

Fill in this information to identify the case:				
United States Bankruptcy Court for the:				
	District of	Delaware		
		(State)		
Case number (if known):		Chapter	11	
				<input type="checkbox"/> Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/22

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

1. **Debtor's name** Armstrong Flooring, Inc.

2. **All other names debtor used in the last 8 years** None

Include any assumed names, trade names, and doing business as names

3. **Debtor's federal Employer Identification Number (EIN)** 47-4303305

4. **Debtor's address**

<p>Principal place of business</p> <p><u>1770 Hempstead Road</u> Number Street</p> <p><u>P.O. Box 10068</u> P.O. Box</p> <p><u>Lancaster</u> <u>PA 17605</u> City State ZIP Code</p> <p><u>Lancaster</u> County</p>	<p>Mailing address, if different from principal place of business</p> <p>_____ Number Street</p> <p>_____ City State ZIP Code</p> <p>Location of principal assets, if different from principal place of business</p> <p>_____ Number Street</p> <p>_____ City State ZIP Code</p>
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5. **Debtor's website (URL)** https://www.armstrongflooring.com/

Debtor Armstrong Flooring, Inc. Case number (if known) _____
 Name

- 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>

3 2 7 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 \$3,024,725 (amount subject to adjustment on 4/01/25 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

Chapter 12

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

No

Yes District _____

When _____

Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____

When _____

Case number _____
MM / DD / YYYY

Debtor Armstrong Flooring, Inc. Case number (if known) _____
 Name _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? No Yes

Debtor See Annex 1 Relationship Affiliate
 District Delaware When Date hereof
 MM / DD / YYYY

List all cases. If more than 1, attach a separate list. Case Number, if known _____

11. Why is the case filed in this district? *Check all that apply:*

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

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

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention? No Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed

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

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

What is the hazard?

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

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

Other

Where is the property?

Number _____ Street _____

City _____ State _____ Zip Code _____

Is the property insured?

No Yes Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds *Check one:*

Funds will be available for distribution to unsecured creditors.

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

14. Estimated number of creditors (consolidated with debtor affiliates)*

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

Debtor Armstrong Flooring, Inc. Case number (if known) _____
 Name

15. **Estimated assets (consolidated with debtor affiliates)***
- | | | |
|--|---|--|
| <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 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 checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. **Estimated liabilities (consolidated with debtor affiliates)***
- | | | |
|--|---|--|
| <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 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 checked="" type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

*Represents consolidated financial information for the Debtor and its affiliated entities. This does not constitute a statement or admission as to the creditors, assets, or liabilities of any of the debtor entities individually.

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 05/08/2022
 MM / DD / YYYY

/s/ Michel S. Vermette Michel S. Vermette
 X Signature of authorized representative of debtor Printed name

Title President and Chief Executive Officer

18. **Signature of attorney**

/s/ Joseph O. Larkin Date 05/08/2022
 X Signature of attorney for debtor MM / DD / YYYY

Joseph O. Larkin
 Printed name

Skadden, Arps, Slate, Meagher & Flom LLP
 Firm name

920 N. King Street
 Number Street

Wilmington Delaware 19801
 City State ZIP code

(302) 651-3000 Joseph.Larkin@skadden.com
 Contact phone Email address

4883 Delaware
 Bar number State

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

In re

ARMSTRONG FLOORING, INC.,

Debtor.

Chapter 11

Case No. 22-_____ (____)

**Attachment to Voluntary Petition for Non-Individuals
Filing for Bankruptcy under Chapter 11**

1. If any of the debtor’s securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 001-37589.

2. The following financial data is the latest available information and refers to the debtor’s condition on December 31, 2021.

a. Total assets	\$ <u>517,000,000</u>
b. Total debts (including debts listed in 2.c., below)	\$ <u>317,800,000</u>

c. Debt securities held by more than 500 holders

secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ <u>N/A</u>	Approximate number of holders: <u>None</u>
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ <u>N/A</u>	<u>None</u>
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ <u>N/A</u>	<u>None</u>
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ <u>N/A</u>	<u>None</u>
secured <input type="checkbox"/>	unsecured <input type="checkbox"/>	subordinated <input type="checkbox"/>	\$ <u>N/A</u>	<u>None</u>

d. Number of shares of preferred stock	<u>None</u> ¹
e. Number of shares of common stock	<u>21,779,575</u> ²

Comments, if any: None.

