

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

)	
In re:)	Chapter 11
)	
PGX HOLDINGS, INC., <i>et al.</i> , ¹)	Case No. 23-10718 (CTG)
)	
Debtors.)	(Jointly Administered)
)	

**DECLARATION OF SYDNEY REITZEL REGARDING THE SOLICITATION AND
TABULATION OF VOTES ON THE FIRST AMENDED JOINT CHAPTER 11
PLAN OF PGX HOLDINGS, INC. AND ITS DEBTOR AFFILIATES
PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE**

I, Sydney Reitzel, depose and say under the penalty of perjury:

1. I am a Director of Corporate Restructuring Services employed by Kurtzman Carson Consultants LLC (“KCC”), located at 222 North Pacific Coast Highway, Suite 300, El Segundo, California 90245. I am over the age of 18 and not a party to this action.

2. I submit this Declaration and Voting Report (the “Voting Report”) with respect to the solicitation of votes and the tabulation of ballots cast on the *First Amended Joint Chapter 11 Plan of PGX Holdings, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* [Docket No. 486] (as modified, amended, or supplemented from time to time, the “Plan”).²

Except as otherwise noted, all facts set forth herein are based on my personal knowledge,

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PGX Holdings, Inc. (2510); Credit Repair UK, Inc. (4798); Credit.com, Inc. (1580); Creditrepair.com Holdings, Inc. (7536); Creditrepair.com, Inc. (7680); eFolks Holdings, Inc. (5213); eFolks, LLC (5256); John C. Heath, Attorney At Law PC (8362); Progrexion ASG, Inc. (5153); Progrexion Holdings, Inc. (7123); Progrexion IP, Inc. (5179); Progrexion Marketing, Inc. (5073); and Progrexion Teleservices, Inc. (5110). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 257 East 200 South, Suite 1200, Salt Lake City, Utah 84111.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Interim Disclosure Statement Order and Plan, as applicable.



knowledge that I acquired from individuals under my supervision, and/or my review of the relevant documents. I am authorized to submit this Voting Report on behalf of KCC. If I were called to testify, I could and would testify competently as to the facts set forth herein.

3. On June 6, 2023, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered the *Order Authorizing the Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Claims and Noticing Agent Effective as of the Petition Date* [Docket No. 56]. On July 19, 2023, the Court entered the *Order Authorizing Debtors to Employ and Retain Kurtzman Carson Consultants LLC as Administrative Agent Effective as of the Petition Date* [Docket No. 202] authorizing the Debtors to retain KCC as their administrative agent to assist with, among other things, (a) service of solicitation materials to the parties entitled to vote to accept or reject the Plan, and (b) tabulation of votes with respect thereto. KCC has considerable experience in soliciting and tabulating votes to accept or reject proposed chapter 11 plans.

A. Service and Transmittal of Solicitation Packages and Related Materials

4. Pursuant to the *Order (I) Approving the Adequacy of the Disclosure Statement on an Interim Basis, (II) Scheduling a Combined Disclosure Statement Approval and Plan Confirmation Hearing, (III) Approving the Solicitation and Notice Procedures, (IV) Approving the Combined Hearing Notice, and (V) Granting Related Relief* [Docket No. 478] (the “Interim Disclosure Statement Order”) entered on September 16, 2023, the Court established, among other things, certain solicitation and voting tabulation procedures. KCC adhered to the Solicitation and Voting Procedures outlined in the foregoing documents and in the Ballots and Opt-Out Forms distributed to parties entitled to vote or opt out.

5. On or before September 22, 2023, KCC caused the Combined Hearing Notice to be served on the creditor matrix, the current and former Lexington Law Clients and PGX Customers,

and all other parties required to receive such notice pursuant to the Interim Disclosure Statement Order.

6. Furthermore, on September 22, 2023, KCC caused the Solicitation Packages to be served on all known Holders of Claims entitled to vote on the Plan as of the September 15, 2023 Voting Record Date. Only Holders of Claims in Class 4 (Prepetition First Lien Claims), Class 5 (Prepetition Second Lien Claims), Class 6A (Continuing Trade Claims), Class 6B (Other General Unsecured Claims), Class 6C (Litigation Claims) and Class 6D (CFPB Claim) (collectively, the “Voting Classes”) were entitled to vote to accept or reject the Plan. No other Classes were entitled to vote on the Plan.

7. Furthermore, on September 22, 2023, KCC caused the appropriate Unimpaired or Impaired Non-Voting Status Notice Packages (as referenced in the Affidavit of Service) to be served, in lieu of a Solicitation Package, on all known Holders of Claims or Interests entitled to opt out of the Plan as of the Voting Record Date. All Holders of Claims and Interests were entitled to opt out of the Plan. There were no Holders of Claims or Interests in Class 10 (Interests in Lexington Law Firm) or Class 11 (510(b) Claims).

