| Fill in this info | ormation to identify the case: | |
|-------------------|-----------------------------------|-------------------|
| Debtor | Rhodium Encore LLC | |
| United States Ba | ankruptcy Court for the: Southern | District of Texas |
| Case number | 24-90448 | |

Official Form 410

Proof of Claim 04/22

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 or 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.

| P | art 1: Identify the Clair | n | |
|----|--|---|--|
| 1. | Who is the current creditor? | GRF Tiger Trust Name of the current creditor (the person or entity to be paid for this clain Other names the creditor used with the debtor | n) |
| 2. | Has this claim been acquired from someone else? | ✓ No Yes. From whom? | |
| 3. | Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) | Where should notices to the creditor be sent? GRF Tiger Trust Brenda L. Funk Munsch Hardt Kopf Harr, P.C. 700 Milam Street, Suite 800 Houston, TX 77002 Contact phone Contact phone Discrepance Contact email Uniform claim identifier for electronic payments in chapter 13 (if you use | Where should payments to the creditor be sent? (if different) GRF Tiger Trust 11 W. 30th Street, Apt. 7R New York, NY 10001 Contact phone Contact email will@in8bio.com |
| 4. | Does this claim amend one already filed? | ✓ No✓ Yes. Claim number on court claims registry (if known) | Filed on |
| 5. | Do you know if anyone else has filed a proof of claim for this claim? | No Yes. Who made the earlier filing? | |

Official Form 410 Proof of Claim

| Part 2: | Give |
|---------|------|

Give Information About the Claim as of the Date the Case Was Filed

| 6. | Do you have any number you use to identify the | ☑ No |
|-----|--|--|
| | debtor? | Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: |
| 7. | How much is the claim? | \$ 1,006,861.17 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. |
| | | See Attached Exhibit A |
| 9. | Is all or part of the claim secured? | No ✓ Yes. The claim is secured by a lien on property. Nature or property: |
| | | Amount necessary to cure any default as of the date of the petition: \$ |
| | | Annual Interest Rate (when case was filed)% Fixed Variable |
| 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: |

Official Form 410 **Proof of Claim**

| 12. Is all or part of the claim | ✓ No | | |
|---|--|--|---|
| entitled to priority under 11 U.S.C. § 507(a)? | _ | k all that apply: | Amount entitled to priority |
| A claim may be partly priority and partly | Dome | estic support obligations (including alimony and child support) under S.C. § 507(a)(1)(A) or (a)(1)(B). | e. |
| nonpriority. For example, in some categories, the law limits the amount | | \$3,350* of deposits toward purchase, lease, or rental of property vices for personal, family, or household use. 11 U.S.C. § 507(a)(7). | \$ |
| entitled to priority. | days | es, salaries, or commissions (up to \$15,150*) earned within 180 before the bankruptcy petition is filed or the debtor's business ends, lever is earlier. 11 U.S.C. § 507(a)(4). | \$ |
| | Taxes | s or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). | \$ |
| | Contr | ibutions 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 4/01/25 and every 3 years after that for cases begun | on or after the date of adjustment. |
| 13. Is all or part of the claim entitled to administrative priority pursuant to 11 U.S.C. 503(b)(9)? | days befor | ate the amount of your claim arising from the value of any goods rec re the date of commencement of the above case, in which the goods ry course of such Debtor's business. Attach documentation supportin | have been sold to the Debtor in |
| 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. | I am the trust I am a guara I understand that a the amount of the I have examined to I declare under per Executed on date /////////////////////////////////// | litor's attorney or authorized agent. tee, or the debtor, or their authorized agent. Bankruptcy Rule 3004. ntor, surety, endorser, or other codebtor. Bankruptcy Rule 3005. an authorized signature on this <i>Proof of Claim</i> serves as an acknowled claim, the creditor gave the debtor credit for any payments received to the information in this <i>Proof of Claim</i> and have reasonable belief that the enalty of perjury that the foregoing is true and correct. 11/22/2024 MM / DD / YYYYY | ward the debt. ne information is true and correct. |
| | Contact phone | Email | |



Official Form 410 Proof of Claim

Verita (KCC) ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (888) 733-1541 | International 001-310-823-9000

| Tot phone assistance. Domestic (o | 00) 733-13 - 1 Interne | ational 001-310-023-3000 |
|---|-------------------------------------|--|
| Debtor: | | |
| 24-90448 - Rhodium Encore LLC | | |
| District: | | |
| Southern District of Texas, Houston Division Creditor: | Has Supporting Doo | sumentation: |
| GRF Tiger Trust | | ng documentation successfully uploaded |
| Brenda L. Funk | Related Document S | |
| Munsch Hardt Kopf Harr, P.C. | Related Document C | tatement. |
| 700 Milam Street, Suite 800 | Has Related Claim: | |
| , , | No | |
| Houston, TX, 77002 | Related Claim Filed | Ву: |
| Phone: | Filing Party: | |
| 713-522-5832 | Authorized ag | nent . |
| Phone 2: | Additionized ag | gent |
| Fax: | | |
| Email: | | |
| bfunk@munsch.com | | |
| Disbursement/Notice Parties: GRF Tiger Trust | | |
| 11 W. 30th Street, Apt. 7R | | |
| New York, NY, 10001 | | |
| Phone: | | |
| Phone 2: | | |
| Fax: | | |
| E-mail: | | |
| will@in8bio.com | | |
| DISBURSEMENT ADDRESS | | |
| Other Names Used with Debtor: | Amends Claim: | |
| | No | |
| | Acquired Claim: | |
| | No | |
| Basis of Claim: | Last 4 Digits: | Uniform Claim Identifier: |
| See Attached Exhibit A | No | Ohamas |
| Total Amount of Claim: 1,006,861.17 | Includes Interest or None | Charges: |
| Has Priority Claim: | Priority Under: | |
| No | i nonty onder. | |
| Has Secured Claim: | Nature of Secured A | Amount: |
| Yes: 1,006,861.17 | Other | |
| Amount of 503(b)(9): | Describe: All | Assets |
| No | Value of Property: | |
| Based on Lease: | Annual Interest Rate | a· |
| No | | - |
| Subject to Right of Setoff: | Arrearage Amount: | |
| No | Basis for Perfection | |
| | perfected sec | • |
| | Amount Unsecured: | |
| Submitted By: | | |
| William Ho on 22-Nov-2024 4:37:54 p.m. Eastern Time | | |
| Title: | | |
| Trustee | | |
| Company: GRF Tiger Trust | | |
| I CICE HOST | | |

| Fill in this information to identify the case: | |
|--|--|
| Debtor 1 Rhodium Encore LLC | |
| Debtor 2 (Spouse, if filing) | |
| United States Bankruptcy Court for the: Southern District of Texas | |
| Case number 24-90448 | |

Official Form 410

Proof of Claim

04/22

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.

