

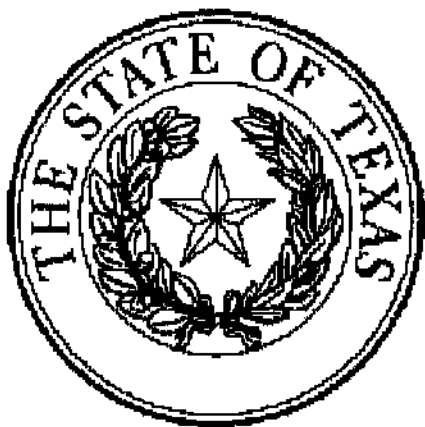
File Number : 801434943

Certificate / Charter forfeited : June 24, 2022

The Secretary of State finds that:

1. The Secretary has received certification from the Comptroller of Public Accounts under Section 171.302 of the Texas Tax Code indicating that there are grounds for the forfeiture of the taxable entity's charter, certificate or registration; and
2. The Comptroller of Public Accounts has determined that the taxable entity has not revived its forfeited privileges within 120 days after the date that the privileges were forfeited.

Therefore, pursuant to Section 171.309 of the Texas Tax Code, the Secretary of State hereby forfeits the charter, certificate or registration of the taxable entity as of the date noted above and records this notice of forfeiture in the permanent files and records of the entity.



A handwritten signature in black ink, appearing to be "JBS".

John B. Scott  
Secretary of State



**EXHIBIT 4**

Jane Nelson  
Secretary of State

**Forfeiture pursuant to Section 171.309 of the Texas Tax Code  
of  
WC Parmer 93, LP**

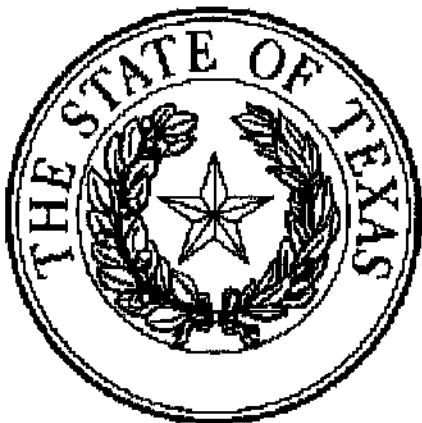
File Number : 801091106

Certificate / Charter forfeited : July 28, 2023

The Secretary of State finds that:

1. The Secretary has received certification from the Comptroller of Public Accounts under Section 171.302 of the Texas Tax Code indicating that there are grounds for the forfeiture of the taxable entity's charter, certificate or registration; and
2. The Comptroller of Public Accounts has determined that the taxable entity has not revived its forfeited privileges within 120 days after the date that the privileges were forfeited.

Therefore, pursuant to Section 171.309 of the Texas Tax Code, the Secretary of State hereby forfeits the charter, certificate or registration of the taxable entity as of the date noted above and records this notice of forfeiture in the permanent files and records of the entity.



A handwritten signature in black ink that reads "Jane Nelson".

Jane Nelson  
Secretary of State

CAUSE NO. 2019-18855

|                           |   |                          |
|---------------------------|---|--------------------------|
| PRINCETON CAPITAL         | § | IN THE DISTRICT COURT OF |
| CORPORATION,              | § |                          |
| Plaintiffs,               | § |                          |
|                           | § |                          |
| v.                        | § |                          |
|                           | § | HARRIS COUNTY, TEXAS     |
| GREAT VALUE STORAGE LLC,  | § |                          |
| WORLD CLASS CAPITAL GROUP | § |                          |
| LLC, and NATIN PAUL,      | § |                          |
| Defendants.               | § | 165th JUDICIAL DISTRICT  |

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**NOTICE OF DECLARATION  
OF WORLD CLASS CAPITAL GROUP, LLC**

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Defendant World Class Capital Group, LLC gives notice of filing the Declaration of Natin Paul pursuant to Tex. R. Civ. P. 24.2(c)(1) attached as Exhibit 1. This Declaration supersedes and replaces the earlier filed Declaration of Barbara Lee filed on December 4. The trial court clerk must receive and file a net worth affidavit tendered by a judgment debtor.

Respectfully submitted,

**BURFORD PERRY LLP**

*/s/ Robert R. Burford*

---

Robert R. Burford  
State Bar No.: 03371700  
Brent C. Perry  
State Bar No.: 15799650  
Shawn A. Johnson  
State Bar No. 24097056  
State Bar No.: 15799650  
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[bperry@burfordperry.com](mailto:bperry@burfordperry.com)  
[sjohnson@burfordperry.com](mailto:sjohnson@burfordperry.com)

***Attorneys for Defendants Great Value  
Storage LLC, World Class Capital  
Group LLC, and Natin Paul***

**CERTIFICATE OF SERVICE**

I served on December 14, 2021, the foregoing document on all counsel of record, in accordance with the Tex. R. Civ. P. 21 and 21 a via the court's electronic filing system.

*/s/ Brent C. Perry*

---

Brent C. Perry

CAUSE NO. 2019-18855

|                           |   |                          |
|---------------------------|---|--------------------------|
| PRINCETON CAPITAL         | § | IN THE DISTRICT COURT OF |
| CORPORATION,              | § |                          |
| Plaintiffs,               | § |                          |
|                           | § |                          |
| v.                        | § |                          |
|                           | § | HARRIS COUNTY, TEXAS     |
| GREAT VALUE STORAGE LLC,  | § |                          |
| WORLD CLASS CAPITAL GROUP | § |                          |
| LLC, and NATIN PAUL,      | § |                          |
| Defendants.               | § | 165th JUDICIAL DISTRICT  |

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**DECLARATION OF NATIN PAUL**

---

My name is Natin (“Nate”) Paul, and I am over the age of 18 years old and competent to make this declaration., My business address is 814 Lavaca Street, Austin, Texas 78701. I declare under penalty of perjury that the facts stated in this document are true and correct.

I am the sole manager for World Class Capital Group, LLC (“WCCG”). In that role, I have personal knowledge of the matters set forth herein.

WCCG was originally formed in May 2007 primarily to manage certain commercial real estate investments. Starting in 2016, WCCG was restructured for the company to solely provide real-estate or administrative services to certain entities on a go-forward basis. As a result, WCCG no longer held any membership interests in any entities, and transitioned solely to be a service provider to real-estate-owning entities. WCCG currently has no ownership interest in any other entity, and it owns no real property.

WCCG’s assets comprise entirely of: (i) a single bank account at Security State Bank (the “WCCG Bank Account”); the account, and any funds therein (last known balance was \$24,136) are currently inaccessible to WCCG due to a judgment hold by Gibson Dunn discussed

below; and (ii) \$103,191.20 in furniture, fixtures, and equipment (“FF&E”) on a depreciated basis. A true and correct copy of a current screenshot of the WCCG Bank Account is attached hereto as Exhibit 1. A true and correct copy of WCCG’s FF&E schedule as of October 31, 2021, showing the cost and depreciated basis of each asset is attached hereto as Exhibit 2. FF&E consists of old, unused equipment and furniture bought several years ago. The fair market value of WCCG’s FFE is negligible and less than its depreciated basis, but for conservative estimates the full depreciated basis is listed on the WCCG statement of net worth. In total, WCCG has assets in the amount of \$127,327.

WCCG’s liabilities are substantial. WCCG is judgment co-debtor of Gibson, Dunn & Crutcher, LLP, joint and severally, pursuant to a July 28, 2020 judgment in Index No. 650318/2020 in the Supreme Court of the State of New York (the “New York Judgment”). A true and correct copy of the New York Judgment is attached hereto as Exhibit 3. The amount of the judgment is \$924,584.37, plus post-judgment interest at 9% (\$227.98 per day), totaling \$1,039,486.14 as of December 14, 2021. The New York Judgment brings WCCG’s net worth down to a negative \$912,159.14 (when taking into account post judgement interest).

WCCG also owes an additional \$86,390.98 in accounts payable. A true and correct copy of WCCG’s accounts payable schedule as of October 31, 2021 is attached hereto as Exhibit 4. The accounts payable schedule includes the New York Judgment and a judgment debt held by Civil & Environmental Consultants, Inc. A true and correct copy of an abstract of judgment of the Civil & Environmental Consultants, Inc. is attached hereto as Exhibit 5. True and correct copies of additional supporting invoices for the amounts on the accounts payable schedule are attached hereto as Exhibits 6 through 16. The outstanding accounts payable owed by WCCG brings the company’s net worth down to a negative \$998,550.12.

WCCG also owes an unpaid balance on a loan in the amount of \$250,000. The lender of this loan to WCCG is its President, Mr. Natin Paul. This unpaid balance further reduces WCCG’s net worth to a negative \$1,248,550.12.

The document attached as Exhibit 17 is an accurate, true and correct copy of WCCG's Statement of Assets and Liabilities as of October 31, 2021. Exhibit 17 accurately identifies the assets and liabilities of WCCG as of October 31, 2021, using generally accepted accounting principles on an accrual basis by subtracting accrued liabilities from assets to establish WCCG's net worth. In sum, as of December 14, 2021, WCCG has a negative net worth of \$1,248,550.12.

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

Executed in Travis County, Texas, on the 14<sup>th</sup> day of December 2021.



---

Natin Paul, Declarant



All



Accounts



Activity



Transfer



Bill Pay



External Transfer



Documents



Personal Finance



More

**Account Activity**[Change Account](#)

World Class Capital Group , \*5356

[Account information](#)**\$-999,975,864.40**

Available balance

Current balance: \$24,135.59

Last 60 Days

All Recent

Year To Date

Last Year

Search

**All transactions for the last 60 days**[Show scheduled transactions](#)

There are no transactions to display for the date range selected.

Have questions?