8. Pursuant to the Interim Disclosure Statement Order, Solicitation Packages or other materials were not distributed to Holders of Claims or Interests in Class 7 (Intercompany Claims) or Class 8 (Intercompany Interests).

9. A certificate of service evidencing service of the foregoing was filed with the Court at Docket No. 560 (the “Affidavit of Service”). During the voting period, KCC forwarded materials to parties whose packages were returned with a forwarding address. A supplemental certificate of service evidencing the foregoing was filed with the Court at Docket No. 564.

10. On September 22, 2023, KCC posted links to the electronic versions of the Plan, the Disclosure Statement, the Interim Disclosure Statement Order, the Combined Hearing Notice, the Solicitation and Voting Procedures, Cover Letter from the Debtors, and the Committee Letter on the public access website at www.kccllc.net/PGX. Furthermore, on October 13, 2023, KCC posted a link to the electronic version of the Plan Supplement and Notice of Filing of Plan Supplement on the public access website.

11. On September 25, 2023, the Publication Notice was published in *USA Today (National Edition)*. An affidavit evidencing the foregoing was filed at Docket No. 499.

B. The Tabulation Process

12. KCC worked closely with the Debtors' counsel and financial advisors to create a voting database reflecting the names and addresses of Holders of Claims and Interests, the classification of Claims and Interests, and voting amounts for the Voting Classes. KCC relied on the Debtors' Schedules of Assets and Liabilities and the claims information reflected on the register of filed proofs of claim, to identify and solicit Holders of Claims and Interests in the Voting and Non-Voting Classes. KCC further relied on information provided by the lenders' administrative Agent pertaining to the Holders of Claims in Class 4 (Prepetition First Lien Claims) and Class 5 (Prepetition Second Lien Claims), as applicable.

13. In accordance with the Solicitation and Voting Procedures, KCC reviewed, determined the validity of, and tabulated the Ballots submitted to Vote on the Plan. Each Ballot submitted to KCC was date-stamped, scanned, assigned a Ballot number, entered into KCC's voting database, and processed. To be included in the tabulation results as valid, a Ballot must have been (a) properly completed pursuant to the Solicitation and Voting Procedures, (b) executed by the relevant Holder entitled to vote on the Solicited Plan (or such Holder's representative),

(c) returned to KCC via an approved method of delivery set forth in the Solicitation Procedures unless the delivery method requirement was waived by the Debtors, and (d) received by KCC on or before the Voting Deadline (*i.e.*, October 20, 2023 at 4:00 p.m. (prevailing Eastern Time)), which was established by the Interim Disclosure Statement Order.

14. The final tabulation of votes cast by timely and properly completed ballots received by KCC is attached hereto as Exhibit A. The detailed Ballot reports for all Voting Classes are attached hereto as Exhibit A-1 through Exhibit A-5. Classes 4, 5, 6A, and 6B elected to accept the Plan. Class 6C rejected the Plan, with 1 ballot accepting the Plan, and 1 objection filed at Docket No. 563 that rejected the Plan. No Ballot was received for Class 6D (CFPB Claim).

C. Ballots That Were Not Counted

15. A report of the 1 Ballot excluded from the final tabulation is attached hereto as Exhibit B. Such Ballot, which purported to cast a vote to accept the Plan, was submitted after the Voting Deadline, and therefore not included in tabulation. All Ballots otherwise received prior to the Voting Deadline were counted and included in the final tabulations attached hereto as Exhibit A.

D. Opt-Out Election

16. KCC reviewed and documented which Holders of Claims or Interests elected to opt out of the Third-Party Release either by (i) checking the Opt-Out box on a returned Ballot, or (ii) returning the Opt-Out Form attached to the Non-Voting Notice. A report of all 12 Holders who elected to opt out of the Third-Party Release is attached hereto as Exhibit C. For the avoidance of doubt, this Declaration does not certify the validity or enforceability of any opt-out elections received, including those reported on Exhibit C, but rather is providing these opt-out election results for reporting and informational purposes only.

E. Packages Returned Undeliverable

17. Throughout the voting period, KCC received 12 Solicitation Packages returned as undeliverable. A detailed report of these packages is attached hereto as Exhibit D. The packages reported on this exhibit did not have a forwarding address or no alternative address or email was found through additional research.

F. Conclusion

18. To the best of my knowledge, information, and belief, I declare under penalty of perjury that the foregoing information concerning the distribution, submission, and tabulation of ballots in connection with the Plan is true and correct.

