

Fill in this information to identify the case:

United States Bankruptcy Court for the:

_____ District of Delaware
(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

12/15

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 Pinktoe Tarantula Limited

2. All other names debtor used in the last 8 years Charlotte Olympia
Include any assumed names, trade names, and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 3 9 2 0 7 8 6 0 9

4. Debtor's address

| | |
|---|--|
| Principal place of business | Mailing address, if different from principal place of business |
| <u>22 East 65th Street</u> Number Street | _____ Number Street |
| _____ City State ZIP Code | P.O. Box _____ City State ZIP Code |
| <u>New York NY 10085</u> City State ZIP Code | Location of principal assets, if different from principal place of business |
| <u>New York</u> County | _____ Number Street |
| | _____ City State ZIP Code |

5. Debtor's website (URL) _____

6. Type of debtor
 Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
 Partnership (excluding LLP)
 Other. Specify: _____

7. Describe debtor's business

A. Check one:

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

B. Check all that apply:

- Tax-exempt entity (as described in 26 U.S.C. § 501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.naics.com/search/>.

5 6 6 1

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

Check one:

- Chapter 7
- Chapter 9

Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

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

No

Yes. District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

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

No

Yes. Debtor See Schedule 1 attached hereto Relationship _____

District _____ When _____

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

Case number, if known _____ MM / DD / YYYY

11. Why is the case filed in this district?

Check all that apply:

- Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

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

- No
- Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

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

- It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____
- It needs to be physically secured or protected from the weather.
- It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- Other _____

Where is the property?

Number _____ Street _____

City _____ State _____ ZIP Code _____

Is the property insured?

- No
- Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

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

14. Estimated number of creditors*

- 1-49
- 50-99
- 100-199
- 200-999
- 1,000-5,000
- 5,001-10,000
- 10,001-25,000
- 25,001-50,000
- 50,001-100,000
- More than 100,000

15. Estimated assets*

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

Debtor Pinktoe Tarantula Limited
Name

Case number (if known) _____

16. Estimated liabilities*

- | | | |
|--|---|--|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input checked="" 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 02/17/2018
MM / DD / YYYY

X /s/ William Kaye

Signature of authorized representative of debtor

William Kaye

Printed name

Title Chief Restructuring Officer

18. Signature of attorney

X /s/ Dennis A. Meloro

Signature of attorney for debtor

Date 02/17/2018

MM / DD / YYYY

Dennis A. Meloro

Printed name

Greenberg Traurig, LLP

Firm name

1007 N Orange Street, Suite 1200

Number Street

Wilmington DE 19801

City

State

ZIP Code

302-661-7000

Contact phone

melorod@gtlaw.com

Email address

4435 DE

Bar number

State

SCHEDULE 1

The following list identifies all of the affiliated entities, including the Debtor filing this petition (collectively, the "Debtors"), that filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware, contemporaneously with the filing of this petition. The Debtors filed a motion requesting joint administration.

1. Pinktoe Tarantula Limited
2. Desert Blonde Tarantula Limited
3. Red Rump Tarantula Limited

**ACTION TAKEN BY UNANIMOUS WRITTEN
CONSENT OF THE SOLE DIRECTOR
OF
PINKTOE TARANTULA LIMITED**

February 2, 2018

Pursuant to Section 141(f) of the General Corporation Law of the State of Delaware, Charlotte Olympia Dellal (the "Sole Director"), being the sole director of Pinktoe Tarantula Limited (the "Company"), does hereby take the following actions and adopt the following resolutions by her written consent in lieu of a meeting of the board:

WHEREAS, the Sole Director waived any notice requirements for a meeting;

WHEREAS, the Sole Director considered the Company's liabilities, the strategic alternatives available, and the impact of the foregoing on the Company's business;

WHEREAS, the Sole Director had the opportunity to consult with the management and the advisors of the Companies about the strategic alternatives available to the Company;

WHEREAS, the Sole Director considered the filing of a voluntary petition for relief under the provisions of Chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101, *et seq.* (the "Bankruptcy Code") for the Companies and certain affiliates; BE IT HEREBY

RESOLVED, that in the judgment of the Sole Director, it is desirable and in the best interests of the Company, its creditors, equity holders, and other parties in interest, that the Company file or cause to be filed a voluntary petition for relief, under the provisions of Chapter 11 of the Bankruptcy Code ("Chapter 11") in the United States Bankruptcy Court for the District of Delaware; and

RESOLVED, that the Company's officers (each, an "Authorized Person"), be, and is hereby, authorized and empowered to execute and file on behalf of the Company all petitions, schedules, lists, motions, applications, pleadings and other papers or documents as necessary to commence the Chapter 11 case and to take any and all further acts and deeds that they deem necessary, proper, and desirable in connection with the Chapter 11 case, with a view to the successful prosecution of such cases; and

RESOLVED, that any and all actions previously or hereafter taken or to be taken by any Authorized Person on behalf of the Company, with respect to and in contemplation of, the actions authorized by any of the foregoing resolutions, are hereby authorized, approved, ratified, and confirmed, and that any and all documents, instruments and agreements executed by any Authorized Person in connection therewith be, and is hereby, ratified, approved, and confirmed.