3. Brief description of the debtor’s business: Armstrong Flooring, Inc. is a leading global producer of resilient flooring products used primarily in the construction and renovation of commercial, residential, and institutional buildings.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor: GAMCO Investors, Inc. (8.959%).

¹ 15,000,000 preferred shares are authorized, but none are issued or outstanding.

² 100,000,000 shares of common stock are authorized; 28,376,662 are issued and 21,779,575 are outstanding.

Annex 1**SCHEDULE OF DEBTORS**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed in this Court a petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.*, as amended. Substantially contemporaneously with the filing of these petitions, these entities filed a motion requesting that their respective chapter 11 cases be jointly administered for procedural purposes only.

No.	Debtor	FEDERAL EIN
1	Armstrong Flooring, Inc.	47-4303305
2	AFI Licensing LLC	36-4833265
3	Armstrong Flooring Latin America	35-2552943
4	Armstrong Flooring Canada Ltd.	N/A

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

In re

ARMSTRONG FLOORING, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 22-____ (____)

(Joint Administration Pending)

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY SECURITY HOLDERS PURSUANT TO
FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007 AND 7007.1**

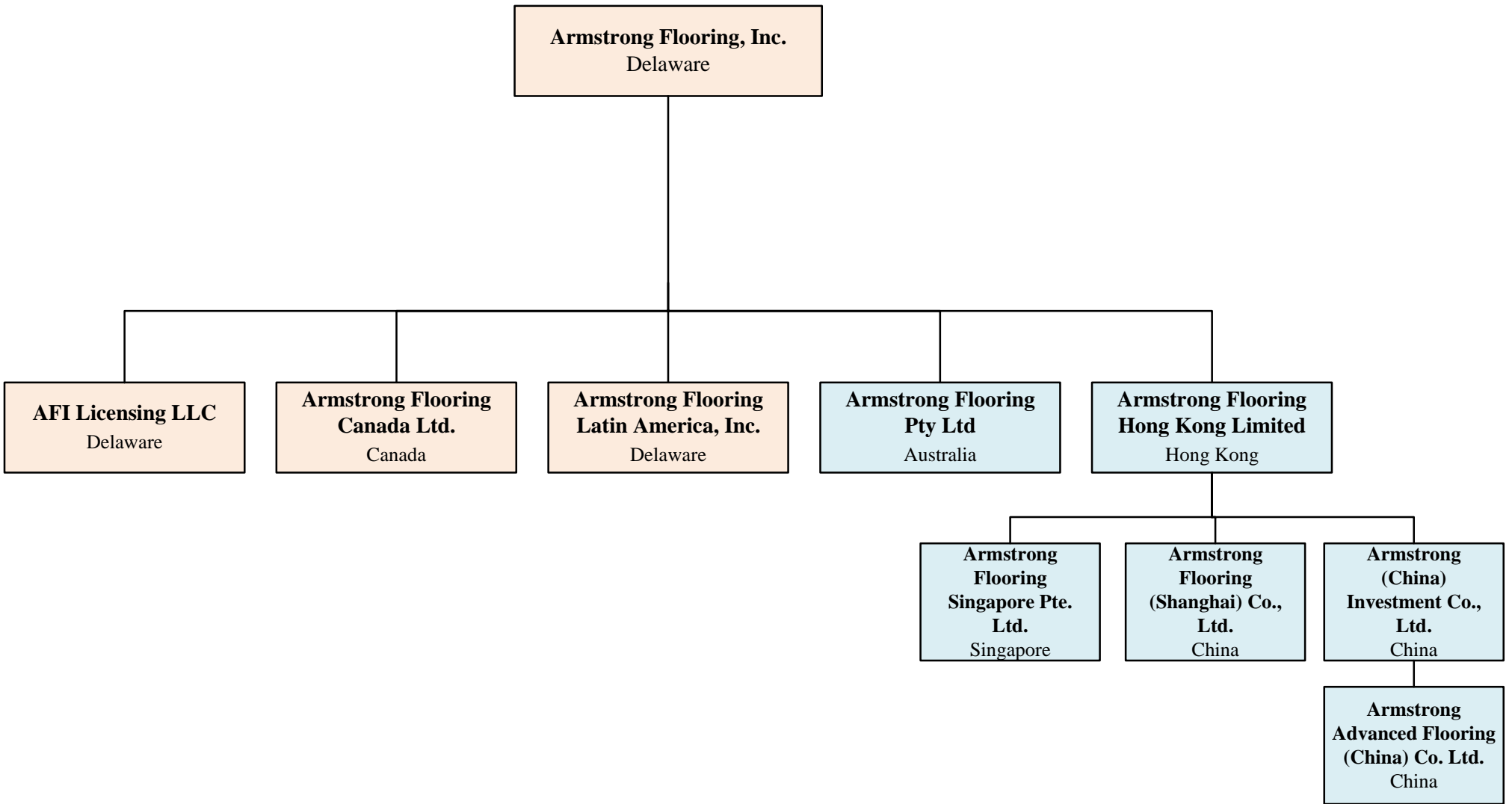
Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, set forth below are the corporate entities that directly or indirectly own 10% or more of any class of equity interests as of the Petition Date:

1. Armstrong Flooring, Inc. is a publicly traded corporation. No entities have a direct or indirect ownership interest of 10% or more in Armstrong Flooring, Inc.
2. AFI Licensing LLC is wholly owned by Armstrong Flooring, Inc.
3. Armstrong Flooring Latin America, Inc. is wholly owned by Armstrong Flooring, Inc.
4. Armstrong Flooring Canada Ltd. is wholly owned by Armstrong Flooring, Inc.

¹ The Debtors in these chapter 11 cases, along with the last four digits of their respective tax identification numbers, are as follows: Armstrong Flooring, Inc. (3305); AFI Licensing LLC (3265); Armstrong Flooring Latin America, Inc. (2943); and Armstrong Flooring Canada Ltd. (N/A). The address of the Debtors' corporate headquarters is PO Box 10068, 1770 Hempstead Road, Lancaster, PA 17065.

EXHIBIT A

Organizational Chart



LEGEND:

- Corporation
- Debtors
- Non-debtors

Fill in this information to Identify the case:

Debtor Name: Armstrong Flooring, Inc., et al.

United States Bankruptcy Court for the: District of Delaware

Case Number (If known):

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A consolidated list of creditors holding the 30 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 30 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 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
1 COLOUR STREAM LTD 3F NO 3 SEC 2 RENAI RD TAIPEI 226017 TAIWAN	JODYCHEN@DARDEFLOORING.COM	VENDOR	C/U/D			\$5,987,475.59
2 YIBIN TIANYI NEW MATERIAL NO 61 WEST SECTION YIBIN 644000 CHINA	SMAN0425@QQ.COM	VENDOR	C/U/D			\$5,925,169.67
3 ZHEJIANG TIANZHEN BAMBOO & WOOD DEVELOPMENT CO LTD WELLNESS INDUSTRY PARK ANJI ECONOMIC DEVELOPMENT AREA ANJI COUNTY ZHEJIANG PROVINCE 313300 CHINA	PHONE: 86-72-504-2411 NANCYL@TZBAMBOO.COM	VENDOR	C/U/D			\$4,874,703.39
4 KLOCKNER-PENTAPLAST OF AMERICA INC 3585 KLOECKNER RD GORDONSVILLE, VA 22942	PHONE: 540-832-3600 REMITTANCE.US@KPFILMS.COM; ACCTSREC@KPFILMS.COM	VENDOR	C/U/D			\$4,494,817.22
5 FLEXPORT INC 760 MARKET STREET SAN FRANCISCO, CA 94102	PHONE: 415-231-5252 REMITTANCE@FLEXPORT.COM	VENDOR	C/U/D			\$3,334,973.82
6 EASTMAN CHEMICAL FINANCIAL CORP 200 S WILCOX DRIVE KINGSPORT, TN 37660	PHONE: 800-327-8626 GLOBALAR@EASTMAN.COM	VENDOR	C/U/D			\$3,146,863.02

Debtor: Armstrong Flooring, Inc., et al.

