Fil	I in this information to identify the case:								
Un	ited States Bankruptcy Court for the Dis	strict of Delaware							
Са	se number (# known)	Chapter 11	☐ Check if this is an amended filing						
<u>Of</u>	ficial Form 201								
V	oluntary Petition	for Non-Individuals F	iling for Bankruptcy 04/16						
lf mo (if kı	ore space is needed, attach a separat nown). For more information, a separ	e sheet to this form. On the top of any additionate document, <i>Instructions for Bankruptcy F</i>	onal pages, write the debtor's name and the case number forms for Non-Individuals, is available.						
1.	Debtor's name	Mattress Firm, Inc.							
2.	All other names debtor used	Mattress Pro							
	in the last 8 years	Olejo							
	lude any assumed names, de names, and doing business as	Tulo							
	nes	Mattress Discounters							
		Sleep Experts							
3,	Debtor's federal Employer Identification Number (EIN)	<u>76-0596008</u>	and the second s						
4.	Debtor's address	Principal place of business	Mailing address, if different from principal place of business						
		10201 South Main Street	2						
		Number Street	Number Street						
		Houston, TX 77025	The state of the s						
		City State ZIP Code	City State ZIP Code						
	4		Location of principal assets, if different						
		Harris County	from principal place of business						
		County	- -						
			Number Street						
			City State ZIP Code						
5,	Debtor's website (URL)	www.mattressfirm.com	es peresso. La presso de la proposación dela proposación de la proposación de la proposación dela proposación de la proposación dela proposación dela proposación de la proposación de la proposación de la proposación dela proposación dela proposación dela proposación dela proposación dela proposación						
6.	Type of debtor	□ Corporation (including Limited Liability □ Partnership (excluding LLP) □ Other, Specify:	Company (LLC) and Limited Liability Partnership (LLP))						

Debtor Name Mattress Firm, Inc.	Case number(if known)						
7. Describe debtor's business	A, Check one: Health Care Business (as defined in 11 U.S.C. § 101(27A)) Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B)) Railroad (as defined in 11 U.S.C. § 101(44)) Stockbroker (as defined in 11 U.S.C. § 101(53A)) Commodity Broker (as defined in 11 U.S.C. § 101(6)) Clearing Bank (as defined in 11 U.S.C. § 781(3)) None of the above						
v	B ₄ Check all that apply: Tax-exempt entity (as described in 26 U ₄ S ₄ C ₇ , § 501) Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U ₄ S ₄ C. § 200.3)						
	80a-3) Investment advisor (as defined in 15 U,S,C, § 80b-2(a)(11))						
r	C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes .						
not insummon – vor – annammas insumasy 500 i varrynniani nasar, nanansani nimasani varansani nanansani nanan							
8. Under which chapter of the Bankruptcy Code is the debtor filing?	Chapter 7 Chapter 9 Chapter 11. Check all that apply: □ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that). □ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B). □ A plan is being filed with this petition. □ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). □ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934, File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form, □ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.						
9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?	No ☐ Yes. District Case number MM / DD / YYYY						
If more than 2 cases, attach a separate list.	DistrictWhenCase number						
10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?	□ No □ Yes, Debtor See Attachment 1 Relationship □ District						
List all cases, If more than 1, attach a separate list,	Odde Hullion, ii kilowii anamana						

De	btor Mattress Firm, Inc.		Case ni	umber(<i>if</i>		own)		
11.	Why is the case filed in this district?	⊠ De	all that apply: btor has had its don mediately preceding	micile, prin	cipa		al ass	sets in this district for 180 days
			trict.	•		, ,		•
			eankruptcy case col trict;	ncerning d	ebt	or's affiliate, general partner, o	r part	nership is pending in this
12.	Does the debtor own or have	⊠ No	tome Committee as a gray of the				and about a co	Maddada () Madada () () () () () () () () () (
	possession of any real property or personal property that needs immediate	ne	eded.			y that needs immediate attenti		
	attention?	777	• • •	-		ediate attention? (Check all threat of imminent and identified		-, -,
	4"	L	safety.	ged to pos	se a	threat of imminent and identifi	able	nazard to public nearth of
			What is the haza	ird?			:	
		O	it needs to be phy	ysically se	cur	ed or protected from the weath	er.	
	s.	О	It includes perish attention (for exa assets or other o	mple, lives	s or stoc	assets that could quickly dete k, seasonal goods, meat, dairy	riorat /, pro	e or lose value without duce, or securities-related
				• •				*
		Where i	s the property?					
			, NL	ımber St	reet			
			N. S.	V		Manager Manage		£ .
			Ci	ty		State		ZIP Code
		ls the p	roperty insured?			42.		
		□ No						
	.,	∐ Ye	i, insurance agency	У. _{еішты}	********			2
			Contact	Ţ		· · · · · · · · · · · · · · · · · · ·		en e
			Phone	<u> </u>		The second second		
	Statistical and administration	ve informa	tion	, ACCENTA	, g sacrado,	i	LA ALLERA A	NAT (NATIONAL) ALLEN ARTHUR (NE CONTROL CENTROL CENTRO
13.	Debtor's estimation of	Check o	ne:		- 4	E		
7.,	available funds	⊠ Fur	ids will be available	e for distrib	utic	on to unsecured creditors.		
			er any administrativ ditors,	e expense	es a	re paid, no funds will be availa	ble fo	r distribution to unsecured
14.	Estimated number of creditors	1-4	9			1,000-5,000		25,001-50,000
	(consolidated basis)	50-		<u></u>	_	5,001-10,000		50,001-100,000
	,		-199 -999	Ļ	_	10,001-25,000		More than 100,000
15	Estimated assets		\$50,000		_	\$1,000,001-\$10 million		\$500,000,001-\$1 billion
, , ,	(consolidated basis)	_	,001-\$100,000 0,001-\$500,000			\$10,000,001-\$50 million \$50,000,001-\$100 million		\$1,000,000,001-\$10 billion \$10,000,000,001-\$50 billion
	יייייייייייייייייייייייייייייייייייייי		0,001-\$1 million			\$100,000,001-\$500 million		More than \$50 billion