| F | Part 1: Identify the CI | aim | | | | | |
|----|---|--|-------------------|------------------------------|---|-------------|-----------|
| 1. | Who is the current creditor? | GRF Tiger Trust Name of the current creditor Other names the creditor us | | | im) | | |
| 2. | Has this claim been acquired from someone else? | ☑ No ☐ Yes. From whom? | | | | | |
| 3. | Where should notices and payments to the creditor be sent? Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) | Where should notices to the creditor be sent? | | | Where should payments to the creditor be sent? (if different) | | |
| | | Brenda L. Funk / Munsch Hardt Kopf & Harr, PC | | | GRF Tiger Trus | t | |
| | | Name | | | Name | | |
| | | 700 Milam St., Suite 800 | | | 11 W. 30th Street Apt 7R | | |
| | | Number Street | | | Number Street | | |
| | | Houston | TX | 77002 | New York | NY | 10001 |
| | | City | State | ZIP Code | City | State | ZIP Code |
| | | Contact phone 713-222 | 2-5832 | | Contact phone | | |
| | | Contact email bfunk@ | munsch.cor | <u>m</u> | Contact email Will | @in8bio.com | |
| | | Uniform claim identifier for 6 | electronic paymer | nts in chapter 13 (if you us | e one): | | |
| 4. | Does this claim amend one already filed? | ☑ No ☐ Yes. Claim number | on court claims | s registry (if known) | | Filed on | DD / YYYY |
| 5. | Do you know if anyone else has filed a proof of claim for this claim? | ✓ No ☐ Yes. Who made the | e earlier filing? | | | | |

| 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? | \$not less than \$1,006,861.17 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). | | | | |
| 3. | 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. | | | | |
| | | See attached Exhibit A. | | | | |
| 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: perfected security interest | | | | |
| | | 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 | | | | |
| | | Amount necessary to cure any default as of the date of the petition: \$ | | | | |
| | | Annual Interest Rate (when case was filed)% Fixed Variable | | | | |
| 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: | | | | |
| | | Tos. ruentily the property. | | | | |

| 12. Is all or part of the claim | ☑ No | | | | | |
|---|---|--|--|-----------------------------------|---|--|
| entitled to priority under 11 U.S.C. § 507(a)? | ☐ Yes. Check | cone: | | | Amount entitled to priority | |
| A claim may be partly priority and partly | | tic support obligations (inc C. § 507(a)(1)(A) or (a)(1) | | support) unde | \$ | |
| nonpriority. For example, in some categories, the law limits the amount entitled to priority. | | 3,350* of deposits toward al, family, or household us | | | r services for \$ | |
| Children to phonly. | bankruj | salaries, or commissions otcy petition is filed or the C. § 507(a)(4). | (up to \$15,150*) earned debtor's business ends, v | within 180 day whichever is ea | rs before the arlier. \$ | |
| | | or penalties owed to gove | nmental units. 11 U.S.C. | § 507(a)(8). | \$ | |
| | ☐ Contrib | utions to an employee be | nefit plan. 11 U.S.C. § 50 | 7(a)(5). | \$ | |
| | Other. | Specify subsection of 11 L | J.S.C. § 507(a)() that a | pplies. | \$ | |
| | * Amounts | are subject to adjustment on | 4/01/25 and every 3 years af | ter that for cases | begun on or after the date of adjustment. | |
| | | | | | | |
| Part 3: Sign Below | | | | | | |
| The person completing this proof of claim must | Check the appro | opriate box: | | | | |
| sign and date it. | I am the creditor. | | | | | |
| FRBP 9011(b). | I am the creditor's attorney or authorized agent. | | | | | |
| If you file this claim | ☐ I am the tru | stee, or the debtor, or the | ir authorized agent. Bank | cruptcy Rule 30 | 004. | |
| electronically, FRBP 5005(a)(2) authorizes courts to establish local rules | ☐ I am a guai | antor, surety, endorser, o | r other codebtor. Bankrup | otcy Rule 3005 | i. | |
| specifying what a signature is. | I understand that | nt an authorized signature | on this <i>Proof of Claim</i> se | rves as an ack | nowledgment that when calculating the | |
| | amount of the cl | aim, the creditor gave the | debtor credit for any pay | ments receive | d toward the debt. | |
| A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 | I have examined and correct. | the information in this Pi | roof of Claim and have a | reasonable be | ief that the information is true | |
| years, or both. 18 U.S.C. §§ 152, 157, and | I declare under | penalty of perjury that the | foregoing is true and cor | rect. | | |
| 3571. | Executed on da | te 11/22/2024 | | | | |
| | DocuSigr | | | | | |
| | William | 14. | | | | |
| | BCFE9EC | | | | - | |
| | Print the name | of the person who is co | mpleting and signing th | nis claim: | | |
| | Name | William Ho | | | | |
| | ivaille | First name | Middle name | | Last name | |
| | Title | Trustee | | | | |
| | Company | GRF Tiger Trust | icer as the company if the a | uthorized egent : | s a servicer | |
| | | identity the corporate serv | icer as the company if the at | utilonzed agent i | s a servicer. | |
| | Address | 11 W. 30th Street | Apt 7R | | | |
| | | Number Street | | | | |
| | | New York | | NY | 10001 | |
| | | City | | State | ZIP Code | |
| | Contact phone | | | Email | will@in8bio.com | |

EXHIBIT A TO PROOF OF CLAIM

This **Exhibit A** supplements the information in the accompanying Proof of Claim (the "<u>Claim</u>") filed by GRF Tiger Trust (the "Creditor"), against one or more of the Debtors ("<u>Debtors</u>"), and is incorporated as part of the Claim for all purposes. This Claim is filed without prejudice to any claims against non-Debtor parties, and any such claim is expressly reserved.

DESCRIPTION OF CERTAIN TRANSACTIONS AND CLAIMS

- 1. Creditor invested \$1,000,000 in one or more of the Debtors (the "Investment").
- 2. As of the Petition Date, Creditor has a secured claim in the amount of \$700,000 in principal and \$6,861.17 in interest against Rhodium Encore LLC (the "<u>Secured Claim</u>"). The Secured Claim is evidenced by a promissory note, security agreement and UCC-1 Financing Statements filed in Texas and Delaware. Creditor has additional claims for post-petition interest, fees and costs.
- 3. Certain of the Debtors participated in the "Rollup" transaction as described in the *Declaration of David M. Dunn in Support of Chapter 11 Petitions and First Day Relief* (dkt. 35). As a result of the Rollup, Creditor's equity investment of \$300,000 in Rhodium Encore was converted to shares in Rhodium Enterprises, Inc. ("Enterprises"). Creditor asserts damages in connection with the Rollup including, but not limited to, an incorrect allocation of equity ownership in Enterprises and inflated control premium.
- 4. Before the Petition Date, Debtors made transfers to other Debtors on an "intercompany" basis (the "<u>Intercompany Transactions</u>") for which adequate value was not received and which were made to the detriment of Creditor. Creditor asserts damages in connection with the Intercompany Transactions.
- 5. Before the Petition Date, the Debtors caused one or more amendments to the Operating Agreement for Rhodium Technologies (the "Amendments"); which Amendments were for the benefit of Imperium and other insiders, and which Amendments were not disclosed to Creditor. Creditor asserts damages in connection with the Amendments.
- 6. Before the Petition Date, certain Debtors entered into debt or equity transactions (the "<u>Dilutive Transactions</u>") without regard to the anti-dilution provisions of certain agreements with Creditor. Creditor asserts damages in connection with the Dilutive Transactions.
- 7. In addition to the bases for recovery set forth above, the Creditor asserts this Claim against the Debtors for all other damages and other remedies to which the Creditor may be entitled at law (contract, tort or otherwise) or in equity based on any and all actions, claims, causes of action, rights, damages, defenses, powers and privileges of any kind or character whatsoever, known, unknown, contingent or non-contingent, matured or unmatured, suspected or unsuspected, liquidated or unliquidated, disputed or undisputed, secured or unsecured, whether arising before, on, or after the Petition Date, in contract or in tort, in law or in equity or pursuant to any other theory of law.
- 8. The Creditor hereby asserts a total claim in the amount of not less than \$1,006,861.17 plus all other damages to which the Creditor is entitled.