Please contact us at [electronicbanking@ssbtexas.com](mailto:electronicbanking@ssbtexas.com) or 800.880.0649.**EXHIBIT****1**

exhibitsticker.com



|    | <b>Asset List</b>    | <b>Cost Basis</b> | <b>Est. Depreciation Remaining</b> | <b>Market Value</b> |
|----|----------------------|-------------------|------------------------------------|---------------------|
| 1  | Furniture & Fixtures | 13,259            | 20%                                | 2,651.80            |
| 2  | Furniture & Fixtures | 1,000             | 20%                                | 200.00              |
| 3  | Furniture & Fixtures | 7,101             | 20%                                | 1,420.20            |
| 4  | Furniture & Fixtures | 4,725             | 20%                                | 945.00              |
| 5  | Furniture & Fixtures | 2,425             | 20%                                | 485.00              |
| 6  | Furniture & Fixtures | 2,700             | 20%                                | 540.00              |
| 7  | Furniture & Fixtures | 542               | 20%                                | 108.40              |
| 8  | Furniture & Fixtures | 1,205             | 20%                                | 241.00              |
| 9  | Furniture & Fixtures | 3,814             | 20%                                | 762.80              |
| 10 | Furniture & Fixtures | 2,425             | 20%                                | 485.00              |
| 11 | Furniture & Fixtures | 1,084             | 20%                                | 216.80              |
| 12 | Furniture & Fixtures | 7,269             | 20%                                | 1,453.80            |
| 13 | Furniture & Fixtures | 1,180             | 20%                                | 236.00              |
| 14 | Furniture & Fixtures | 4,980             | 20%                                | 996.00              |
| 15 | Furniture & Fixtures | 648               | 20%                                | 129.60              |
| 16 | Furniture & Fixtures | 700               | 20%                                | 140.00              |
| 17 | Furniture & Fixtures | 6,182             | 20%                                | 1,236.40            |
| 18 | Computer Equipment   | 325               | 20%                                | 65.00               |
| 19 | Computer Equipment   | 357               | 20%                                | 71.40               |
| 20 | Computer Equipment   | 1,428             | 20%                                | 285.60              |
| 21 | Computer Equipment   | 8,162             | 20%                                | 1,632.40            |
| 22 | Computer Equipment   | 1,001             | 20%                                | 200.20              |
| 23 | Computer Equipment   | 1,632             | 20%                                | 326.40              |
| 24 | Computer Equipment   | 1,071             | 20%                                | 214.20              |
| 25 | Computer Equipment   | 1,378             | 20%                                | 275.60              |
| 26 | Computer Equipment   | 4,898             | 20%                                | 979.60              |
| 27 | Computer Equipment   | 3,859             | 20%                                | 771.80              |
| 28 | Computer Equipment   | 1,334             | 20%                                | 266.80              |
| 29 | Computer Equipment   | 238               | 20%                                | 47.60               |
| 30 | Computer Equipment   | 162               | 20%                                | 32.40               |
| 31 | Computer Equipment   | 1,633             | 20%                                | 326.60              |
| 32 | Computer Equipment   | 55                | 20%                                | 11.00               |
| 33 | Computer Equipment   | 345               | 20%                                | 69.00               |
| 34 | Computer Equipment   | 167               | 20%                                | 33.40               |
| 35 | Computer Equipment   | 969               | 20%                                | 193.80              |
| 36 | Computer Equipment   | 21                | 20%                                | 4.20                |
| 37 | Computer Equipment   | 969               | 20%                                | 193.80              |
| 38 | Computer Equipment   | 1,633             | 20%                                | 326.60              |
| 39 | Computer Equipment   | 1,229             | 20%                                | 245.80              |
| 40 | Computer Equipment   | 273               | 20%                                | 54.60               |
| 41 | Computer Equipment   | 1,633             | 20%                                | 326.60              |
| 42 | Computer Equipment   | 3,944             | 20%                                | 788.80              |
| 43 | Computer Equipment   | 989               | 20%                                | 197.80              |
| 44 | Computer Equipment   | 244               | 20%                                | 48.80               |
| 45 | Computer Equipment   | 1,000             | 20%                                | 200.00              |
| 46 | Computer Equipment   | 5,852             | 20%                                | 1,170.40            |

|    |                    |       |     |          |
|----|--------------------|-------|-----|----------|
| 47 | Computer Equipment | 979   | 20% | 195.80   |
| 48 | Computer Equipment | 191   | 20% | 38.20    |
| 49 | Computer Equipment | 1,888 | 20% | 377.60   |
| 50 | Computer Equipment | 82    | 20% | 16.40    |
| 51 | Computer Equipment | 479   | 20% | 95.80    |
| 52 | Computer Equipment | 168   | 20% | 33.60    |
| 53 | Computer Equipment | 258   | 20% | 51.60    |
| 54 | Computer Equipment | 476   | 20% | 95.20    |
| 55 | Computer Equipment | 203   | 20% | 40.60    |
| 56 | Computer Equipment | 2,002 | 20% | 400.40   |
| 57 | Computer Equipment | 1,334 | 20% | 266.80   |
| 58 | Computer Equipment | 167   | 20% | 33.40    |
| 59 | Computer Equipment | 993   | 20% | 198.60   |
| 60 | Computer Equipment | 1,191 | 20% | 238.20   |
| 61 | Computer Equipment | 406   | 20% | 81.20    |
| 62 | Computer Equipment | 1,667 | 20% | 333.40   |
| 63 | Computer Equipment | 4,053 | 20% | 810.60   |
| 64 | Computer Equipment | 1,862 | 20% | 372.40   |
| 65 | Computer Equipment | 123   | 20% | 24.60    |
| 66 | Computer Equipment | 167   | 20% | 33.40    |
| 67 | Computer Equipment | 104   | 20% | 20.80    |
| 68 | Computer Equipment | 3,724 | 20% | 744.80   |
| 69 | Computer Equipment | 1,873 | 20% | 374.60   |
| 70 | Computer Equipment | 1,862 | 20% | 372.40   |
| 71 | Computer Equipment | 1,862 | 20% | 372.40   |
| 72 | Computer Equipment | 162   | 20% | 32.40    |
| 73 | Computer Equipment | 277   | 20% | 55.40    |
| 74 | Computer Equipment | 824   | 20% | 164.80   |
| 75 | Computer Equipment | 824   | 20% | 164.80   |
| 76 | Computer Equipment | 826   | 20% | 165.20   |
| 77 | Computer Equipment | 826   | 20% | 165.20   |
| 78 | Computer Equipment | 824   | 20% | 164.80   |
| 79 | Computer Equipment | 193   | 20% | 38.60    |
| 80 | Computer Equipment | 826   | 20% | 165.20   |
| 81 | Computer Equipment | 826   | 20% | 165.20   |
| 82 | Computer Equipment | 193   | 20% | 38.60    |
| 83 | Computer Equipment | 824   | 20% | 164.80   |
| 84 | Computer Equipment | 6,706 | 20% | 1,341.20 |
| 85 | Computer Equipment | 1,131 | 20% | 226.20   |
| 86 | Computer Equipment | 292   | 20% | 58.40    |
| 87 | Computer Equipment | 5,225 | 20% | 1,045.00 |
| 88 | Computer Equipment | 960   | 20% | 192.00   |
| 89 | Computer Equipment | 1,889 | 20% | 377.80   |
| 90 | Computer Equipment | 404   | 20% | 80.80    |
| 91 | Computer Equipment | 5,900 | 20% | 1,180.00 |
| 92 | Computer Equipment | 1,470 | 20% | 294.00   |
| 93 | Computer Equipment | 663   | 20% | 132.60   |

|     |                    |        |     |          |
|-----|--------------------|--------|-----|----------|
| 94  | Computer Equipment | 6      | 20% | 1.20     |
| 95  | Computer Equipment | 2,953  | 20% | 590.60   |
| 96  | Computer Equipment | 3,025  | 20% | 605.00   |
| 97  | Computer Equipment | 170    | 20% | 34.00    |
| 98  | Computer Equipment | 2,953  | 20% | 590.60   |
| 99  | Computer Equipment | 1,821  | 20% | 364.20   |
| 100 | Computer Equipment | 520    | 20% | 104.00   |
| 101 | Computer Equipment | 9,376  | 20% | 1,875.20 |
| 102 | Computer Equipment | 2,100  | 20% | 420.00   |
| 103 | Computer Equipment | 1,540  | 20% | 308.00   |
| 104 | Computer Equipment | 2,100  | 20% | 420.00   |
| 105 | Computer Equipment | 10,118 | 20% | 2,023.60 |
| 106 | Computer Equipment | 9,596  | 20% | 1,919.20 |
| 107 | Computer Equipment | 6,299  | 20% | 1,259.80 |
| 108 | Computer Equipment | 350    | 20% | 70.00    |
| 109 | Computer Equipment | 6      | 20% | 1.20     |
| 110 | Computer Equipment | 1,429  | 20% | 285.80   |
| 111 | Computer Equipment | 3      | 20% | 0.60     |
| 112 | Computer Equipment | 1,440  | 20% | 288.00   |
| 113 | Computer Equipment | 660    | 20% | 132.00   |
| 114 | Computer Equipment | 5,081  | 20% | 1,016.20 |
| 115 | Computer Equipment | 250    | 20% | 50.00    |
| 116 | Computer Equipment | 6,179  | 20% | 1,235.80 |
| 117 | Computer Equipment | 2,060  | 20% | 412.00   |
| 118 | Computer Equipment | 7,920  | 20% | 1,584.00 |
| 119 | Computer Equipment | 480    | 20% | 96.00    |
| 120 | Computer Equipment | 1,140  | 20% | 228.00   |
| 121 | Computer Equipment | 60     | 20% | 12.00    |
| 122 | Computer Equipment | 2,620  | 20% | 524.00   |
| 123 | Computer Equipment | 3      | 20% | 0.60     |
| 124 | Computer Equipment | 3      | 20% | 0.60     |
| 125 | Computer Equipment | 700    | 20% | 140.00   |
| 126 | Computer Equipment | 2,878  | 20% | 575.60   |
| 127 | Computer Equipment | 360    | 20% | 72.00    |
| 128 | Computer Equipment | 3      | 20% | 0.60     |
| 129 | Computer Equipment | 3,550  | 20% | 710.00   |
| 130 | Computer Equipment | 1,439  | 20% | 287.80   |
| 131 | Computer Equipment | 3      | 20% | 0.60     |
| 132 | Computer Equipment | 2,981  | 20% | 596.20   |
| 133 | Computer Equipment | 170    | 20% | 34.00    |
| 134 | Computer Equipment | 358    | 20% | 71.60    |
| 135 | Computer Equipment | 8,432  | 20% | 1,686.40 |
| 136 | Computer Equipment | 5,163  | 20% | 1,032.60 |
| 137 | Computer Equipment | 2,981  | 20% | 596.20   |
| 138 | Computer Equipment | 518    | 20% | 103.60   |
| 139 | Computer Equipment | 712    | 20% | 142.40   |
| 140 | Computer Equipment | 5,158  | 20% | 1,031.60 |

