

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

In re:

Sancilio Pharmaceuticals Company, Inc., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-11333 (CSS)

(Jointly Administered)

**SCHEDULES OF ASSETS AND LIABILITIES FOR  
BLUE PALM ADVERTISING AGENCY, LLC  
(18-11335)**

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the business addresses and the last four (4) digits of each Debtor's federal tax identification number, if applicable, are: Sancilio Pharmaceuticals Company, Inc., 2129 N. Congress Avenue, Riviera Beach, FL 33404 (3353); Sancilio & Company, Inc., 2129 N. Congress Avenue, Riviera Beach, FL 33404 (7166); Blue Palm Advertising Agency, LLC, 2129 N. Congress Avenue, Riviera Beach, FL 33404 (n/a).

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SANCILIO PHARMACEUTICALS  
COMPANY, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-11333 (CSS)

(Jointly Administered)

**GLOBAL NOTES AND METHODOLOGY REGARDING THE DEBTORS' SCHEDULES  
OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

***These Global Notes and Methodology Regarding the Debtors' Schedules of Assets and Liabilities and Statements of Financial Affairs (the "Global Notes") are an integral part of all of the Debtors' Schedules and Statements (defined below). The Global Notes should be referred to, considered, and reviewed in connection with any review of the Schedules and Statements. In the event that the Schedules and Statements differ from the Global Notes, the Global Notes shall control.***

**Introduction.** The Schedules of Assets and Liabilities (the "Schedules") and Statements of Financial Affairs (the "Statements" or "SOFA"; together with the Schedules, the "Schedules and Statements") filed by Sancilio Pharmaceuticals Company, Inc. ("SPC"), Sancilio & Company, Inc. ("SCI") and Blue Palm Advertising Agency, LLC ("Blue Palm"), as debtors and debtors-in-possession (the "Debtors"), in the above-captioned chapter 11 cases (the "Chapter 11 Cases") with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") have been prepared by the Debtors' management pursuant to section 521 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code") and Rule 1007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). The Schedules and Statements are unaudited.

While the Debtors have made every reasonable effort to ensure that their Schedules and Statements are accurate and complete, based upon information that was available to them at the time of preparation, inadvertent errors or omissions may exist and the subsequent receipt of information and/or further review and analysis of the Debtors' books and records may result in changes to financial data and other information contained in the Schedules and Statements.

The Schedules and Statements have been signed by Karrilyn Thomas, the Debtors' Chief Financial Officer and an authorized signatory for each of the Debtors in respect of the Schedules and Statements. In reviewing and signing the Schedules and Statements, Ms. Thomas relied upon the efforts, statements, and representations of various personnel employed by the Debtors and their advisors. Ms. Thomas has not (and could not have) personally verified the accuracy of each statement and representation contained in the Schedules and Statements, including statements and representations concerning amounts owed to creditors, classification of such amounts, and creditor addresses.

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<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the business addresses and the last four (4) digits of each Debtor's federal tax identification number, if applicable, are: Sancilio Pharmaceuticals Company, Inc., 2129 N. Congress Avenue, Riviera Beach, FL 33404 (3353); Sancilio & Company, Inc., 2129 N. Congress Avenue, Riviera Beach, FL 33404 (7166); Blue Palm Advertising Agency, LLC, 2129 N. Congress Avenue, Riviera Beach, FL 33404 (n/a).

**Basis of Presentation.** The Schedules and Statements are unaudited and do not purport to be financial statements prepared in accordance with generally accepted accounting principles in the United States of America (“U.S. GAAP”), nor were they reconciled with the Debtors’ financial statements. These Schedules and Statements represent the Debtors’ good faith attempt to comply with the requirements of the Bankruptcy Code and Bankruptcy Rules using commercially reasonable efforts and resources available and are subject to further review and potential adjustment.