Case Number (if known):

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
7 HONG KONG EDSON TRADING LIMITED 28 CANTON ROAD TSIM SHA TSUI HONG KONG 999077 HONG KONG	ZOE@VNJUFENG.COM	VENDOR	C/U/D			\$2,325,947.03
8 MEXICHEM SPECIALTY RESINS INC ATTN GENERAL MGR 33653 WALKER RD AVON LAKE, OH 44012	PHONE: 877-226-7355 ROBERT.WOLF@VESTOLIT.COM	VENDOR	C/U/D			\$1,995,350.73
9 SDI INC ATTN CHIEF FINANCIAL OFFICER 1414 RADCLIFFE ST, STE 300 BRISTOL, PA 17604	PHONE: 863-533-1147 JACKIE.KRAMER@SDI.COM	VENDOR	C/U/D			\$1,676,115.48
10 SPECIALTY MINERALS INC 2800 AYERS AVE LOS ANGELES, CA 90023	PHONE: 212-878-1840 US.CASH.RECEIPTS@MINERALSTECH.COM	VENDOR	C/U/D			\$1,558,531.26
11 AHLSTROM MUNKSJO GLASSFIBRE OY AHLSTROMINTIE 19 KOTKA 48600 FINLAND	PHONE: 358 10 888 0 CHERYL.BROWN@AHLSTROM-MUNKSJO.COM	VENDOR	C/U/D			\$1,363,260.68
12 OXYVINYLS LP 1950 N STEMMONS FRWY DALLAS, TX 75207	PHONE: 972-404-2144 ACCOUNTS_RECEIVABLE@OXY.COM	VENDOR	C/U/D			\$1,302,958.10
13 TBL SERVICES INC 1005 BROOKSIDE ROAD ALLENTOWN, PA 18106	FINANCE@THINKTBL.COM	VENDOR	C/U/D			\$1,243,877.16
14 EMERALD KALAMA LLC 1296 NORTHWEST THIRD KALAMA, WA 98625	CREDITDEPT@EMERALDMATERIALS.COM	VENDOR	C/U/D			\$1,000,705.54
15 EXPEDITORS INTERNATIONAL INC 519 KAISER DRIVE FOLCROFT, PA 19032	PHONE: 610-534-2590 REMIT@EXPEDITORS.COM; AR-PHL@EXPEDITORS.COM	VENDOR	C/U/D			\$991,838.59
16 ARDEX ENGINEERED CEMENTS 400 ARDEX PARK DRIVE ALIQUIPPA, PA 15001	PHONE: 888-512-7339 LORIE.WAGONER@ARDEXAMERICAS.COM	VENDOR	C/U/D			\$971,940.68
17 HYUNDAI L & C USA LLC 1077 CHEONHO-DAERO SEOUL 5340 SOUTH KOREA	PHONE: 888-426-9421 JIMINYOU@HYUNDAILNCUSA.COM	VENDOR	C/U/D			\$837,232.38
18 BOSTIK INC DEPT CH 19480 PALATINE, IL 60055	PHONE: 414-774-2250 BOSTIK.AR@BOSTIK.COM	VENDOR	C/U/D			\$795,608.40
19 GIVENS INC 1720 S MILITARY HIGHWAY CHESAPEAKE, VA 23320	PHONE: 757-233-4300 AR@GIVENS.COM	VENDOR	C/U/D			\$728,999.06
20 CAMGER COATINGS SYSTEM INC 364 MAIN STREET NORFOLK, MA 02056	PHONE: 508-528-5787 G.BESCHI@CAMGER.COM	VENDOR	C/U/D			\$688,680.89
21 STERLING MEXICO INVESTMENTS LLC 999 VANDERBILT BEACH ROAD SUITE 606 NAPLES, FL 34108		VENDOR	C/U/D			\$654,782.85

Debtor: Armstrong Flooring, Inc., et al.