Charlotte Olympia Dellal
Sole Director

Fill in this information to identify the case:

Debtor name Pinktoe Tarantula Limited
 United States Bankruptcy Court for the: _____ District of Delaware
(State)
 Case number (If known): _____

Check if this is an amended filing

Official Form 204

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

12/15

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

| | Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim | | |
|---|--|--|---|--|-----------------------------------|---|-----------------|
| | | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 1 | ALBATRANS INC 14910 183 rd Street New York, NY 11413 | Giovanni Chiarelli 718-553-2978 infoflr@albatrans.com | Services | | | | \$ 119,457.22 |
| 2 | SOUTH COAST PLAZA 3333 Bristol Street Costa Mesa, CA 92626 | Debbie Alcock 800-782-8888 AlcockD@southcoastplaza.com | Landlord | | | | \$ 90,917.29 |
| 3 | 474 NORTH RODEO DRIVE LLC 9320 Wilshire Blvd., Suite 300 Beverly Hills, CA 90212 | Ronald Simms/Eva Yamamoto 310-246-0885 310-246-1531 (fax) | Landlord | | | | \$ 52,780.40 |
| 4 | SIMON PROPERTY GROUP (SPG) 225 West Washington Street Indianapolis, IN 46204 | Amy David 317-636-1600 Amy.David@simon.com | Landlord | | | | \$ 37,280.11 |
| 5 | L&M 65TH MADISON LLC 22 East 65 th Street New York, NY 10065 | William Friedland 212-744-3300 | Landlord | | | | \$ 32,605.12 |
| 6 | VISTA IMAGING 521 Taylor Way San Carlos, CA 94070 | Keith Grethen, President 650-802-9685 sales@vistaimaging.com | Services | | | | \$ 28,428.24 |
| 7 | SAVINO DEL BENE 34 Englehard Avenue Avenel, NJ 07001 | Jamin Nieri 732-574-3900 | Services | | | | \$ 20,882.84 |
| 8 | RODL & PARTNER 1100 South Tower 225 Peachtree Street Atlanta, GA 30303 | Elisa Fay 404-525-2600 elisa.fay@roedlUSA.com | Professional Services | | | | \$ 14,260.00 |

| | Name of creditor and complete mailing address, including zip code | Name, telephone number, and email address of creditor contact | Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|----|--|---|---|--|--|---|-----------------|
| | | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 9 | OPEN TEXT GXS 9711 Washington Blvd., Suite 700 Gaithersburg, MD 20878 | John Doolittle, Chief Financial Officer 800-334-2255 | Services | | | | \$ 12,233.72 |
| 10 | MANHATTAN MECHANICAL CONTRACTORS, INC. 227 West 29 th Street New York, NY 10001 | Aurelio Rios 212-594-3130 | Services | | | | \$ 6,176.80 |
| 11 | SECURE CLEANING SERVICE CORP P.O. Box 3993 Glendale, NY 11385 | Controllor 917-373-9644 | Services | | | | \$ 4,159.20 |
| 12 | AVI'S MAID AND JANITORIAL SERVICES P.O. Box 25224 Los Angeles, CA 90025 | Controllor 310-998-3289 | Services | | | | \$ 3,678.20 |
| 13 | UPS P.O. Box 7247-0244 Philadelphia, PA 19170-0001 | Controllor 800-811-1648 bankruptcy@ups.com | Services | | | | \$ 3,524.79 |
| 14 | GLOBAL MERCHANT SERVICES 121 S. Orange Avenue, 15 th Floor Orlando, FL 32801-3221 | Controllor 800-450-0031 info@globalmerchantservices.com | Services | | | | \$ 3,497.78 |
| 15 | ECHELON MAINTENANCE INC. 4262 Blue Diamond Rd., Ste. 102-374 Las Vegas, NV 89139 | James R. Jones | Services | | | | \$ 3,060.00 |
| 16 | HARVARD MAINTENANCE INC. 2 South Biscayne Blvd., Suite 3650 Miami, FL 33131 | Controllor 305-351-7300 info@harvardmaint.com | Services | | | | \$ 1,747.46 |
| 17 | LIVERPOOL CARTING CO., INC. 5 Bruckner Blvd. Bronx, NY 10454 | Controllor 718-993-4525 | Services | | | | \$ 1,726.70 |
| 18 | ANTHONY PINSON ***** Venice, CA 90291 | | Services | | | | \$ 1,680.00 |
| 19 | CORY MARTIN EVENTS 9615 Brighton Way, Suite 227 Beverly Hills, CA 90210 | Cory Martin 310-273-8456 cory@corymartinevents.com | Services | | | | \$ 1,340.50 |
| 20 | ZERAH & CO. 519 Deer Park Avenue Dix Hills, NY 11746 | Richard Zerah 631-424-5550 Rich@ZerahCo.com | Professional Services | | | | \$ 1,320.54 |

