

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

PENSON WORLDWIDE, INC., *et al.*,
Debtors.

Chapter 11

Case No. 13-10061 (PJW)

(Jointly Administered)

Re: Dkt. Nos. 580 and 641

**ORDER AUTHORIZING FILING OF ADAMBA IMPORTS INTERNATIONAL, INC.'S
PROOF OF CLAIM AFTER THE BAR DATE AND DEEMING IT TIMELY FILED**

Upon consideration of the motion (the "Motion")¹ of Adamba Imports International, Inc., for entry of an authorizing the filing of a proof of claim after the Bar Date and deeming it timely filed; and having determined that the Motion is subject to the jurisdiction of this Court under 28 U.S.C. § 1334 and is a core proceeding within the meaning of 28 U.S.C. § 157; and having found that notice of the Motion was adequate and that no other or further notice is required; and this matter coming to the Court on consent; it is hereby ORDERED as follows:

1. The Motion is granted as provided herein.
2. The proof of claim attached hereto as **Exhibit A** (the "Claim") is deemed timely filed, and no party shall object to Claim on the basis that it was tardily filed.
3. The Debtors are authorized and directed to add the Claim to the official claims registry in these cases and assign it a claim number.
4. This Order is without prejudice to the rights of any party, including the Debtors and the Official Committee of Unsecured Creditors (the "Committee") to dispute or object to Claim on any and all other grounds.

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¹ Unless otherwise defined herein, capitalized terms shall have the meaning ascribed to them in the Motion.

KURTZMAN CARSON CONSULTANTS



5. This Court shall retain jurisdiction over any and all matters arising from the interpretation or implementation of this Order.

Dated: June 19, 2013
Wilmington, Delaware


UNITED STATES BANKRUPTCY JUDGE

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Exhibit A

UNITED STATES BANKRUPTCY COURT FOR DISTRICT OF DELAWARE		PROOF OF CLAIM
<p>Indicate Debtor against which you assert a claim by checking the appropriate box below. (Check only one Debtor per claim form. If you wish to assert claims against multiple Debtors, you must file a separate form against each separate Debtor, unless, when you are asserting a claim, if multiple boxes are checked, claims will be deemed as filed against the first checked Debtor for all purposes.)</p>		
<p><input type="checkbox"/> Payson Worldwide, Inc. (Case No. 13-10061) <input type="checkbox"/> Payson Holdings, Inc. (Case No. 13-10065) <input type="checkbox"/> Payson Futures (Case No. 13-10069)</p> <p><input type="checkbox"/> SAI Holdings, Inc. (Case No. 13-10062) <input type="checkbox"/> Payson Execution Services, Inc. (Case No. 13-10067) <input type="checkbox"/> GHP1, Inc. (Case No. 13-10070)</p> <p><input checked="" type="checkbox"/> Payson Financial Services, Inc. (Case No. 13-10063) <input type="checkbox"/> Nova Technologies, Inc. (Case No. 13-10068) <input type="checkbox"/> GHP2, LLC (Case No. 13-10071)</p> <p><input type="checkbox"/> Payson Financial Futures, Inc. (Case No. 13-10064)</p>		
<p>NOTE: This form should not be used to make a claim for an administrative expense (other than a claim asserted under 11 U.S.C. § 503(b)(9)) arising after the commencement of the case. A "request" for payment of an administrative expense (other than a claim asserted under 11 U.S.C. § 503(b)(9)) may be filed pursuant to 11 U.S.C. § 503.</p>		
<p>Name of Creditor (the person or other entity to whom the debtor owes money or property): Adamba Imports International, Inc.</p> <p>Name and address where notices should be sent: see Rider</p>		<p><input type="checkbox"/> Check this box if this claim amends a previously filed claim.</p> <p>Court Claim Number: _____ (If known)</p> <p>Filed on: _____</p> <p><input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.</p>
<p>Telephone number: _____ email: _____</p> <p>Name and address where payment should be sent (if different from above): 585 WESESOLE ST BROOKLYN, N.Y. 11237 718-620-9700 email: Adamba@adamba.com</p>		
<p>1. Amount of Claim as of Date Case Filed: 1,149,431.44 + unliquidated amount see rider</p> <p>If all or part of the claim is secured, complete item 4. If all or part of the claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges.</p>		<p>5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.</p> <p><input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).</p> <p><input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier - 11 U.S.C. §507(a)(4).</p> <p><input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507(a)(5).</p> <p><input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507(a)(7).</p> <p><input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507(a)(8).</p> <p><input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507(a)(X).</p> <p>Amount entitled to priority: \$ _____</p> <p>* Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</p>
<p>2. Basis for Claim: see rider</p> <p>(See instruction #2)</p>		
<p>3. Last four digits of any number by which creditor identifies debtor: _____</p> <p>3a. Debtor may have scheduled account as: _____ (See instruction #3a)</p> <p>3b. Uniform Claim Identifier (optional): _____ (See instruction #3b)</p>		<p>6. Claim Pursuant to 11 U.S.C. § 503(b)(9): Indicate the amount of your claim arising from the value of any goods received by the Debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim. \$ _____ (See instruction #6)</p>
<p>4. Secured Claim (See instruction #4) Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate: _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable (when case was filed) Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____</p>		
<p>7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #7)</p> <p>8. Documents: Attached are 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. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction 8, and the definition of "redacted") DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain: _____</p>		<p>9. Signature: (See instruction #9) Check the appropriate box. <input checked="" type="checkbox"/> I am the creditor. <input type="checkbox"/> I am the creditor's authorized agent. <input type="checkbox"/> I am the trustee, or the debtor, or their authorized agent. <input type="checkbox"/> I am a guarantor, surety, indorser, or other codebtor. (Attach copy of power of attorney, if any.) (See Bankruptcy Rule 3004.) (See Bankruptcy Rule 3005.)</p> <p>I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief. Print Name: ADAM H. BAK Title: Pres. Company: ADAMBA IMPORTS (Signature) _____ (Date) 5-31-13 Address and telephone number (if different from the address above): _____ Telephone number: _____ Email: _____</p>
<p>Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.</p>		