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Del	otor Mattress Firm, Inc.	Case number(if known)					
16.	Estimated liabilities		\$0-\$50,000		\$1,000,001-\$10 million		\$500,000,001-\$1 billion
	(consolidated basis)		\$50,001-\$100,000		\$10,000,001-\$50 million	\boxtimes	\$1,000,000,001-\$10 billion
			\$100,001-\$500,000		\$50,000,001-\$100 million		\$10,000,000,001-\$50 billon
			\$500,001-\$1 million		\$100,000,001-\$500 million		More than \$50 billion
:	Request for Relief, Declar	ation, a	nd Signatures	Circ. State comp.	and distribution of the contract of the contra	THE T	CONTRACTOR OF STREET CONTRACTOR AND
WAF	RNING Bankruptcy fraud is a serio imprisonment for up to 20				ction with a bankruptcy case and 3571.	can res	sult in fines up to \$500,000 or
17.	Declaration and signature of authorized representative of debtor		The debtor requests relief in this petition.	in accorda	nce with the chapter of title 1	1, Unite	ed States Code, specified in
			I have been authorized to f	ile this per	lition on behalf of the debtor.		
			I have examined the inform	ation in th	nis petition and have a reason	able be	elief that the information is
			true and correct.				
		I de	clare under penalty of perju	ury that the	e foregoing is true and correc	t.	
		Exe	cuted on 10/5/2018				
			MM4, DD / YYY	Ÿ			
		×	1. Pefer		Hendré	Acker	mann
			Signature of authorized repre-	sentative of	The state of the s		<u></u>
	m.		Title Chief Operating Office	er & Chie	/ Financial Officer		
			\mathcal{L}		general management and analysis analysis and analysis ana		The same of the sa
18.	Signature of attorney	×	181 / 1		10/5 Date	/2018	3
			Signature of attorney for debte	or .		D/YYY	Y
				5			
			on L. Morton ed name				
	A	Youn Firm	g Conaway Stargatt & Tayl name	or, LLP			We observe the control of the contro
		<u>1000</u> Numb	North King Street per Street	4414			
		Wilmi			DE		19801
		City	ngon	***	State		ZIP Code
			571-6600 ict phone	·Wadalamasianata	emortono Email ad		com
		3856.	ict prione		Delaware		
		***************************************	umber	***************************************	State	iniii,iiipiik	

ATTACHMENT 1

PENDING OR CONCURRENT BANKRUPTCY CASES FILED BY AFFILIATES

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. A motion has been filed with the Court requesting that the chapter 11 cases of these entities be jointly administered.

Entity Name	District	Date	Case Number
	District of		
Mattress Firm, Inc.	Delaware	October 5, 2018	Not Yet Assigned
,	District of	,	
1520 Sunrise Highway, LLC	Delaware	October 5, 2018	Not Yet Assigned
3 - 7,	District of	, , ,	
1800mattress.com, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
1800mattress.com IP, LLC	Delaware	October 5, 2018	Not Yet Assigned
, , , , , , , , , , , , , , , , , , , ,	District of		
45 South York Associates LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
669 Sunrise Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of	001020: 0, 20:0	- rot rot roonghou
Acker Realty Holdings LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
American Internet Sales LLC	Delaware	October 5, 2018	Not Yet Assigned
The state of the s	District of	30.0007 0, 2010	
Aramingo Avenue Associates LLC	Delaware	October 5, 2018	Not Yet Assigned
7.1.d.i.i.i.go 7.1.o.i.do 7.1000014100 ==0	District of	00.000.0, 20.0	
Bethlehem Pike Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
Double in the reality, LLO	District of	00.00001 0, 2010	110t 10t / toolgilou
CCP IV Holdings, LLC	Delaware	October 5, 2018	Not Yet Assigned
COL IV Holdings, LLO	District of	0010001 0, 2010	140t 10t7tooignou
CCP IV SBS Holdings, LLC	Delaware	October 5, 2018	Not Yet Assigned
COL IV OBOTIONINGS, ELO	District of	0010001 0, 2010	140t 10t7tooignou
Craftsman Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
oranoman redaky; 220	District of	00.00001 0, 2010	110t 10t / toolgilou
Custom Fundraising Solutions, LLC	Delaware	October 5, 2018	Not Yet Assigned
- cacioni i anianani g conanone, 110	District of	001020: 0, 20:0	- rot rot roonghou
CXV Holdings, LLC	Delaware	October 5, 2018	Not Yet Assigned
O/CV Frommigo, 220	District of	00.00001 0, 2010	110t Tot 7 toolgilou
Dial Operations, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of	001020: 0, 20:0	11011017100191100
Hazlet Partners, LLC	Delaware	October 5, 2018	Not Yet Assigned
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HMK Intermediate Holdings LLC	Delaware	October 5, 2018	Not Yet Assigned
- Think into into an action in its angle = 2	District of	001020: 0, 20:0	- rot rot roonghou
HMK Mattress Holdings LLC	Delaware	October 5, 2018	Not Yet Assigned
taaa.ooo i lolaliigo LLO	District of	30.000.0, 2010	
Maggie's Enterprises, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of	30.0007 0, 2010	
Maple Shade Partners, LLC	Delaware	October 5, 2018	Not Yet Assigned
maple bridge Farmers, EEO	District of	30.000.0, 2010	
Mattress Discounters Group, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of	30.000.0, 2010	
Mattress Discounters IP LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of	30.000.0, 2010	
Mattress Discounters Operations LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of	30.0001 0, 2010	i ot i totigitod
Mattress Firm - Arizona, LLC	Delaware	October 5, 2018	Not Yet Assigned
IVIALLICOS I IIIII - MILLUIIA, LLU	Delawale	JULIODEL 3, 2010	Livor Ler Assigned

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Entity Name	District	Date	Case Number
	District of		
Mattress Giant Corporation	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Mattress Holdco, Inc.	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Mattress Holding Corp.	Delaware	October 5, 2018	Not Yet Assigned
	District of		
MD Acquisition LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Robbinsville 7A Warehouse Group, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Route 352 Management Partners, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Scranton Avenue Associates, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
SINT, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Sleep Country USA, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Sleepy's, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
South Oyster Bay Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
ST San Diego, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
The Mattress Venture, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
The Sleep Train, Inc.	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Viewmont Drive Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Whitehall Management Partners, LLC	Delaware	October 5, 2018	Not Yet Assigned

CERTIFICATE OF CORPORATE OFFICER

October 2, 2018

- I, Kindel Elam, being a duly elected and authorized officer, as set forth on <u>Exhibit A</u> hereto, of each of the following (each a "Company" and, collectively, the "Companies"):
 - A. Mattress Firm, Inc., a Delaware corporation;
 - C. Mattress Holdco, Inc., a Delaware corporation; and
 - D. Mattress Giant Corporation, a Texas corporation

hereby certify as follows:

- A. I am a duly qualified and elected officer of each of the Companies and, as such, I am familiar with the facts herein certified and I am duly authorized to certify the same on behalf of the Companies;
- B. Attached hereto is a true, correct, and complete copy of the joint resolutions of the boards of directors of each of the Companies, duly adopted and approved on October 2, 2018, in accordance with each Company's corporate organizational documents; and
- C. Such resolutions have not been amended, altered, annulled, rescinded, modified or revoked since their adoption and remain in full force and effect as of the date hereof. There exist no subsequent resolutions relating to the matter set forth in the resolutions attached hereto.

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IN WITNESS WHEREOF, the undersigned has executed this certificate as of the 2 day of October , 2018.

