

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 205

Involuntary Petition Against a Non-Individual

12/15

Use this form to begin a bankruptcy case against a non-individual you allege to be a debtor subject to an involuntary case. If you want to begin a case against an individual, use the *Involuntary Petition Against an Individual* (Official Form 105). Be as complete and accurate as possible. If more space is needed, attach any additional sheets to this form. On the top of any additional pages, write debtor's name and case number (if known).

Part 1: Identify the Chapter of the Bankruptcy Code Under Which Petition Is Filed

1. Chapter of the Bankruptcy Code

Check one:

- Chapter 7
 Chapter 11

Part 2: Identify the Debtor

2. Debtor's name

Candi Controls, Inc.

3. Other names you know the debtor has used in the last 8 years

Include any assumed names, trade names, or *doing business as* names.

4. Debtor's federal Employer Identification Number (EIN)

Unknown

____ - ____ - ____
 EIN

5. Debtor's address

Principal place of business

428 13th Street, 3rd Floor
 Number Street

Oakland CA 94612
 City State ZIP Code

Alameda
 County

Mailing address, if different

 Number Street

 P.O. Box

 City State ZIP Code

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

 Number Street

 City State ZIP Code

Debtor Candi Controls, Inc.
Name

Case number (if known) _____

6. Debtor's website (URL) www.candicontrols.com

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

8. Type of debtor's business
 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 types of business listed.
 Unknown type of business.

9. To the best of your knowledge, are any bankruptcy cases pending by or against any partner or affiliate of this debtor?
 No
 Yes. Debtor _____ Relationship _____
 District _____ Date filed _____ Case number, if known _____
 MM / DD / YYYY
 Debtor _____ Relationship _____
 District _____ Date filed _____ Case number, if known _____
 MM / DD / YYYY

Part 3: Report About the Case

10. Venue
 Check one:
 Over the last 180 days before the filing of this bankruptcy, the debtor had a domicile, principal place of business, or principal assets in this district longer than in any other district.
 A bankruptcy case concerning debtor's affiliates, general partner, or partnership is pending in this district.

11. Allegations
 Each petitioner is eligible to file this petition under 11 U.S.C. § 303(b).
 The debtor may be the subject of an involuntary case under 11 U.S.C. § 303(a).
 At least one box must be checked:
 The debtor is generally not paying its debts as they become due, unless they are the subject of a bona fide dispute as to liability or amount.
 Within 120 days before the filing of this petition, a custodian, other than a trustee, receiver, or an agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.

12. Has there been a transfer of any claim against the debtor by or to any petitioner?
 No
 Yes. Attach all documents that evidence the transfer and any statements required under Bankruptcy Rule 1003(a).

Debtor Candi Controls, Inc.
Name

Case number (if known) _____

13. Each petitioner's claim

Name of petitioner	Nature of petitioner's claim	Amount of the claim above the value of any lien
<u>CGM Partners, LLC</u>	<u>Note</u>	<u>\$ 75,000.00</u>
<u>Howard Elias</u>	<u>Note</u>	<u>\$ 200,000.00</u>
<u>Kelly Yang Living Trust</u>	<u>Note</u>	<u>\$ 300,000.00</u>
Total of petitioners' claims		<u>\$ 575,000.00</u>

If more space is needed to list petitioners, attach additional sheets. Write the alleged debtor's name and the case number, if known, at the top of each sheet. Following the format of this form, set out the information required in Parts 3 and 4 of the form for each additional petitioning creditor, the petitioner's claim, the petitioner's representative, and the petitioner's attorney. Include the statement under penalty of perjury set out in Part 4 of the form, followed by each additional petitioner's (or representative's) signature, along with the signature of the petitioner's attorney.

Part 4: Request for Relief

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.

Petitioners request that an order for relief be entered against the debtor under the chapter of 11 U.S.C. specified in this petition. If a petitioning creditor is a corporation, attach the corporate ownership statement required by Bankruptcy Rule 1010(b). If any petitioner is a foreign representative appointed in a foreign proceeding, attach a certified copy of the order of the court granting recognition.

