

UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

PROOF OF CLAIM

Indicate the Debtor against which you assert a claim by checking the appropriate box below. (Check only one Debtor per claim form.)

Cynergy Data, LLC - (Case No. 09-13038) Cynergy Data Holdings, Inc. - (Case No. 09-13039) Cynergy Prosperity Plus, LLC - (Case No. 09-13040)

Name of Creditor (the person or other entity to whom the debtor owes money or property):

ANDRES F ORDONEZ

Name and address where notices should be sent: Name ID: 8455230 Pack No. 334

ANDRES F ORDONEZ
171 HICKORY HILL
TOTOWA, NJ 07512

Telephone No. 917 435 5176

Check this box to indicate that this claim amends a previously filed claim.

Court Claim

Number: _____
(if known)

Filed on: _____

Name and address where payment should be sent (if different from above):

Telephone No.

Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Check this box if you are the debtor or trustee in this case.

1. Amount of Claim as of Date Case Filed: \$ 3,710.84

If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or charges See page 6/6 of attached fax

5. Amount of claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.

Specify the priority of the claim.

2. Basis for Claim: Unpaid taxes not reported in 2006 by Company
(See instruction #3a on reverse side.)

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

Wages, salaries, or commission (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, which ever is earlier -- 11 U.S.C. § 507(a)(4).

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

Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use -- 11 U.S.C. § 507(a)(7).

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

Other -- Specify applicable paragraph of 11 U.S.C. § 507(a)(____).

Amount entitled to priority:

3,710.84

* Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with response to cases commenced on or after the date of adjustment.

3. Last four digits of any number by which creditor identifies debtor: _____

3a. Debtor may have scheduled account as: _____
(See instruction #3a on reverse side.)

3b. Creditor Tax ID # _____

4. Secured Claim (See instruction #4 on reverse side.)

Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: Real Estate Motor Vehicle Other
Describe:

Value of Property: \$ _____ Annual Interest Rate: _____%

Amount of arrearage and other charges as of time case filed included in secured claim,

if any: \$ _____ Basis for Perfection: _____

Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____

6. Section 503(b)(9) Claim Amount: _____

Check this box if your claim is for the value of goods received by the debtor within 20 days before the date of commencement of the case (11 U.S.C. §503(b)(9)). Include the amount of such claim in the space for "Section 503(b)(9) Claim Amount" above.

7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

8. 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. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENT MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

Date: 01/22/10

Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

RECEIVED FOR COURT USE ONLY

JAN 25 2010

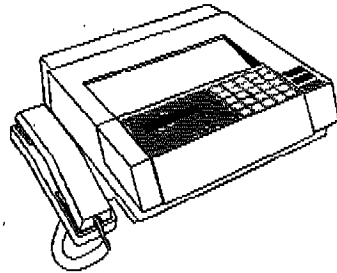




**New York State Department of
Taxation and Finance**

Collections and Civil Enforcement Division - C.R.C.
W. A. Harriman Campus
Albany, N.Y. 12227

January 5, 2010



**Fax Transmittal
Confidentiality Notice**

This facsimile contains privileged and confidential information intended for the use of the addressee(s) named below. If you are not the intended recipient of this facsimile, or the employee or agent responsible for delivering it to the intended recipient, you are hereby notified that any dissemination or copying of this facsimile is strictly prohibited. If you have received this facsimile in error, please immediately notify us by telephone and return the original to us at the above address via U.S. Postal Service. Thank you.

To: Andres F Ordonez	Fax #: 516-277-0089
	Phone #:
From: TD	Fax #:
CCED	Phone #: (800) 872-7400

Notes: DARS BILL

Number of pages, including cover page: 6


**New York State Department of
Taxation and Finance**

 Audit Division-Income/Franchise Desk-AG4
 W A Harriman State Campus
 Albany NY 12227-0001

DOCUMENT NUMBER: 54677691

DATE: 09/28/09

ASSESSMENT ID: L-032546324-5

TOTAL AMOUNT DUE: \$3,710.84

PAYMENT DUE DATE: 10/19/09

TAXPAYER ID: ██████████

TAX TYPE: Personal Income

AUDIT ID: X901476701

FUNCTION CODE: CKG

NOTICE OF ADDITIONAL TAX DUE

 ORDONEZ-ANDRES F
 171-HICKORY HILL BLVD
 TOTOWA, NJ 07512-2194

TAXPAYER'S COMPLETE LEGAL NAME

ORDONEZ-ANDRES F

EXPLANATION AND INSTRUCTIONS

This deficiency is based on your failure to report Federal audit changes to New York State. We have been notified of these changes by the Internal Revenue Service under authorization of the Internal Revenue Code. Refer to the COMPUTATION SECTION and COMPUTATION SUMMARY SECTION for the tax period(s) affected, the reason(s) for the amount due and a computation of the balance due.