Name: Kindel Elam

EXHIBIT A

Entity	Position
Mattress Firm, Inc.	EVP, Legal, General Counsel & Secretary
Mattress Holdco, Inc.	Secretary
Mattress Giant Corporation	Secretary

JOINT RESOLUTIONS OF THE BOARDS OF DIRECTORS OF MATTRESS FIRM, INC., MATTRESS HOLDCO, INC. AND MATTRESS GIANT CORPORATION

Effective as of this 2 day of October, 2018, pursuant to a joint special meeting (the "Meeting") of the boards of directors (each, a "Board of Directors" and collectively, the "Boards of Directors") of Mattress Firm, Inc. ("Mattress Firm"), a Delaware corporation, Mattress Holdco, Inc., a Delaware corporation and Mattress Giant Corporation, a Texas corporation (collectively, the "Companies" and each, a "Company"), on the same date, at which a quorum was present, upon a motion duly made and seconded and acting pursuant to each Company's organizational documents, the members of the Boards of Directors constituting at least a majority of the directors then in office took the following actions and adopted the following resolutions:

WHEREAS, the Boards of Directors have considered presentations made by, and have reviewed and had the opportunity to ask questions about the materials presented by, the management and the legal and financial advisors of each Company regarding the liabilities, liquidity and prospects of each Company and its subsidiaries, the strategic alternatives available to it, and the impact of the foregoing on each Company's business;

WHEREAS, the Boards of Directors have had the opportunity to consult with the management and the legal and financial advisors of each Company to fully consider, and have considered, the strategic alternatives available to each Company; and

WHEREAS, the Boards of Directors desire to approve the following resolutions.

Commencement of Chapter 11 Cases and Filing of Plan of Reorganization

NOW, THEREFORE, BE IT RESOLVED, that the Boards of Directors have determined, after consultation with the management and the legal and financial advisors of each Company, that it is desirable and in the best interests of each Company, its shareholders, creditors, and other parties in interest that petitions be filed with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") by each Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") and pursue confirmation of a chapter 11 plan of reorganization (as such plan may be amended, modified or supplemented from time to time, the "Plan"), all in accordance with that certain Plan Support Agreement (as such agreement may be amended, modified or supplemented from time to time, the "Plan Support Agreement"), forms of the Plan and Plan Support Agreement which have been presented to the Board of Directors, which have considered and had the opportunity to ask questions about such Plan and the Plan Support Agreement; and be it further

RESOLVED, that any officer of each Company (each, an "Authorized Person"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file with the Bankruptcy Court, in the name and on behalf of each Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (collectively, the "Chapter 11 Filings") (with such changes therein and additions thereto as any such Authorized Person may deem necessary, appropriate or

advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Person with any changes thereto to be conclusive evidence that any such Authorized Person deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of each Company, to take and perform any and all further acts and deeds that such Authorized Person deems necessary, appropriate, or desirable in connection with each Company's chapter 11 cases (the "Chapter 11 Cases") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, consent payments, indemnities, taxes and other expenses such Authorized Person deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Cases with a view to the successful prosecution of the Chapter 11 Cases, including the Plan Support Agreement (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and be it further

Commencement of Chapter 11 Cases of Subsidiaries

RESOLVED, that the Boards of Directors have determined, after consultation with the management and the legal and financial advisors of each Company, that, in connection with the Chapter 11 Cases, it is desirable and in the best interests of each Company for certain of its controlled subsidiaries (collectively, the "Subsidiaries") to file a petition seeking relief under the provisions of the Bankruptcy Code (collectively, the "Subsidiary Chapter 11 Cases") and to negotiate, execute, deliver, and file with the Bankruptcy Court all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Subsidiary Chapter 11 Filings") in the Bankruptcy Court; and be it further

Debtor-in-Possession Financing

RESOLVED, that the Boards of Directors have determined, after consultation with the management and the legal and financial advisors of each Company, that, subject to approval of the Bankruptcy Court, each Company, as debtors and debtors in possession under chapter 11 of the Bankruptcy Code, shall be, and hereby are, authorized to (a) enter into one or more new debtor in possession financing facility (the "DIP Facilities") and any associated documents and consummate, and perform under, the transactions contemplated therein (collectively, the "Financing Transactions") with such lenders and on such terms substantially consistent with those presented to the Boards of Directors at the Meeting and as may be further approved, modified or amended by any of the Authorized Persons, as may be reasonably necessary or desirable for the continuing conduct of the affairs of the Companies; and (b) pay related fees, and (c) grant security interests in and liens upon all or substantially all of each of the Companies' assets, in such case, as may be deemed necessary or desirable by any one or more of the Authorized Persons in connection with the Financing Transactions; and be it further

RESOLVED, that: (a) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of, and on behalf of, each of the Companies, as

debtors and debtors in possession, to take such actions and execute, acknowledge, deliver and verify such agreements, certificates, instruments, guaranties, notices and any and all other documents, including any amendments or other modifications to the foregoing, as any of the Authorized Persons may deem necessary or appropriate to facilitate the Financing Transactions (collectively, the "Financing Documents"); (b) Financing Documents containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or desirable by any of the Authorized Persons are hereby approved; (c) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of, and on behalf of, each of the Companies, as debtors and debtors in possession, to authorize counsel to draft, file and seek approval of the Financing Documents; and (d) the actions of any Authorized Person taken pursuant to this resolution, including the execution, acknowledgment, delivery and verification of all agreements, certificates, instruments, guaranties, notices and other documents, including any amendments or other modifications to the foregoing, shall be conclusive evidence of such Authorized Person's approval thereof and the necessity or desirability thereof.

Exit Facility Financing

RESOLVED, that the Boards of Directors have determined, after consultation with the management and the legal and financial advisors of each Company, that, subject to approval of the Bankruptcy Court, each Company, as debtors and debtors in possession under chapter 11 of the Bankruptcy Code, shall be, and hereby are, authorized to (a) enter into one or more exit facilities (the "Exit Facilities") and any associated documents and consummate, and perform under, the transactions contemplated therein (collectively, the "Exit Facility Transactions") with such lenders and on such terms substantially consistent with those presented to the Board of Directors prior to the date hereof and as may be further approved, modified or amended by any of the Authorized Persons, as may be reasonably necessary or desirable for the continuing conduct of the affairs of the Companies; and (b) pay related fees, and (c) grant security interests in and liens upon all or substantially all of each of the Companies' assets, in such case, as may be deemed necessary or desirable by any one or more of the Authorized Persons in connection with the Exit Facility Transactions; and be it further

RESOLVED, that: (a) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of, and on behalf of, each of the Companies, as debtors and debtors in possession, to take such actions and execute, acknowledge, deliver and verify such agreements, certificates, instruments, guaranties, notices and any and all other documents, including any amendments or other modifications to the foregoing, as any of the Authorized Persons may deem necessary or appropriate to facilitate the Exit Facility Transactions (collectively, the "Exit Facility Documents"); (b) Exit Facility Documents containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or desirable by any of the Authorized Persons are hereby approved; (c) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of, and on behalf of, each of the Companies, as debtors and debtors in possession, to authorize counsel to draft, file and seek approval of the Exit Facility Documents; and (d) the actions of any Authorized Person taken pursuant to this resolution, including the execution, acknowledgment, delivery and verification of all agreements, certificates, instruments, guaranties, notices and other

documents, including any amendments or other modifications to the foregoing, shall be conclusive evidence of such Authorized Person's approval thereof and the necessity or desirability thereof.