|            |                      |        |     |          |
|------------|----------------------|--------|-----|----------|
| <b>141</b> | Computer Equipment   | 1,182  | 20% | 236.40   |
| <b>142</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>143</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>144</b> | Computer Equipment   | 2,456  | 20% | 491.20   |
| <b>145</b> | Computer Equipment   | 8,159  | 20% | 1,631.80 |
| <b>146</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>147</b> | Computer Equipment   | 10,460 | 20% | 2,092.00 |
| <b>148</b> | Computer Equipment   | 212    | 20% | 42.40    |
| <b>149</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>150</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>151</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>152</b> | Computer Equipment   | 568    | 20% | 113.60   |
| <b>153</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>154</b> | Computer Equipment   | 1,960  | 20% | 392.00   |
| <b>155</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>156</b> | Computer Equipment   | 8,159  | 20% | 1,631.80 |
| <b>157</b> | Computer Equipment   | 109    | 20% | 21.80    |
| <b>158</b> | Computer Equipment   | 338    | 20% | 67.60    |
| <b>159</b> | Computer Equipment   | 2,082  | 20% | 416.40   |
| <b>160</b> | Computer Equipment   | 8,233  | 20% | 1,646.60 |
| <b>161</b> | Computer Equipment   | 560    | 20% | 112.00   |
| <b>162</b> | Computer Equipment   | 319    | 20% | 63.80    |
| <b>163</b> | Furniture & Fixtures | 2,896  | 20% | 579.20   |
| <b>164</b> | Furniture & Fixtures | 1,595  | 20% | 319.00   |
| <b>165</b> | Furniture & Fixtures | 990    | 20% | 198.00   |
| <b>166</b> | Furniture & Fixtures | 720    | 20% | 144.00   |
| <b>167</b> | Furniture & Fixtures | 463    | 20% | 92.60    |
| <b>168</b> | Furniture & Fixtures | 3,126  | 20% | 625.20   |
| <b>169</b> | Furniture & Fixtures | 39,653 | 20% | 7,930.60 |
| <b>170</b> | Furniture & Fixtures | 37,670 | 20% | 7,534.00 |
| <b>171</b> | Furniture & Fixtures | 498    | 20% | 99.60    |
| <b>172</b> | Computer Equipment   | 1,801  | 20% | 360.20   |
| <b>173</b> | Computer Equipment   | 1,363  | 20% | 272.60   |
| <b>174</b> | Computer Equipment   | 1,352  | 20% | 270.40   |
| <b>175</b> | Computer Equipment   | 821    | 20% | 164.20   |
| <b>176</b> | Computer Equipment   | 5,951  | 20% | 1,190.20 |
| <b>177</b> | Computer Equipment   | 1,634  | 20% | 326.80   |
| <b>178</b> | Computer Equipment   | 1,790  | 20% | 358.00   |
| <b>179</b> | Computer Equipment   | 8,987  | 20% | 1,797.40 |
| <b>180</b> | Computer Equipment   | 2,577  | 20% | 515.40   |
| <b>181</b> | Computer Equipment   | 908    | 20% | 181.60   |
| <b>182</b> | Computer Equipment   | 11,141 | 20% | 2,228.20 |
| <b>183</b> | Computer Equipment   | 5,308  | 20% | 1,061.60 |
| <b>184</b> | Computer Equipment   | 11,194 | 20% | 2,238.80 |
| <b>185</b> | Computer Equipment   | 8,470  | 20% | 1,694.00 |
| <b>186</b> | Computer Equipment   | 3,038  | 20% | 607.60   |
| <b>187</b> | Computer Equipment   | 3,389  | 20% | 677.80   |

|            |                      |                      |     |                      |
|------------|----------------------|----------------------|-----|----------------------|
| <b>188</b> | Software             | 24,800               | 20% | 4,960.00             |
| <b>189</b> | Furniture & Fixtures | 3,114                | 20% | 622.80               |
|            | <b>Total</b>         | <b>\$ 515,956.00</b> |     | <b>\$ 103,191.20</b> |





(3) ORDERING that the cross motion is denied.

Now, it is hereby:

ADJUDGED, that the Petitioner Gibson, Dunn & Crutcher LLC, 200 Park Avenue, New York, New York 10166, have judgment against Respondents World Class Capital Group, LLC and World Class Acquisitions, LLC, 767 Fifth Avenue, New York, New York, in the amount of \$870,633.63, plus \$53,950.74 in pre-judgment interest at the statutory rate (9% per annum), accruing from the date of the final award (November 18, 2019) until the date of this Judgment, **for a total of \$924,584.37** with post-judgment interest at the statutory rate (9% per annum) to be taxed by the clerk on the date of payment, and that the Petitioner have execution thereon.

X

Judgment signed and entered this 28th day of July, 2020.

Hon. Justice Masley  
30 th Jul. 2020

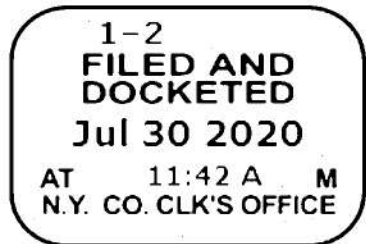
  
Clerk

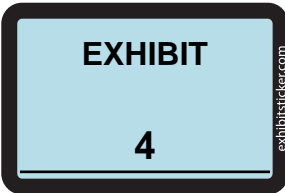
**GIBSON DUNN & CRUTCHER LLP**

**200 Park Avenue 47th Floor, New York, NY  
10166**

**212-351-3827**

**JUDGMENT**





# Account Payable

As of 10/31/2021

| Payee Name                              | Current Owed        |
|---|---------------------|
| Gibson Dunn                             | 924,584.37          |
| Partner Engineering and Science         | 18,000.00           |
| Arnold & Placek, P.C.                   | 519.00              |
| HIRERIGHT, Inc.                         | 205.45              |
| Armanino LLP                            | 2,644.75            |
| AtlasX, Inc.                            | 5,700.00            |
| National Property Consulting Group, LLC | 16,214.70           |
| STG Desgin                              | 9,504.50            |
| Civil & Environmental Consultants Inc.  | 23,452.58           |
| Boundary Boys, LLC                      | 10,150.00           |
| <b>Total</b>                            | <b>1,010,975.35</b> |

### Notes Payable

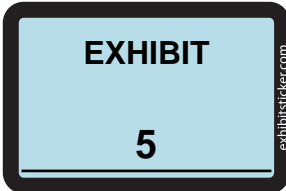
|                            |                   |
|----------------------------|-------------------|
| Other Note Payable         | 250,000.00        |
| <b>Total Notes Payable</b> | <b>250,000.00</b> |



STATE OF TEXAS

§  
§  
§

COUNTY OF TRAVIS

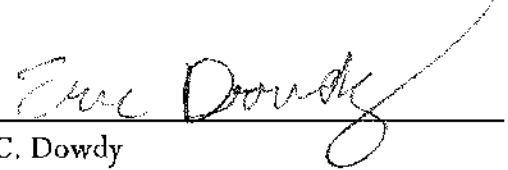


ABSTRACT OF JUDGMENT

In the County Court at Law No. 1 at Travis County, Texas, on August 31, 2020, in a cause entitled CIVIL & ENVIRONMENTAL CONSULTANTS, INC. v. WORLD CLASS CAPITAL GROUP, LLC, Cause No. C-1-CV-19-007431 on the docket of the Court, judgment was rendered in favor of Civil & Environmental Consultants, Inc., the details of which are as follows:

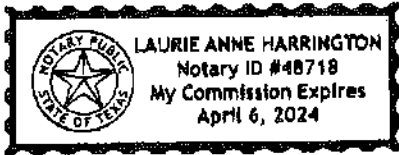
1. The names of the judgment creditor is Civil & Environmental Consultants, Inc. The judgment creditor's address is c/o Doran Peters and Eric Dowdy, HAJJAR | PETERS, LLP, 3144 Bee Caves Road, Austin, Texas 78746.
2. The name, address, and telephone number of the attorney for the plaintiff-in-judgment is the law firm of HAJJAR | PETERS, LLP, located at 3144 Bee Caves Road, Austin, Texas 78746. The phone number of the attorney for plaintiff-in-judgment is 512-637-4956, and the fax number is 512-637-4958.
3. The names of the judgment-defendant is World Class Capital Group, LLC, whose last known address is 401 Congress Ave. 33FL, Austin, Texas; and whose attorney's last known address is Maryann Norwood, WORLD CLASS CAPITAL GROUP, LLC, 814 Lavaca Street, Austin, Texas 78701;
4. The judgment against World Class Capital Group, LLC was rendered for the sum of \$26,457.50, costs of court, and post-judgment interest on the damages at the rate of 5% per annum from the date of the judgment. The balance still due is \$225,000, costs of court, and 5% interest from August 31, 2020.

SIGNED on this the 23<sup>rd</sup> day of September 2020.

  
Eric C. Dowdy  
HAJJAR | PETERS, LLP

BEFORE ME, the undersigned Notary Public, on this date personally appeared Eric C. Dowdy, who, being by me duly sworn upon oath, said that he has read and signed the foregoing Abstract of Judgment and that all the facts stated in it are within his personal knowledge and are true and correct.

TO CERTIFY WHICH, witness my hand and official seal on the 23<sup>rd</sup> day of September, 2020.



*Laurie A. Harrington*  
Notary Public ★ State of Texas

**After recording, return to:**

Eric C. Dowdy  
HAJJAR | PETERS, I.L.P.  
3144 Bee Caves Rd.  
Austin, Texas 78746

**THE STATE OF TEXAS  
COUNTY OF HAYS**

I hereby certify that this instrument was FILED on the date and the time stamped hereon by me and was duly RECORDED in the Records of Hays County, Texas.