Case Number (if known):

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
22 VALTRIS SPECIALTY CHEMICALS 7500 EAST PLEASANT VALLEY RD INDEPENDENCE, OH 44131	PHONE: 216-875-7200 CHRISTINE.DEFLOOR@VALTRIS.COM	VENDOR	C/U/D			\$618,637.30
23 OMNOVA SOLUTIONS INC 2011 ROCKY RIVER RD MONROE, NC 28110	PHONE: 216-682-7000 CFS@OMNOVA.COM	VENDOR	C/U/D			\$609,606.48
24 TRONOX LLC 263 TRESSER BLVD STE 1100 STAMFORD, CT 06901-3227	PHONE: 203-705-3800 OKCCASHPOSTINGGROUP@TRONOX.COM	VENDOR	C/U/D			\$557,946.92
25 J & M TANK LINES INC ATTN PRESIDENT 1100 CORPORATE PKWY BIRMINGHAM, AL 35238	PHONE: 800-456-8265 PSUMERFORD@JMTANK.COM; AR@JMTANK.COM	VENDOR	C/U/D			\$542,376.33
26 THE SAMPLE GROUP NC INC. 179 MERRIMON AVE WEAVERVILLE, NC 28787	PHONE: 828-645-1410 ACCTGTSG@THESAMPLEGROUP.COM	VENDOR	C/U/D			\$513,933.95
27 HAN RIGID PLASTICS USA LLC 980 W CIENEGA AVE SAN DIMAS, CA 91773	PHONE: 909-394-5832 MAY@HANRIGIDUSA.COM	VENDOR	C/U/D			\$512,506.55
28 ART GUILD INC 300 WOLF DRIVE WEST DEPTFORD, NJ 08086	PHONE: 856-384-1999 BSANDONE@ARTGUILDINC.COM; CCLIVER@ARTGUILDINC.COM	VENDOR	C/U/D			\$480,360.18
29 YIBIN TIANCHANG LOGISTICS CO DIAOHUANLOU ROAD YIBIN CITY 644000 CHINA	79501918@QQ.COM	VENDOR	C/U/D			\$473,000.00
30 FEI GROUP 811 LIVINGSTON COURT SE, STE A MARIETTA, GA 30067	PHONE: 770-528-4748 JORTEGA@FEIGROUP.NET	VENDOR	C/U/D			\$458,332.94

Fill in this information to identify the case:			
Debtor name	Armstrong Flooring, Inc., et al.		
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 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration Form 201A and Corporate Ownership Statement.

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

Executed on 05/08/2022
 MM/DD/YYYY

x /s/ Michel S. Vermette
 Signature of individual signing on behalf of debtor


Michel S. Vermette
 Printed Name
President and Chief Executive Officer
 Position or relationship to debtor

SECRETARY'S CERTIFICATE

The undersigned, being the Secretary of Armstrong Flooring, Inc., a Delaware corporation (the "**Corporation**"), hereby certifies on behalf of the Corporation, as follows:

Attached hereto as Annex A is a true, correct, and complete copy of resolutions duly adopted by the board of directors the Corporation, on May 8, 2022 (the "**Resolutions**"), and such Resolutions have not been modified or rescinded in whole, in part, or in any respect and are in full force and effect.

IN WITNESS WHEREOF, the undersigned, in his capacity as the Secretary of the Corporation, has duly executed and caused this certificate to be delivered as of May 8, 2022.

By: 

Name: Christopher S. Parisi
Title: Secretary of Armstrong Flooring, Inc.

PROPOSED RESOLUTIONS FOR CONSIDERATION

BY THE BOARD OF DIRECTORS OF

ARMSTRONG FLOORING, INC.