Retention of Advisors

RESOLVED, that, in connection with the Chapter 11 Cases, any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of each Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of each Company and its Subsidiaries, that such Authorized Person deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Cases, with a view to the successful prosecution of the Chapter 11 Cases (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and be it further

RESOLVED, that the law firm of Sidley Austin LLP, One South Dearborn, Chicago, Illinois 60603, is hereby retained and employed as attorneys for each Company in the Chapter 11 Cases; and be it further

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801, is hereby retained and employed as Delaware attorneys for each Company in the Chapter 11 Cases; and be it further

RESOLVED, that the financial advisory firm of AlixPartners, LLP, 909 Third Avenue, New York, New York 10022, is hereby retained and employed as financial advisors for each Company in the Chapter 11 Cases; and be it further

RESOLVED, that the investment banking firm of Guggenheim Securities, LLC, 330 Madison Avenue, New York, New York 10017, is hereby retained and employed as investment bankers for each Company in the Chapter 11 Cases; and be it further

RESOLVED, that any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of each Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, consent payments, indemnities, taxes and other expenses such Authorized Person deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the retention and employment of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and be it further

General

RESOLVED, that any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of each Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications,

supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, indemnities, taxes and other expenses as any such Authorized Person, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Person deemed the same to meet such standard; and be it further

RESOLVED, that any and all past actions heretofore taken by any Authorized Person, any director or any member of each Company in the name and on behalf of such Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

RESOLVED, that each Board of Directors has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as required by the governance documents of such Company, or hereby waives any right to have received such notice.

* * * * *

Fill in this information to identify the case:	
Debtor name Mattress Firm, Inc.	
United States Bankruptcy Court for the:District of <u>Delaware</u> (State)	
Case number (If known):	

Check if this is an amended filing

The following list of creditors ("List of Creditors") has been prepared from the unaudited books and records of Mattress Firm, Inc. and its affiliated debtors and debtors in possession (the "Debtors"). The List of Creditors reflects estimated amounts owed by the Debtors as of the Petition Date on a consolidated basis. It was produced from the books and records of the Debtors as of the close of business on October 1, 2018. The List of Creditors does not include any person or entity who is now, or formerly was, an "insider" of the Debtors as that term is defined in 11 U.S.C. § 101(31). The information contained herein shall not constitute an admission of liability by, nor is it binding on, the Debtors. Moreover, nothing herein shall affect the Debtors' right to challenge the amount or characterization of any claim at a later date. The Debtor's failure to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtors' right to contest the validity, priority and/or amount of any such claim.

Officia	al
Form	204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code		and email address of creditor contact	Nature of the claim (for example, Trade Payables, bank loans, professional services, and government	Indicate If claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim,			
			contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
1	SIMMONS MANUFACTURING CO LLC ONE CONCOURSE PKWY NE 800 SANDY SPRINGS, GA 30328	ATTN: JOHNNY NGUYEN PHONE: 770-512-7700 FAX: 770-613-8575 EMAIL: customerassistance@simm ons.com	Trade Payable				\$64,695,011	
2	SERTA MATTRESS COMPANY ONE CONCOURSE PKWY NE 800 ATLANTA, GA 30328	ATTN: JOHNNY NGUYEN PHONE: 847-645-0200 FAX: 847-645-0205	Trade Payable	Managar et al construir de la	**************************************	200 Maria de la Carta de la Ca	\$25,482,757	
3	LEGGETT & PLATT 161 PROCTOR LANE LEXINGTON, NC 27292	CHIEF FINANCIAL OFFICER PHONE: 417-358-8131 FAX: 417-358-8449 EMAIL: legal@leggett.com	Trade Payable	The state of the s	de de la constantina del constantina de la constantina del constantina de la constan	-	\$11,993,294	
4	CORSICANA BEDDING INC PO BOX 1050 CORSICANA, TX 75151	CHIEF FINANCIAL OFFICER PHONE: 800-323-4349 FAX: 903-872-9138 EMAIL: service@corsicanamattress. com	Trade Payable				\$6,536,204	
5	ELITE FOAM INC WELLS FARGO LOCKBOX 603397 1525 WEST WT HARRIS BLVD CHARLOTTE, NC 28260	CHIEF FINANCIAL OFFICER PHONE: 770-683-8271 FAX: 770-683-8277 EMAIL: sales@elitefoam.com	Trade Payable		4		\$5,747,284	
6	SINOMAX USA INC 2901 WILCREST DR STE 100 HOUSTON, TX 77042	CHIEF FINANCIAL OFFICER PHONE: 225-201-1595 FAX: 225-201-1596	Trade Payable	12 (22 (24 (24 (24 (24 (24 (24 (24 (24 (2	***	30 Annual Control of C	\$5,722,883	

Case 18-12241 Doc 1 Filed 10/05/18 Page 16 of 23

Debtor Mattress Firm_Inc, Case number (if known)

	e of creditor and complete mailing ess, including zip code	Name, telephone number, and small address of creditor contact example, Transport professional services, and government contracts)		Indicate if claim is contingent, unliquidated, or disputed	If the claim unsecured secured, fill deduction f	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
7	PURPLE INNOVATION LLC 123 E 200 N ALPINE, UT 84004	CHIEF FINANCIAL OFFICER PHONE: 801-756-2600 EMAIL: info@purple.com	Trade Payable				\$3,526,562	
8	MANTUA MFG CO 7900 NORTHFIELD RD WALTON HILLS, OH 44146-5525	CHIEF FINANCIAL OFFICER PHONE: 800-333-8333 FAX: 800-929-8014	Trade Payable	The state of the s	Action to the state of the stat		\$3,307,918	
9	SPRING AIR COMPANY 70 EVERETT AVE STE 507 CHELSEA, MA 2150	CHIEF FINANCIAL OFFICER PHONE: 617-884-2300 EMAIL: service@springairgso.com	Trade Payable			der Begründe der verweiteren Gebr. Herrengen	\$3,147,231	
- 10	ADVANCED COMFORT TECHNOLOGIES INC DBA INTELLIBED 3676 W CALIFORNIA AVE STE D-100 SALT LAKE CITY, UT 84104	CHIEF FINANCIAL OFFICER PHONE: 801-845-9863 FAX: 801-438-0161	Trade Payable				\$1,681,117	
11	PROTECT A BED JAB DISTRIBUTORS LLC 1500 S WOLF RD WHEELING, IL 60090	CHIEF FINANCIAL OFFICER PHONE: 866-297-8836 FAX: 847-998-6919	Trade Payable	The state of the s			\$1,019,287	
12	INFINITY MASSAGE CHAIRS 72 STARD RD UNIT 2 SEABROOK, NH 3874	CHIEF FINANCIAL OFFICER PHONE: 603-910-5000 FAX: 603-642-9291	Trade Payable			desirent proposition of the state of the sta	\$927,859	
13	STARCOM MEDIAVEST GROUP F/B/O SPARK FOUNDRY PO BOX 1528 LONG ISLAND CITY, NY 11101-0528	ATTN ARLENE DESOUSA PHONE: 212-468-3789 FAX: 312-220-6530 EMAIL: arlene.desousa@sparkfoun dryww.com	Träde Payable				\$845,665	
14	STRONG INDUSTRIES INC PO BOX 108 NORTHUMBERLAND, PA 17857	CHIEF FINANCIAL OFFICER PHONE: 281-847-9304 FAX: 281-448-9315 EMAIL: info@superdumps.com	Trade Payable		***************************************		\$681,112	
15	CVB INC DBA MALOUF 1525 W 2960 S LOGAN, UT 84321	CHIEF FINANCIAL OFFICER FAX: 800-517-7179 EMAIL: info@maloufsteep.com	Trade Payable			100	\$625,922	
16	KINGSDOWN INC 126 WEST HOLT ST MEBANE, NC 27302-0392	CHIEF FINANCIAL OFFICER PHONE: 919-563-3531 FAX: 919-563-6730	Trade Payable				\$612,945	
17	CLASSIC BRANDS LLC 8214 WELLMOOR COURT JESSUP, MD 20794	ATTN DENISE ZIPPELLI PHONE: 877-707-7533 FAX: 888-637-1943	Trade Payable				\$549,987	
18	GOODWAY GROUP INC PO BOX 826955 PHILADELPHIA, PA 19182-6955	CHIEF FINANCIAL OFFICER PHONE: 877-274-9881 FAX: 215-881-2239 EMAIL: david@goodwaygroup.com	Trade Payable				\$538,169	