20042480 ABSTRACT  
09/24/2020 02:36:51 PM Total Fees: \$30.00

Elaine H. Cárdenas, MBA, PhD, County Clerk  
Hays County, Texas

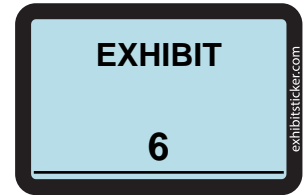


**Arnold & Placek, P.C.**

203 E. Main Street  
Suite 201  
Round Rock, TX 78664

Ph: 512-341-7044

Fax: 512-341-7921



World Class Capital Group, LLC  
814 Lavaca Street  
Austin, TX  
78701

December 5, 2019

**Attention:** Maryann Norwood

File #: WCCG-Gen

Inv #: 11538

**RE:**

| <b>DATE</b> | <b>DESCRIPTION</b> | <b>HOURS</b> | <b>LAWYER</b> |
|-------------|--------------------|--------------|---------------|
| Nov-13-19   |                    | 0.60         | JLC           |

MJF

|        |      |          |
|--------|------|----------|
| Totals | 2.10 | \$519.00 |
|--------|------|----------|

|                                      |                 |
|--------------------------------------|-----------------|
| <b>Total Fee &amp; Disbursements</b> | <b>\$519.00</b> |
| Previous Balance                     | 1,477.85        |
| Previous Payments                    | 1,477.85        |
| <b>Balance Now Due</b>               | <b>\$519.00</b> |

TAX ID Number 20-0258111

**PAYMENT DETAILS**

Mar-26-18      Check #1654; Invoice #10180      1,477.85

**Total Payments**

---

**\$1,477.85****FEE SUMMARY**

| <b>LAWYER</b>    | <b>HOURS</b> | <b>RATE</b> | <b>AMOUNT</b> |
|------------------|--------------|-------------|---------------|
| Jon Chaltain     | 0.60         | \$240.00    | \$144.00      |
| <b>LAWYER</b>    | <b>HOURS</b> | <b>RATE</b> | <b>AMOUNT</b> |
| Matt J. Foerster | 1.50         | \$250.00    | \$375.00      |

**Balance Now Due**

---

**\$519.00**

421 8th Ave #8493  
New York, NY 10116 US  
646.504.3430  
<https://www.AtlasX.co>

# ATLASX



## Invoice

### BILL TO

World Class Capital Group,  
LLC  
401 Congress Avenue, 33rd Fl  
Austin, TX 78701

INVOICE # 1068  
DATE 03/29/2019  
TERMS Due on receipt

| ACTIVITY          | DESCRIPTION  | AMOUNT   |
|-------------------|--|----------|
| Credit            | Service credit for inactive user (1) for the period of January 28 - March 27, 2019 | -300.00  |
| Pipeline Software | Software service for the period of March 28, 2019 - June 27, 2019                  | 2,700.00 |
| Licenses          | 6 User licenses as of March 29, 2019   |          |

Please make checks payable to:  
AtlasX, Inc.

BALANCE DUE **\$2,400.00**

Or wire to:  
AtlasX, Inc.  
Routing: 021000021  
Account: 858960185  
Chase Bank  
60 Great Neck Rd  
Great Neck, NY 11021

PAID  
AUG 07 2019

PAID  
AUG 07 2019

Call to pay by credit card: 646.504.3430

We appreciate your prompt payment.

WCCG-GVS0018

421 8th Ave #8493  
New York, NY 10116  
646.504.3430  
<https://www.AtlasX.co>

# ATLASX



## INVOICE

### BILL TO

World Class Capital Group  
401 Congress Avenue, 33rd Fl  
Austin, TX 78701

INVOICE # 1054

DATE 01/09/2019

TERMS Due on receipt

| ACTIVITY          | DESCRIPTION  | AMOUNT   |
|-------------------|--|----------|
| Pipeline Software | Software service for 1 additional user license for the period of November 27, 2018 - December 27, 2018         | 150.00   |
| Pipeline Software | Software service for the period of December 28, 2018 - March 27, 2019<br>7 User licenses as of January 9, 2019 | 3,150.00 |

Please make checks payable to:  
AtlasX, Inc.

BALANCE DUE

**\$3,300.00**

Or wire to:  
AtlasX, Inc.  
Routing: 021000021  
Account: 858960185  
Chase Bank  
60 Great Neck Rd  
Great Neck, NY 11021

Call to pay by credit card: 646.504.3430

Boundary Boys, LLC

Firm No.: 10194189

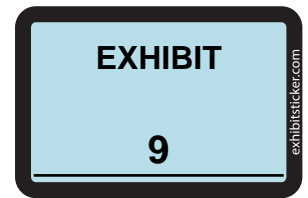
P.O. Box 2441

Harker Heights, TX 76548

# Invoice

| Date     | Invoice # |
|----------|-----------|
| 6/4/2019 | 1WCG0104  |

| Bill To  |
|--|
| World Class Capital Group<br>Jeremy Stoler<br>401 Congress Ave, 33rd Floor<br>Austin, TX 78701 |



| Description  | Amount                  |
|--|-------------------------|
| Survey - 7211 Circle S Road, 7415 Circle S Road, and 509 Corral Lane, Austin, TX | 3,350.00                |
| Attn - John Kaschak  | <b>Total</b> \$3,350.00 |



Boundary Boys, LLC

Firm No.: 10194189

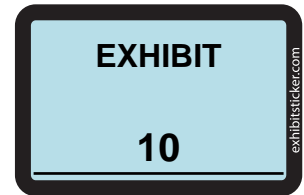
P.O. Box 2441

Harker Heights, TX 76548

# Invoice

| Date     | Invoice # |
|----------|-----------|
| 4/6/2019 | 1WCG0102  |

| Bill To  |
|--|
| World Class Capital Group<br>Jeremy Stoler<br>401 Congress Ave, 33rd Floor<br>Austin, TX 78701 |



| Description               | Amount                  |
|---------------------------|-------------------------|
| 1719 E 2nd St, Austin, TX | 2,000.00                |
| Attn - John Kaschak       | <b>Total</b> \$2,000.00 |

Boundary Boys, LLC

Firm No.: 10194189

P.O. Box 2441

Harker Heights, TX 76548

# Invoice

| Date      | Invoice # |
|-----------|-----------|
| 7/12/2019 | 1WCG0105  |

| Bill To  |
|--|
| World Class Capital Group<br>Jeremy Stoler<br>401 Congress Ave, 33rd Floor<br>Austin, TX 78701 |



| Description                            | Amount                  |
|--|-------------------------|
| ALTA Survey: 3707 S 2nd St, Austin, TX | 2,400.00                |
| Attn - John Kaschak                    | <b>Total</b> \$2,400.00 |

Boundary Boys, LLC

Firm No.: 10194189

P.O. Box 2441

Harker Heights, TX 76548

# Invoice

| Date      | Invoice # |
|-----------|-----------|
| 7/30/2019 | 1WCG0106  |

| Bill To  |
|--|
| World Class Capital Group<br>Jeremy Stoler<br>401 Congress Ave, 33rd Floor<br>Austin, TX 78701 |



| Description                                   | Amount                  |
|---|-------------------------|
| ALTA Survey: 712 E Huntland Drive, Austin, TX | 2,400.00                |
| Attn - John Kaschak                           | <b>Total</b> \$2,400.00 |

World Class Capital Group, LLC  
 Billbox #00-v0003053-10002  
 PO Box 209298  
 Austin, TX 78720-9298

**\*\* INVOICE \*\***



|              |            |
|--------------|------------|
| INVOICE No.  | G2662337   |
| Customer No. | 320795     |
| INVOICE Date | 02/28/2019 |
| Due Date     | 03/30/2019 |

**Bill To:**

Attn: Brenda Doherty  
 World Class Capital Group, LLC  
 401 Congress Avenue, FL 33  
 Austin, TX 78701  
 Telephone: (502) 605-6647  
 Email: bdoherty@world-class.com

**Remit To:**

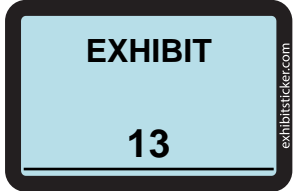
Address: HireRight, LLC  
 PO Box 847891  
 Dallas, TX 75284-7891

Overnight: Lockbox 847891  
 1950 N. Stemmons Fwy Suite 5010  
 Dallas, TX 75207

**ACH / Wiring Info**

Beneficiary Bank: Bank of America  
 Account Title: HireRight, LLC  
 ABA: 111000012  
 Account Nbr: 4427151774

Tax ID #: 47-4901546  
 Dun #: 79-234-8021



| Billing Period      | Terms  | PO Number | Secondary Account No. |
|---------------------|--------|-----------|-----------------------|
| 02/01/19 - 02/28/19 | NET 30 |           |                       |

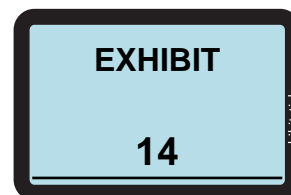
| Description                                       | Total Due |
|---|-----------|
| <a href="#">Click here for Invoice Details...</a> |           |
| Background Screening Services                     | 192.75    |
| Surcharges  | 0.00      |

|                         |                   |
|-------------------------|-------------------|
| <b>INVOICE Subtotal</b> | 192.75            |
| <b>Sales Tax</b>        | 12.70             |
| <b>Total Amount Due</b> | <b>205.45 USD</b> |

Have an inquiry? Click here: <http://www.hireright.com/billing-faq>

Date: **August 7, 2017**

Paul Horwitz phorwitz@wccapitalgroup.com  
World Class Capital Group LLC  
401 Congress Avenue  
33rd Floor  
Austin, TX 78701



Invoice Number: **17-192690-1**

FOR PROFESSIONAL SERVICES RENDERED:

**Client Reference: 192690**  
**Project Name : 500 S. Congress Avenue**  
**Address : 500 S. Congress Avenue**  
**AUSTIN, TX 78704 UNITED STATES**  
**Partner Contact : Melissa Dahl**  
**Partner Project # : 17-192690.1**

ALTA/NSPS Land Title Survey

**\$8,300.00**

This is an invoice for professional services and is due and payable upon presentation.  
Reference invoice number 17-192690-1 on payment.

| Wiring Instructions        |                          |
|----------------------------|--------------------------|
| Beneficiary Name           | Partner Assessment Corp. |
| Beneficiary Account Number | 157503216424             |
| Bank Routing Number        | 122235821                |
| Bank Routing/ Swift Code   | USBKUS44IMT              |
| Receiving Bank Name        | U.S. Bank                |
| Receiving Bank Address     | Los Angeles, CA 90071    |

**Invoice Total: \$8,300.00**  
**Deposit:** \_\_\_\_\_  
**Payment:** \_\_\_\_\_  
**Amount Due: \$8,300.00**

FEIN 20-8264379

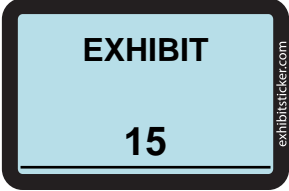
A charge of 1.5% per month will be added to the total amount due 30 days after invoice.