AT A SPECIAL MEETING TO BE HELD ON

MAY 8, 2022

WHEREAS, all of the members of the board of directors (the “**Board**”), of Armstrong Flooring, Inc., a Delaware corporation (the “**Corporation**”), have considered presentations by the management and the financial and legal advisors of the Corporation regarding the liabilities and liquidity situation of the Corporation, the strategic alternatives available to it and the effect of the foregoing on the Corporation’s business, creditors, stakeholders and other parties in interest;

WHEREAS, the Board has had the opportunity to consult with the Corporation’s management and financial and legal advisors and fully consider each of the strategic alternatives available to the Corporation; and

WHEREAS, the Board, based on its review of all available alternatives and advice provided by such advisors and professionals, has determined that it is advisable and in the best interest of the Corporation and its stakeholders for the Corporation to take the actions specified in the following resolutions.

I. Chapter 11 Filing

WHEREAS, the Board has been presented with a proposed voluntary petition (the “**Chapter 11 Petition**”) to be filed by the Corporation in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) seeking relief under the provisions of chapter 11 (“**Chapter 11**”) of title 11 of the United States Code (the “**Bankruptcy Code**”), in which the authority to operate as a debtor in possession will be sought;

WHEREAS, the Board has had the opportunity to consult with the management and the legal and financial advisors of the Corporation regarding the material terms of the “first day” pleadings, applications, affidavits and other documents (collectively, the “**Chapter 11 Filings**”) to be filed by the Corporation before the Bankruptcy Court in connection with the commencement of the Corporation’s Chapter 11 case (the “**Bankruptcy Case**”); and

WHEREAS, the Board, having considered the financial and operational aspects of the Corporation’s business and the best course of action to maximize value, has determined that it is advisable and in the best interest of the Corporation that the Chapter 11 Petition be filed by the Corporation seeking relief under the provisions of Chapter 11 of the Bankruptcy Code.

NOW, THEREFORE, BE IT RESOLVED, that the filing of the Chapter 11 Petition and

Chapter 11 Filings be, and each hereby is, authorized and approved in all respects; and be it further

RESOLVED, that any officer of the Corporation, on behalf of the Corporation (each such person, acting jointly or independently, being an “**Authorized Person**”), in each case, be, and each of them individually hereby is, authorized and directed to enter into, execute and deliver, in the name and on behalf of the Corporation, the Chapter 11 Petition and the Chapter 11 Filings in the name of the Corporation under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the Bankruptcy Court in such form and at such time as the Authorized Person(s) executing said Chapter 11 Petition and Chapter 11 Filings on behalf of the Corporation shall determine, with such modifications as such Authorized Person executing the same may deem necessary or appropriate to implement the transactions contemplated by the foregoing resolutions.

II. Debtor-in-Possession Financing

WHEREAS, the Board has determined that, in connection with the Bankruptcy Case, it is desirable and in the best interest of the Corporation, its creditors, stakeholders, and other interested parties to request that one or more potential financing sources provide the Corporation with a \$30 million priming senior secured superpriority delayed-draw term loan facility (the “**DIP Financing**”) subject to exceptions and limitations to be set forth in any orders of the Bankruptcy Court concerning the DIP Financing (the “**DIP Financing Orders**”);

WHEREAS, the Board has been presented with and has reviewed the terms and provisions of the definitive debtor-in-possession financing agreements related to the DIP Financing (collectively, the “**DIP Financing Agreements**” and each a “**DIP Financing Agreement**”) by and among the Corporation, as the borrower, certain of its affiliates, as guarantors, and JMB Capital Partners Lending, LLC, as administrative agent (collectively, with the other lenders party to the DIP Financing Agreements, the “**DIP Lenders**”) pursuant to which the DIP Lenders have agreed to provide the Corporation with DIP Financing, which provides for the borrowing of loans, guaranteeing of obligations, granting of security and the pledging of collateral;

WHEREAS, in connection with the DIP Financing Agreements, the DIP Lenders require that the Corporation grant security interests in substantially all of its assets that now or hereafter come into the possession, custody or control of the Corporation, in order to secure the prompt and complete payment, observance, and performance of all obligations under each DIP Financing Agreement, subject to exceptions and limitations to be set forth in DIP Financing Orders and related documents contemplated thereunder (collectively, the “**DIP Documents**”); and

WHEREAS, the Board has determined that it is in the best interests of the Corporation, its creditors, stakeholders, and other interested parties, for the Corporation to (i) consummate the transactions contemplated by each DIP Financing Agreement provided to the Board including borrowing and/or guaranteeing the full amount of the DIP Financing, and (ii) empower, authorize and direct the Authorized Persons to take any and all actions as may be deemed appropriate to effect and perform the transactions contemplated thereby.