Case 18-12241 Doc 1 Filed 10/05/18 Page 17 of 23

Debtor Mattress Firm, Inc.
Name Case number (if known)

	e of creditor and complete mailing ess, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, Trade Payables, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	If the claim unsecured secured, fill deduction f	unsecured clai is fully unsecure claim amount. If in total claim an or value of collat nsecured claim.	d, fill in only claim is partially nount and	
		CHIEF FINANCIAL OFFICER			Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
19	METRO TECH SERVICE CORP 1827 WALDEN OFFICE SQ STE 304 SCHAUMBURG, IL 60173	CHIEF FINANCIAL OFFICER PHONE: 866-339-4512	Trade Payable	Note that the second se		do estámble de	\$472,632	
20	FABRITECH 2000 LLC TRADING AS FABRITEC INTERNATIONAL 11 STEWART PLACE FAIRFIELD, NJ 7004	CHIEF FINANCIAL OFFICER PHONE: 859-781-8200 FAX: 859-781-8280 EMAIL: solutions@fabritec.com	Trade Payable				\$434,639	
21	VALASSIS DIRECT MAIL INC. 719975 VICTOR PARKWAY LIVONIA, MI 48152	CHIEF FINANCIAL OFFICER PHONE: 860-285-6100 FAX: 860-285-6412	Trade Payable	interimental property and the control of the contro	***************************************	man terretiera d'accounte de	\$406,167	
22	VISIONET SYSTEMS INC 4 CEDARBROOK DR BUILDING B CRANBURY, NJ 08512-3641	CHIEF FINANCIAL OFFICER PHONE: 609-452-0700 FAX: 609-655-8232 EMAIL: accounts@visionetsystems. com.	Trade Payable				\$399,632	
23	VISA JPMORGAN PO BOX 31279 TAMPA, FL 33631-3279	CHIEF FINANCIAL OFFICER PHONE: 214-965-3631 FAX: 214-965-2861 EMAIL: gretchen.tumey@jpmorgan .com	Trade Payable				\$391,442	
24	CLEAR LINK TECHNOLOGIES LLC 5202 W DOUGLAS CORRIGAN WAY STE 300 SALT LAKE CITY, UT 84116	CHIEF FINANCIAL OFFICER PHONE: 801-424-0018 FAX: 801-424-0019 EMAIL: accountsreceivable@clearli nk.com	Trade Payable				\$359,805	
25	SLALOM LLC DBA SLALOM CONSULTING 821 2ND AVE STE 1900 SEATTLE, WA 98104	CHIEF FINANCIAL OFFICER PHONE: 206-438-5700 FAX: 206-438-5686 EMAIL: sales@elitefoam.com	Trade Payable				\$323,936	
26	N.J. MALIN & ASSOCIATES LLC 15870 MIDWAY RD ADDISON, TX 75001	ATTN JACK CAIN PHONE: 972-458-2680 FAX: 972-687-1707 EMAIL: Jack,Cain@malinusa.com	Trade Payable				\$307,611	
27	LONDON LUXURY LLC 270 N AVE 3RD FL NEW ROCHELLE, NY 10801	CHIEF FINANCIAL OFFICER PHONE: 914-636-2100 EMAIL: customerservice@londonlu x.com	Trade Payable				\$256,647	
28	NEST INTERNATIONAL 550 CRESCENT BLVD GLOUCESTER CITY, NJ 8030	CHIEF FINANCIAL OFFICER PHONE: 844-650-3721	Trade Payable	ACCEPTATION OF THE PROPERTY OF	4		\$251,832	
29	MICROSOFT ONLINE INC PO BOX 847543 DALLAS, TX 75284-7543	CHIEF FINANCIAL OFFICER EMAIL: adbill@microsoft.com	Trade Payable		Server and the control of the contro		\$239,587	

Case 18-12241 Doc 1 Filed 10/05/18 Page 18 of 23

Deb	Name			Case number (i	f known)	and and historical feel to gray agreement		
Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example: Trade Payables, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of ansecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.			
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim	
30	NIKA MILLER, ET AL. C/O Blumenthal Nordrehaug Bhowmik De Blouw LLP 75 Broadway St. #202 San Francisco, CA 94111	ATTN LEAD ATTORNEY PHONE: 415-935-3957 FAX: 858-551-1232 EMAIL:	Litigation	C, U			Undetermined	

