

Fill in this information to identify the case:

Debtor 1	I PASS INC
Debtor 2 (Spouse, if filing)	New York Southern Bankruptcy Court Manhattan
United States Bankruptcy Court for the:	District of
Case number	22-10618 LGB

Official Form 410

Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?		MASSACHUSETTS DEPARTMENT OF REVENUE	
		Name of the current creditor (the person or entity to be paid for this claim)	
		Other names the creditor used with the debtor	
2. Has this claim been acquired from someone else?		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom?	
3. Where should notices and payments to the creditor be sent?		Where should notices to the creditor be sent?	
Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)		Where should payments to the creditor be sent? (if different)	
MASS. DEPT. OF REVENUE ATTN: BANKRUPTCY UNIT		MASS. DEPT. OF REVENUE ATTN: BANKRUPTCY UNIT	
Name		Name	
PO BOX 7090		Number	
Street		Street	
BOSTON		City	
MA		State	
02204-7090		ZIP Code	
City		City	
State		State	
ZIP Code		ZIP Code	
Contact phone: (617) 626-3875		Contact phone	
Contact email: joyces@dor.state.ma.us		Contact email	
Uniform claim identifier for electronic payments in chapter 13 (if you use one):			

4. Does this claim amend one already filed?		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known)	
		Filed on MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?		<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing?	



2210618220601000000000002

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor? ☐ No
☒ Yes: Last 4 digits of the debtor's account or any number you use to identify the debtor: 4598

7. How much is the claim? \$ 5,859.83 Does this amount include interest or other charges?
☐ No
☒ Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card.
Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c).
Limit disclosing information that is entitled to privacy, such as health care information.
Taxes

9. Is all or part of the claim secured? ☒ No
☐ Yes: The claim is secured by a lien on property.
Nature of property:
☐ Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
☐ Motor vehicle
☐ Other. Describe: _____
Basis for perfection: _____
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

Value of property: \$ _____

Amount of the claim that is secured: \$ 0.00

Amount of the claim that is unsecured: \$ 5,859.83 (The sum of the secured and unsecured amounts should match the amount in line 7.)

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Amount necessary to cure any default as of the date of the petition: \$ _____

JUN 01 2022

Annual Interest Rate (when case was filed) _____%

☐ Fixed
☐ Variable

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10. Is this claim based on a lease? ☒ No
☐ Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? ☐ No
☒ Yes. Identify the property: 2019 Combined Corporate Excise Tax Refund

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

☐ No

☒ Yes. Check one:

Amount entitled to priority

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

\$ _____

☐ Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

☐ Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

☒ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ 4,431.95

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

☐ Other. Specify subsection of 11 U.S.C. § 507(a)() that applies.

\$ _____

* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☐ I am the creditor.

☒ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* 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 date 05/26/2022
MM / DD / YYYY

/s/Stephanie Joyce
Signature

Print the name of the person who is completing and signing this claim:

Name STEPHANIE JOYCE
First name Middle name Last name

Title Tax Examiner

Company Massachusetts Department of Revenue
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address PO BOX 7090
Number Street

BOSTON MA 02204-7090
City State ZIP Code

Contact phone (617) 626-3875 Email joyces@dor.state.ma.us

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JUN 01 2022

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1. The Commissioner of the Massachusetts Department of Revenue files this Proof of Claim for unpaid Massachusetts Taxes, including interest and penalties calculated to the petition date or conversion date as applicable.
2. The amounts listed in Paragraphs A, B, C and D below are summaries of the amounts due for each category of claim. A detailed statement of the tax periods and the amounts due is attached. The type of tax is identified by letter codes as shown at the top of the detail pages.
3. Tax periods on attached pages are marked by an asterisk(*) if the amounts for those periods are estimated.
4. To the extent that any pre-petition tax, or post-petition interest and penalties attributable to pre-petition tax, are nondischargable and remain unpaid, they may be collected from the debtor or from any other liable entity.
5. To the extent that a claim is identified as a secured claim and is undersecured pursuant to 11 U.S.C. Sec 506. The unsecured portion consisting of tax and interest is asserted as an unsecured priority claim, and the unsecured portion consisting of penalty is asserted as a general unsecured claim. The Commonwealth of Massachusetts does not waive or intend to waive Eleventh Amendment Sovereign Immunity for itself or any of its officers or agencies including the Department of Revenue by filing this Proof of Claim.
6. Massachusetts claims a setoff of pre-petition tax refunds against this claim.
7. For administrative claims, interest and penalty are due until paid, interest and penalty have been calculated to the filing date of this claim.