**Reservation of Rights.** The Debtors and their advisors who assisted in the preparation of the Schedules and Statements do not guarantee or warrant the accuracy or completeness of the data that is provided herein and shall not be liable for any loss or injury arising out of or caused in whole or in part by the errors or omissions, negligent or otherwise, in preparing, collecting, reporting, or communicating the information contained herein. The Debtors and their advisors do not have an obligation to update, modify, revise, or re-categorize the information provided herein, or to notify any third party upon such revisions. In no event shall the Debtors or their advisors be liable to any third party for any direct, indirect, incidental, consequential, or other damages (including, but not limited to, damages arising from the disallowance of a potential claim against the Debtors or damages to business reputation, lost business or lost profits), whether foreseeable or not and however caused, even if the Debtors or their advisors are advised of the possibility of such damages. The Debtors reserve all rights to amend and/or supplement the Schedules and Statements from time to time as is necessary and appropriate.

The failure to designate a claim in the Schedules and Statements as “contingent,” “unliquidated,” or “disputed” does not constitute an admission by the Debtors that such claim or amount is not “contingent,” “unliquidated,” or “disputed.” The Debtors reserve their rights to dispute, or to assert offsets or defenses to, any claim reflected on their Schedules or Statements on any grounds, including, but not limited to, amount, liability, priority, status, or classification, or to otherwise subsequently designate any claim as “contingent,” “unliquidated,” or “disputed.” Moreover, the Debtors reserve all of their rights to amend their Schedules and Statements as necessary and appropriate, including, but not limited to, with respect to claim description and designation.

The Debtors have made commercially reasonable efforts to correctly characterize, classify, and categorize claims, assets, executory contracts, among other items reported in the Schedules and Statements. However, the Debtors may have improperly characterized, classified, categorized, or designated certain items. The Debtors thus reserve all of their rights to recharacterize, reclassify, recategorize, or redesignate items reported in the Schedules and Statements at a later time as necessary or appropriate as additional information becomes available.

The Debtors accounting systems were designed and maintained to manage the consolidated treasury and cash management systems of the Debtors, as well as report the Debtors’ financial results on a consolidated basis. Additionally, the Debtors’ accounting and finance staff have been trained and followed procedures consistent with these primary objectives. Neither the Debtors nor their advisors can ensure that the transactions recorded in one of the Debtors’ books and records does not inadvertently reflect activity of another Debtor.

**Global Notes.** These Global Notes are in addition to the specific notes set forth in the Schedules and Statements of the individual Debtor entities. The fact that the Debtors have prepared a Global Note with respect to a particular Schedule or Statement and not as to others does not

reflect and should not be interpreted as a decision by the Debtors to exclude the applicability of such Global Note to any or all of the Debtors' remaining Schedules or Statements, as appropriate. Disclosure of information in one Schedule, one Statement, or an exhibit or attachment to a Schedule or Statement, even if incorrectly placed, shall be deemed to be disclosed in the correct Schedule, Statement, exhibit, or attachment.

**Petition Date.** Unless otherwise noted, all asset and liability balances reported in the Schedules are as of June 5, 2018 (the "Petition Date").

**Valuation.** It would be prohibitively expensive, unduly burdensome, and an inefficient use of estate assets for the Debtors to obtain current market valuations of all of their assets. Accordingly, unless otherwise indicated, the Schedules and Statements reflect net book values as of the Petition Date. Cash is reported as of the Petition Date on a bank basis. Amounts ultimately realized may vary from net book value (or whatever value was ascribed) and such variance may be material. Accordingly, the Debtors reserve all of their rights to amend or adjust the value of each asset set forth herein. In addition, the amounts shown for total liabilities exclude items identified as "unknown" or "undetermined" and, thus, ultimate liabilities may differ materially from those stated in the Schedules and Statements.

**Quantification of Claims.** Amounts that were not readily quantifiable by the Debtors were reported as "undetermined" which is not intended to reflect the magnitude of the claim.

**Claims Paid Pursuant to Court Orders.** The Bankruptcy Court authorized the Debtors to pay certain prepetition claims, including but not limited to, insurance payments, certain taxes, employee related claims, customer claims, including rebates, and critical vendor claims. Consequently, certain prepetition fixed, liquidated and undisputed unsecured claims have been paid following the Petition Date. As such, claims against the Debtors for prepetition amounts may have been paid as of the time the Schedules and Statements and may not have been included in the Schedules and Statements.