**PLEASE NOTE NEW REMIT TO ADDRESS!**  
Please make check payable to **Partner Engineering & Science, Inc.** and mail to:  
**Partner Assessment Corporation**  
PO Box 953568, St Louis, MO 63195-3568  
Telephone 310-615-4500 Facsimile 310-615-4544  
www.partneresi.com - AR@partneresi.com

WCCG-GVS0025

Date: **August 7, 2017**

Paul Horwitz phorwitz@wccapitalgroup.com  
World Class Capital Group LLC  
401 Congress Avenue  
33rd Floor  
Austin, TX 78701



Invoice Number: **17-192690-2**

FOR PROFESSIONAL SERVICES RENDERED:

**Client Reference: 192690**  
**Project Name : 510 S. Congress Avenue**  
**Address : 510 S. Congress Avenue**  
**AUSTIN, TX 78704 UNITED STATES**  
**Partner Contact : Melissa Dahl**  
**Partner Project # : 17-192690.2**

ALTA/NSPS Land Title Survey

**\$4,700.00**

This is an invoice for professional services and is due and payable upon presentation.  
Reference invoice number 17-192690-2 on payment.

| Wiring Instructions        |                          |
|----------------------------|--------------------------|
| Beneficiary Name           | Partner Assessment Corp. |
| Beneficiary Account Number | 157503216424             |
| Bank Routing Number        | 122235821                |
| Bank Routing/ Swift Code   | USBKUS44IMT              |
| Receiving Bank Name        | U.S. Bank                |
| Receiving Bank Address     | Los Angeles, CA 90071    |

**Invoice Total: \$4,700.00**  
**Deposit:** \_\_\_\_\_  
**Payment:** \_\_\_\_\_  
**Amount Due: \$4,700.00**

FEIN 20-8264379

A charge of 1.5% per month will be added to the total amount due 30 days after invoice

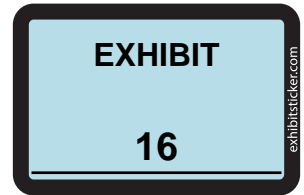
**PLEASE NOTE NEW REMIT TO ADDRESS!**  
Please make check payable to **Partner Engineering & Science, Inc.** and mail to:  
**Partner Assessment Corporation**

PO Box 953568, St Louis, MO 63195-3568  
Telephone 310-615-4500 Facsimile 310-615-4544  
www.partneresi.com - AR@partneresi.com

WCCG-GVS0026

Date: **August 7, 2017**

Paul Horwitz phorwitz@wccapitalgroup.com  
World Class Capital Group LLC  
401 Congress Avenue  
33rd Floor  
Austin, TX 78701



Invoice Number: **17-192690-3**

FOR PROFESSIONAL SERVICES RENDERED:

**Client Reference: 192690**  
**Project Name : 105 W. Riverside Drive**  
**Address : 105 W. Riverside Drive**  
**AUSTIN, TX 78704 UNITED STATES**  
**Partner Contact : Melissa Dahl**  
**Partner Project # : 17-192690.3**

ALTA/NSPS Land Title Survey

**\$5,000.00**

This is an invoice for professional services and is due and payable upon presentation.  
Reference invoice number 17-192690-3 on payment.

| Wiring Instructions        |                          |
|----------------------------|--------------------------|
| Beneficiary Name           | Partner Assessment Corp. |
| Beneficiary Account Number | 157503216424             |
| Bank Routing Number        | 122235821                |
| Bank Routing/ Swift Code   | USBKUS44IMT              |
| Receiving Bank Name        | U.S. Bank                |
| Receiving Bank Address     | Los Angeles, CA 90071    |

**Invoice Total: \$5,000.00**  
**Deposit:** \_\_\_\_\_  
**Payment:** \_\_\_\_\_  
**Amount Due: \$5,000.00**

FEIN 20-8264379

A charge of 1.5% per month will be added to the total amount due 30 days after invoice

**PLEASE NOTE NEW REMIT TO ADDRESS**

**Please make check payable to Partner Engineering & Science, Inc. and mail to:**

**Partner Assessment Corporation**

PO Box 953568, St Louis, MO 63195-3568

Telephone 310-615-4500 Facsimile 310-615-4544

www.partneresi.com - AR@partneresi.com

WCCG-GVS0027

**World Class Capital Group, LLC**

Statement of Assets and Liabilities

As of 10/31/2021

**10/31/2021****ASSETS**

|                                    |         |
|------------------------------------|---------|
| Cash and Cash Equivalents          | 24,136  |
| Accounts Receivable                | -       |
| Furniture, Fixtures, and Equipment | 103,191 |

**TOTAL ASSETS****127,327****LIABILITIES**

|                  |           |
|------------------|-----------|
| Accounts Payable | 1,010,975 |
| Notes Payable    | 250,000   |

**TOTAL LIABILITIES****1,260,975****NET ASSET/LIABILITY VALUE****(1,133,649)**





CAUSE NO. 2019-18855

PRINCETON CAPITAL  
CORPORATION,  
Plaintiffs,

v.

GREAT VALUE STORAGE LLC,  
WORLD CLASS CAPITAL GROUP  
LLC, and NATIN PAUL,  
Defendants.

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§  
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IN THE DISTRICT COURT OF

HARRIS COUNTY, TEXAS

165th JUDICIAL DISTRICT

---

**NOTICE OF DECLARATION  
OF WORLD CLASS CAPITAL GROUP, LLC**

---

Defendant World Class Capital Group, LLC gives notice of filing the Declaration of Barbara Lee pursuant to Tex. R. Civ. P. 24.2(c)(1) attached as Exhibit 1. The trial court clerk must receive and file a net worth affidavit tendered by a judgment debtor.

Respectfully submitted,

**BURFORD PERRY LLP**

*/s/ Robert R. Burford*

---

Robert R. Burford  
State Bar No.: 03371700  
Brent C. Perry  
State Bar No.: 15799650  
Shawn A. Johnson  
State Bar No. 24097056  
State Bar No.: 15799650  
909 Fannin St., Suite 2630  
Houston, Texas 77010  
Telephone: (713) 401-9790  
Facsimile: (713) 993-7739  
[rburford@burfordperry.com](mailto:rburford@burfordperry.com)  
[bperry@burfordperry.com](mailto:bperry@burfordperry.com)  
[sjohnson@burfordperry.com](mailto:sjohnson@burfordperry.com)

***Attorneys for Defendants Great Value  
Storage LLC, World Class Capital  
Group LLC, and Natin Paul***

**CERTIFICATE OF SERVICE**

I served on November 23, 2021, the foregoing document on all counsel of record, in accordance with the Tex. R. Civ. P. 21 and 21 a via the court's electronic filing system.

*/s/ Brent C. Perry*

---

Brent C. Perry

### Automated Certificate of eService

This automated certificate of service was created by the eFiling system. The filer served this document via email generated by the eFiling system on the date and to the persons listed below. The rules governing certificates of service have not changed. Filers must still provide a certificate of service that complies with all applicable rules.

Brent Perry on behalf of Brent Perry  
Bar No. 15799650  
bperry@burfordperry.com  
Envelope ID: 59450833  
Status as of 11/24/2021 8:35 AM CST

#### Case Contacts

| Name                  | BarNumber | Email                      | TimestampSubmitted    | Status |
|-----------------------|-----------|----------------------------|-----------------------|--------|
| Seth Kretzer          | 24043764  | seth@kretzerfirm.com       | 11/23/2021 8:58:04 PM | SENT   |
| Manfred Sternberg     | 19175775  | manfred@msternberg.com     | 11/23/2021 8:58:04 PM | SENT   |
| Michael Merrick       | 24041474  | mmerrick77@gmail.com       | 11/23/2021 8:58:04 PM | SENT   |
| Brian Elliott         |           | belliot@world-class.com    | 11/23/2021 8:58:04 PM | SENT   |
| Brian Elliott         |           | brian@scalefirm.com        | 11/23/2021 8:58:04 PM | SENT   |
| Michael J.Merrick     |           | mmerrick@world-class.com   | 11/23/2021 8:58:04 PM | SENT   |
| Brian Elliott         |           | brian@scalefirm.com        | 11/23/2021 8:58:04 PM | SENT   |
| Robert R.Burford      |           | rburford@burfordperry.com  | 11/23/2021 8:58:04 PM | SENT   |
| Brent C.Perry         |           | bperry@burfordperry.com    | 11/23/2021 8:58:04 PM | SENT   |
| Burford Perry Service |           | service@burfordperry.com   | 11/23/2021 8:58:04 PM | SENT   |
| Shawn A.Johnson       |           | sjohnson@burfordperry.com  | 11/23/2021 8:58:04 PM | SENT   |
| Seth Kretzer          |           | seth@kretzerfirm.com       | 11/23/2021 8:58:04 PM | SENT   |
| Jesseca Wilson        |           | jesseca@kretzerfirm.com    | 11/23/2021 8:58:04 PM | SENT   |
| James Volberding      |           | jamesvolberding@gmail.com  | 11/23/2021 8:58:04 PM | SENT   |
| Mark L. D. Wawro      | 20988275  | mwawro@susmangodfrey.com   | 11/23/2021 8:58:04 PM | SENT   |
| Abigail Noebels       | 24083578  | anoebels@susmangodfrey.com | 11/23/2021 8:58:04 PM | SENT   |
| Taylor Biddle         |           | tbiddle@susmangodfrey.com  | 11/23/2021 8:58:04 PM | SENT   |
| Kristi Davis          |           | kdavis@susmangodfrey.com   | 11/23/2021 8:58:04 PM | SENT   |
| Moustapha El-Hakam    |           | melhakam@susmangodfrey.com | 11/23/2021 8:58:04 PM | SENT   |
| Ann Kennon            |           | ann@kretzerfirm.com        | 11/23/2021 8:58:04 PM | SENT   |



Signed on November 23, 2021 in Austin, Travis County, Texas.

*Barbara Lee*

---

Barbara Lee

## Automated Certificate of eService

This automated certificate of service was created by the eFiling system. The filer served this document via email generated by the eFiling system on the date and to the persons listed below. The rules governing certificates of service have not changed. Filers must still provide a certificate of service that complies with all applicable rules.

