

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

Debtor Thrasio Holdings, Inc.

United States Bankruptcy Court for the: \_\_\_\_\_ District of New Jersey  
(State)

Case number 24-11840

**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.**

**Part 1: Identify the Claim**

1. <b>Who is the current creditor?</b>	<u>Fat Kid Deals, Inc.</u> <small>Name of the current creditor (the person or entity to be paid for this claim)</small>	
	Other names the creditor used with the debtor <u>Fat Kid Deals</u>	
2. <b>Has this claim been acquired from someone else?</b>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. <b>Where should notices and payments to the creditor be sent?</b>	<b>Where should notices to the creditor be sent?</b> See summary page	<b>Where should payments to the creditor be sent? (if different)</b>
Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)	Contact phone <u>503-399-1070</u>	Contact phone _____
	Contact email <u>epaetsch@sglaw.com</u>	Contact email _____
	Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. <b>Does this claim amend one already filed?</b>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ <small>MM / DD / YYYY</small>	
5. <b>Do you know if anyone else has filed a proof of claim for this claim?</b>	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	



**Part 2: Give Information About the Claim as of the Date the Case Was Filed**

6. Do you have any number you use to identify the debtor?  No  
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: \_\_\_\_ \_

7. How much is the claim? \$ 2,444,328.00. 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

9. Is all or part of the claim secured?  No  
 Yes. The claim is secured by a lien on property.  
**Nature or property:**  
 Real estate: If the claim is secured by the debtor's principle residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.  
 Motor vehicle  
 Other. Describe: \_\_\_\_\_  
**Basis for perfection:** \_\_\_\_\_  
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)  
**Value of property:** \$ \_\_\_\_\_  
**Amount of the claim that is secured:** \$ \_\_\_\_\_  
**Amount of the claim that is unsecured:** \$ \_\_\_\_\_ (The sum of the secured and unsecured amount should match the amount in line 7.)  
**Amount necessary to cure any default as of the date of the petition:** \$ \_\_\_\_\_  
**Annual Interest Rate** (when case was filed) \_\_\_\_\_ %  
 Fixed  
 Variable

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: \_\_\_\_\_



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

No

Yes. Check all that apply:

	Amount entitled to priority
<input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).	\$ _____
<input type="checkbox"/> Up to \$3,350* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).	\$ _____
<input type="checkbox"/> Wages, salaries, or commissions (up to \$15,150*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).	\$ _____
<input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).	\$ _____
<input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).	\$ _____
<input type="checkbox"/> 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)?

No

Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

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

**Part 3: Sign Below**

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

**A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.**

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 05/06/2024  
MM / DD / YYYY

/s/Erich M. Paetsch  
Signature

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

Name Erich M. Paetsch  
First name Middle name Last name

Title Attorney

Company Saalfeld Griggs PC  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address \_\_\_\_\_

Contact phone \_\_\_\_\_ Email \_\_\_\_\_



# KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (866) 967-0496 | International +1 (310) 751-2696

<b>Debtor:</b> 24-11840 - Thrasio Holdings, Inc.		
<b>District:</b> District of New Jersey, Trenton Division		
<b>Creditor:</b> Fat Kid Deals, Inc. Nathan Reid, President / Erica Reid, Corporate Secretary 1712 Bryans PI NW  Albany, OR, 97321  <b>Phone:</b> 503-399-1070  <b>Phone 2:</b>  <b>Fax:</b>  <b>Email:</b> epaetsch@sglaw.com	<b>Has Supporting Documentation:</b> Yes, supporting documentation successfully uploaded  <b>Related Document Statement:</b>	
	<b>Has Related Claim:</b> No  <b>Related Claim Filed By:</b>	
	<b>Filing Party:</b> Authorized agent	
<b>Other Names Used with Debtor:</b> Fat Kid Deals	<b>Amends Claim:</b> No  <b>Acquired Claim:</b> No	
<b>Basis of Claim:</b> See Attached	<b>Last 4 Digits:</b> No	<b>Uniform Claim Identifier:</b>
<b>Total Amount of Claim:</b> 2,444,328.00	<b>Includes Interest or Charges:</b> No	
<b>Has Priority Claim:</b> No	<b>Priority Under:</b>	
<b>Has Secured Claim:</b> No  <b>Amount of 503(b)(9):</b> No  <b>Based on Lease:</b> No  <b>Subject to Right of Setoff:</b> No	<b>Nature of Secured Amount:</b>  <b>Value of Property:</b>  <b>Annual Interest Rate:</b>  <b>Arrearage Amount:</b>  <b>Basis for Perfection:</b>  <b>Amount Unsecured:</b>	
<b>Submitted By:</b> Erich M. Paetsch on 06-May-2024 4:25:06 p.m. Eastern Time  <b>Title:</b> Attorney  <b>Company:</b> Saalfeld Griggs PC		

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY**

In re:	)	Case No. 24-11840
	)	
Thrasio Holdings, Inc. et. al	)	Chapter 11
	)	
Debtors.	)	
	)	

**Addendum to Proof of Claim of Fat Kid Deals, Inc.**

*In re Discus Dreams, Inc. Case No. 24-11991*

As provided by Rule 3002(a) of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”) and section 501(a) of title 11 of the United States Code (the “*Bankruptcy Code*”), Fat Kid Deals, Inc. (“*FKD*”) files this attachment to its proof of claim (the “*Proof of Claim*”) in the above referenced case.