COURT USE ONLY

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

In re:

PENSON WORLDWIDE, INC., *et al.*,

Debtors.

Chapter 11

Case No. 13-10061 (PJW)

(Jointly Administered)

RIDER TO PROOF OF CLAIM

1. This Proof of Claim is filed under compulsion of a Court Order and is filed to protect Adamba Imports International, Inc. ("Claimant") from forfeiture of any claim. Claimant reserves the right to amend and/or supplement this proof of claim in any manner and/or to file additional or other proofs of claims for additional or other claims Claimant may have against any of the Debtors.

2. Claimant asserts a claim against Debtor Pension Financial Services, Inc. in the liquidated amount of \$1,149,431.44 for compensatory damages, plus a claim in an unliquidated amount for such other compensatory damages as may be just and proper; prejudgment and post judgment interest; statutory treble damages, punitive damages; attorney's fees; and cost and such other and further damages as may be just and proper resulting from Debtor Pension Financial Service, Inc. transferring money out of an account owned by Claimant to a third party without Claimant's authorization. None of the wire transfers were authorized or approved by Claimant, none were signed by Claimant, and Apex Clearing Corporation has confirmed that signed authorizations never were obtained from Claimant.

3. The basis of Claimant's claim is more fully described in the Statement of Claim filed in FINRA Arbitration Proceeding No. 13-00261 which is hereby incorporated by reference. The Statement of Claim will be provided to the Debtors upon request.

4. This Proof of Claim in no way limits or waives Claimants claims' against any other parties, including, without limitation, Apex Clearing Corporation.

5. The filing of this Proof of Claim is not:

(a) a waiver or release of any security held by Claimant, any right to claim specific assets pursuant to section 546(c) or otherwise, any right of setoff, recoupment or counterclaim, any right arising by operation of law or equity or Claimant's rights against any other person, entity or property;

(b) a waiver or release of any right or claim of Claimant arising out of, or in respect of, any order entered in these cases, or any other claim, of any nature whatsoever, which Claimant has against the Debtor, its estate or any other person or entity;

(c) a waiver of a right to move to withdraw the reference, or otherwise to challenge the jurisdiction of this Court, with respect to the subject matter of this claim, and any objections or other proceeding commenced in these cases against or otherwise involving Claimant;

(d) an election of any remedy to the exclusion, express or implied, or any other remedy; or

(e) a ratification or consent to any obligations or liability based upon or arising out of any action, inaction or conduct by the Debtor and/or Claimant, all of which rights are expressly reserved.

6. All notices in respect of Claimant's claims are to be sent to:

Aaron Siri, CPA, Esq.
Law Office of Aaron Siri
120 East 31 Street
New York, NY 10016
P: 212-532-1091

THE ROSNER LAW GROUP LLC
Scott J. Leonhardt (#4885)
824 Market Street, Suite 810
Wilmington, DE 19801
302-319-6301
leonhardt@teamrosner.com

The request for copies of notices to be sent to the person above shall not be deemed authorization to accept service of process on behalf of Claimant.