**Liabilities.** The Debtors have sought to allocate liabilities between the prepetition and postpetition periods based on the information and research conducted in connection with the preparation of the Schedules and Statements. As additional information becomes available and further research is conducted, the allocation of liabilities between the prepetition and postpetition periods may change. Accordingly, the Debtors reserve all of their rights to amend, supplement, or otherwise modify the Schedules and Statements as is necessary or appropriate.

**Exclusions.** The Debtors have excluded certain categories of assets, tax accruals, and liabilities from the Schedules and Statements, including employee benefit accruals, accrued accounts payable, and deferred gains. The Debtors also have excluded potential rejection damage claims of counterparties to executory contracts and unexpired leases that may be rejected, to the extent such damage claims may exist. In addition, certain immaterial assets and liabilities may have been excluded.

**Causes of Action.** The Debtors, despite their efforts, may not have listed all of their causes of action against third parties as assets in the Schedules and Statements. The Debtors reserve all of their rights with respect to any causes of action they may have, and neither these Global Notes nor the Schedules and Statements shall be deemed a waiver of any such causes of action.

**Insiders.** For purposes of the Schedules and Statements, the Debtors defined “insiders” as: (a) directors; (b) officers; and (c) debtor/non-debtor affiliates. Persons listed as “insiders” have been included for informational purposes only and by including them in the Schedules, shall not constitute an admission that those persons are insiders for purposes of section 101(31) of the Bankruptcy Code. Moreover, the Debtors do not take any position with respect to: (a) any insider's influence over the control of the Debtors; (b) the management responsibilities or functions of any such insider; (c) the decision making or corporate authority of any such insider; or (d) whether the Debtors or any such insider could successfully argue that he or she is not an “insider” under applicable law or with respect to any theories of liability or for any other purpose.

**Leases.** In the ordinary course of business, the Debtors may lease certain fixtures and equipment from certain third-party lessors for use in the daily operation of their businesses. The underlying lease agreements are listed on Schedule G and any current amount due under such leases that were outstanding as of the Petition Date are listed on Schedule F. Nothing in the Schedules and Statements is or shall be construed as an admission as to the determination of the legal status of any lease (including whether any lease is a true lease or a financing arrangement), and the Debtors reserve all rights with respect to such issues.

**Litigation.** Certain litigation reflected as claims against one of the Debtors may relate to any of the other Debtors. The Debtors have made reasonable efforts to accurately record these actions in the Schedules and Statements of the Debtors that are the party to the action.

**Totals.** All totals that are included in the Schedules and Statements represent totals of all the known amounts included in the schedules.

**Employee Addresses.** Employee addresses, including those of officers, have been listed as the address of the Debtors.

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

Debtor name: Blue Palm Advertising Agency, LLC  
United States Bankruptcy for the District of: Delaware  
Case number (if known): 18-11335

Check if this is an amended filing

**Summary of Assets**

**1. Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B)**

**1a. Real property:**

\$0.00

**1b. Total personal property:**

\$0.00

**1c. Total of all property:**

\$0.00

**Summary of Liabilities**

**2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)**

\$18,990,678.00

**3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)**

**3a. Total claim amounts of priority unsecured claims:**

\$0.00

**3b. Total amount of claims of nonpriority amount of unsecured claims:**

\$0.00

**4. Total Liabilities**

Lines 2 + 3a + 3b

\$18,990,678.00

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

Debtor name: **Blue Palm Advertising Agency, LLC**

United States Bankruptcy for the District of: **Delaware**

Case number (if known): **18-11335**

Check if this is an amended filing

Official Form 206A/B

**Schedule A/B: Assets — Real and Personal Property 12/15**

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

**Part 1: Cash and Cash Equivalents**

**1. Does the debtor have any cash or cash equivalents?**

- No. Go to Part 2.
- Yes. Fill in the information below.

| All cash or cash equivalents owned or controlled by the debtor | Current value of debtor's interest |
|--|------------------------------------|
|--|------------------------------------|