Fill in this information to identify the case and this filing:

Debtor Name Pinktoe Tarantula Limited
United States Bankruptcy Court for the: _____ District of Delaware
State)
Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

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

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration _____

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

Executed on 02/17/2018
MM / DD / YYYY

* William Kaye
Signature of individual signing on behalf of debtor

William Kaye
Printed name

Chief Restructuring Officer
Position or relationship to debtor

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Pinktoe Tarantula Limited,
Debtor.

Chapter 11

Case No. 16-_____ ()

LIST OF EQUITY SECURITY HOLDERS

1. Charlotte Olympia Holdings Limited

[The remainder of this page is intentionally blank.]

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Debtor Name Pinktoe Tarantula Limited

United States Bankruptcy Court for the: _____ District of Delaware
(State)

Case number (if known): _____

Official Form 202

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Declaration and signature

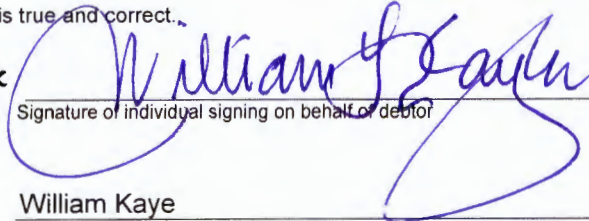
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets-Real and Personal Property* (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- Schedule H: Codebtors* (Official Form 206H)
- Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- Amended Schedule*
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- Other document that requires a declaration List of Equity Security Holders

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

Executed on 02/17/2018
MM / DD / YYYY

x 

Signature of individual signing on behalf of debtor

William Kaye

Printed name

Chief Restructuring Officer

Position or relationship to debtor

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Pinktoe Tarantula Limited,
Debtor.

Chapter 11

Case No. 18-_____ ()

CORPORATE OWNERSHIP STATEMENT

Pursuant to Federal Rule Bankruptcy Procedure 1007(a)(1), the following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of the debtor's equity interests:

1. Charlotte Olympia Holdings Limited
2. Charlotte Olympia Dellal
3. Onward Luxury Group SpA
4. Onward Holding Co. Ltd.

Fill in this information to identify the case and this filing:

Debtor Name Pinktoe Tarantula Limited

United States Bankruptcy Court for the: _____ District of Delaware
(State)

Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

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Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
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- Amended Schedule
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- Other document that requires a declaration Corporate Ownership Statement

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

Executed on 02/17/2018
MM / DD / YYYY

x William Kaye
Signature of individual signing on behalf of debtor

William Kaye
Printed name

Chief Restructuring Officer
Position or relationship to debtor

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Pinktoe Tarantula Limited,

Debtor.

Chapter 11

Case No. 18-_____ ()

CERTIFICATION CONCERNING LIST OF ALL CREDITORS

The above-captioned debtor and debtor-in-possession (the “**Debtor**”) hereby certifies under penalty of perjury that the *List of All Creditors*, submitted herewith, pursuant to Local Rule 1007-1(a) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, formatted in portable document format, containing the consolidated list of creditors of the Debtors, is complete and to the best of the Debtor’s knowledge, correct and consistent with Debtor’s books and records.

The information contained herein is based upon a review of the Debtor’s books and records. However, no comprehensive legal and/or factual investigations with regard to possible defenses to any claims set forth in the *List of All Creditors* have been completed. Therefore, the listing does not and should not be deemed to constitute: (1) waiver of any defense to any listed claims; (2) an acknowledgement of the allowability of any listed claims; and/or (3) a waiver of any other right or legal position of the Debtors.

Fill in this information to identify the case and this filing:

Debtor Name Pinktoe Tarantula Limited

United States Bankruptcy Court for the: _____ District of Delaware
State)

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Declaration and signature

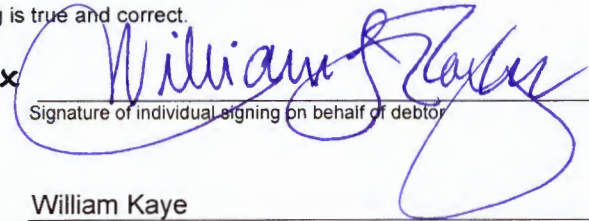
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
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- Amended Schedule
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration List of Creditors

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

Executed on 02/17/2018
MM / DD / YYYY

x 
Signature of individual signing on behalf of debtor

William Kaye
Printed name

Chief Restructuring Officer
Position or relationship to debtor