RESERVATION OF RIGHTS

- 1 Creditor reserves, without limitation and to the fullest extent allowed by applicable law, the right to amend, modify, renew, extend, restate and/or supplement, for any reason, its Claim (including, without limitation, this exhibit to the Claim).
- The amount of the Claim asserted hereby is solely with respect to amounts owing as of the filing of this Claim as indicated herein and by the subsequent exhibits, and Creditor hereby reserves all rights to assert additional claims for any additional pre or post-petition amounts to which Creditor may be entitled, specifically as it relates to attorneys' fees, costs, expenses, and interest assessable pursuant to prevailing law, as set forth above, as well as reconciliation amounts that may be determined as due and owing subsequent to this filing.
- Furthermore, the filing of this Claim (including, without limitation, this exhibit to the Claim) is not and shall not be deemed or construed as:
 - (a) A waiver or release of Creditor's rights against any person, entity, or property of the Debtors or the Debtors' estate;
 - (b) A consent by Creditor to the jurisdiction of the United States Bankruptcy Court for the Southern District of Texas, Houston Division (the "Bankruptcy Court"), or any other court with respect to proceedings, if any, commenced against or otherwise involving the Debtors or Creditor;
 - (c) A waiver or release of Creditor's right to trial by jury in any proceedings as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy, or proceeding related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution;
 - (d) A consent by Creditor to a jury trial in the Bankruptcy Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy, or proceeding related hereto, pursuant to 28 U.S.C. § 157 or otherwise;
 - (e) A waiver or release of Creditor's right to have any and all final orders in any and all noncore matters or proceedings entered only after de novo review by a United States District Court;
 - (f) A waiver of Creditor's rights to move to withdraw the reference with respect to the subject matter of its Claim (including, without limitation, this exhibit) and/or the Claim, any objection thereto or other proceedings that may be commenced in this case against or otherwise involving the Debtors or Creditor; or
 - (g) An election of remedies.

| Signer | Debt Amount | Owner | payment Date | using 0.20% actual paid | using proper AFR 0.52% | Difference owed |
|---|--------------------|------------------------------------|-----------------------|----------------------------|---------------------------|-----------------|
| Will Ho | \$700,000 | GR Fairbairn Family Trust | 2/22/2022 | (1,465.21) | -3809.546 | (2,344.34) |
| *************************************** | ψ100,000 | Truot | 2/1/2023 | (1,315.62) | -3420.612 | (2,104.99) |
| | | | 2/29/2024 | (1,507.40) | -3919.24 | (2,411.84) |
| | | | subtotal | (4,288.23) | -11149.398 | (6,861.17) |
| | | | | , | | |
| Will Ho | \$700,000 | GRF Tiger Trust | 2/22/2022 | (1,465.21) | -3809.546 | (2,344.34) |
| | | | 2/1/2023 | (1,315.62) | -3420.612 | (2,104.99) |
| | | | 2/29/2024 | (1,507.40) | -3919.24 | (2,411.84) |
| | | | subtotal | (4,288.23) | -11149.398 | (6,861.17) |
| | | | | | | |
| Will Ho | \$700,000 | NC Fairbairn Family Trust | 2/22/2022 | (1,465.21) | -3809.546 | (2,344.34) |
| | | | 2/1/2023 | (1,315.62) | -3420.612 | (2,104.99) |
| | | | 2/29/2024 | (1,507.40) | -3919.24 | (2,411.84) |
| | | | subtotal | (4,288.23) | -11149.398 | (6,861.17) |
| | | | | | | |
| Will Ho | \$700,000 | NCF Eagle Trust | 2/22/2022 | (1,465.21) | -3809.546 | (2,344.34) |
| | , | Ų | 2/1/2023 | (1,315.62) | -3420.612 | (2,104.99) |
| | | | 2/29/2024 | (1,507.40) | -3919.24 | (2,411.84) |
| | | | subtotal | (4,288.23) | -11149.398 | (6,861.17) |
| | | | | | | |
| Grant Fairbairn | \$700,000 | Grant Fairbairn Revocable Trust | 2/22/2022 | (1,469.04) | -3819.504 | (2,350.46) |
| Orant ranbann | Ψ/00,000 | revocable rrust | 2/3/2023 | (1,315.62) | -3420.612 | (2,104.99) |
| | | | 2/29/2024 | (1,507.40) | -3919.24 | (2,411.84) |
| | | | subtotal | (4,292.06) | -11159.356 | (6,867.30) |
| | | | | , | | , , , , , , |
| | | Nina Claire Fairbairn | _ , , | | | () |
| Nina Fairbairn | \$700,000 | Revocable Trust | 2/22/2022 | (1,469.04) | -3819.504 | (2,350.46) |
| | | | 2/3/2023 | (1,315.62) | -3420.612 | (2,104.99) |
| | | | 2/29/2024 subtotal | (1,507.40) | -3919.24 -11159.356 | (2,411.84) |
| | | | oubtotal | (4,202.00) | 11100.000 | (0,007.00) |
| | | Transcend Partners | | | | |
| Nina Fairbairn | 1,750,000 | Legend Fund LLC | 2/22/2022 | (3,672.60) | -9548.76 | (5,876.16) |
| | | | 2/1/2023 | (3,289.04) | -8551.504 | (5,262.46) |
| | | | 2/29/2024 | (3,768.49) | -9798.074 | (6,029.58) |
| | | | subtotal | (10,730.13) | -27898.338 | (17,168.21) |
| Malcolm Fairbair | 11,550,000 | Valley High LP | 2/22/2022 | (24,239.18) | -63021.868 | (38,782.69) |
| maioomi i ambani | 11,000,000 | valley riigit Lr | 2/1/2023 | (24,239.16) | -56439.942 | (34,732.27) |
| | | | 2/29/2024 | (24,872.05) | -64667.33 | (39,795.28) |
| | | | subtotal | (70,818.90) | -184129.14 | (113,310.24) |
| | | | | (1 0,0 10.00) | | (110,010,01) |
| Total Owed from a | Il Entities for in | accurate AFR Payr | nent totals | (171,657.71) | | |
| . Star O Wear Horiff a | | acourate Air Kir ayı | | (171,007.71) | | |
| In addition, the foll | owing table wa | as sent by Rhodium | CFO Kevin H | ays showing payr | nent dates, we di | |
| Transcend Legend | | Х | Х | Х | Х | Missing |
| Grant Revocable | | Х | 2/3/2023 | Х | Х | \$1,316.62 |
| Nina Living Trust | | Х | 2/3/2023 | Х | Х | \$1,315.62 |
| GR Fairbairn | | Х | Х | Х | 8/2/2024 | \$5,343.01 |
| GRF Tiger | | Х | Х | Х | Х | |
| NCF Eagle | | Х | Х | Х | Х | |
| Valley High | | Х | Х | Х | Х | |
| NC Fairbairn Fami | ily | Х | Х | Х | Х | |
| | | | | | | |
| | | | | | | |



Search Results

STEVEN PATTERSON HOLLAND & KNIGHT LLP One Arts Plaza 1722 Routh St, Suite 1500 Dallas, TX 75201 Date: 11/02/2023 Order #: 95823694 Customer #: 518904 Reference 1: 226189.00001

Reference 2: --

Target Name: RHODIUM ENCORE LLC

Jurisdiction: Secretary of State, Delaware

Search Type: Federal Tax Lien Searched Through: 10/26/2023

Results: No Records Found /See Attached Certified Search Searched: 10 Years

Search Type: UCC Lien Searched Through: 10/26/2023

Results: Original Financing Statement(s): 1 Searched: 5 Years

See Attached Certified Search with 14 Copies Attached

TERRI FAULKS UCC Team 6 4400 Easton Commons Way Suite 125 Columbus, OH 43219 (800) 713-0705 EXT:3302 terri.faulks@wolterskluwer.com This report contains information compiled from sources which CT Corporation considers reliable but does not control. The information provided is not a certified record of the applicable jurisdiction unless otherwise indicated. CT Corporation does not (i) warrant or guarantee the accuracy, completion or timeliness of the information provided or (ii) accept any liability for delays, errors or omissions in the information provided. CT Corporation is not an insurer with regard to this information or these services. Under no circumstances shall CT Corporation be liable for any loss of underlying collateral or loss (or decreased priority) of security interest in connection with this information or these services. Any categorization of search results is provided for convenience only and is not to be construed as a legal opinion concerning the status of filings.