**2. Cash on hand**

2.1 \_\_\_\_\_ \$ \_\_\_\_\_

**3. Checking, savings, money market, or financial brokerage accounts (identify all)**

| Name of institution (bank or brokerage firm) | Type of account | Last 4 digits of account # |          |
|--|-----------------|----------------------------|----------|
| 3.1 _____                                    | _____           | _____                      | \$ _____ |

**4. Other cash equivalents (identify all)**

4.1 \_\_\_\_\_ \$ \_\_\_\_\_

**5. Total of Part 1**

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

|         |
|---------|
| \$ 0.00 |
|---------|





**Part 4: Investments**

**13. Does the debtor own any investments?**

- No. Go to Part 5.
- Yes. Fill in the information below.

|  | Valuation method used for current value | Current value of debtor's interest |
|--|---|------------------------------------|
| <b>14. Mutual funds or publicly traded stocks not included in Part 1</b><br>Name of fund or stock: |   |                                    |
| 14.1 _____   |   | \$ _____                           |

**15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture**

| Name of entity: | % of ownership: |          |
|-----------------|-----------------|----------|
| 15.1 _____      | _____ %         | \$ _____ |

**16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

|            |  |          |
|------------|--|----------|
| Describe:  |  |          |
| 16.1 _____ |  | \$ _____ |

**17. Total of Part 4**

Add lines 14 through 16. Copy the total to line 83.

|         |
|---------|
| \$ 0.00 |
|---------|

**Part 5: Inventory, excluding agriculture assets**

**18. Does the debtor own any inventory (excluding agriculture assets)?**

- No. Go to Part 6.
- Yes. Fill in the information below.

| General description         | Date of the last physical inventory | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|-----------------------------|-------------------------------------|---|---|------------------------------------|
| <b>19. Raw materials</b>    |                                     |   |   |                                    |
| _____                       |                                     | \$ _____  |   | \$ _____                           |
| <b>20. Work in progress</b> |                                     |   |   |                                    |
| _____                       |                                     | \$ _____  |   | \$ _____                           |

**21. Finished goods, including goods held for resale**

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

**22. Other inventory or supplies**

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

**23. Total of Part 5**

Add lines 19 through 22. Copy the total to line 84.

|         |
|---------|
| \$ 0.00 |
|---------|

**24. Is any of the property listed in Part 5 perishable?**

- No
- Yes

**25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?**

- No
- Yes      Book value \$ \_\_\_\_\_      Valuation method \_\_\_\_\_      Current value \$ \_\_\_\_\_

**26. Has any of the property listed in Part 5 been appraised by a professional within the last year?**

- No
- Yes

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

**27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?**

- No. Go to Part 7.
- Yes. Fill in the information below.

| General description | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|---------------------|---|---|------------------------------------|
|---------------------|---|---|------------------------------------|

**28. Crops—either planted or harvested**

|  |          |  |          |
|--|----------|--|----------|
|  | \$ _____ |  | \$ _____ |
|--|----------|--|----------|

**29. Farm animals Examples: Livestock, poultry, farm-raised fish**

|  |          |  |          |
|--|----------|--|----------|
|  | \$ _____ |  | \$ _____ |
|--|----------|--|----------|

**30. Farm machinery and equipment (Other than titled motor vehicles)**

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

**31. Farm and fishing supplies, chemicals, and feed**

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

**32. Other farming and fishing-related property not already listed in Part 6**

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

**33. Total of Part 6**

Add lines 28 through 32. Copy the total to line 85.

|         |
|---------|
| \$ 0.00 |
|---------|

**34. Is the debtor a member of an agricultural cooperative?**

- No
- Yes. Is any of the debtor's property stored at the cooperative?