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

Petitioners or Petitioners' Representative

Name and mailing address of petitioner

CGM Partners, LLC
Name
P.O. Box 4631
Number Street
El Dorado Hills CA 95672
City State ZIP Code

Name and mailing address of petitioner's representative, if any

Paul M. Lavery
Name
P.O. Box 4631
Number Street
El Dorado Hills CA 95672
City State ZIP Code

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

Executed on 3/23/2018
MM / DD / YYYY

/s/ Paul M. Lavery, Partner
Signature of petitioner or representative, including representative's title

Attorneys

Kevin S. Mann
Printed name
Cross & Simon, LLC
Firm name, if any
1105 N. Market Street, Suite 901
Number Street
Wilmington DE 19801
City State ZIP Code

Contact phone 302-777-4200 Email kmann@crosslaw.com

Bar number 4576

State DE

/s/ Kevin S. Mann
Signature of attorney

Date signed 3/23/2018
MM / DD / YYYY

Debtor Candi Controls, Inc.
Name

Case number (if known) _____

Name and mailing address of petitioner

Howard Elias
Name
300 Boylston Street, #806
Number Street
Boston MA 02116
City State ZIP Code

Name and mailing address of petitioner's representative, if any

Name

Number Street

City State ZIP Code

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

Executed on 3/23/2018
MM / DD / YYYY

/s/ Howard Elias
Signature of petitioner or representative, including representative's title

Kevin S. Mann
Printed name

Cross & Simon, LLC
Firm name, if any

1105 N. Market Street, Suite 901
Number Street
Wilmington DE 19801
City State ZIP Code

Contact phone 302-777-4200 Email kmann@crosslaw.com

Bar number 4576

State DE

/s/ Kevin S. Mann
Signature of attorney

Date signed 3/23/2018
MM / DD / YYYY

Name and mailing address of petitioner

Kelly Yang Living Trust
Name
P.O. Box 870
Number Street
Mt. Shasta CA 96067
City State ZIP Code

Name and mailing address of petitioner's representative, if any

Kelly Yang
Name
P.O. Box 870
Number Street
Mt. Shasta CA 96067
City State ZIP Code

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

Executed on 3/23/2018
MM / DD / YYYY

/s/ Kelly Yang, Trustee
Signature of petitioner or representative, including representative's title

Kevin S. Mann
Printed name

Cross & Simon, LLC
Firm name, if any

1105 N. Market Street, Suite 901
Number Street
Wilmington DE 19801
City State ZIP Code

Contact phone 302-777-4200 Email kmann@crosslaw.com

Bar number 4576

State DE

/s/ Kevin S. Mann
Signature of attorney

Date signed 3/23/2018
MM / DD / YYYY

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

In re:) Chapter 11
)
Candi Controls, Inc.,) Case No.: _____
)
Alleged Debtor.)
)

STATEMENT OF CORPORATE OWNERSHIP

I, Paul M. Lavery, Partner of CGM Partners, LLC, named as a Petitioning Creditor in the above-captioned case, hereby state pursuant to Fed. R. Bankr. P. 1007(a)(1) that no corporation directly or indirectly owns 10% or more of any class of CGM Partners, LLC's equity interests.

Date: March 23, 2018

Signature: /s/ Paul M. Lavery
Paul M. Lavery, Partner

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

In re)	
)	Chapter 11
)	
Candi Controls, Inc.,)	Case No. _____
)	
Debtor.)	
)	
)	
)	

ORDER FOR RELIEF IN AN INVOLUNTARY CASE

On consideration of the petition filed on March 23, 2018 against the above-named debtor, an order for relief under chapter 11 of the Bankruptcy Code (title 11 of the United States Code) is GRANTED.

Dated: _____, 2018

United States Bankruptcy Judge