Executed on October 24, 2023

/s/ Sydney Reitzel _____

Sydney Reitzel

KCC

Exhibit A

Exhibit A
Ballot Summary Report

Class	Class Description	Not Tabulated	Members Voted	Members Accepted	Members Rejected	% Members Accepted	% Members Rejected	Total \$ Voted	\$ Accepted	\$ Rejected	% \$ Accepted	% \$ Rejected	Class Accepted or Rejected?
4	Prepetition First Lien Claims	0	11	11	0	100.00%	0.00%	\$273,886,006.63	\$273,886,006.63	\$0.00	100.00%	0.00%	Accepted
5	Prepetition Second Lien Claims	0	1	1	0	100.00%	0.00%	\$184,516,069.03	\$184,516,069.03	\$0.00	100.00%	0.00%	Accepted
6A	Continuing Trade Claims	0	14	14	0	100.00%	0.00%	\$2,776,436.92	\$2,776,436.92	\$0.00	100.00%	0.00%	Accepted
6B	Other General Unsecured Claims	0	28	28	0	100.00%	0.00%	\$9,016,939.18	\$9,016,939.18	\$0.00	100.00%	0.00%	Accepted
6C	Litigation Claims	1	2	1	1	50.00%	50.00%	\$35,625.00	\$25,000.00	\$10,625.00	70.18%	29.82%	Rejected ¹
6D	CFPB Claim	0	0	0	0	0.00%	0.00%	\$0.00	\$0.00	\$0.00	0.00%	0.00%	No Ballot Returned

¹Includes the Kirsten Hansen ballot rejecting the Plan referenced in the objection filed at Docket No. 563.

Exhibit A-1

**Class 4 Ballot Detail Report
Prepetition First Lien Claims**

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote
10/19/2023	43	Lender 001	Redacted	Accept
10/20/2023	59	Lender 002	Redacted	Accept
10/20/2023	53	Lender 003	Redacted	Accept
10/20/2023	52	Lender 004	Redacted	Accept
10/20/2023	56	Lender 005	Redacted	Accept
10/20/2023	55	Lender 006	Redacted	Accept
10/19/2023	44	Lender 007	Redacted	Accept
10/19/2023	45	Lender 008	Redacted	Accept
10/19/2023	49	Lender 009	Redacted	Accept
10/20/2023	54	Lender 010	Redacted	Accept
10/20/2023	57	Lender 011	Redacted	Accept

Exhibit A-2

Class 5 Ballot Detail Report
Prepetition Second Lien Claims

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote
10/19/2023	48	Lender 012	Redacted	Accept

Exhibit A-3

**Class 6A Ballot Detail Report
 Continuing Trade Claims**

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote
10/18/2023	46	ARGANO, LLC	\$912,639.00	Accept
10/20/2023	50	BANZAI INC.	\$5,647.89	Accept
10/05/2023	27	Cathlee T. Wright	\$700.00	Accept
10/09/2023	31	CITY OF REXBURG	\$268.06	Accept
09/26/2023	9	Hannah Kiesling	\$5,000.00	Accept
10/18/2023	39	HAWTHORNE DIRECT, LLC	\$465,692.07	Accept
09/26/2023	14	Name on File - ID 15303887	\$85.00	Accept
10/13/2023	37	Name on File - ID 15304146	\$12.99	Accept
09/27/2023	15	S44 LLC	\$19,840.00	Accept
09/23/2023	4	Stan Latta	\$100.00	Accept
09/25/2023	8	Stephanie Lima	\$4,700.00	Accept
10/12/2023	5	Takella Mease	\$2,500.00	Accept
10/10/2023	33	TRANS UNION LLC	\$569,735.66	Accept
10/10/2023	32	TransUnion Interactive, Inc.	\$789,516.25	Accept

Exhibit A-4

**Class 6B Ballot Detail Report
 Other General Unsecured Claims**

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote
09/25/2023	7	ABNEY, KATIE C.	\$3,000.00	Accept
10/05/2023	28	CallEngine Inc.	\$114,526.00	Accept
10/16/2023	38	Capitol Indemnity Corporation	\$6,560,000.00	Accept
09/26/2023	13	Combs, Scott A.	\$1.00	Accept
09/22/2023	1	EDWARDS, SHAWNA	\$5,000.00	Accept
10/05/2023	26	EVANS, CHASE F.	\$350.00	Accept
09/26/2023	11	GALLOWAY, GWYNITH	\$2,250.00	Accept
10/11/2023	36	Gartner, Inc.	\$878,600.00	Accept
09/27/2023	16	JOHNSON, CURTIS	\$1,000.00	Accept
10/20/2023	60	KING, MARLON D.	\$57,500.00	Accept
10/20/2023	58	Larkin Benefit Administrators d/b/a the Larkin Company	\$32,671.78	Accept
10/07/2023	30	Martha Brock-Leftridge	\$1,000,000.00	Accept
10/18/2023	40	Name on File - ID 15305087	\$5,896.00	Accept
09/22/2023	2	Name on File - ID 15305408	\$21,764.00	Accept
10/05/2023	25	Name on File - ID 15305452	\$50,000.00	Accept
09/30/2023	23	Name on File - ID 15314126	\$12,000.00	Accept
10/06/2023	29	Name on File - ID 15314128	\$300.00	Accept
09/28/2023	17	Name on File - ID 15314164	\$1,000.00	Accept
10/18/2023	41	Name on File - ID 15315282	\$3,250.00	Accept
10/18/2023	47	Name on File - ID 15315604	\$350.00	Accept
10/10/2023	34	Name on File - ID 15315903	\$1,129.40	Accept
10/02/2023	24	NELSON, NICHOLAS	\$1,200.00	Accept
10/11/2023	35	NEW IMAGITAS INC	\$180,000.00	Accept
09/30/2023	22	Phillip Ransom	\$15,150.00	Accept
09/25/2023	6	Skyler Goots	\$20,000.00	Accept
09/26/2023	12	STOCKWELL, MORGAN S.	\$25,000.00	Accept
09/27/2023	18	West Virginia Office of the State Treasurer	\$1.00	Accept
09/26/2023	10	Zanetta Recendez	\$25,000.00	Accept