Lisa Harris on behalf of Brent Perry  
Bar No. 15799650  
lharris@burfordperry.com  
Envelope ID: 59706538  
Status as of 12/6/2021 8:57 AM CST

### Case Contacts

| Name                  | BarNumber | Email                      | TimestampSubmitted   | Status |
|-----------------------|-----------|----------------------------|----------------------|--------|
| Robert R.Burford      |           | rburford@burfordperry.com  | 12/3/2021 5:18:45 PM | SENT   |
| Brent C.Perry         |           | bperry@burfordperry.com    | 12/3/2021 5:18:45 PM | SENT   |
| Mark L. D. Wawro      | 20988275  | mwawro@susmangodfrey.com   | 12/3/2021 5:18:45 PM | SENT   |
| Abigail Noebels       | 24083578  | anoebels@susmangodfrey.com | 12/3/2021 5:18:45 PM | SENT   |
| Seth Kretzer          | 24043764  | seth@kretzerfirm.com       | 12/3/2021 5:18:45 PM | SENT   |
| Manfred Sternberg     | 19175775  | manfred@msternberg.com     | 12/3/2021 5:18:45 PM | SENT   |
| Taylor Biddle         |           | tbiddle@susmangodfrey.com  | 12/3/2021 5:18:45 PM | SENT   |
| Kristi Davis          |           | kdavis@susmangodfrey.com   | 12/3/2021 5:18:45 PM | SENT   |
| Moustapha El-Hakam    |           | melhakam@susmangodfrey.com | 12/3/2021 5:18:45 PM | SENT   |
| Brian Elliott         |           | belliott@world-class.com   | 12/3/2021 5:18:45 PM | SENT   |
| Brian Elliott         |           | brian@scalefirm.com        | 12/3/2021 5:18:45 PM | SENT   |
| Michael J.Merrick     |           | mmerrick@world-class.com   | 12/3/2021 5:18:45 PM | SENT   |
| Michael Merrick       | 24041474  | mmerrick77@gmail.com       | 12/3/2021 5:18:45 PM | SENT   |
| Burford Perry Service |           | service@burfordperry.com   | 12/3/2021 5:18:45 PM | SENT   |
| Brian Elliott         |           | brian@scalefirm.com        | 12/3/2021 5:18:45 PM | SENT   |
| Shawn A.Johnson       |           | sjohnson@burfordperry.com  | 12/3/2021 5:18:45 PM | SENT   |
| Seth Kretzer          |           | seth@kretzerfirm.com       | 12/3/2021 5:18:45 PM | SENT   |
| Jesseca Wilson        |           | jesseca@kretzerfirm.com    | 12/3/2021 5:18:45 PM | SENT   |
| James Volberding      |           | jamesvolberding@gmail.com  | 12/3/2021 5:18:45 PM | SENT   |
| Ann Kennon            |           | ann@kretzerfirm.com        | 12/3/2021 5:18:45 PM | SENT   |

# EXHIBIT 1

# World Class Capital Group, LLC

Statement of Assets and Liabilities

As of 10/31/2021

**10/31/2021**

## **ASSETS**

|                                    |         |
|------------------------------------|---------|
| Cash and Cash Equivalents          | 24,136  |
| Accounts Receivable                | -       |
| Furniture, Fixtures, and Equipment | 103,191 |

**TOTAL ASSETS** **127,327**

## **LIABILITIES**

|                  |           |
|------------------|-----------|
| Accounts Payable | 1,010,975 |
| Notes Payable    | 250,000   |

**TOTAL LIABILITIES** **1,260,975**

**NET ASSET/LIABILITY VALUE** **(1,133,649)**



|    | <b>Asset List</b>    | <b>Cost Basis</b> | <b>Est. Depreciation Remaining</b> | <b>Market Value</b> |
|----|----------------------|-------------------|------------------------------------|---------------------|
| 1  | Furniture & Fixtures | 13,259            | 20%                                | 2,651.80            |
| 2  | Furniture & Fixtures | 1,000             | 20%                                | 200.00              |
| 3  | Furniture & Fixtures | 7,101             | 20%                                | 1,420.20            |
| 4  | Furniture & Fixtures | 4,725             | 20%                                | 945.00              |
| 5  | Furniture & Fixtures | 2,425             | 20%                                | 485.00              |
| 6  | Furniture & Fixtures | 2,700             | 20%                                | 540.00              |
| 7  | Furniture & Fixtures | 542               | 20%                                | 108.40              |
| 8  | Furniture & Fixtures | 1,205             | 20%                                | 241.00              |
| 9  | Furniture & Fixtures | 3,814             | 20%                                | 762.80              |
| 10 | Furniture & Fixtures | 2,425             | 20%                                | 485.00              |
| 11 | Furniture & Fixtures | 1,084             | 20%                                | 216.80              |
| 12 | Furniture & Fixtures | 7,269             | 20%                                | 1,453.80            |
| 13 | Furniture & Fixtures | 1,180             | 20%                                | 236.00              |
| 14 | Furniture & Fixtures | 4,980             | 20%                                | 996.00              |
| 15 | Furniture & Fixtures | 648               | 20%                                | 129.60              |
| 16 | Furniture & Fixtures | 700               | 20%                                | 140.00              |
| 17 | Furniture & Fixtures | 6,182             | 20%                                | 1,236.40            |
| 18 | Computer Equipment   | 325               | 20%                                | 65.00               |
| 19 | Computer Equipment   | 357               | 20%                                | 71.40               |
| 20 | Computer Equipment   | 1,428             | 20%                                | 285.60              |
| 21 | Computer Equipment   | 8,162             | 20%                                | 1,632.40            |
| 22 | Computer Equipment   | 1,001             | 20%                                | 200.20              |
| 23 | Computer Equipment   | 1,632             | 20%                                | 326.40              |
| 24 | Computer Equipment   | 1,071             | 20%                                | 214.20              |
| 25 | Computer Equipment   | 1,378             | 20%                                | 275.60              |
| 26 | Computer Equipment   | 4,898             | 20%                                | 979.60              |
| 27 | Computer Equipment   | 3,859             | 20%                                | 771.80              |
| 28 | Computer Equipment   | 1,334             | 20%                                | 266.80              |
| 29 | Computer Equipment   | 238               | 20%                                | 47.60               |
| 30 | Computer Equipment   | 162               | 20%                                | 32.40               |
| 31 | Computer Equipment   | 1,633             | 20%                                | 326.60              |
| 32 | Computer Equipment   | 55                | 20%                                | 11.00               |
| 33 | Computer Equipment   | 345               | 20%                                | 69.00               |
| 34 | Computer Equipment   | 167               | 20%                                | 33.40               |
| 35 | Computer Equipment   | 969               | 20%                                | 193.80              |
| 36 | Computer Equipment   | 21                | 20%                                | 4.20                |
| 37 | Computer Equipment   | 969               | 20%                                | 193.80              |
| 38 | Computer Equipment   | 1,633             | 20%                                | 326.60              |
| 39 | Computer Equipment   | 1,229             | 20%                                | 245.80              |
| 40 | Computer Equipment   | 273               | 20%                                | 54.60               |
| 41 | Computer Equipment   | 1,633             | 20%                                | 326.60              |
| 42 | Computer Equipment   | 3,944             | 20%                                | 788.80              |
| 43 | Computer Equipment   | 989               | 20%                                | 197.80              |
| 44 | Computer Equipment   | 244               | 20%                                | 48.80               |
| 45 | Computer Equipment   | 1,000             | 20%                                | 200.00              |
| 46 | Computer Equipment   | 5,852             | 20%                                | 1,170.40            |

|    |                    |       |     |          |
|----|--------------------|-------|-----|----------|
| 47 | Computer Equipment | 979   | 20% | 195.80   |
| 48 | Computer Equipment | 191   | 20% | 38.20    |
| 49 | Computer Equipment | 1,888 | 20% | 377.60   |
| 50 | Computer Equipment | 82    | 20% | 16.40    |
| 51 | Computer Equipment | 479   | 20% | 95.80    |
| 52 | Computer Equipment | 168   | 20% | 33.60    |
| 53 | Computer Equipment | 258   | 20% | 51.60    |
| 54 | Computer Equipment | 476   | 20% | 95.20    |
| 55 | Computer Equipment | 203   | 20% | 40.60    |
| 56 | Computer Equipment | 2,002 | 20% | 400.40   |
| 57 | Computer Equipment | 1,334 | 20% | 266.80   |
| 58 | Computer Equipment | 167   | 20% | 33.40    |
| 59 | Computer Equipment | 993   | 20% | 198.60   |
| 60 | Computer Equipment | 1,191 | 20% | 238.20   |
| 61 | Computer Equipment | 406   | 20% | 81.20    |
| 62 | Computer Equipment | 1,667 | 20% | 333.40   |
| 63 | Computer Equipment | 4,053 | 20% | 810.60   |
| 64 | Computer Equipment | 1,862 | 20% | 372.40   |
| 65 | Computer Equipment | 123   | 20% | 24.60    |
| 66 | Computer Equipment | 167   | 20% | 33.40    |
| 67 | Computer Equipment | 104   | 20% | 20.80    |
| 68 | Computer Equipment | 3,724 | 20% | 744.80   |
| 69 | Computer Equipment | 1,873 | 20% | 374.60   |
| 70 | Computer Equipment | 1,862 | 20% | 372.40   |
| 71 | Computer Equipment | 1,862 | 20% | 372.40   |
| 72 | Computer Equipment | 162   | 20% | 32.40    |
| 73 | Computer Equipment | 277   | 20% | 55.40    |
| 74 | Computer Equipment | 824   | 20% | 164.80   |
| 75 | Computer Equipment | 824   | 20% | 164.80   |
| 76 | Computer Equipment | 826   | 20% | 165.20   |
| 77 | Computer Equipment | 826   | 20% | 165.20   |
| 78 | Computer Equipment | 824   | 20% | 164.80   |
| 79 | Computer Equipment | 193   | 20% | 38.60    |
| 80 | Computer Equipment | 826   | 20% | 165.20   |
| 81 | Computer Equipment | 826   | 20% | 165.20   |
| 82 | Computer Equipment | 193   | 20% | 38.60    |
| 83 | Computer Equipment | 824   | 20% | 164.80   |
| 84 | Computer Equipment | 6,706 | 20% | 1,341.20 |
| 85 | Computer Equipment | 1,131 | 20% | 226.20   |
| 86 | Computer Equipment | 292   | 20% | 58.40    |
| 87 | Computer Equipment | 5,225 | 20% | 1,045.00 |
| 88 | Computer Equipment | 960   | 20% | 192.00   |
| 89 | Computer Equipment | 1,889 | 20% | 377.80   |
| 90 | Computer Equipment | 404   | 20% | 80.80    |
| 91 | Computer Equipment | 5,900 | 20% | 1,180.00 |
| 92 | Computer Equipment | 1,470 | 20% | 294.00   |
| 93 | Computer Equipment | 663   | 20% | 132.60   |