YOU MUST complete the enclosed Payment Document whether you AGREE or DISAGREE with this NOTICE OF ADDITIONAL TAX DUE.

IF YOU AGREE, complete the Payment Application Section:

- To avoid additional interest and/or penalty from accruing, pay the total amount due by the payment due date, 10/19/09. To pay the amount due by phone, call (518) 457-5434. For in-state callers without free long distance, call 1 800 835-3554. We will ask for your Taxpayer ID and PIN. They are: Taxpayer ID: 079849114 PIN: 6324

IF YOU DISAGREE with the amount due, complete the Disagreement With Findings Section and attach a written explanation stating your reason(s) for disagreement. We will review your explanation and advise you of our findings.

IF YOU DISAGREE because the amount due was already paid, complete the Disagreement With Findings Section and attach a photocopy of the front and back of your canceled check or money order (not the money order receipt).

NOTE: Disagreement with this notice does not stop the addition of interest and/or any applicable penalty(s) which will continue to be added to the total amount due unless full payment is made by the payment due date.

Refer to the Instructions on the Payment Document for returning that form.

If we do not receive full payment of the total amount due by 10/19/09:

Interest and any applicable penalty(s) will continue to be added to the total amount due unless full payment is made by the payment due date.

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EXPLANATION AND INSTRUCTIONS (continued)

If you pay the total amount due to stop the accrual of interest and any applicable penalty(s), you may still make a formal claim for refund. Complete the Payment Coupon. Return the completed Payment Coupon and your remittance in the envelope provided. Call the phone number in the Need help? section of this notice to obtain a formal refund claim form. (Note: When calling, ask about the time period allowed for requesting a refund since the time limit varies from one tax type to another.) Complete the refund claim form and file it with this department. We will review your refund claim and notify you of our findings, as well as any further rights to review if all or part of your claim is denied.

If you have any questions about the computation of the total amount due, have available a copy of your New York State return for the year at issue and a copy of the notice you previously received from the IRS, and call the number shown in the COMPUTATION SECTION of this notice.

Hotline for the Hearing and Speech Impaired

If you have a hearing or speech impairment and have access to a Telecommunications Device for the Deaf (TDD), you can get answers to your questions regarding this notice by calling toll free from anywhere in the U.S. and Canada 1 800 634-2110. Hours of operation are from 8:00 a.m. to 5:00 p.m., Monday through Friday. If you do not own a TDD, check with independent living centers or community action programs to find out where machines are available for public use.

COMPUTATION SECTION

New York State has received information from the Internal Revenue Service (IRS) showing they adjusted your 2006 federal income tax return.

The IRS and New York State (NYS) are two separate taxing authorities. When the IRS changes or adjusts your federal income tax return, it may also affect your NYS income tax return. This can result in two different bills, one from the IRS and one from NYS.

NYS Tax Law requires you to report any changes made to your federal income tax return within ninety (90) days from the final IRS determination. We have no record that you reported the federal changes to NYS. Therefore, we have recomputed your New York tax(es) to include the federal changes.

Any payment you made to the IRS to satisfy the federal changes is a payment of federal tax. NY tax is still due as a result of the federal changes.

Our records indicate you were sent notification from the Internal Revenue Service on 09/29/2008, of the following changes to your 2006 federal income tax return.

Changed Items	Net Change	Payer
INTEREST	\$2,259.00	CPS GROUP INC
PENSION	\$1,383.00	THE CHARLES SCHWAB TRUST CO.
PTNRSH/TR/SML/BUS	\$25,542.00	CPS GROUP INC

Interest and/or dividend income on your New York return has been corrected to include the federal adjustment.

Pension and/or annuity income on your New York return has been corrected to include the federal adjustment.

If you were at least 59 1/2 during 2006 and received qualifying pension and

(CONTINUED ON NEXT PAGE)

Attachment to: NOTICE OF ADDITIONAL TAX DUE

DATE: 09/28/09

ASSESSMENT ID: L-032546324-5

TAXPAYER ID: [REDACTED]

COMPUTATION SECTION (continued)

annuity income, you may be eligible for a pension and annuity income exclusion of up to \$20,000.00. To claim this exclusion, please send proof of your age and an explanation of the pension and annuity income received.

Partnership/Trust/Small Business income on your New York return has been corrected to include the IRS adjustment.

Since your New York adjusted gross income and/or itemized deductions have been changed, your ITEMIZED DEDUCTION ADJUSTMENT has been computed/corrected. The ITEMIZED DEDUCTION ADJUSTMENT reduces your allowable New York itemized deduction based on adjusted gross income and filing status.