**35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?**

- No
- Yes      Book value \$ \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \$ \_\_\_\_\_

**36. Is a depreciation schedule available for any of the property listed in Part 6?**

- No
- Yes

**37. Has any of the property listed in Part 6 been appraised by a professional within the last year?**

- No
- Yes

**Part 7: Office furniture, fixtures, and equipment; and collectibles**

**38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- No. Go to Part 8.
- Yes. Fill in the information below.

| General description | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|---------------------|---|---|------------------------------------|
|                     |   |   |                                    |

**39. Office furniture**

39.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**40. Office fixtures**

40.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**41. Office equipment, including all computer equipment and communication systems equipment and software**

41.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**42. Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

42.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**43. Total of Part 7**

Add lines 39 through 42. Copy the total to line 86.

|         |
|---------|
| \$ 0.00 |
|---------|

**44. Is a depreciation schedule available for any of the property listed in Part 7?**

- No
- Yes

**45. Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- No
- Yes

**Part 8: Machinery, equipment, and vehicles**

**46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- No. Go to Part 9.
- Yes. Fill in the information below.

| General description<br>Include year, make, model, and identification numbers<br>(i.e., VIN, HIN, or N-number) | Net book value of<br>debtor's interest<br>(Where available) | Valuation method<br>used for current<br>value | Current value of debtor's<br>interest |
|---|---|---|---------------------------------------|
|---|---|---|---------------------------------------|

**47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles**

47.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**48. Watercraft, trailers, motors, and related accessories** Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

48.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**49. Aircraft and accessories**

49.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

50.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**51. Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$ 0.00

**52. Is a depreciation schedule available for any of the property listed in Part 8?**

- No
- Yes

**53. Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- No
- Yes

**Part 9: Real Property**

**54. Does the debtor own or lease any real property?**

- No. Go to Part 10.
- Yes. Fill in the information below.

**55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

Description and location of property  
Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.

Nature and extent of debtor's interest in property

Net book value of debtor's interest (Where available)

Valuation method used for current value

Current value of debtor's interest

55.1 \_\_\_\_\_ \$ \_\_\_\_\_ \$ \_\_\_\_\_

**56. Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$ 0.00

57. Is a depreciation schedule available for any of the property listed in Part 9?

- No
- Yes

58. Has any of the property listed in Part 9 been appraised by a professional within the last year?

- No
- Yes

**Part 10: Intangibles and intellectual property**

59. Does the debtor have any interests in intangibles or intellectual property?

- No. Go to Part 11.
- Yes. Fill in the information below.

| General description   | Net book value of debtor's interest (Where available) | Valuation method used for current value | Current value of debtor's interest |
|---|---|---|------------------------------------|
| <b>60. Patents, copyrights, trademarks, and trade secrets</b>   |   |   |                                    |
| 60.1 _____  | \$ _____  | _____                                   | \$ _____                           |
| <b>61. Internet domain names and websites</b>                   |   |   |                                    |
| 61.1 _____  | \$ _____  | _____                                   | \$ _____                           |
| <b>62. Licenses, franchises, and royalties</b>                  |   |   |                                    |
| 62.1 _____  | \$ _____  | _____                                   | \$ _____                           |
| <b>63. Customer lists, mailing lists, or other compilations</b> |   |   |                                    |
| 63.1 _____  | \$ _____  | _____                                   | \$ _____                           |
| <b>64. Other intangibles, or intellectual property</b>          |   |   |                                    |
| 64.1 _____  | \$ _____  | _____                                   | \$ _____                           |
| <b>65. Goodwill</b>   |   |   |                                    |
| 65.1 _____  | \$ _____  | _____                                   | \$ _____                           |

66. Total of Part 10.

Add lines 60 through 65. Copy the total to line 89.

|         |       |
|---------|-------|
| \$ 0.00 | _____ |
|---------|-------|

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

- No
- Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

- No
- Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

- No
- Yes

**Part 11: All other assets**

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- No. Go to Part 11.
- Yes. Fill in the information below.

