

**Fill in this information to identify the case:**

Debtor 1 TPP Acquisition, Inc. d/b/a The Picture People

Debtor 2 \_\_\_\_\_  
(Spouse, if filing)

United States Bankruptcy Court for the: Northern District of Texas

Case number 16-33437 (hdh)

Official Form 410

**Proof of Claim**

- Date Stamped Copy Returned
- No self addressed stamped envelope
- No copy to return

04/16

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? Arbor Place II, LLC, by CBL & Associates Management, Inc., as managing agent  
Name of the current creditor (the person or entity to be paid for this claim)

Other names the creditor used with the debtor Arbor Place

2. Has this claim been acquired from someone else?  No  Yes. From whom? \_\_\_\_\_

3. Where should notices and payments to the creditor be sent?

Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
<p><u>Caleb T. Holzaepfel</u> Name</p> <p><u>736 Georgia Avenue, Suite 300</u> Number Street</p> <p><u>Chattanooga TN 37402</u> City State ZIP Code</p> <p>Contact phone <u>423-266-5500</u></p> <p>Contact email <u>caleb.holzaepfel@huschblackwell.com</u></p> <p>Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____</p>	<p>_____ Name</p> <p>_____ Number Street</p> <p>_____ City State ZIP Code</p> <p>_____ Contact phone</p> <p>_____ Contact email</p>

4. Does this claim amend one already filed?  No  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?  No  Yes. Who made the earlier filing? \_\_\_\_\_

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**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: \_\_\_\_\_

7. How much is the claim? \$ 55,419.58. 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.  
Shopping Center Lease

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:** \$ \_\_\_\_\_  
**Amount of the claim that is unsecured:** \$ \_\_\_\_\_ (The sum of the secured and unsecured amounts should match the amount in line 7.)  
**Amount necessary to cure any default as of the date of the petition:** \$ \_\_\_\_\_  
**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. \$ 7,619.37

11. Is this claim subject to a right of setoff?  No  
 Yes. Identify the property: \_\_\_\_\_

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

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

No

Yes. Check one:

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

Up to \$2,850\* 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 \$12,850\*) 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).

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.

Amount entitled to priority

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\$ \_\_\_\_\_

\* Amounts are subject to adjustment on 4/01/19 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 01/26/2017  
MM / DD / YYYY

  
Signature

RECEIVED  
JAN 27 2017

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

Name Gary Roddy  
First name Middle name Last name

Title Vice President - Legal Collections

Company CBL & Associates Management, Inc.  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 2030 Hamilton Place Blvd., Suite 500  
Number Street

Chattanooga TN 37421  
City State ZIP Code

Contact phone 423-490-8656 Email gary.rodde@cblproperties.com

# HUSCH BLACKWELL

Caleb T. Holzaepfel  
Attorney

736 Georgia Avenue, Suite 300  
Chattanooga, TN 37402  
Direct: 423.755.2654  
Fax: 423.266.5499  
caleb.holzaepfel@huschblackwell.com

January 26, 2017

**VIA FEDERAL EXPRESS NO.: 7782 7349 8946**

TPP Claims Processing Center  
c/o KCC  
2335 Alaska Avenue  
El Segundo, CA 90245

**In re: TPP Acquisition, Inc. d/b/a The Picture People; Case No. 16-33437  
Proofs of Claim**

Dear Sir/Madam:

Enclosed for filing on behalf of CBL & Associates Management, Inc., as managing agent, please find Four (4) Proofs of Claim for filing. Please file the originals and return a filed-stamped copy of each claim to me in the enclosed prepaid FedEx envelope.

Please contact me if you have any questions.

Sincerely,

HUSCH BLACKWELL LLP



Caleb T. Holzaepfel  
Attorney

CTH/krb

Enclosures

## EXHIBIT A - PROOF OF CLAIM

(a) By Lease dated September 18, 2000 Claimant as Landlord, leased unto TPP Acquisition, Inc. (the "Debtor") certain premises situated in Space 1400, Arbor Place Mall, Douglasville, Georgia. The term of said Lease commenced on November 11, 2000, and was set to expire on December 31, 2018.

(b) At the time of the filing of the petition in this case, Debtor has failed to pay its rent and charges due under the Lease, totaling Seven Thousand Six Hundred Nineteen and 37/100 Dollars (\$7,619.37).

(c) The Debtor surrendered possession of the leased premises on or about December 31, 2016, the date the Debtor rejected the Lease.

(d) The Lease having been rejected by the Debtor, Claimant is entitled to a claim for such rejection in the amount of Forty-Seven Thousand Eight Hundred and 21/100 Dollars (\$47,800.21), which represents the greater of one (1) year's rent and charges, or fifteen percent (15%) of the amount of rent reserved by said lease for the remainder of the Lease Term, not to exceed three (3) years.

(f) The submission of this Proof of Claim is subject to, not a waiver or release of, and Claimant hereby reserves:

- i. Any lack of venue or jurisdiction by this Court over this case or any adversary action, contested matter, or other proceeding ("Matter") in this case;
- ii. Any right to a jury trial in any Matter;
- iii. Any right to de novo review of any Matter;
- iv. Any other rights, claims, actions, defenses and setoff or recoupment.

- v. Any and all rights to amend or supplement its response to Question 10 on the Proof of Claim for inclusion of administrative expenses for rent and charges accruing under the Lease by the Debtor following the Petition Date.

**\*Claimant reserves all of its rights to amend and supplement this claim. The documents supporting this claim are not attached due to their voluminous nature.**

PROOF OF CLAIM  
 TPP Acquisition, Inc.  
 ARBOR PLACE II, LLC  
 Chapter 11, Case No. 16-33437

<b>PRE-PETITION:</b>		
July 2016 Rent Charges	\$ 3,747.23	
August 2016 Rent Charges	\$ 3,747.23	
Rent Charges for September 1, 2016	\$ 124.91	
<b>Total</b>		\$ 7,619.37
<b>POST-PETITION:</b>		
<b>Rejection Damages:</b>		
Accelerated Rent & Charges:		
(1) One Year's Rent Charges	\$47,800.21	
(2) Rent for the Remaining Lease Term	\$ 98,723.21	
(a) 15%:	\$ 14,808.48	
<b>Allowed Post-Petition Rejection Claim</b>		\$47,800.21
<b>TOTAL CLAIM</b>		\$ 55,419.58

TPP Acquisition, Inc. filed for Chapter 11 bankruptcy protection on September 2, 2016  
 Lease Term: November 11, 2000 through December 31, 2018  
 The Lease was rejected on December 31, 2016.