On February 28, 2004, Thrasio Holdings, Inc. and Discus Dreams, Inc. (collectively the “*Debtors*”) each filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code in the U.S. Bankruptcy Court for the District of New Jersey (the “*Bankruptcy Court*”).

On or about December 29, 2021, Discus Dreams, Inc. entered into that certain Asset Purchase Agreement (the “*APA*”) with FKD together with the principals of FKD.<sup>1</sup> Under the terms of the APA, among other requirements and consideration, Discus Dreams, Inc. is required to payout to FKD amounts over time in consideration for the purchase and sale of assets by FKD (the “*Performance Payments*”).

To date FKD has received 1 of the 3 required Performance Payments under the APA. The second Performance Payment came due after the filing of the bankruptcy cases by Debtors. The Performance Payment due and owing by Debtors to FKD for 2023 totals \$1,350,000. The estimated Performance Payment using year to date projections for 2024 totals \$1,094,328.

To date, Debtors have not filed a motion rejection the APA. This claim is being filed to preserve FKD’s rights in the event a future rejection motion is filed. FKD reserves all rights of setoff, recoupment, netting and similar rights under any applicable contract, statute, common law or equitable principle. At present, the full amount of such rights is undetermined. FKD reserves without limitation its right to amend this Claim to add such information in the future.

The principals of FKD who are parties to the APA separately reserve their rights to the extent applicable as parties to the APA to amend this Claim to also include any claims they may hold personally as a result of any rejection of the APA and Debtors.

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<sup>1</sup> The majority of the APA is confidential. Non confidential excerpts are provided for reference but the complete APA can be provided upon request and consistent with the confidentiality agreement terms to support this claim.

This Claim is being submitted without prejudice to FKD or its principals' ability to and expressly reserves the right to file any portion of its claim as an administrative expense claim. FKD separately reserves the right to amend this Claim to include additional prepetition or post petition amounts that are unliquidated but that are or may become due after the filing of this Claim.

The filing of this Claim is not and shall not be construed as: (1) a waiver of FKD or its principals right to (i) file or assert a claim for rejection damages under section 502 of the Bankruptcy Code; (ii) file or otherwise assert administrative expense claims under section 503 of the Bankruptcy Code; (iii) file or assert a claim under section 365(b) of the Bankruptcy Code; (iv) waive any principals right to file or assert a claim under section 502(h) of the Bankruptcy Code; (v) consent to the jurisdiction of this Court as against FKD or its principals; (vi) waiver or release any rights by FKD or its principals to a trial by jury in this court or any other court concerning or relating to the terms of the APA or otherwise; (vii) waive or release the right of FKD to have any and all final orders or judgment in all non-core matters subject to review by the U.S. District Court; (viii) waive any right to withdraw the reference with respect to any subject matter of this Claim; or constitute and election of remedies.

**ASSET PURCHASE AGREEMENT**

**by and among**

**DISCUS DREAMS, INC., as Buyer**

**and**

**FAT KID DEALS, INC., as Seller,**

**NATHAN REID,**

**ERICA REID,**

**and**

**SCOTT BREGANTE, as Selling Group Parties**

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**Dated as December [\_\_\_\_], 2021**

**EXHIBITS AND DISCLOSURE SCHEDULES**

Exhibit A	Form of Escrow Agreement
Exhibit B	Form of Bill of Sale
Exhibit C	Form of Assignment and Assumption Agreement
Exhibit D	Form of IP Assignment Agreement
Exhibit E	Seller Wire Instructions
Schedule 1.01(a)(i)	Business Accounts
Schedule 1.01(a)(iv)	Acquired Contracts
Schedule 1.01(c)(vii)	Specifically Excluded Assets
Schedule 2.04	Allocation Schedule
Schedule 3.01(b)	Seller Foreign Qualifications
Schedule 3.01(e)	Required Consents
Schedule 3.02(a)	Business Balance Sheet and P&L Statement
Schedule 3.02(b)	Financial Statement Exceptions
Schedule 3.03(a)	Material Suppliers
Schedule 3.03(b)	Operating Expenses
Schedule 3.03(c)	Marketing Expenses
Schedule 3.06(a)	Material Contracts
Schedule 3.06(b)	Standard Commission Income Rates
Schedule 3.08(a)	Intellectual Property Assets
Schedule 3.08(b)	Intellectual Property Agreements
Schedule 3.08(c)	Intellectual Property Exceptions
Schedule 3.12	Marketing Compliance Exceptions
Schedule 3.14	Seller Broker Payments
Schedule 8.03	Notices



**IN WITNESS WHEREOF**, the parties hereto have caused this Asset Purchase Agreement to be executed as of the Effective Date by their respective officers thereunto duly authorized.

**SELLING GROUP PARTIES:**

**FAT KID DEALS, INC.**

DocuSigned by:  
By: Nathan Reid  
D0DC5F36938A40D...

Name: Nathan Reid

Title: President

DocuSigned by:  
Nathan Reid  
D0DC5F36938A40D...

**Nathan Reid**

DocuSigned by:  
Erica Reid  
2052776E9C93413...

**Erica Reid**

DocuSigned by:  
Scott Bregante  
043EF42EC5AD4AA...

**Scott Bregante**

**BUYER:**

**DISCUS DREAMS. INC.**

DocuSigned by:  
By: Michael Fahey  
433CC0D2339D4BC...

Name: Michael Fahey

Title: Secretary