Current value of debtor's interest

**71. Notes receivable**

Description (include name of obligor)

|      |                   |   |                                  |   |   |    |       |
|------|-------------------|---|----------------------------------|---|---|----|-------|
| 71.1 | _____             | - | _____                            | = | ➔ | \$ | _____ |
|      | total face amount |   | doubtful or uncollectible amount |   |   |    |       |

**72. Tax refunds and unused net operating losses (NOLs)**

Description (for example, federal, state, local)

|      |       |          |       |    |       |
|------|-------|----------|-------|----|-------|
| 72.1 | _____ | Tax year | _____ | \$ | _____ |
|------|-------|----------|-------|----|-------|

**73. Interests in insurance policies or annuities**

|      |       |    |       |
|------|-------|----|-------|
| 73.1 | _____ | \$ | _____ |
|------|-------|----|-------|

**74. Causes of action against third parties (whether or not a lawsuit has been filed)**

|      |       |    |       |
|------|-------|----|-------|
| 74.1 | _____ | \$ | _____ |
|------|-------|----|-------|

Nature of Claim \_\_\_\_\_

Amount requested \$ \_\_\_\_\_

**75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

|      |       |    |       |
|------|-------|----|-------|
| 75.1 | _____ | \$ | _____ |
|------|-------|----|-------|

Nature of Claim \_\_\_\_\_

Amount requested \$ \_\_\_\_\_

76. Trusts, equitable or future interests in property  
 76.1 \_\_\_\_\_ \$ \_\_\_\_\_

77. Other property of any kind not already listed Examples: Season tickets, country club membership  
 77.1 \_\_\_\_\_ \$ \_\_\_\_\_

78. Total of Part 11.  
 Add lines 71 through 77. Copy the total to line 90. \$ 0.00 \_\_\_\_\_

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- No
- Yes

**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

| Type of property   | Current value of personal property | Current value of real property |
|--|------------------------------------|--------------------------------|
| 80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1.                 | \$ 0.00 _____                      |                                |
| 81. Deposits and prepayments. Copy line 9, Part 2.                                     | \$ 0.00 _____                      |                                |
| 82. Accounts receivable. Copy line 12, Part 3.   | \$ 0.00 _____                      |                                |
| 83. Investments. Copy line 17, Part 4.   | \$ 0.00 _____                      |                                |
| 84. Inventory. Copy line 23, Part 5.   | \$ 0.00 _____                      |                                |
| 85. Farming and fishing-related assets. Copy line 33, Part 6.                          | \$ 0.00 _____                      |                                |
| 86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7. | \$ 0.00 _____                      |                                |
| 87. Machinery, equipment, and vehicles. Copy line 51, Part 8.                          | \$ 0.00 _____                      |                                |



88. Real property. Copy line 56, Part 9.

➔ \$ 0.00 \_\_\_\_\_

89. Intangibles and intellectual property.. Copy line 66, Part 10.

\$ 0.00 \_\_\_\_\_

90. All other assets. Copy line 78, Part 11.

\$ 0.00 \_\_\_\_\_

91. Total. Add lines 80 through 90 for each column 91a.

\$ 0.00 \_\_\_\_\_

+

91b.

\$ 0.00 \_\_\_\_\_

92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.

\$ 0.00 \_\_\_\_\_

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

Debtor name: **Blue Palm Advertising Agency, LLC**

United States Bankruptcy for the District of: **Delaware**

Case number (if known): **18-11335**

Check if this is an amended filing

Official Form 206D

**Schedule D: Creditors Who Have Claims Secured by Property**

Be as complete and accurate as possible.

**Part 1: List All Secured Claims**

**1. Do any creditors have claims secured by debtor's property?**

- No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.
- Yes. Fill in all of the information below.

**2. List creditors who have secured claims.** If a creditor has more than one secured claim, list the creditor separately for each claim. If more than one creditor has a particular claim, list the other creditors in Part 2. As much as possible, list the claims in alphabetical order according to the creditor's name.

| Column A<br>Amount of Claim<br>Do not deduct the value of collateral. | Column B<br>Value of collateral that supports this claim |
|---|--|
|---|--|