Since your federal itemized deductions are subject to the federal limit on itemized deductions, your New York itemized deduction has been reduced accordingly.

The amount of state, local, and foreign taxes paid are part of federal itemized deductions. These taxes must be subtracted from federal itemized deductions when computing New York itemized deductions.

Taxpayers whose itemized deductions are subject to the federal limit are no longer required to subtract the total amount of state, local, and foreign taxes from federal itemized deductions.

Since your federal itemized deductions were subject to the federal limit, the subtraction for state, local, and foreign income taxes has been computed on a prorated basis.

Interest is due on the underpayment of tax from the due date of the return to the date the tax is paid in full. Interest is required under section 684(a) of the New York State Tax Law.

If you have any questions about this bill, call (518) 457-4264 between the hours of 8:00 a.m. and 4:25 p.m. Please refer to the Assessment ID, as shown above, when calling or writing. Also, so that we may better assist you, please have a copy of your 2006 New York State return and a copy of the bill you previously received from the IRS available for easy reference.

For answers to frequently asked questions (FAQs), you may visit the Answer Center on our Web site, www.nystax.gov.

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COMPUTATION SECTION (continued)

TAX PERIOD ENDED DATE: 12/31/06
 TAX YEAR: 2006 RETURN FILED: IT-201 FILE DUE DATE: 04/16/07
 DATE RECEIVED: TIMELY FILING STATUS: 04

NY Adjusted Gross Income Reported:		\$239,335.00
Add: Income Adjustment:		\$29,184.00
NY Adjusted Gross Income Corrected:		\$268,519.00
Total Itemized Deductions Allowed/ Corrected on Federal Return:	\$40,365.00	
Less: State, Local and Foreign Income Taxes Included		
In Federal Itemized Deductions:	\$25,128.00	
Subtraction Adjustment Limitation	\$1,387.00	

Net subtraction for income taxes:	\$23,741.00	

Balance:	\$16,624.00	
Less: N Y Itemized Deduction Adjustment:	\$4,156.00	

New York Itemized Deductions Corrected:		\$12,468.00
Balance:		\$256,051.00
Dependent Exemptions:		\$2,000.00
New York Taxable Income:		\$254,051.00
New York State Tax:		\$17,402.49
City of New York Resident Tax:		\$9,125.98
Total Taxes:		\$26,528.47
Less: Tax shown/adjusted on return:		\$23,446.00
Additional Tax Due:		\$3,082.47

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Attachment to: NOTICE OF ADDITIONAL TAX DUE

DATE: 09/28/09

ASSESSMENT ID: L-032546324-5

TAXPAYER ID: [REDACTED]

COMPUTATION SECTION (continued)

Tax Amount Assessed:	3,082.47
Interest Amount Assessed:	628.37
Penalty Amount Assessed:	0.00
Assessment Payments/Credits:	0.00
Current Balance Due:	3,710.84

COMPUTATION SUMMARY SECTION

Tax Period Ended	Tax Amount Assessed	(+) Interest Amount Assessed	(+) Penalty Amount Assessed	(-) Assessment Payments/Credits	(=) Current Balance Due
12-31-06	3,082.47	628.37	0.00	0.00	3,710.84
TOTALS	3,082.47	628.37	0.00	0.00	3,710.84

NOTE: To view the current balance of this or any other outstanding liabilities, access our web site at www.nystax.gov and select the Online Tax Center option.

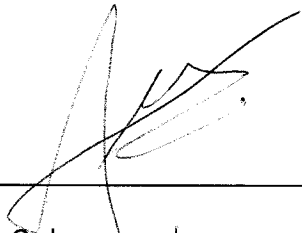
See attached page for explanation →

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To whom it may concern

Back in late 2008 the Internal Revenue Service (IRS) notified me of an audit performed on the taxes filed by Cynergy Data for the year 2006. As a result of that audit, the IRS sent a notice of unpaid taxes. I proceeded to inform the former CFO Michael Kennedy that the company failed to notify me or made distribution for those taxes according to the shareholder agreement. He acknowledges the mistake and mailed a company check with the full payment to the IRS. (see email attached)

At that time, I also informed the former CFO that the IRS was going to notify the State (New York State) that the audit was accepted by the company and the taxes were paid, therefore generating a new notice of unpaid taxes for the State of New York. He expressed that whenever I receive such communication to bring it to his attention. The State of New York took almost a year to send the notification (see attached). At the time, I presented the information via email to the corporate legal counsel and Lorraine Ossolinski from CMD (see attached) and I was never given a written response that the company was going to honor its obligations.