Fill in this information to identify the case	and this filing:
Debtor Name Mattress Firm, Inc.	
United States Bankruptcy Court for the:	
	(State)
Case number (If known):	-
	The state of the s
Official Form 202	
Declaration Under Penalty o	of Perjury for Non-Individual Debtors 12/15
must sign and submit this form for the sch is not included in the document, and any a relationship to the debtor, the identity of th	act on behalf of a non-individual debtor, such as a corporation or partnership, edules of assets and liabilities, any other document that requires a declaration that mendments of those documents. This form must state the individual's position or e document, and the date. Bankruptcy Rules 1008 and 9011.
WARNING Bankruptcy fraud is a or property by fraud in connection with a b years, or both. 18 U.S.C. §§ 152, 1341, 1519	serious crime. Making a false statement, concealing property, or obtaining money ankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 , and 3571.
Declaration and signature	
I am the president, another officer, or an a	authorized agent of the corporation; a member or an authorized agent of the partnership; or another
individual serving as a representative of the	
I have examined the information in the do	cuments checked below and I have a reasonable belief that the information is true and correct:
☐ Schedule A/B: Assets-Real and Pers	sonal Property (Official Form 206A/B)
Schedule D: Creditors Who Have Cla	aims Secured by Property (Official Form 206D)
Schedule E/F: Creditors Who Have U	Insecured Claims (Official Form 206E/F)
☐ Schedule G: Executory Contracts an	d Unexpired Leases (Official Form 206G)
Schedule H: Codebtors (Official Form	n 206H)
Summary of Assets and Liabilities for	r Non-Individuals (Official Form 206Sum)
Amended Schedule	
	of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
Other document that requires a declar	aration
the state of the s	Faragoing in true and ANATO
I declare under penalty of perjury that the	foregoing is true and correct.
Executed on 10/5/2018 MM7 DD / YYYY	Signature of individual signing on behalf of debtor
	Hendré Ackermann Printed name
	Chief Operating Officer & Chief Financial Officer Position or relationship to debtor

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

Chapter 11
Case No. 18()
(Joint Administration Requested)

CORPORATE OWNERSHIP STATEMENT

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following list identifies all corporations, other than a governmental unit, which directly or indirectly own 10% or more of any class of equity interests in Mattress Firm, Inc.:

Direct Owner	Indirect Owners
Mattress Holding Corp.	Mattress Holdco, Inc.
- -	Mattress Firm Holding Corp.
	Stripes US Holding, Inc.
	Steinhoff Europe AG
i y	Steinhoff Möbel Holding Alpha GmbH
	Steinhoff Finance Holding GmbH
	Steinhoff International Holdings N.V.

Fill in	this	information	to identify the case ar	this filing:		
Debto	r Nar	ne Mattress	Firm. Inc.			
United	d Stat	es Bankrupt	cy Court for the:	District ofDelawa (State)	чге	
Case	numt	oer (<i>lf.known</i>);	, ,	31	
ļ					AND THE PROPERTY OF THE PROPER	
Offic	ial F	orm 20	2			
				erjury for Non-	Individual Debtors	12/15
is not i	ign a nclud	nd submit t ded in the d	his form for the sched ocument, and any ame	es of assets and liabiliti dments of those docum	ridual debtor, such as a corporation or pies, any other document that requires a lents. This form must state the individual and 9011.	declaration that
or prop years,	erty	by fraud in	ankruptcy fraud is a se connection with a ban C. §§ 152, 1341, 1519, a	uptcy case can result it	se statement, concealing property, or o n fines up to \$500,000 or imprisonment	btaining money for up to 20
		Declaration	n and signature			
	indly	vidual serving	as a representative of the o	btor in this case.	n; a member or an authorized agent of the partr ve a reasonable belief that the information is true	
		Schedule A/	B: Assets-Real and Person	Property (Official Form 206	4/B)	
2.5		Schedule D:	Creditors Who Have Claim	Secured by Property (Officia	.l Form 206D)	
	<u> </u>	Schedule E/	F: Creditors Who Have Uns	cured Claims (Official Form 2	206E/F)	
*		Schedule G:	Executory Contracts and U	expired Leases (Official Forr	π 206G)	
		Schedule H:	Codebtors (Official Form 2	H)		
		Summary of	Assets and Liabilities for N	-Individuals (Official Form 2	06Sum)	
		Amended So	chedule			
		Chapter 11 c	or Chapter 9 Cases: List of	editors Who Have the 30 La	rgest Unsecured Claims and Are Not Insiders (Official Form 204)
	\boxtimes	Other docum	nent that requires a declarat	n <u>Corporate Ownership S</u>	tatement	
			the French of the feather for	aine in two and annihit		*
	i de	ciare under pe	enalty of perjury that the form $10/5/2018$	oing is true and confede		
	Ex	recuted on	MM / DD / YYYY	x Signature of ir	ndividual signing on behalf of debtor	
		*	w.		4	
3				Hendré Acker	mann	
				Printed name		
					ng Officer & Chief Financial Officer ationship to debtor	And the state of t

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

	T
In re:	Chapter 11
MATTRESS FIRM, INC.,	Case No. 18()
Debtor.	

LIST OF EQUITY SECURITY HOLDERS

Pursuant to rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following is a list of holders of equity securities of the above-captioned debtor.

Name and Last Known Address or Place of Business of Holder	Kind of Interest	Percentage of Interest
Mattress Holding Corp.	Common Shares	100%
10201 South Main Street Houston, TX 77025	разментата с морит пото Т ² по на настипа.	**************************************

	1			
Fill in this	informatior	ı to identify the case and	d this filing:	
Debtor Nar	me Mattress	Firm, Inc.		
United Stat	tes Bankrupt	tcy Court for the:	District of Delaware	
		ý.	(State)	
Case numb	oer (<i>If known</i>));	4	
	0.00			
	Form 20			
Declara	ition Un	der Penalty of F	Perjury for Non-Individual Debtors	12/15
must sign a is not includ	nd submit t ded in the d	this form for the schedul ocument, and any amen	on behalf of a non-individual debtor, such as a corporation or partne les of assets and liabilities, any other document that requires a decla dments of those documents. This form must state the individual's p ocument, and the date. Bankruptcy Rules 1008 and 9011.	aration that
or property	by fraud in	ankruptcy fraud is a seri connection with a bankr C. §§ 152, 1341, 1519, and	ious crime. Making a false statement, concealing property, or obtain ruptcy case can result in fines up to \$500,000 or imprisonment for u d 3571.	ing money to 20
	Declaration	n and signature		and
indi	vidual serving	as a representative of the de	rized agent of the corporation; a member or an authorized agent of the partnership abtor in this case. ents checked below and I have a reasonable belief that the information is true and	
	Schedule A/	ଞ୍ଚ: Assets–Real and Personal	l Property (Official Form 206A/B)	
			Secured by Property (Official Form 206D)	e e
			cured Claims (Official Form 206E/F)	
	Schedule G:	Executory Contracts and Un-	expired Leases (Official Form 206G)	
	Schedule H.	Codebtors (Official Form 208	3H)	
	Summary of	Assets and Liabilities for Nor	n-Individuals (Official Form 206Sum)	
	Amended So	chedule		
	Chapter 11 c	or Chapter 9 Cases: List of Ci	reditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Officia	Form 204)
\boxtimes	Other docum	nent that requires a declaration	on List of Equity Security Holders	
		enalty of perjury that the foreg	Tains in true and entrantific	
1 00	ciare under pe	10/5/2018	Aller	
Ex	xecuted on	MM / DD / YYYY	Signature of individual signing on behalf of debtor	<u></u>
			Hendré Ackermann	
			Printed name	
			Chief Operating Officer & Chief Financial Officer Position or relationship to debtor	ppoping.