|   |  |  |  |
|---|--|--|--|
| <b>2.1</b> Creditor's Name and Address  | Describe debtor's property that is subject to the lien:  |  |  |
| MIDCAP FINANCIAL TRUST, AS AGENT FOR THE PRE-PETITION LENDERS, 7255 WOODMONT AVE. SUITE 200, BETHESDA, MD 20814 | ALL OF DEBTOR'S RIGHT, TITLE, AND INTEREST IN, TO AND UNDER THE PRE-PETITION COLLATERAL                    |  |  |
| Date debt was incurred?   | Describe the lien  |  |  |
| 2/1/2016  | CREDIT AND SECURITY AGREEMENT, DATED AS OF FEBRUARY 1, 2016 (AND ALL AMENDMENTS AND AGREEMENTS THEREAFTER) |  |  |
| Last 4 digits of account number   |  |  |  |
| Do multiple creditors have an interest in the same property?  | Is the creditor an insider or related party?   |  |  |
| <input checked="" type="radio"/> No   | <input checked="" type="radio"/> No  |  |  |
| <input type="radio"/> Yes. Specify each creditor, including this creditor, and its relative priority.           | Is anyone else liable on this claim?   |  |  |
|   | <input type="radio"/> No   |  |  |
|   | <input checked="" type="radio"/> Yes Fill out Schedule H:  |  |  |
|   | As of the petition filing date, the claim is: Check all that apply.  |  |  |
|   | <input type="checkbox"/> Contingent  |  |  |
|   | <input type="checkbox"/> Unliquidated  |  |  |
|   | <input type="checkbox"/> Disputed  |  |  |

\$ 18,990,678.00      \$ UNKNOWN

**\*\* AMOUNT INCLUDES PRINCIPAL, ACCRUED INTEREST, ACCRUED LATE FEES AND ESTIMATED LEGAL FEES. AMOUNT EXCLUDES CONTINGENT EXIT AND PREPAYMENT FEES.**

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$ 18,990,678.00

**Part 2: List Others to Be Notified for a Debt That You Already Listed**

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

| Name and address  | On which line in Part 1 did you enter the related creditor? | Last 4 digits of account number for this entity |
|---|---|---|
| 2.1 MIDCAP FINANCIAL TRUST, AS AGENT FOR THE<br>PRE-PETITION LENDERS<br>C/O HOGAN LOVELLS US LLP<br>ATTN: DEBORAH K. STAUDINGER<br>875 THIRD AVENUE<br>NEW YORK, NY 10022 | 1   |   |

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

Debtor name: **Blue Palm Advertising Agency, LLC**

United States Bankruptcy for the District of: **Delaware**

Case number (if known): **18-11335**

Check if this is an amended filing

Official Form 206E/F  
**Schedule E/F: Creditors Who Have Unsecured Claims**

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

**Part 1: List All Creditors with PRIORITY Unsecured Claims**

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
- Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

|     |  | Total claim | Priority amount |
|-----|--|-------------|-----------------|
| 2.1 | Priority creditor's name and mailing address         | \$ 0.00     | \$ 0.00         |
|     | As of the petition filing date, the claim is:        |             |                 |
|     | _____  |             |                 |
|     | Date or dates debt was incurred                      |             |                 |
|     | _____  |             |                 |
|     | Last 4 digits of account number                      |             |                 |
|     | _____  |             |                 |
|     | Specify Code subsection of PRIORITY unsecured claim: |             |                 |
|     | 11 U.S.C. § 507(a) ( _____ )                         |             |                 |
|     | Basis for the claim:                                 |             |                 |
|     | _____  |             |                 |
|     | Is the claim subject to offset?                      |             |                 |
|     | <input checked="" type="radio"/> No                  |             |                 |
|     | <input type="radio"/> Yes                            |             |                 |

**Part 2: List All Creditors with NONPRIORITY Unsecured Claim**

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

|  |   |                 |
|--|---|-----------------|
|  |   | Amount of claim |
| 3.1 Nonpriority creditor's name and mailing address<br>_____ | As of the petition filing date, the claim is: | \$ 0.00         |
| Date or dates debt was incurred<br>_____                     | Check all that apply.                         |                 |
| Last 4 digits of account number<br>_____                     | <input type="checkbox"/> Contingent           |                 |
|  | <input type="checkbox"/> Unliquidated         |                 |
|  | <input type="checkbox"/> Disputed             |                 |
|  | Basis for the claim:<br>_____                 |                 |
|  | Is the claim subject to offset?               |                 |
|  | <input checked="" type="radio"/> No           |                 |
|  | <input type="radio"/> Yes                     |                 |