|            |                    |        |     |          |
|------------|--------------------|--------|-----|----------|
| <b>94</b>  | Computer Equipment | 6      | 20% | 1.20     |
| <b>95</b>  | Computer Equipment | 2,953  | 20% | 590.60   |
| <b>96</b>  | Computer Equipment | 3,025  | 20% | 605.00   |
| <b>97</b>  | Computer Equipment | 170    | 20% | 34.00    |
| <b>98</b>  | Computer Equipment | 2,953  | 20% | 590.60   |
| <b>99</b>  | Computer Equipment | 1,821  | 20% | 364.20   |
| <b>100</b> | Computer Equipment | 520    | 20% | 104.00   |
| <b>101</b> | Computer Equipment | 9,376  | 20% | 1,875.20 |
| <b>102</b> | Computer Equipment | 2,100  | 20% | 420.00   |
| <b>103</b> | Computer Equipment | 1,540  | 20% | 308.00   |
| <b>104</b> | Computer Equipment | 2,100  | 20% | 420.00   |
| <b>105</b> | Computer Equipment | 10,118 | 20% | 2,023.60 |
| <b>106</b> | Computer Equipment | 9,596  | 20% | 1,919.20 |
| <b>107</b> | Computer Equipment | 6,299  | 20% | 1,259.80 |
| <b>108</b> | Computer Equipment | 350    | 20% | 70.00    |
| <b>109</b> | Computer Equipment | 6      | 20% | 1.20     |
| <b>110</b> | Computer Equipment | 1,429  | 20% | 285.80   |
| <b>111</b> | Computer Equipment | 3      | 20% | 0.60     |
| <b>112</b> | Computer Equipment | 1,440  | 20% | 288.00   |
| <b>113</b> | Computer Equipment | 660    | 20% | 132.00   |
| <b>114</b> | Computer Equipment | 5,081  | 20% | 1,016.20 |
| <b>115</b> | Computer Equipment | 250    | 20% | 50.00    |
| <b>116</b> | Computer Equipment | 6,179  | 20% | 1,235.80 |
| <b>117</b> | Computer Equipment | 2,060  | 20% | 412.00   |
| <b>118</b> | Computer Equipment | 7,920  | 20% | 1,584.00 |
| <b>119</b> | Computer Equipment | 480    | 20% | 96.00    |
| <b>120</b> | Computer Equipment | 1,140  | 20% | 228.00   |
| <b>121</b> | Computer Equipment | 60     | 20% | 12.00    |
| <b>122</b> | Computer Equipment | 2,620  | 20% | 524.00   |
| <b>123</b> | Computer Equipment | 3      | 20% | 0.60     |
| <b>124</b> | Computer Equipment | 3      | 20% | 0.60     |
| <b>125</b> | Computer Equipment | 700    | 20% | 140.00   |
| <b>126</b> | Computer Equipment | 2,878  | 20% | 575.60   |
| <b>127</b> | Computer Equipment | 360    | 20% | 72.00    |
| <b>128</b> | Computer Equipment | 3      | 20% | 0.60     |
| <b>129</b> | Computer Equipment | 3,550  | 20% | 710.00   |
| <b>130</b> | Computer Equipment | 1,439  | 20% | 287.80   |
| <b>131</b> | Computer Equipment | 3      | 20% | 0.60     |
| <b>132</b> | Computer Equipment | 2,981  | 20% | 596.20   |
| <b>133</b> | Computer Equipment | 170    | 20% | 34.00    |
| <b>134</b> | Computer Equipment | 358    | 20% | 71.60    |
| <b>135</b> | Computer Equipment | 8,432  | 20% | 1,686.40 |
| <b>136</b> | Computer Equipment | 5,163  | 20% | 1,032.60 |
| <b>137</b> | Computer Equipment | 2,981  | 20% | 596.20   |
| <b>138</b> | Computer Equipment | 518    | 20% | 103.60   |
| <b>139</b> | Computer Equipment | 712    | 20% | 142.40   |
| <b>140</b> | Computer Equipment | 5,158  | 20% | 1,031.60 |

|            |                      |        |     |          |
|------------|----------------------|--------|-----|----------|
| <b>141</b> | Computer Equipment   | 1,182  | 20% | 236.40   |
| <b>142</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>143</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>144</b> | Computer Equipment   | 2,456  | 20% | 491.20   |
| <b>145</b> | Computer Equipment   | 8,159  | 20% | 1,631.80 |
| <b>146</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>147</b> | Computer Equipment   | 10,460 | 20% | 2,092.00 |
| <b>148</b> | Computer Equipment   | 212    | 20% | 42.40    |
| <b>149</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>150</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>151</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>152</b> | Computer Equipment   | 568    | 20% | 113.60   |
| <b>153</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>154</b> | Computer Equipment   | 1,960  | 20% | 392.00   |
| <b>155</b> | Computer Equipment   | 3      | 20% | 0.60     |
| <b>156</b> | Computer Equipment   | 8,159  | 20% | 1,631.80 |
| <b>157</b> | Computer Equipment   | 109    | 20% | 21.80    |
| <b>158</b> | Computer Equipment   | 338    | 20% | 67.60    |
| <b>159</b> | Computer Equipment   | 2,082  | 20% | 416.40   |
| <b>160</b> | Computer Equipment   | 8,233  | 20% | 1,646.60 |
| <b>161</b> | Computer Equipment   | 560    | 20% | 112.00   |
| <b>162</b> | Computer Equipment   | 319    | 20% | 63.80    |
| <b>163</b> | Furniture & Fixtures | 2,896  | 20% | 579.20   |
| <b>164</b> | Furniture & Fixtures | 1,595  | 20% | 319.00   |
| <b>165</b> | Furniture & Fixtures | 990    | 20% | 198.00   |
| <b>166</b> | Furniture & Fixtures | 720    | 20% | 144.00   |
| <b>167</b> | Furniture & Fixtures | 463    | 20% | 92.60    |
| <b>168</b> | Furniture & Fixtures | 3,126  | 20% | 625.20   |
| <b>169</b> | Furniture & Fixtures | 39,653 | 20% | 7,930.60 |
| <b>170</b> | Furniture & Fixtures | 37,670 | 20% | 7,534.00 |
| <b>171</b> | Furniture & Fixtures | 498    | 20% | 99.60    |
| <b>172</b> | Computer Equipment   | 1,801  | 20% | 360.20   |
| <b>173</b> | Computer Equipment   | 1,363  | 20% | 272.60   |
| <b>174</b> | Computer Equipment   | 1,352  | 20% | 270.40   |
| <b>175</b> | Computer Equipment   | 821    | 20% | 164.20   |
| <b>176</b> | Computer Equipment   | 5,951  | 20% | 1,190.20 |
| <b>177</b> | Computer Equipment   | 1,634  | 20% | 326.80   |
| <b>178</b> | Computer Equipment   | 1,790  | 20% | 358.00   |
| <b>179</b> | Computer Equipment   | 8,987  | 20% | 1,797.40 |
| <b>180</b> | Computer Equipment   | 2,577  | 20% | 515.40   |
| <b>181</b> | Computer Equipment   | 908    | 20% | 181.60   |
| <b>182</b> | Computer Equipment   | 11,141 | 20% | 2,228.20 |
| <b>183</b> | Computer Equipment   | 5,308  | 20% | 1,061.60 |
| <b>184</b> | Computer Equipment   | 11,194 | 20% | 2,238.80 |
| <b>185</b> | Computer Equipment   | 8,470  | 20% | 1,694.00 |
| <b>186</b> | Computer Equipment   | 3,038  | 20% | 607.60   |
| <b>187</b> | Computer Equipment   | 3,389  | 20% | 677.80   |

|            |                      |                      |     |                      |
|------------|----------------------|----------------------|-----|----------------------|
| <b>188</b> | Software             | 24,800               | 20% | 4,960.00             |
| <b>189</b> | Furniture & Fixtures | 3,114                | 20% | 622.80               |
|            | <b>Total</b>         | <b>\$ 515,956.00</b> |     | <b>\$ 103,191.20</b> |

## Account Payable

As of 10/31/2021

| <b>Payee Name</b>                       | <b>Current Owed</b> |
|---|---------------------|
| Gibson Dunn                             | 924,584.37          |
| Partner Engineering and Science         | 18,000.00           |
| Arnold & Placek, P.C.                   | 519.00              |
| HIRERIGHT, Inc.                         | 205.45              |
| Armanino LLP                            | 2,644.75            |
| AtlasX, Inc.                            | 5,700.00            |
| National Property Consulting Group, LLC | 16,214.70           |
| STG Desgin                              | 9,504.50            |
| Civil & Environmental Consultants Inc.  | 23,452.58           |
| Boundary Boys, LLC                      | 10,150.00           |
| <b>Total</b>                            | <b>1,010,975.35</b> |

### Notes Payable

|                            |                   |
|----------------------------|-------------------|
| Other Note Payable         | 250,000.00        |
| <b>Total Notes Payable</b> | <b>250,000.00</b> |

**EXHIBIT 7**



**BURFORD PERRY** LLP

Brent C. Perry  
909 Fannin St., Suite 2630  
Houston, Texas 77010  
bperry@burfordperry.com

FILED IN  
1st COURT OF APPEALS  
HOUSTON, TEXAS  
Telephone: (713) 401-9790  
Facsimile: (713) 493-9730  
11/15/2021 10:23:18 PM  
CHRISTOPHER A. PRINE  
Clerk

November 15, 2021

**BY EFILING**

The Hon. Peter Kelly  
First Court of Appeals  
301 Fannin Street  
Houston, Texas 77002-2066

Re: Case No. 01-21-00284; *Great Value Storage, LLC and World Class Capital Group, LLC v. Princeton Capital Corporation*; In the First Court of Appeals.

Dear Justice Kelly:

On October 26, 2021, you signed an order temporarily granting “appellant’s motion to stay the trial court’s order appointing a receiver.” The order abated the appeal and remanded this matter to the trial court for a determination of whether appellee’s rights would be adequately protected by supersedeas or another order under Rule 24.

**Net Worth Declaration**

Today, as required by the order, Great Value Storage, LLC (“GVS”) filed the attached Rule 24.2(c)(1) declaration by Barbara Lee (Exhibit 1) regarding its net worth with the attached schedules and documentation. Because GVS has a negative net worth, GVS will file a nominal \$100 supersedeas bond tomorrow. *Hunter Buildings & Mfg., L.P. v. MBI Glob., L.L.C.*, 514 S.W.3d 233, 238-239 (Tex. App.—Houston [14th Dist.] 2013, no pet.). Pursuant to Rule 24.2(c)(1), this is prima facie evidence of GVS’s net worth for establishing the required bond. The burden is now on Princeton Capital Corporation to contest GVS’s claimed net worth. Tex. R. App. P. 24.2(c)(2).

## **GVS Bankruptcy Proceeding**

The Court is aware that the Receiver appeared in the bankruptcy proceeding involving several storage facilities for which GVS is the property manager. *See* No. 21-31121; *In re: GVS Texas Holdings I, LLC, et al.*; In the United States Bankruptcy Court for the Northern District of Texas.

After the bankruptcy court rebuffed the receiver, Princeton on October 19, 2021 moved for a Rule 2004 examination of the debtors. Princeton sought the examination because “Princeton’s rights and interests may be drastically affected by the actions taken in these bankruptcy cases.” The bankruptcy court denied the motion.