M	in this information to identify the case:						
Uni	ited States Bankruptcy Court for the Dis	strict of Delaware					
catalogue	· · ·						
Ca	se number (II known)	Chapter <u>11</u>	☐ Check if this is an amended filing				
Of	ficial Form 201	inga pagaman dan kelabah dan merupak dan merupak dan merupak dan mengan menungkan menungkan menungkan menungka Termasa pagaman dan menungkan menungkan menungkan menungkan menungkan menungkan menungkan menungkan menungkan	-				
Vo	oluntary Petition	for Non-Individuals F	iling for Bankruptcy 04/16				
lf mo (if kr	ore space is needed, attach a separat nown). For more information, a sepa	e sheet to this form. On the top of any addit rate document, <i>Instructions for Bankruptcy</i>					
1.	Debtor's name	Mattress Firm, Inc.	and the second s				
	All Abarrana dabtarran	Mattress Pro	· · · · · · · · · · · · · · · · · · ·				
2.	All other names debtor used in the last 8 years	Olejo					
	lude any assumed names,	Tulo					
	de names, and <i>doing business as</i> mes	Mattress Discounters					
		Sleep Experts					
		The second secon					
3,	Debtor's federal Employer Identification Number (EIN)	76-0596008					
4.	Debtor's address	Principal place of business	Mailing address, if different from principal place of business				
		_10201 South Main Street	*				
		Number Street	Number Street				
		Houston, TX 77025	· · · · · · · · · · · · · · · · · · ·				
		City State ZIP Code	City State ZIP Code				
			Location of principal assets, if different				
	*	Harrie County	from principal place of business				
		Harris County County	 ;				
			Number Street				
			City State ZIP Code				
			City State Zir Code				
5.	Debtor's website (URL)	www.mattressfirm.com					
6.	Type of debtor	□ Corporation (including Limited Liability □ Partnership (excluding LLP) □ Other, Specify:	Company (LLC) and Limited Liability Partnership (LLP))				

De	btor Name <u>Mattress Firm, Inc.</u>		Ca	ase number(if known)			
7.	Describe debtor's business	A_Check one: Health Care Business (as defined in 11 U.S.C. § 101(27A)) Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B)) Railroad (as defined in 11 U.S.C. § 101(44)) Stockbroker (as defined in 11 U.S.C. § 101(53A)) Commodity Broker (as defined in 11 U.S.C. § 101(6)) Clearing Bank (as defined in 11 U.S.C. § 781(3)) None of the above					
v		B _x Check all Tax-exe Investm 80a-3)	that applempt enti nent com	ofly: iity (as described in 26 U.S.C. § 501) apany, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § sor (as defined in 15 U.S.C. § 80b-2(a)(11))			
	r			erican Industry Classification System) 4-digit code that best describes debtor. See gov/four-digit-national-association-naics-codes.			
8.	Under which chapter of the Bankruptcy Code is the debtor filing?		r 9	Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that). The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B). A plan is being filed with this petition. Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934, File the Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form. The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.			
9.	Were prior bankruptcy cases filed by or against the debtor within the last 8 years?	⊠ No □ Yes. [District	When Case number			
If m list.	ore than 2 cases, attach a separate		District	When Case number MM / DD / YYYY			
	Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?	□ No ☑ Yes, r	District	Relationship When MM / DD /YYYY			
	all cases, If more than 1, attach a arate list,	•	2400 HBH	The state of the s			

De	btor Mattress Firm, Inc.	Case number(if known)							
11.	Why is the case filed in this district?	Check all that apply: Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days							
	1	immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.							
			ankruptcy case cond trict;	cerning del	otor's affiliate, general partner,	or partnership is pending in this			
12.		⊠ No	Summit committee are a construction of the con			named annes e et molacie i i statuelle combatelle la collète a melleta i e e e e e e e e e e e e e e e e e e			
	property or personal property	nee	eded.		•	tion. Attach additional sheets if			
	that needs immediate attention?		• • • •	-	mediate attention? (Check all	-, -,			
	a"		It poses or is alleg- safety.	ed to pose	a threat of imminent and identi	fiable hazard to public health or			
			What is the hazard	: 7t					
					ired or protected from the weat				
	s.	Ö	It includes perishal attention (for exam assets or other opt	iple, livesto	or assets that could quickly detock, seasonal goods, meat, dain	eriorate or lose value without y, produce, or securities-related			
		П	•	•					
		-	s the property?	marketine	,				
				nber Stre	et				
					annumental				
			Cîty		State	ZIP Code			
		Is the p	roperty insured?		· .				
		□ No			Page.				
	.	☐ Ye	s, Insurance agency	ķinas (1					
	y		Contact		·	,			
			Phone :						
	is and the second secon	the continuous and advances as a first time the shift of the first time.				alkiterakikke 1987 (Bill			
	Statistical and administration	ve informa	tion		:				
13.	Debtor's estimation of available funds	Check⁻o ⊠ Fur		for distribu	ion to unsecured creditors.				
		•	er any administrative ditors	expenses	are paid, no funds will be availa	able for distribution to unsecured			
14	Estimated number of creditors	1-4	9	П	1,000-5,000	25,001-50,000			
1-7.	(consolidated basis)	☐ 50-	99		5,001-10,000	50,001-100,000			
	(consolidated pasis)		-199 -999		10,001-25,000	☐ More than 100,000			
15.	Estimated assets		\$50,000	<u> </u>	\$1,000,001-\$10 million	\$500,000,001-\$1 billion			
	(consolidated basis)		,001-\$100,000 0,001-\$500,000		\$10,000,001-\$50 million \$50,000,001-\$100 million				
	(conconducted states)		0,001-\$1 million	Ī	\$100,000,001-\$500 million	☐ More than \$50 billion			