**Part 3: List Others to BE Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

|                          |  |   |
|--------------------------|--|---|
| Name and mailing address | On which line in Part 1 or Part 2 is the related creditor (if any) listed? | Last 4 digits of account number, if any |
| 4.1. _____               | Line _____   | _____                                   |
|                          | <input type="checkbox"/> Not listed. Explain                               |   |
|                          | _____  |   |

**Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims**

5. Add the amounts of priority and nonpriority unsecured claims.

|   |                        |
|---|------------------------|
|   | Total of claim amounts |
| 5a. Total claims from Part 1                      | 5a. \$ 0.00            |
| 5b. Total claims from Part 2                      | 5b. + \$ 0.00          |
| 5c. Total of Parts 1 and 2<br>Lines 5a + 5b = 5c. | 5c. \$ 0.00            |

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

Debtor name: **Blue Palm Advertising Agency, LLC**

United States Bankruptcy for the District of: **Delaware**

Case number (if known): **18-11335**

**Check if this is an amended filing**

Official Form 206G

**Schedule G: Executory Contracts and Unexpired Leases**

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

**Schedule G: Executory Contracts and Unexpired Leases**

**1. Does the debtor have any executory contracts or unexpired leases?**

- No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- Yes. Fill in all of the information below even if the contracts or leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

**2. List all contracts and unexpired leases**

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1 State what the contract or lease is for and the nature of the debtor's interest  
 State the term remaining  
 List the contract number of any government contract

CREDIT AGREEMENT

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MIDCAP FINANCIAL TRUST, AS AGENT FOR THE PRE-PETITION LENDERS  
 C/O HOGAN LOVELLS US LLP  
 ATTN: DEBORAH K. STAUDINGER  
 875 THIRD AVENUE  
 NEW YORK, NY 10022

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

Debtor name: **Blue Palm Advertising Agency, LLC**

United States Bankruptcy for the District of: **Delaware**

Case number (if known): **18-11335**

Check if this is an amended filing

Official Form 206H  
**Schedule H: Codebtors**

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

**Schedule H: Your Codebtors**

**1. Do you have any codebtors?**

- No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
- Yes

**2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G.** Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

| Column 1: Codebtor                         |  | Column 2: Creditor<br>Check all schedules that apply:         |   |
|--|--|---|---|
| Name                                       | Mailing Address                                  | Name  | Check all schedules that apply:   |
| 2.1 SANCILIO PHARMACEUTICALS COMPANY, INC. | 2129 N. CONGRESS AVENUE, RIVIERA BEACH, FL 33404 | MIDCAP FINANCIAL TRUST, AS AGENT FOR THE PRE-PETITION LENDERS | <input checked="" type="checkbox"/> D<br><input type="checkbox"/> E/F<br><input type="checkbox"/> G |
| 2.2 SANCILIO & COMPANY, INC.               | 2129 N. CONGRESS AVENUE, RIVIERA BEACH, FL 33404 | MIDCAP FINANCIAL TRUST, AS AGENT FOR THE PRE-PETITION LENDERS | <input checked="" type="checkbox"/> D<br><input type="checkbox"/> E/F<br><input type="checkbox"/> G |

Fill in this information to identify the case:

Debtor name: Blue Palm Advertising Agency, LLC  
United States Bankruptcy for the District of: Delaware  
Case number (if known): 18-11335

Check if this is an amended filing

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

**Declaration and signature**

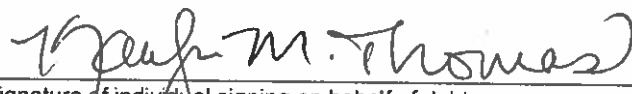
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- Schedule H: Codebtors (Official Form 206G) Property (Official Form 206D)
- Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- Amended Schedule \_\_\_\_\_
- Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- Other document that requires a declaration \_\_\_\_\_

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

Executed on June 25, 2018



Signature of individual signing on behalf of debtor

KARRILYN THOMAS

Printed name

CHIEF FINANCIAL OFFICER

Position or relationship to debtor