CERTIFICATE

SEARCHED NOVEMBER 2, 2023 AT 1:41 P.M. FOR DEBTOR, RHODIUM ENCORE LLC

1 OF 1 FINANCING STATEMENT 20237184814

EXPIRATION DATE: 10/20/2028

DEBTOR: RHODIUM ENCORE LLC

4412 SUMMERCREST COURT ADDED 10-20-23

FORT WORTH, TX US 76109

SECURED: VALLEY HIGH LP, A NEVADA LIMITED PARTNERSHIP

10 ORINDA VIEW RD ADDED 10-20-23

ORINDA, CA US 94563

SECURED: SCHWARZ, PAUL

1576 KITTYHAWK LN ADDED 10-20-23

GLENVIEW, IL US 60026

SECURED: 345 PARTNERS SPV2 LLC, A CALIFORNIA LIMITED LIABILITY

COMPANY

17148 MILL RISE WAY ADDED 10-20-23

LOS GATOS, CA US 95030

SECURED: KINTZ FAMILY TRUST, A TRUST FORMED UNDER THE LAWS OF

CALIFORNIA



Authentication: 204507013

Date: 11-02-23



6010 AGEE ST

ADDED

10-20-23

SAN DIEGO, CA US 92122

SECURED:

ABORN, JONATHAN

2150 BROADWAY APT 10B

ADDED

10-20-23

NEW YORK, NY US 10023

SECURED:

STRIS, PETER

13115 ESPINHEIRA DRIVE

ADDED

10-20-23

CERRITOS, CA US 90703

SECURED:

WILKINS-DUIGNAN 2009 REVOCABLE TRUST, A TRUST FORMED

UNDER THE LAWS OF CALIFORNIA

PO BOX 7278

ADDED

10-20-23

BERKELEY, CA US 94707

SECURED:

JERALD AND MELODY HOWE WEINTRAUB REVOCABLE LIVING TRUST

DTD 02/05/98, AS AMENDED

3527 MT. DIABLO BOULEVARD #322

ADDED

10-20-23

LAFAYETTE, CA US 94549

SECURED:

FULLERTON, RICHARD

3047 FILLMORE STREET

ADDED

10-20-23

SAN FRANCISCO, CA US 94123

Authentication: 204507013

Date: 11-02-23

20253014426-UCC11 SR# 20233880518



SECURED: O'CONNELL, VICTOR

18812 PINEWOOD CIRCLE ADDED 10-20-23

CERRITOS, CA US 90703

SECURED: PATHAK, RACHANA

16416 KNOLL STONE CIRCLE ADDED 10-20-23

CERRITOS, CA US 90703

SECURED: GR FAIRBAIRN FAMILY TRUST, A TRUST FORMED UNDER THE

LAWS OF NEVADA

11 W. 30TH STREET, APT 7R ADDED 10-20-23

NEW YORK, NY US 10001

SECURED: GRANT FAIRBAIRN REVOCABLE TRUST, A TRUST FORMED UNDER

THE LAWS OF CALIFORNIA

10 ORINDA VIEW RD ADDED 10-20-23

ORINDA, CA US 94563

SECURED: GRF TIGER TRUST, A TRUST FORMED UNDER THE LAWS OF

NEVADA

11 W. 30TH STREET, APT 7R ADDED 10-20-23

NEW YORK, NY US 10001

SECURED: NC FAIRBAIRN FAMILY TRUST, A TRUST FORMED UNDER THE

LAWS OF NEVADA



Authentication: 204507013

Date: 11-02-23

Delaware The First State

Page 4

11 W. 30TH STREET, APT 7R

ADDED

10-20-23

NEW YORK, NY US 10001

SECURED:

NCF EAGLE TRUST, A TRUST FORMED UNDER THE LAWS OF

NEVADA

11 W. 30TH STREET, APT 7R

ADDED

10-20-23

NEW YORK, NY US 10001

SECURED:

NINA CLAIRE FAIRBAIRN REVOCABLE TRUST, A TRUST FORMED

UNDER THE LAWS OF CALIFORNIA

10 ORINDA VIEW RD

ADDED

10-20-23

ORINDA, CA US 94563

SECURED:

TRANSCEND PARTNERS LEGEND FUND LLC, A DELAWARE LIMITED

LIABILITY COMPANY

10 ORINDA VIEW RD

ADDED

10-20-23

ORINDA, CA US 94563

SECURED:

CULLINAN, BRIAN

56495 MOUNTAIN VIEW DRIVE

ADDED 10-20-23

LA QUINTA, CA US 92253

SECURED:

RUBIN, JACOB

180 CORTE MADERA RD

ADDED

10-20-23

PORTOLA VALLEY, CA US 94028

AND SECOND SECON

Authentication: 204507013

Date: 11-02-23

20253014426-UCC11 SR# 20233880518



FILING HISTORY

20237184814 FILED 10-20-23 AT 3:27 P.M. FINANCING STATEMENT

END OF FILING HISTORY

THE UNDERSIGNED FILING OFFICER HEREBY CERTIFIES THAT THE ABOVE LISTING IS A RECORD OF ALL PRESENTLY EFFECTIVE FINANCING STATEMENTS, FEDERAL TAX LIENS AND UTILITY SECURITY INSTRUMENTS FILED IN THIS OFFICE WHICH NAME THE ABOVE DEBTOR, RHODIUM ENCORE LLC AS OF OCTOBER 26, 2023 AT 11:59 P.M.



Authentication: 204507013

Date: 11-02-23

| A. | CC FINANCING STATEMENT LOW INSTRUCTIONS NAME & PHONE OF CONTACT AT FILER (optional) K LIEN SOLUTIONS 800-331-3282 | | De | laware Department of S | tate | |
|--------|--|---|---|---|--------------|--|
| | E-MAIL CONTACT AT FILER (optional) UCCFILINGRETURNS MOLTERSKLUMER. COM | 000 | U.C.C. Filing Section Filed: 03:27 PM 10/20/2023 U.C.C. Initial Filing No: 2023 7184814 | | | |
| Ċ. | SEND ACKNOWLEDGMENT TO: (Name and Address) | орионова | | | | |
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| - | 16. ORGANIZATION'S NAME | | | | | |
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| 000000 | | | | *************************************** | | |
| 3. 8 | SECURED PARTY'S NAME (or NAME of ASSIGNEE of ASSIGNORIAL FOR A | R SECURED PARTY): Provide only one Sec | ured Party name (3a or 3 | b)/ | | |
| | GR FAIRBAIRN FAMILY TRUST, A TRUST FORMED UNDER | THE LAWS OF NEVADA | | | | |
| OR. | 36 INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIO | ONAL NAME(S)/INITIAL(S) | SUFFD | |
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| 11 | COLLATERAL: This financing statement covers the following collateral Description - please see atta- | chad | | | | |