NOW, THEREFORE, BE IT RESOLVED, that the form, terms and provisions of the DIP Financing Agreements are hereby, in all respects, authorized, ratified, approved and adopted

by the Board on behalf of the Corporation; and be it further

RESOLVED, that the Corporation be, and hereby is, authorized to incur and to undertake any and all related transactions contemplated under each DIP Financing Agreement and the DIP Documents; and be it further

RESOLVED, that the Authorized Persons be, and each of them hereby is, empowered, authorized and directed, with full power of delegation, on behalf of and in the name of the Corporation, to cause the Corporation to negotiate, execute and deliver each DIP Financing Agreement and the related documents contemplated thereby, in such form and with such changes or amendments (substantial or otherwise) thereto as any one or more of such Authorized Persons may deem necessary, desirable or appropriate, in order to consummate the transactions contemplated by each DIP Financing Agreement; and be it further

RESOLVED, that the Authorized Persons be, and each of them hereby is, empowered, authorized and directed, with full power of delegation, on behalf of and in the name of the Corporation, to take all such further actions which shall be necessary, proper or advisable to perform the Corporation's obligations under or in connection with the DIP Financing Agreements, the DIP Documents and the transactions contemplated therein, and to carry out fully the intent of the foregoing resolutions; and be it further

III. Regulatory Filings

RESOLVED, that in order for the Corporation and its applicable subsidiaries to comply with all requirements under the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder (the "**Exchange Act**") and any applicable state securities laws or requirements of the New York Stock Exchange, the Authorized Persons are authorized and empowered, on behalf of the Corporation and its applicable subsidiaries, with the assistance of counsel, to take all action necessary, appropriate or advisable to cause to be prepared, executed and filed, all reports, statements, documents and information related to the Bankruptcy Case required to be filed by the Corporation and its applicable subsidiaries, and to take all other action necessary, appropriate or advisable in connection with the Exchange Act and any applicable federal or state securities laws or requirements of the New York Stock Exchange, including one or more Current Reports on Form 8-K and notifications to the New York Stock Exchange; and be it further

IV. Retention of Professionals

RESOLVED, that the Authorized Persons be, and each of them is, authorized and empowered, on behalf of and in the name of the Corporation, to retain and employ professionals to render services to the Corporation in connection with the Bankruptcy Case and the transactions contemplated by the foregoing resolutions, including, without limitation, the law firm Skadden, Arps, Slate, Meagher & Flom LLP, to act as Chapter 11 counsel; Groom Law Group, Chartered, to act as benefits counsel; Friedman Kaplan Seiler & Adelman LLP, to act as conflicts counsel; Chipman Brown Cicero & Cole, LLP, to act as efficiency counsel; Riveron Consulting, LP to act as financial advisor; Houlihan Lokey to act as investment banker; and Epiq Corporate Restructuring, LLC to act as claims and noticing agent and administrative advisor; and in

connection herewith each Authorized Person is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain the services of the foregoing; and be it further

V. Secretary

RESOLVED, that Christopher Parisi be, and hereby is, authorized, empowered and directed, on behalf of and in the name of the Corporation, to act as Secretary of the Corporation during the pendency of the Bankruptcy Case and until his successor is duly elected and shall qualify, or until his earlier death, resignation or removal; and be it further