Andres Ordonez

01/22/10

Andres Ordonez

From: Andres Ordonez
Sent: Monday, October 20, 2008 2:21 PM
To: Michael Kennedy
Subject: RE:

Sorry Mike. Let me know when you're free and I will swing by

Andres Ordonez
CIO

From: Michael Kennedy
Sent: Monday, October 20, 2008 1:17 PM
To: Andres Ordonez
Subject: Re:

It never ends.....

Michael J Kennedy
Chief Financial Officer
Cynergy Data LLC
45 West 36th Street
NY, NY. 10018
1212-500-2300

From: Andres Ordonez
To: Michael Kennedy
Sent: Mon Oct 20 13:04:32 2008
Subject: RE:

Thanks Mike. I'm sorry to be the one giving you more bad news but I left a copy on your desk of what I received from the IRS for the 2006 taxes.
CPS Group reported me on the K1 and Gustavo or Marcelo forgot to tell me. The balance due is \$13,636 includes penalties and interest and we need to send that payment out by 10/29.
I have the original docs here and let me know if you want to talk later and coordinate when we're sending the money. They do have the option to request a payment plan if you need.

Andres Ordonez
CIO

From: Michael Kennedy
Sent: Monday, October 20, 2008 12:48 PM
To: Andres Ordonez
Subject: Fw:

For your files

Michael J Kennedy
Chief Financial Officer
Cynergy Data LLC
45 West 36th Street

NY, NY. 10018
1212-500-2300

From: Christopher Daniels
To: Michael Kennedy
Sent: Mon Oct 20 10:46:58 2008
Subject: RE:
Please see attachment for Andres tax payments.


Thanks.

From: Michael Kennedy
Sent: Friday, October 17, 2008 10:10 AM
To: Christopher Daniels
Subject:

Chris,

Let me have copies of the tax payment you sent out for Andres.

thanks - Mike

 **Michael Kennedy** | CFO
45 West 36th Street | 6th Floor | NYC 10018
t: 800.933.0064x5152 | f:
e: michaelk@cynergydata.net

Andres Ordonez

From: Andres Ordonez
Sent: Friday, October 16, 2009 3:52 PM
To: Stephen Aschettino; Marcelo Paladini; 'LOssolinski@c-m-d.com'
Subject: RE: 2006 NY State Taxes

Thank you

Andres Ordonez
Cynergy Data
CIO

From: Stephen Aschettino
Sent: Friday, October 16, 2009 3:51 PM
To: Andres Ordonez; Marcelo Paladini; 'LOssolinski@c-m-d.com'
Subject: Re: 2006 NY State Taxes

Andres,

The person Elga should speak with is Dennis Drebsky at Nixon Peabody. His vCard is attached. I had a brief chat with Dennis, but I suggest that Elga reach out directly.

Steve

Stephen A. Aschettino, Esq.
Chief Legal Officer
Cynergy Data, LLC
T: 718.797.7551
F: 917.386.2561
E: stephena@cynergydata.com

The preceding e-mail message and any attachments contain information that is confidential and may be protected by the attorney/client or other applicable privileges. If you believe that you are not an intended recipient of this message, please immediately reply to the sender and delete the message from your e-mail system.

From: Andres Ordonez
To: Stephen Aschettino; Marcelo Paladini; 'Lorraine B. Ossolinski'
Sent: Fri Oct 16 12:32:07 2009
Subject: 2006 NY State Taxes

Steve,

Would you be able to tell me who do I need to contact regarding a tax matter that I've been trying to resolve with Lorraine and apparently the company is not going to honor its obligations.

An IRS audit showed that CPS Group Inc reported profit under my social security (K1) for the year 2006 and I was never made aware of, neither given the proper distribution to pay for these taxes under the shareholder agreement. The tax due are \$3,710.84 and like I said before Lorraine has expressed that the company will not be honoring the payment of these taxes. I would have Elga send a formal complaint and request the payment of this obligation but I need to know who is the proper person to address this matter.


I would appreciate your help. Thanks

 **Andres Ordonez | CIO**

Cynergy Data, LLC | 30-30 47th Avenue | 9th Floor | NYC 11101

t: 718.797.7400x5700 | f: 516.277.0089

e: cio@cynergydata.net

 Think before you print.

This message contains confidential information and is intended only for the individual named. If you are not the named addressee you should not disseminate, distribute or copy this e-mail. Please notify the sender immediately by e-mail if you have received this e-mail by mistake and delete this e-mail from your system. E-mail transmission cannot be guaranteed to be secure or error-free as information could be intercepted, corrupted, lost, destroyed, arrive late or incomplete, or contain viruses. The sender therefore does not accept liability for any errors or omissions in the contents of this message, which arise as a result of e-mail transmission.