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| 1 | 18a ORGANIZATION'S NAME | 900 | | | |
| | REODIUM ENCORE LLC | | | | |
| R | | | | | |
| | 186 INDIVIDUAL'S SURNAME | | | | |
| | FIRST PERSONAL NAME | | | | |
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| | 18a ORGANIZATION'S NAME | 00000 | | | |
| | RHODIUM ENCORE LLC | | | | |
| 府 | | | | | |
| | 186 INDIVIDUAL'S SURNAME | 6000000 | | | |
| | FIRST PERSONAL NAME | | | | |
| | ADDITIONAL NAME(S)(INITIAL(S) | SUFFIX | | | |
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| | 19a ORGANIZATION'S NAME | | | | |
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| ac. | MAILING ADDRESS | CTY | STATE | IPOSTAL CODE | GOUNTRY |
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| 18a ORGANIZATION'S NAME RHODIUM ENCORE LLC | leaged | | | | |
| 186 INDIVIDUAL'S SURNAME | | | | | |
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| 18a ORGANIZATION'S NAME RHODIUM SHOORE LLC | | | | |
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| 27. MOI MAILING 2. V ADD Za ORC 345 PA R Z2b (ND) | ADDRESS ITIONAL SECURED PARTY'S NAME WINIZATION'S NAME RTNERS SPV2 LLC, A CALIFORNIA LI VIDUAL'S SURNAME | CITY Of ASSIGNOR SEC | ¥ | NAME: Provide only cae n | POSTAL CODE | COUNTRY |
| 12: MAILING 2. ADD Ze ORG 345 PA RR ZEB INDI 2c. MAILING | ADDRESS ITIONAL SECURED PARTY'S NAME WINIZATION'S NAME RTNERS SPV2 LLC, A CALIFORNIA LI VIDUAL'S SURNAME | CITY OI ASSIGNOR SEC IMITED LIABILITY COMPAN | Y RSONAL NAME | NAME: Provide only cas is ADDITIC | POSTAL CODE Sims (22a or 22b) NAL MANAE(S)(INFI)AL(S) | COUNTRY |
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ALL OF DEBTOR'S NOW EXISTING OR HEREAFTER ACQUIRED PROPERTY DESCRIBED ON EXHIBIT A ATTACHED HERETO, AND ALL PROCEEDS THEREOF.

EXHIBIT A

"Debtor" shall mean Rhodium Encore LLC

The Collateral shall consist of:

- (A) "Inventory" which means and includes all of Debtor's now owned or hereafter acquired goods, merchandise and other personal property, wherever located, to be furnished under any contract of service or held for sale or lease, all raw materials, work in process, finished goods and materials and supplies of any kind, nature or description which are or might be used or consumed in Debtor's business or used in selling or furnishing such goods, merchandise and other personal property, and all documents of title or other documents representing them;
- (B) "Equipment" which means and includes all of Debtor's now owned or hereafter acquired equipment, machinery, and goods (excluding Inventory), whether or not constituting fixtures, including, without limitation: all office equipment, tools, dies, parts, data processing equipment, furniture and trade fixtures, and vehicles, and all replacements and substitutions therefore and all accessions thereto:
- (C) "General Intangibles" which means and includes all of Debtor's now owned or hereafter acquired general intangibles as said term is defined in the Uniform Commercial Code including, without limitation, trademarks, tradenames, tradestyles, trade secrets, equipment formulation, manufacturing procedures, quality control procedures, product specifications, patents, patent applications, copyrights, registrations, contract rights, choses in action, causes of action, corporate or other business records, inventions, designs, goodwill, claims under guarantees, licenses, franchises, tax refunds, tax refund claims, computer program flow diagrams, source codes, object codes and all other intangible property of every kind and nature;
- (D) "Receivables" which means and includes all of Debtor's now owned or hereafter acquired accounts and contract rights, instruments, insurance proceeds, documents, chattel paper, letters of credit and Debtor's rights to receive payment thereunder, any and all rights to the payment or receipt of money or other forms of consideration of any kind at any time now or hereafter owing or to be owing to Debtor, all proceeds thereof and all files in which Debtor has any interest whatsoever containing information identifying or pertaining to any of Debtor's Receivables, together with all of Debtor's rights to any merchandise which is represented thereby, and all Debtor's right, title, security and guaranties with respect to each Receivable, including, without limitation, all rights of stoppage in transit, replevin and reclamation and all rights as an unpaid vendor;
- (E) All books, records, ledger cards, files, correspondence, computer programs, tapes, disks and related data processing software (owned by Debtor or in which it has an interest) which at any time evidence or contain information relating to (A), (B), (C) and (D) above or are otherwise necessary or helpful in the collection thereof or realization thereupon;
- (F) All of Debtor's right, title and interest in and to all goods and other property, whether or not delivered;

- (G) Documents of title, policies and certificates of insurance, securities, chattel paper, instruments and other documents or instruments evidencing or pertaining to (A), (B), (C), (D), (E) and (F) above or otherwise;
- (H) Intentionally Omitted.
- (I) (i) all cash held as cash collateral to the extent not otherwise constituting collateral, all other cash or property at any time on deposit with or held by secured party for the account of Debtor (whether for safekeeping, custody, pledge, transmission or otherwise), (ii) all present or future deposit accounts (whether time or demand or interest or non-interest bearing) of Debtor with secured party or any other person including those to which any such cash may at any time and from time to time be credited, (iii) all investments and reinvestment (however evidenced) of amounts from time to time credited to such accounts, and (iv) all interest, dividends, distributions and other proceeds payable on or with respect to (x) such investments and reinvestment and (y) such accounts; and
- (J) All products and proceeds of (A), (B), (C), (D), (E), (F), (G), (H) and (I) above (including, but not limited to, all claims to items referred to in (A), (B), (C), (D), (E), (F), (G), (H) and (I) above) and all claims of Debtor against third parties for (i) loss of, damage to, or destruction of, (ii) payments due or to become due under leases, rentals and hires of any or all of (A), (B), (C), (D), (E), (F), (G), (H) and (I) above and (iii) proceeds payable under, or unearned premiums with respect to policies of insurance in whatever form.

| UCC:FINANCING STATEMENT FOLLOW, INSTRUCTIONS | | | SOS | | TEXAS SECRETARY OF STATE | ORIST CONSTITUTE !! |
|--|-------------|---|-----------------|-------------------|--------------------------|---------------------|
| A. NAME & PHONE OF CONTACT, AT SUBMITTER (optional) Name: Wolters Kluwer Lien; Solutions Phone::800-331- B. E-MAIL CONTACT AT SUBMITTER (optional) | | 318-862-4141 | | | | |
| riccigliudisfriuu@woţtelaignweiricou | | | 1385209 | 2100 | 9 2 • | I BEIN GENNE ALLEN |
| C. SEND ACKNOWLEDGMENT TO: (Name and Address) 51 | 18904 - HO | LLAND & | | | | |
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| File with: Secretary of State, TX SEE BELOW FOR SECURED PARTY CONTACT | TENFORMA | THE THE | | CE IS:F | OR FILING OFFICE U | SE ONLY |
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| R 16. THIDMIDUAL'S SURNAME | | FIRST PERSONAL NAME | j | ADDITIO | nal name(synitial(s) | SUFFIX |
| c. MAILING ADDRESS | | СПУ | | STATE | POSTAL-CODE | COUNTRY |
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| 146 W US HIGHWAY 79 SECURED PARTY'S NAME (or NAME of ASSIGNEE OF A | GNOR SECUR | ROCKDALE RED PARTY): Provide only one Se | cured Party nam | TX: e (3a or 3 | 76567 b) | USA |
| 3aL ORGANIZATION'S NAME | ORMED | UNDER THE LAWS OF | NEVADA | | | |
| GR FAIRBAIRN FAMILY TRUST, A TRUST F | | FIRST PERSONAL NAME | | ADDITIO | NAL NAME(SYINITIAL(S) | SUFFIX, |
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| R 36. INDIVIDUAL'S SURNAME | | CITY | 1 | STATE | POSTAL CODE | COUNTRY |
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| Sb. INDIVIDUAL'S SURMANE C. MAILING ADDRESS 11 W.:30TH STREET, APT:7R | erat: | CITY NEW YORK | ON EXHIBIT | NY | 10001 | USA |