VI. General Authority to Implement Resolutions

RESOLVED, that the Authorized Persons be, and each of them is, authorized and empowered, on behalf of and in the name of the Corporation, to execute, deliver, perform, verify or file, or cause to be executed, delivered, performed, verified or filed (or direct others to do so on their behalf as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, statements, schedules, motions, lists, applications, pleadings, other papers, security documents, guarantees, reaffirmations, control agreements, waivers of or amendments to existing documents, and to negotiate the forms, terms and provisions of, and to execute and deliver any amendments, modifications, waivers or consents to any of the foregoing as may be approved by any Authorized Person, which amendments, modifications, waivers or consents may provide for consent payments, fees or other amounts payable or other modifications of or relief under such agreements or documents, the purpose of such amendments, modifications, waivers or consents being to facilitate consummation of the transactions contemplated by the foregoing resolutions or for any other purpose, and, in connection with the foregoing, to employ and retain all assistance by legal counsel, investment bankers, accountants, restructuring professionals or other professionals, and to take any and all action which the Authorized Person deems necessary or proper in connection with the Bankruptcy Case, with a view to the successful prosecution of the Bankruptcy Case contemplated by the foregoing resolutions and the successful consummation of the transactions contemplated by the foregoing resolutions, including, without limitation, any action necessary or proper to maintain the ordinary course operation of the Corporation's business; and be it further

RESOLVED, that the Authorized Persons be, and each of them is, authorized to execute, deliver and perform any and all special powers of attorney as the Authorized Persons may deem necessary or desirable to facilitate consummation of the transactions contemplated by the foregoing resolutions, pursuant to which the Authorized Persons will make certain appointments of attorneys to facilitate consummation of the transactions contemplated by the foregoing resolutions as the Corporation's true and lawful attorneys and authorize each such attorney to execute and deliver any and all documents of whatsoever nature and description that may be necessary or desirable to facilitate consummation of the transactions contemplated by the foregoing resolutions; and be it further

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Person to seek relief on behalf of the Corporation under Chapter 11 of the Bankruptcy Code, or in connection with the Bankruptcy Case, or any matter related thereto, be, and hereby are, adopted,

ratified, confirmed, and approved in all respects as the acts and deeds of the Corporation in all respects by the Board; and be it further

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Person, or by any employees or agents of the Corporation, on or before the date hereof in connections with the transactions contemplated by the foregoing resolutions be, and they hereby are, ratified, confirmed and approved in all respects by the Board; and be it further

RESOLVED, that the omission from these resolutions of any agreement, document or other arrangement contemplated by any of the agreements, instruments, filings or other documents described in the foregoing resolutions or any action to be taken in accordance with any requirement of any of the agreements, instruments, filings or other documents described in the foregoing resolutions shall in no manner derogate from the authority of the Authorized Persons to take all actions necessary, desirable, proper, advisable or appropriate to consummate, effectuate, carry out or further the transaction contemplated by, and the intent and purposes of, the foregoing resolutions; and be it further

RESOLVED, that the authority conferred upon any Authorized Person by these resolutions is in addition to, and shall in no way limit, such other authority as the Authorized Person may have with respect to the subject matter of the foregoing resolutions, and that the omission from these resolutions of any agreement or other arrangement contemplated by any of the agreements, instruments or documents described in the foregoing resolutions or any action to be taken in accordance with any requirement of any of the agreements, instruments or documents described in the foregoing resolutions shall in no manner derogate from the authority of any Authorized Person to take any and all actions convenient, necessary, advisable or appropriate to consummate, effectuate, carry out, perform or further the transactions contemplated by and the intents and purposes of the foregoing resolutions; and be it further

RESOLVED, the Board has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as required by the Amended and Restated Bylaws of the Corporation, dated March 30, 2016, and other organizational documents of the Corporation, or hereby waive any right to have received such notice; and be it further

RESOLVED, that each of the Authorized Persons (and their designees and delegates) be, and hereby are, authorized and empowered to take all actions or not to take any action in the name of the Corporation with respect to the transactions contemplated by these resolutions hereunder as the sole shareholder, partner, member, managing member, manager (or similar role) of each subsidiary of the Corporation, in each case, as the Authorized Person(s) shall deem necessary proper, appropriate, desirable or advisable to effectuate the purposes of the transactions contemplated herein.