Any questions or correspondence concerning this claim should be addressed to Stephanie Joyce at the above mailing address or by telephone: (413) 784-1000 x23837.

A. Secured Claim (Notice of statutory tax lien filed pursuant to M.G.L. c 62C Sec 50):	<u>\$0.00</u>
Post-petition interest is included to the extent allowed by 11 U.S.C. Sec 506(b).	
B. Unsecured Priority Claim under 11 U.S.C. Sec 507(a)(8):	<u>\$4,431.95</u>
For Chapter 11 cases, interest accrues after the effective date of the plan. 11 U.S.C. Sec 1129(a)(9)(C).	
C. General Unsecured Claim:	<u>\$1,427.88</u>
D. Subordinated Claim:	<u>\$0.00</u>
Total:	<u>\$5,859.83</u>

Isabel Jean, Director, Bankruptcy Unit, Massachusetts Department of Revenue, (617) 626-3820

Detailed Information**I PASS INC**

Federal Employer ID: XX-XXX4598

Chapter 11

Docket Number: 22-10618 LGB

Petition Date: May 15, 2022

Priority**1185 AVENUE OF THE AMERICAS FL 2****NEW YORK NY 10036-2608****Corporate Combined Excise**

Period End Date	Return Type	Assessment Date	Filing Frequency	Tax +	Interest +	Penalty +	Other =	Balance
12/31/2019		*	Annual	\$912.00	\$98.41	\$0.00	\$0.00	\$1,010.41
12/31/2020		*	Annual	\$912.00	\$45.72	\$0.00	\$0.00	\$957.72
12/31/2021		*	Annual	\$912.00	\$2.50	\$0.00	\$0.00	\$914.50
Account Total				\$2,736.00	\$146.63	\$0.00	\$0.00	\$2,882.63

3500 BRIDGE PKY REDWOOD SHORES CA 94065**Sales Tax**

Period End Date	Return Type	Assessment Date	Filing Frequency	Tax +	Interest +	Penalty +	Other =	Balance
11/30/2019		06/17/2020	Monthly	\$50.00	\$8.68	\$0.00	\$0.00	\$58.68
12/31/2019		01/28/2022	Monthly	\$50.00	\$6.95	\$0.00	\$0.00	\$56.95
01/31/2020		01/28/2022	Monthly	\$50.00	\$6.29	\$0.00	\$0.00	\$56.29
02/29/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
03/31/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
04/30/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
05/31/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
06/30/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
07/31/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
08/31/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
09/30/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
10/31/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
11/30/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
12/31/2020		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
01/31/2021		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
02/28/2021		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
03/31/2021		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09
04/30/2021		01/28/2022	Monthly	\$50.00	\$1.09	\$0.00	\$0.00	\$51.09