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| | Rhodium Encore LLC | | | | | | | |
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| 1. | ADDITIONAL DEBTOR'S NAME: Provide only one Debtor same (| 20a or 20b) (use exact, full name; do no | of omit, modify, or abbreviate | any part of the Debtor's n | ime); |
| | 20s. ORGANIZATION'S MANE | | | | |
| ₹: | 20b. INDIVIDUAL'S SURNAME | FIRST PERSONAL NAME | ADDITIO | HAL HAME(S)ANTTAL(S) | SUFFUX |
| 00 | . MALING ADDRESS | CITY | STATE | POSTAL CODE | COUNTRY |
| | ADDITIONAL DEBTOR'S NAME: Provide only tree Debtor name (| 21s or 21h) free again full same do in | d conit modite, as abbendata | any and of the Siebter's a | |
| | 21s, ORGANIZATION'S NAME | | i erric (inday) or apprenate | mià barr or nie pienmi è us | itire). |
| ą, | 21b. Individual's surbable | FIRST PERSONAL NAME | ADOITIO | NAL NAME(S)ENITIAL(S) | SUFFIX |
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| ic | MAILING ADDRESS | CHY | STATE | POSTAL CODE | COUNTRY |
| | | | į i | | COUNTRY |
| | | SSIGNOR SECURED PARTY:S | į i | | COUNTRY |
| | ADDITIONAL SECURED PARTY'S NAME & | | NAME: Provide only <u>one</u> na | Tre (22a of 22b) | |
| 2, | ADDITIONAL SECURED PARTY'S NAME & .A.S. ORGANIZATION'S NAME | SSIGNOR SECURED PARTY/S | NAME: Provide only <u>one</u> na | | COUNTRY |
| 2. 2c. | ADDITIONAL SECURED PARTY'S NAME RE ASSESSED AND ASSESSED AND ASSESSED AND ASSESSED ASSESSEDATESTA ASSESSED ASSESSED ASSESSED ASSESSED ASSESSED ASSESSED ASSE | SSIGNOR SECURED PARTY:S FRET PERSONAL NAME BRIAN CITY | NAME: Provide only one name has a particular of the state | no (228 of 226) NAL HAME(SYNTTIAL(S) POSTAL: CODE | SUFFEX |
| 2. 2c. | ADDITIONAL SECURED PARTY'S NAME 81 .A.S. ASSESSED PARTY'S NAME 82 .A.S. ASSESSED PARTY'S NAME 81 .A.S. ASSESSED PARTY'S NAME 81 .A.S. ADDITIONAL SECURED PARTY'S NAME 81 ASSESSED PARTY SECOND PARTY SE | SSIGNOR SECURED PARTY/S FRAT PERSONAL NAME BRIAN | NAME: Provide only one name in a state in CA | THE (228 OF 225) WAL HAME(SYNUTTIAL(S) POSTAL: CODE 92253 | SUFFEX |
| 2. R: 2c. | ADDITIONAL SECURED PARTY'S NAME 81 .A.S. 226; ORGANIZATION'S NAME 226; DOMIDUAL'S SURVAUE CUILLINAN MALENG ADORESS M85 MOUNTAIN VIEW DRIVE | SSIGNOR SECURED PARTY:S FRET PERSONAL NAME BRIAN CITY LA QUINTA | NAME: Provide only one name in a state in CA | THE (228 OF 225) WAL HAME(SYNUTTIAL(S) POSTAL: CODE 92253 | SUFFEX |
| 2c. | ADDITIONAL SECURED PARTY'S NAME RE ASSESSMENTANCE 225: BROWDUAL'S SURNAME CULLUNAN MALING ADDRESS M95 MOUNTAIN VIEW DRIVE 235: GRGANIZATION'S NAME 235: GRGANIZATION'S NAME 235: GRGANIZATION'S NAME 235: GRGANIZATION'S NAME 235: GROWDUAL'S SURNAME | SSIGNOR SECURED PARTY:S FRET PERSONAL NAME BRIAN CITY LA QUINTA | NAME: Provide only one nate of the control of the c | THE (228 OF 225) WAL HAME(SYNUTTIAL(S) POSTAL: CODE 92253 | SUFFEC |
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| 2c. | ADDITIONAL SECURED PARTY'S NAME RE ASSESSMENTANCE 225: BROWDUAL'S SURNAME CULLUNAN MALING ADDRESS M95 MOUNTAIN VIEW DRIVE 235: GRGANIZATION'S NAME 236: GRGANIZATION'S NAME 236: GRGANIZATION'S NAME 236: GRGANIZATION'S NAME 236: GROWDUAL'S SURNAME | FIRST PERSONAL HAME BRIAN CITY LA QUINTA SSIGNOR SECURED PARTY'S | NAME: Provide only one nate of the control of the c | NAL HAME(SYNTTAL(S) POSTAL: CODE 92253 Te (23a or 23b) | COUNTRY |