Exhibit A-5

**Class 6C Ballot Detail Report
Litigation Claims**

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote
N/A	N/A	HANSEN, KRISTEN	\$10,625.00	Reject
10/20/2023	3	Name on File - ID 15276422	\$25,000.00	Accept

¹Includes the Kirsten Hansen ballot rejecting the Plan referenced in the objection filed at Docket No. 563.

Exhibit B

Ballots Excluded from Tabulation

Date Filed	Ballot No.	Creditor Name	Voting Amount	Vote	Class	Reason Excluded
10/21/2023	61	Jessica Palmer	\$650,000.00	Accept	6C - Litigation Claims	Not Timely

Exhibit C

Exhibit C**Opt-Out Elections**

Date Filed	Ballot No.	Creditor Name	Class	Opt Out of Third-Party Release?
10/16/2023	38	Capitol Indemnity Corporation	6B - Other General Unsecured Claims	Yes
10/05/2023	27	Cathlee T. Wright	6A - Continuing Trade Claims	Yes
09/22/2023	19	CONTRERAZ, JULIAN J.	Non-Voting Unimpaired or Impaired Claims	Yes
10/11/2023	36	Gartner, Inc.	6B - Other General Unsecured Claims	Yes
10/20/2023	51	HANSEN, KRISTEN	Non-Voting Unimpaired or Impaired Claims	Yes
10/18/2023	42	Name on File - ID 15305086	Non-Voting Unimpaired or Impaired Claims	Yes
09/23/2023	20	Name on File - ID 15305396	Non-Voting Unimpaired or Impaired Claims	Yes
09/25/2023	6	Skyler Goots	6B - Other General Unsecured Claims	Yes
09/25/2023	8	Stephanie Lima	6A - Continuing Trade Claims	Yes
10/10/2023	33	TRANS UNION LLC	6A - Continuing Trade Claims	Yes
10/10/2023	32	TransUnion Interactive, Inc.	6A - Continuing Trade Claims	Yes
09/26/2023	21	UNDERDOWN, THOMAS	Non-Voting Unimpaired or Impaired Claims	Yes

Exhibit D

Undeliverable Solicitation Packages

Class	Voting Amount	Creditor Name	Address 1	City	State	Zip
6A - Continuing Trade Claims	\$85.00	ACORN MARKETPLACE	451 OAK ST. #106B	FREDERICK	CO	80530
6A - Continuing Trade Claims	\$65.00	EDEBITPAY	15165 VENTURA BLVD., SUITE 200	SHERMAN OAKS	CA	91403
6A - Continuing Trade Claims	\$12.99	Name on File - ID 15303805	Address on File			
6A - Continuing Trade Claims	\$14.99	Name on File - ID 15303927	Address on File			
6A - Continuing Trade Claims	\$14.99	Name on File - ID 15304069	Address on File			
6A - Continuing Trade Claims	\$14.99	Name on File - ID 15304121	Address on File			
6A - Continuing Trade Claims	\$55.00	Name on File - ID 15304126	Address on File			
6A - Continuing Trade Claims	\$12.99	Name on File - ID 15304144	Address on File			
6A - Continuing Trade Claims	\$210.00	NEXUSOP INC.	109 E 17TH STREET #4950	WILMINGTON	WY	82001
6A - Continuing Trade Claims	\$12.00	PUBSOURCE	39252 WINCHESTER RD ST 107	MURRIETA	CA	92563
6A - Continuing Trade Claims	\$85.00	SIMPLE MARKETING	12226 S. 1000 E.	DRAPER	UT	84020
6A - Continuing Trade Claims	\$76.00	TOTAL FINANCIAL MANAGEMENT	2721 FORSYTH RD	WINTER PARK	FL	32792