Largely as a result of concerns about the GVS receivership in the underlying lawsuit, Robert Albergotti, the sole director of the debtors in the related bankruptcy, has indicated an intent to terminate GVS’ management contracts. Princeton correctly claims that this will deprive the GVS of its source of revenue and is a result of the receivership proceedings. As explained in the Motion to Stay Appointment of Receiver, Princeton is not entitled to a receiver because it did not present any evidence of the trial court of GVS’s assets that could be sold to satisfy the judgment.

### **Receiver’s Continued Actions**

After receiving the October 26 order, GVS notified the Receiver of the stay order and demanded that he notify GVS of any actions taken as receiver, particularly regarding bank accounts identified in his pleadings and governmental agencies. Exhibit 3. As of today, the Receiver has not responded. His law office is still listed as the office of GVS. Exhibit 4.

### **Clarification of the October 26 Order**

The October 26 order only mentions appellant GVS. It does not mention appellant World Class Capital Group, LLC (“WCCG”). As explained in our brief, WCCG is not liable on the Note Purchase Agreement on which Princeton sues. Is WCCG similarly required to present evidence regarding a supersedeas bond or other form of security to the trial court? If so, WCCG can comply within 10 days of an order clarifying this duty.



November 15, 2021  
Page 3 of 3

Lastly, the October 26 order states that it abates the appeal. Does this order abate both the appeal of the final judgment and the interlocutory appeal of the order appointing a receiver? It seems obvious that it does, but appellants want to be certain before passing any briefing deadlines or updating the appellate record.

Thank you in advance for clarifying the order to the extent necessary. We again ask the Court to continue the Receiver Order until the disposition of this appeal under Tex. R. App. 29.3.

Very truly yours,

A handwritten signature in blue ink, appearing to be "BP" with a flourish extending to the right.

Brent C. Perry

cc: Abby Noebels

# EXHIBIT 1

CAUSE NO. 2019-18855

|  |   |                          |
|--|---|--------------------------|
| PRINCETON CAPITAL CORPORATION,<br>Plaintiffs,  | § | IN THE DISTRICT COURT OF |
|  | § |                          |
|  | § |                          |
| v.   | § |                          |
|  | § | HARRIS COUNTY, TEXAS     |
| GREAT VALUE STORAGE LLC,<br>WORLD CLASS CAPITAL GROUP<br>LLC, and NATIN PAUL,<br>Defendants. | § |                          |
|  | § |                          |
|  | § | 165th JUDICIAL DISTRICT  |

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**DECLARATION OF BARBARA LEE**

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My name is Barbara Lee, my date of birth is July 22, 1964, and my business address is 814 Lavaca Street, Austin, Texas 78701.

I declare under penalty of perjury that the following is within in my personal knowledge and is true and correct.

I am a bookkeeper for Great Value Storage, LLC ("GVS") and have personal knowledge of the financial records of the company. At my direction, GVS prepared the Statement of Assets and Liabilities attached as Exhibit 1, which identifies the assets and liabilities of GVS using GAAP principles and subtracting liabilities from assets to establish net worth.

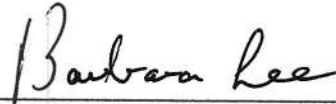
The (negative) net worth of GVS as of October 31, 2021 is (\$5,845,797).

The assets of GVS are generally described as cash and accounts receivable.

The liabilities of GVS are generally described as accounts payable and notes payable.

GVS can produce schedules and documents to support this net worth calculation.

Signed on November 15, 2021 in Austin, Travis County, Texas.

A handwritten signature in cursive script that reads "Barbara Lee". The signature is written in black ink and is positioned above a horizontal line.

Barbara Lee

# Great Value Storage, LLC

Statement of Assets and Liabilities

For the Period Ended 10/31/2021

**10/31/2021**

## **ASSETS**

|                           |                |
|---------------------------|----------------|
| Cash and Cash Equivalents | (30)           |
| Accounts Receivable       | 303,953        |
| <b>TOTAL ASSETS</b>       | <b>303,923</b> |

## **LIABILITIES**

|                          |                  |
|--------------------------|------------------|
| Accounts Payable         | 274,720          |
| Notes Payable            | 5,875,000        |
| <b>TOTAL LIABILITIES</b> | <b>6,149,720</b> |

## **NET ASSET/LIABILITY VALUE**

**(5,845,797)**

**Accounts Receivable:**

|   |                |
|---|----------------|
| Accounts Receivable-GVS Nevada Holdings I, LLC              | 902            |
| Accounts Receivable-WC Mississippi Storage Portfolio I, LLC | 62,235         |
| Accounts Receivable-GVS Ohio Holdings I, LLC                | 26,487         |
| Accounts Receivable-GVS Missouri Holdings I, LLC            | 3,403          |
| Accounts Receivable-GVS New York Holdings I, LLC            | 6,715          |
| Accounts Receivable-GVS Texas Holdings I, LLC               | 43,334         |
| Accounts Receivable-GVS Indiana Holdings I, LLC             | 6,474          |
| Accounts Receivable-GVS Tennessee Holdings I, LLC           | 370            |
| Accounts Receivable-GVS Texas Holdings II, LLC              | 25,519         |
| Accounts Receivable-GVS Ohio Holdings II, LLC               | 103,234        |
| Accounts Receivable-GVS Illinois Holdings I, LLC            | 3,675          |
| Accounts Receivable-GVS Colorado Holdings I, LLC            | 21,606         |
| <b>Accounts Receivable</b>                                  | <b>303,953</b> |

## Automated Certificate of eService

This automated certificate of service was created by the eFiling system. The filer served this document via email generated by the eFiling system on the date and to the persons listed below. The rules governing certificates of service have not changed. Filers must still provide a certificate of service that complies with all applicable rules.

Brent Perry on behalf of Brent Perry  
Bar No. 15799650  
bperry@burfordperry.com  
Envelope ID: 59185292  
Status as of 11/16/2021 8:06 AM CST

Associated Case Party: World Class Capital Group, LLC

| Name                  | BarNumber | Email                     | TimestampSubmitted     | Status |
|-----------------------|-----------|---------------------------|------------------------|--------|
| Brent Clark Perry     | 15799650  | bperry@burfordperry.com   | 11/15/2021 10:22:18 PM | SENT   |
| Robert R. Burford     | 3371700   | rburford@burfordperry.com | 11/15/2021 10:22:18 PM | SENT   |
| Michael Merrick       | 24041474  | mmerrick77@gmail.com      | 11/15/2021 10:22:18 PM | SENT   |
| Shawn Johnson         | 24097056  | sjohnson@burfordperry.com | 11/15/2021 10:22:18 PM | SENT   |
| Burford Perry Service |           | service@burfordperry.com  | 11/15/2021 10:22:18 PM | SENT   |
| Michael J. Merrick    |           | mmerrick@world-class.com  | 11/15/2021 10:22:18 PM | SENT   |

### Case Contacts

| Name                    | BarNumber | Email                      | TimestampSubmitted     | Status |
|-------------------------|-----------|----------------------------|------------------------|--------|
| Seth Kretzer            | 24043764  | seth@kretzerfirm.com       | 11/15/2021 10:22:18 PM | SENT   |
| James Wesley Volberding | 786313    | jamesvolberding@gmail.com  | 11/15/2021 10:22:18 PM | SENT   |
| Ann Kennon              |           | akennonassistant@gmail.com | 11/15/2021 10:22:18 PM | SENT   |
| Jesseca Wilson          |           | jesseca@kretzerfirm.com    | 11/15/2021 10:22:18 PM | SENT   |

Associated Case Party: Princeton Capital Corporation

| Name               | BarNumber | Email                      | TimestampSubmitted     | Status |
|--------------------|-----------|----------------------------|------------------------|--------|
| Mark L. D. Wawro   | 20988275  | mwawro@susmangodfrey.com   | 11/15/2021 10:22:18 PM | SENT   |
| Abigail Noebels    | 24083578  | anoebels@susmangodfrey.com | 11/15/2021 10:22:18 PM | SENT   |
| Taylor Biddle      |           | tbiddle@susmangodfrey.com  | 11/15/2021 10:22:18 PM | SENT   |
| Kristi Davis       |           | kdavis@susmangodfrey.com   | 11/15/2021 10:22:18 PM | SENT   |
| Moustapha El-Hakam |           | melhakam@susmangodfrey.com | 11/15/2021 10:22:18 PM | SENT   |

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James Volberding  
Bar No. 00786313  
jamesvolberding@gmail.com  
Envelope ID: 79747117  
Filing Code Description: Response  
Filing Description: RECEIVER'S RESPONSE TO APPELLANTS'  
SEPTEMBER 19, 2023 LETTER TO COURT TO DELAY  
DETERMINATION OF JURISDICTION  
Status as of 9/20/2023 11:54 AM CST

Associated Case Party: Seth Kretzer, Receiver

| Name             | BarNumber | Email                      | TimestampSubmitted    | Status |
|------------------|-----------|----------------------------|-----------------------|--------|
| Seth Kretzer     |           | seth@kretzerfirm.com       | 9/20/2023 11:32:08 AM | SENT   |
| James Volberding |           | jamesvolberding@gmail.com  | 9/20/2023 11:32:08 AM | SENT   |
| Ann Kennon       |           | akennonassistant@gmail.com | 9/20/2023 11:32:08 AM | SENT   |

Associated Case Party: World Class Capital Group, LLC

| Name              | BarNumber | Email                     | TimestampSubmitted    | Status |
|-------------------|-----------|---------------------------|-----------------------|--------|
| Greg R.Wehrer     |           | greg.wehrer@squirepb.com  | 9/20/2023 11:32:08 AM | SENT   |
| Amanda DoddsPrice |           | amanda.price@squirepb.com | 9/20/2023 11:32:08 AM | SENT   |

Case Contacts

| Name              | BarNumber | Email                      | TimestampSubmitted    | Status |
|-------------------|-----------|----------------------------|-----------------------|--------|
| Abigail Noebels   | 24083578  | anoebels@susmangodfrey.com | 9/20/2023 11:32:08 AM | SENT   |
| Greg Wehrer       |           | greg.wehrer@squirepb.com   | 9/20/2023 11:32:08 AM | SENT   |
| Manfred Sternberg |           | Manfred@msternberg.com     | 9/20/2023 11:32:08 AM | SENT   |
| Brian Elliott     |           | brian@scalefirm.com        | 9/20/2023 11:32:08 AM | SENT   |
| Amanda Prince     |           | amanda.price@squirepb.com  | 9/20/2023 11:32:08 AM | SENT   |
| Jeremy Gaston     |           | jpgaston@hcglp.com         | 9/20/2023 11:32:08 AM | SENT   |