05/31/2021	01/28/2022	Monthly	\$50.00	\$1.98	\$0.00	\$0.00	\$51.98
06/30/2021	01/28/2022	Monthly	\$50.00	\$1.76	\$0.00	\$0.00	\$51.76
07/31/2021	01/28/2022	Monthly	\$50.00	\$1.59	\$0.00	\$0.00	\$51.59
08/31/2021	01/28/2022	Monthly	\$50.00	\$1.37	\$0.00	\$0.00	\$51.37
09/30/2021	*	Monthly	\$50.00	\$1.19	\$0.00	\$0.00	\$51.19
10/31/2021	*	Monthly	\$50.00	\$0.98	\$0.00	\$0.00	\$50.98
11/30/2021	/ *	Monthly	\$50.00	\$0.81	\$0.00	\$0.00	\$50.81
12/31/2021	*	Monthly	\$50.00	\$0.61	\$0.00	\$0.00	\$50.61
01/31/2022	*	Monthly	\$50.00	\$0.44	\$0.00	\$0.00	\$50.44
02/28/2022	*	Monthly	\$50.00	\$0.27	\$0.00	\$0.00	\$50.27
03/31/2022	*	Monthly	\$50.00	\$0.05	\$0.00	\$0.00	\$50.05
04/30/2022	*	Monthly	\$50.00	\$0.00	\$0.00	\$0.00	\$50.00

Account Total			\$1,500.00	\$49.32	\$0.00	\$0.00	\$1,549.32
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Grand Total			\$4,236.00	\$195.95	\$0.00	\$0.00	\$4,431.95
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General Unsecured

1185 AVENUE OF THE AMERICAS FL 2
NEW YORK NY 10036-2608

Corporate Combined Excise

Period End Date	Return Type	Assessment Date	Filing Frequency	Tax +	Interest +	Penalty +	Other =	Balance
12/31/2018		04/26/2021	Annual	\$456.00	\$75.42	\$71.04	\$0.00	\$602.46
12/31/2019		*	Annual	\$0.00	\$0.00	\$383.04	\$0.00	\$383.04
12/31/2020		*	Annual	\$0.00	\$0.00	\$218.88	\$0.00	\$218.88
Account Total				\$456.00	\$75.42	\$672.96	\$0.00	\$1,204.38

3500 BRIDGE PKY REDWOOD SHORES CA 94065

Sales Tax

Period End Date	Return Type	Assessment Date	Filing Frequency	Tax +	Interest +	Penalty +	Other =	Balance
11/30/2019		06/17/2020	Monthly	\$0.00	\$0.00	\$43.50	\$0.00	\$43.50
12/31/2019		01/28/2022	Monthly	\$0.00	\$0.00	\$54.50	\$0.00	\$54.50
01/31/2020		01/28/2022	Monthly	\$0.00	\$0.00	\$24.00	\$0.00	\$24.00
02/29/2020		01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
03/31/2020		01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50

04/30/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
05/31/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
06/30/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
07/31/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
08/31/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
09/30/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
10/31/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
11/30/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
12/31/2020	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
01/31/2021	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
02/28/2021	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
03/31/2021	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
04/30/2021	01/28/2022	Monthly	\$0.00	\$0.00	\$3.50	\$0.00	\$3.50
05/31/2021	01/28/2022	Monthly	\$0.00	\$0.00	\$8.50	\$0.00	\$8.50
06/30/2021	01/28/2022	Monthly	\$0.00	\$0.00	\$7.50	\$0.00	\$7.50
07/31/2021	01/28/2022	Monthly	\$0.00	\$0.00	\$6.50	\$0.00	\$6.50
08/31/2021	01/28/2022	Monthly	\$0.00	\$0.00	\$5.50	\$0.00	\$5.50
09/30/2021	*	Monthly	\$0.00	\$0.00	\$6.00	\$0.00	\$6.00
10/31/2021	*	Monthly	\$0.00	\$0.00	\$5.00	\$0.00	\$5.00
11/30/2021	*	Monthly	\$0.00	\$0.00	\$4.00	\$0.00	\$4.00
12/31/2021	*	Monthly	\$0.00	\$0.00	\$3.00	\$0.00	\$3.00
01/31/2022	*	Monthly	\$0.00	\$0.00	\$2.00	\$0.00	\$2.00
02/28/2022	*	Monthly	\$0.00	\$0.00	\$1.00	\$0.00	\$1.00
Account Total			\$0.00	\$0.00	\$223.50	\$0.00	\$223.50
Grand Total			\$456.00	\$75.42	\$896.46	\$0.00	\$1,427.88