| | NAME OF FIRST DEBTOR: Same as the 1s or to on Financecause Individual Debtor name did not fit, check here | cing Statement; if line 1b was left | blank | Ì | | | |
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| Ì | Rhodium Encore:LLC | | | | | | |
| | | | | | | | |
| R | 180. PROMIDUAL S SURNAME | | ~ | ķ. | | | |
| | FIRST PERSONAL NAME | | | | | | |
| ý | ADDITIONAL NAME(SYNGTIAL(S) | - | SUFFIX | THE ADOLES | nakos | IS FOR FILING OFFI | oe liee ou |
| 9. | ADDITIONAL DEBTOR'S NAME: Provide only one Debt | or iteme (19a or 19b) (use exact | full name: do | Name of Street, or other Designation of the local Designation of the lo | - | the second secon | THE RESERVE TO A STREET |
| | 1981 ORGANIZATION'S NAME | | , non trains, do | interior, makey, or necessary | , we peak | may port on min pressure a in | |
| R | 196: INDIVIDUAL'S SURMANE | FIRST PERSO | WAL HAME | 19 | Abomo | NAL MAME(S)ANITIAL(S) | SUFFER |
| Ğ. | MALING ADDRESS | СПУ | -6- | | STATE | POSTAL CODE | COUNTRY |
| | | | | | | , | |
| 1. | ADDITIONAL DESTOR'S NAME: Provide only one Debt 2011, ORGANIZATION'S NAME | or name (20a or 20b) (use exect | , full name; do | not omit, modify, or abb | eltiver | erry part of the Debtor's na | emo) |
| | | | | | | | |
| R | 206. INDIVIDUAL'S SURVAINE | FIRST PERSO | HAL HAKE | 1 | ADDITIO | NAL NAME(S)ANITIAL(S) | SUFFUL |
| | 206. INDIVIDUAL'S SURNAME MALING ADDRESS | FRIST PERSO | NAL NAME | | ADDITIO | NAL NAME(S)ANTTAL(S) | SUFFUX |
| | MALING ADDRESS ADDITIONAL DEBT,OR'S NAME: Provide only goe Debt | СПУ | | 4 | STATE | POSTAL CODE | COUNTRY |
| Oc. | MAEING ADDRESS | СПУ | | 4 | STATE | POSTAL CODE | COUNTRY |
| Dc. | MALING ADDRESS ADDITIONAL DEBT,OR'S NAME: Provide only goe Debt | СПУ | full name; do | not omit, modify, or abb | STATE | POSTAL CODE | COUNTRY |
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| 0c. 1. R 1c. 2. | MALING ADDRESS ADDITIONAL DEBTOR'S NAME: Provide only got Debte 216: ORGANIZATION'S NAME 216: INDIVIDUAL'S SURNAME MALING ADDRESS ADDITIONAL SECURED PARTY'S NAME of 226: ORGANIZATION'S NAME 226: INDIVIDUAL'S SURNAME 226: ORGANIZATION'S NAME of ADDITIONAL SECURED PARTY'S NAME of 232: ORGANIZATION'S NAME | CITY OF Name (21s or 21b) (Use exact, FREST PERSO CITY TREST PERSO PAUL CITY GLENVIE ASSIGNOR SECUR | AND PARTY: | not omit, modify, or abb | ADDITIO | POSTAL CODE NAL NAME(SANTTIAL(S) POSTAL CODE THE (22a or 22b) NAL NAME(SANTTIAL(S) POSTAL CODE SOCIAL CODE 60028 | COUNTRY SUFFIX COUNTRY |
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| | NÄME OF FIRST DEBTÖR: Same as line 1a or 1b on Financing States because Individual Debtorname did not fil; check here: | nent; if line 1b was t | eft blank | 5 b r | | | |
|------------------------|--|--|--|--|---------------------|--|-------------------------------|
| | 184. ORGANIZATION'S NAME | | · | 1. | | | |
| | Rhodium Encore LLC | | |) | | | |
| R | 180: INDIVIDUAL'S SURNAME | | | | | | |
| | FIRST PERSONAL NAME | | | : `` | | | |
| | | | | | | | |
| | ADDITIONAL NAME(SYMITTAL(S) | | SUFFIX | THE ABOVE | SPACE | IS FOR FILING OFFI | CE USE ONL |
| ٥. | ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (| lin or 19b) (use exa | ct. full name: do: | | | | |
| | 182 ORGANIZATION'S NAME | tors in the first over | Ct, tur realize, cus | tor on at, producty, or the | 1011010 | ary part of the Debut 9 to | |
| R | 19b: INDIVIDUAL'S SURNAME | FORST PER | SONAL NAME | T | ADDITION | iál name(symttál(s) | SUFFIX |
| 9¢. | . Maring address | CITY | ······································ | | STATE | POSTAL CODE | COUNTRY |
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|), / | ADDITIONAL DEBTOR'S NAME: Provide only one Debtor name (2 | 0a or 20b) (use exa | ct, full riame; do : | not emit, modify, or abb | reviate a | any part of the Debtor's na | ime) |
| | 20s. ORGANIZATION'S NAVE | <u> </u> | | | | | |
| 1 | 20s. INDIVIDUAL'S BURNAME | FIRST PER | BONAL NAME | | ADDITIO | IAL NAME(S)INITIAL(S) | SUFFIX |
| 0с. | MALLING ADDRESS | спу | | | STATE | POSTAL CODE | COUNTRY |
| | | Ha as OSh) from Jawa | | | enviata i | | |
| 1. / | ADDITIONAL DESTOR'S NAME: Provide only, one Debtor name (2) | cia ou's in) (naa aya | ct, full name; do | ot omit, modify, or abt | 101010 | iny part of the Deblor's na | mė) |
| | ADDITIONAL DESTOR'S NAME: Provide only, one Deblor name (2 214; ORGANIZATION'S NAME | : til OF 210) (USB 938 | ct; full name; do | ot omit, modify, or, abb | 101/210 | sity part of the Deblor's na | me) |
| | | | ct, full name; do i | ot omit, modify, or, abb | - | eny part of the Debtor's As VAL NAME(SYMETIAL(S) | swe) |
| R. | 214 ORGANIZATION'S NAME | | | | - | | |
| R. | 21s. ORGANIZATION'S NAME 21b. INDIVIDUAL'S SURNAME MALING ADDRESS: | FIRST PERS | SONAL NAME | | ADOFFICE : | POSTAL CODE | SUFFIX |
| R: 1e. | 214: ORGANIZATION'S NAME 215: INDIVIDUAL'S SURNAME MALING ADDRESS: M. ADDITIONAL SECURED PARTY'S NAME of FT AS | FIRST PERS | SONAL NAME | | ADOFFICE : | POSTAL CODE | SUFFIX |
| fle. | 21s. ORGANIZATION'S NAME 21b. INDIVIDUAL'S SURNAME MALING ADDRESS: | FIRST PERSONAL COMMENTS OF THE PERSONAL COMMEN | RED PARTY | S NAME: Provide only | ADOFFICE : | POSTAL CODE | SUFFIX |
| R: 1e. | 214: ORGANIZATION'S NAME 216: INDIVIDUAL'S SURNAME MALING ADDRESS: ADDITIONAL SECURED PARTY'S NAME OF AS 224. ORGANIZATION'S NAME | CITY SIGNOR SECU | RED PARTY | S NAME: Provide only ORNIA | ADOFFICE STATE : | POSTAL CODE | SUFFIX |
| fic. | ZIL ORGANIZATION'S NAME ZID INDIVIDUAL'S SURNAME MALING ADDRESS: ADDITIONAL SECURED PARTY'S NAME & AS ZZA ORGANIZATION'S NAME KINTZ FAMILY TRUST, A TRUST FORMED UND | CITY SIGNOR SECU | RED PARTY'S | S NAME: Provide only ORNIA | ADDITION | VAL NAME(SYMITTAL (S) POSTAL CODE 100 (22a or 22b) | SUFFIX |
| 7 (c. 80) | 214: ORGANIZATION'S NAME 215: INDIVIDUAL'S SURNAME MALING ADDRESS: ADDITIONAL SECURED PARTY'S NAME & AS 224: ORGANIZATION'S NAME KINTZ FAMILY TRUST, A TRUST FORMED UND 225: INDIVIDUAL'S SURNAME WALING ADDRESS DIO AGEE ST | CITY SIGNOR SECU | RED PARTY: S OF CALIF | S NAME: Provide only ORNIA | ADDITION | VAL NAME(SYMITTAL(S) POSTAL CODE: 100 (22a or 22b) IAL NAME(SYMITTAL(S) | SUFFIX COUNTRY SUFFIX |
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| R: 2c. 60 | 215- INDIVIDUAL'S SURNAME ADDITIONAL SECURED PARTY'S NAME & AS 225- ORGANIZATION'S NAME KINTZ FAMILY TRUST, A TRUST FORMED UNI 225- INDIVIDUAL'S SURNAME MALING ADDITIONAL SECURED PARTY'S NAME & AS 236- ORGANIZATION'S NAME 236- ORGANIZATION'S NAME | CITY SSIGNOR SECU FIRST PERS CITY SANIDIS SIGNOR SECU | RED PARTY'S S OF CALIF | S NAME: Provide only ORNIA S NAME: Provide only | STATE : | POSTAL CODE (22a or 22b) IAL NAME(SYNTTIAL(S) POSTAL CODE 92122 16 (23a or 23b) | SUFFIX SUFFIX COUNTRY |
| R: 2c. 60 | 215- PROVIDUAL'S SURVAME 215- PROVIDUAL'S SURVAME MALING ADDRESS: 225- GROANIZATION'S NAME KINTZ FAMILY TRUST, A TRUST FORMED UND 225- PROVIDUAL'S SURVAME LUALING ADDRESS 210 AGEE ST ADDITIONAL SECURED PARTY'S NAME OF AS | CITY SSIGNOR SECU FIRST PERS CITY SANIDIS SIGNOR SECU | RED PARTY: S OF CALIF | S NAME: Provide only ORNIA S NAME: Provide only | STATE : | POSTAL CODE AL NAME(SYMITIAL(S) AL NAME(SYMITIAL(S) POSTAL CODE 92122 | SUFFIX COUNTRY SUFFIX COUNTRY |
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| OLLOW INSTRUCTIONS B. NAME OF FIRST DEBTOR: Same as line 1s or 1b on Finan | cing Statement; if line 1b was left bla | ınk | | | |
|--|--|---------------------------|---|--|--|
| because Individual Debtor name did not fit, check here: | | | | | |
| Rhodium Encore LLC | | 1 | | | |
| | | | | | |
| R. 186. INDIVIDUAL'S SURNAME | | | | | |
| | | | | | |
| FIRST PERSONAL NAME | | | | | |
| ADDITIONAL NAME(SYMPTIAL(\$); | Sú | FFIX | THE ABOVE SPA | CE IS FOR FILING OFF | ICE USE ONLY |
| 9. ADDITIONAL DEBTOR'S NAME: Provide only one Debt | or name (19a or 19b) (use exact, ful | name: do not o | | | |
| 19a; ORGANIZATION'S NAME | | | , , , , , , , , , , , , , , , , , , , | | |
| R 196: INDIVIDUAL'S SURNAME | FIRST PERSONAL | . NAME | ADOIT | ional name(s)/initial(s) | SUFFIX |
| 9c MALDIO ADDRESS | | | STATE | POSTAL CODE | COUNTRY |
| | ,,,, | | | Postal Gase | COSTINI |
| 0. ADDITIONAL DEBTOR'S NAME: Provide only one Debt | or name (20a or 20b) (use exact, full | l name; do noțo | mit, modify, or abbrevia | e any part of the Debtor's r | aute) |
| 20s: ORGANIZATION'S NAME | | | | | |
| | | | | | |
| R 206: INDIVIDUAL'S SURNAME | FIRST PERSONAL | . NAME | АООП | ONAL NAME(BYNITTAL(B) | SUFFEX |
| R 20b. INDIVIDUAL'S SURNAME | FIRST PERSONAL | RAME | ADDIT | | SUFFEX |
| INC. WALING ADDRESS | CITY | - | STATE | POSTAL CODE | COUNTRY |
| OC. MALING ADDRESS 1. ADDITIONAL DEBTOR'S NAME: Provide only, goe Debt | CITY | - | STATE | POSTAL CODE | COUNTRY |
| 1. ADDITIONAL DEBTOR'S NAME: Provide only, gree Debt | CITY | - | STATE | POSTAL CODE | COUNTRY |
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| OC. MARING ADDRESS 1. ADDITIONAL DEBTOR'S NAME: Provide only one Debt 21st Organization's Name | or name (21a or 21b) (use exact, full | name; do not o | STATE | POSTAL CODE a any part of the Debtor's n | COUNTRY |
| 1. ADDITIONAL DEBTOR'S NAME: Provide only <u>998</u> Debt 21a. ORGANIZATION'S NAME 21b. INDIVIDUAL'S SURNAME | or name (21s or 21b) (use exact, full FRST PERSONAL CITY | name; do not o | STATE Invit, modify, or abbreviate ACOTT | POSTAL CODE a any part of the Debtor's n ONAL NAME(S)(HRTIAL(S) | COUNTRY ame) |
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| 210. INDIVIDUAL SECURED PARTY'S NAME QC. MALING ADDRESS 1. ADDITIONAL DEBTOR'S NAME: Provide only goe Debt 210. ORGANIZATION'S NAME 210. INDIVIDUAL'S SURNAME | CITY OF Name (21s or 21b) (use exact, full FREST PERSONAL CITY ASSIGNOR:SECURED | NAME PARTYS NAME | STATE ADDIT STATE WE: Provide only one of the LAWS: OF C | POSTAL CODE a any part of the Debtor's n ONAL NAME(S)/HRITIAL(S) POSTAL CODE arme (22a or 22b) | COUNTRY ame) |
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EXHIBIT A

"Debtor" shall mean Rhodium Encore LLC

The Collateral shall consist of:

- (A) "Inventory" which means and includes all of Debtor's now owned or hereafter acquired goods, merchandise and other personal property, wherever located, to be furnished under any contract of service or held for sale or lease, all raw materials, work in process, finished goods and materials and supplies of any kind, nature or description which are or might be used or consumed in Debtor's business or used in selling or furnishing such goods, merchandise and other personal property, and all documents of title or other documents representing them;
- (B) "Equipment" which means and includes: all of Debtor's now owned or hereafter acquired equipment, machinery, and goods (excluding Inventory), whether or not constituting fixtures, including, without limitation: all office equipment, tools, dies, parts, data processing equipment, furniture and trade fixtures, and vehicles, and all replacements and substitutions therefore and all accessions thereto;
- (C) "General Intangibles" which means and includes all of Debtor's now owned or hereafter acquired general intangibles as said term is defined in the Uniform Commercial Code including, without limitation, trademarks, tradenames, tradestyles, trade secrets, equipment formulation, manufacturing procedures, quality control procedures, product specifications, patents, patent applications, copyrights, registrations, contract rights, choses in action, causes of action, corporate or other business records, inventions, designs, goodwill, claims under guarantees, licenses, franchises, tax refunds, tax refund claims, computer program flow diagrams, source codes, object codes and all other intangible property of every kind and nature;
- (D) "Receivables" which means and includes all of Debtor's now owned or hereafter acquired accounts and contract rights, instruments, insurance proceeds, documents, chattel paper, letters of credit and Debtor's rights to receive payment thereunder, any and all rights to the payment or receipt of money or other forms of consideration of any kind at any time now or hereafter owing or to be owing to Debtor, all proceeds thereof and all files in which Debtor has any interest whatsoever containing information identifying or pertaining to any of Debtor's Receivables, together with all of Debtor's rights to any merchandise which is represented thereby, and all Debtor's right, title, security and guaranties with respect to each Receivable, including, without limitation, all rights of stoppage in transit, replevin and reclamation and all rights as an unpaid vendor;
- (E) All books, records, ledger cards, files, correspondence, computer programs, tapes, disks and related data processing software (owned by Debtor or in which it has an interest) which at any time evidence or contain information relating to (A), (B), (C) and (D) above or are otherwise necessary or helpful in the collection thereof or realization thereupon;
- (F) All of Debtor's right, title and interest in and to all goods and other property, whether or not delivered;

- (G) Documents of title, policies and certificates of insurance, securities, chattel paper, instruments and other documents or instruments evidencing or pertaining to (A), (B), (C), (D), (E) and (F) above or otherwise;
- (H) Intentionally Omitted.
- (I) (i) all cash held as cash collateral to the extent not otherwise constituting collateral, all other cash or property at any time on deposit with or held by secured party for the account of Debtor (whether for safekeeping, custody, pledge, transmission or otherwise), (ii) all present or future deposit accounts (whether time or demand or interest or non-interest bearing) of Debtor with secured party or any other person including those to which any such cash may at any time and from time to time be credited, (iii) all investments and reinvestment (however evidenced) of amounts from time to time credited to such accounts, and (iv) all interest, dividends, distributions and other proceeds payable on or with respect to (x) such investments and reinvestment and (y) such accounts; and
- (J) All products and proceeds of (A), (B), (C), (D), (E), (F), (G), (H) and (I) above (including, but not limited to, all claims to items referred to in (A), (B), (C), (D), (E), (F), (G), (H) and (I) above) and all claims of Debtor against third parties for (i) loss of, damage to, or destruction of, (ii) payments due or to become due under leases, rentals and hires of any or all of (A), (B), (C), (D), (E), (F), (G), (H) and (I) above and (iii) proceeds payable under, or unearned premiums with respect to policies of insurance in whatever form.