authorized representative of the debtor	\$0-\$50,000 \$50,001-\$100,000 \$100,001-\$500,000 \$500,001-\$1 million	□ \$10,0 □ \$50,0	0,001-\$10 million 00,001-\$50 million		\$500,000,001-\$1 billion \$1,000,000,001-\$10 billion			
Request for Relief, Declaration, an WARNING Bankruptcy fraud is a serious crime imprisonment for up to 20 years, or 17. Declaration and signature of authorized representative of debtor	\$100,001-\$500,000 \$500,001-\$1 million	\$50,0		\boxtimes	\$1,000,000 001-\$10 hillion			
WARNING Bankruptcy fraud is a serious crime imprisonment for up to 20 years, or 17. Declaration and signature of authorized representative of debtor	\$500,001-\$1 million		00 004 6400 m		# 1 10 00 10 00 1 W 10 DINION			
WARNING Bankruptcy fraud is a serious crime imprisonment for up to 20 years, or 17. Declaration and signature of authorized representative of debtor	A MAN ANNO AS A STATE OF THE STATE OF	- marco	00,001-\$100 millon		\$10,000,000,001-\$50 billor			
WARNING Bankruptcy fraud is a serious crime imprisonment for up to 20 years, or 17. Declaration and signature of authorized representative of debtor	nd Signaturae	□ \$100,	000,001-\$500 million		More than \$50 billion			
imprisonment for up to 20 years, or 17. Declaration and signature of authorized representative of debtor	na organizatores	2 300 mm 34.60 mm x		ven - 2;	it interes in a general constitution of the second second constitution in the constitutions are second second			
authorized representative of the debtor				can resi	ult in fines up to \$500,000 or			
debtor I	The debtor requests relief in	accordance wit	th the chapter of title 1	1, Unite	d States Code, specified in			
l I	his petition.							
t	have been authorized to fil	e this petition or	n behalf of the debtor.					
t	have examined the informa	ition in this petit	tion and have a reasor	able be	lief that the information is			
l dec	I have examined the information in this petition and have a reasonable belief that the information is true and correct.							
, ++	clare under penalty of perjur	v that the foreg	oing is true and correc	ıt.				
Evo	outed on 10/5/2018	,						
∟ Xet	MM-(DD/YYYY							
×	M. Ken-	muii-						
~	/s/ Signature of authorized represe	entative of debtor		Ackern	nann			
	Title Chief Operating Office							
# 	This Direct Operating Street		-					
18 Signature of afformey				5/2018	ina kesis lanni sana abbasa esessimmas,			
ior orginature or attorney	/s/ Signature of attorney for debtor		Date	D/YYY	Y			
	n L. Morton d name							
,	Conaway Starqatt & Taylo	r, LLP			and the second s			
	North King Street				alam or the state of management			
Numb					40004			
<u>Wilmir</u> City	naton	Maria (1994)	DE State		<u>19801</u>			
	571-6600		emorton		om			
				ILLEG C				
3856 Bar nu	ct phone		Email ad					
	•		Delaware State					

ATTACHMENT 1

PENDING OR CONCURRENT BANKRUPTCY CASES FILED BY AFFILIATES

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under title 11 of the United States Code in the United States Bankruptcy Court for the District of Delaware. A motion has been filed with the Court requesting that the chapter 11 cases of these entities be jointly administered.

Entity Name	District	Date	Case Number
	District of		
Mattress Firm, Inc.	Delaware	October 5, 2018	Not Yet Assigned
	District of		
1520 Sunrise Highway, LLC	Delaware	October 5, 2018	Not Yet Assigned
<u> </u>	District of	,	Ŭ
1800mattress.com, LLC	Delaware	October 5, 2018	Not Yet Assigned
·	District of	,	Ŭ
1800mattress.com IP, LLC	Delaware	October 5, 2018	Not Yet Assigned
,	District of	,	Ŭ
45 South York Associates LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of	,	Ŭ
669 Sunrise Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
,	District of	, , ,	
Acker Realty Holdings LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
American Internet Sales LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of	30.0007 0, 2010	1.5t . 5t / toolgillou
Aramingo Avenue Associates LLC	Delaware	October 5, 2018	Not Yet Assigned
7.1.4.1.11.190 7.1.001.4.07.1.000.1.4.00 E.E.O	District of	00.000.0, 20.10	110t Tot 7toolgriou
Bethlehem Pike Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
Detrienent interceaty, LLO	District of	0010001 0, 2010	140t Tot 7to signou
CCP IV Holdings, LLC	Delaware	October 5, 2018	Not Yet Assigned
COL TV Flordings, EEC	District of	October 3, 2010	140t Tet Assigned
CCP IV SBS Holdings, LLC	Delaware	October 5, 2018	Not Yet Assigned
COL TV SBS Holdings, ELO	District of	October 3, 2010	140t Tet Assigned
Craftsman Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
Cransman Realty, LLC	District of	October 3, 2010	Not Tet Assigned
Custom Fundraising Solutions, LLC	Delaware	October 5, 2018	Not Yet Assigned
Custoff Fundraising Solutions, LEC	District of	October 3, 2010	Not Tet Assigned
CXV Holdings, LLC	Delaware	October 5, 2018	Not Yet Assigned
CAV Holdings, LLC	District of	October 5, 2016	Not Tet Assigned
Dial Operations, LLC	Delaware	October 5, 2018	Not Yet Assigned
Diai Operations, LLC	District of	October 5, 2016	Not Tet Assigned
Hazlet Partners, LLC	Delaware	Octobor 5, 2019	Not Vot Assigned
Haziet Faltileis, LLO	Delaware District of	October 5, 2018	Not Yet Assigned
HMK Intermediate Holdings I.I.C		October 5 2019	Not Yet Assigned
HMK Intermediate Holdings LLC	Delaware District of	October 5, 2018	INULTEL ASSIGNED
HMK Mattraga Haldings III C		October 5 2010	Not Vot Assissed
HMK Mattress Holdings LLC	Delaware District of	October 5, 2018	Not Yet Assigned
Maggiola Enterprises LLC	District of	Octobor F 2040	Not Vot Appians
Maggie's Enterprises, LLC	Delaware District of	October 5, 2018	Not Yet Assigned
Manla Chada Dartnara II.C	District of	October 5 2042	Not Vot Assissas
Maple Shade Partners, LLC	Delaware	October 5, 2018	Not Yet Assigned
Mattraca Diagountara Craus III C	District of	October 5 2040	Not Vot Assissas
Mattress Discounters Group, LLC	Delaware	October 5, 2018	Not Yet Assigned
Matterson Discountage ID LLO	District of	Ontober 5 0040	Net Vet Assissed
Mattress Discounters IP LLC	Delaware	October 5, 2018	Not Yet Assigned
Matters Discounters Or 11 O	District of	0-4-6 5 0043	NI-4 X/-4 A
Mattress Discounters Operations LLC	Delaware	October 5, 2018	Not Yet Assigned
M. W. E. A	District of		
Mattress Firm - Arizona, LLC	Delaware	October 5, 2018	Not Yet Assigned

Entity Name	District	Date	Case Number
	District of		
Mattress Giant Corporation	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Mattress Holdco, Inc.	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Mattress Holding Corp.	Delaware	October 5, 2018	Not Yet Assigned
	District of		
MD Acquisition LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Robbinsville 7A Warehouse Group, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Route 352 Management Partners, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Scranton Avenue Associates, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
SINT, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Sleep Country USA, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Sleepy's, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
South Oyster Bay Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
ST San Diego, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
The Mattress Venture, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
The Sleep Train, Inc.	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Viewmont Drive Realty, LLC	Delaware	October 5, 2018	Not Yet Assigned
	District of		
Whitehall Management Partners, LLC	Delaware	October 5, 2018	Not Yet Assigned

CERTIFICATE OF CORPORATE OFFICER

October 2, 2018

I, Kindel Elam, being a duly elected and authorized officer, as set forth on <u>Exhibit A</u> hereto, of each of the following (each a "Company" and, collectively, the "Companies"):

- A. Mattress Firm, Inc., a Delaware corporation;
- C. Mattress Holdco, Inc., a Delaware corporation; and
- D. Mattress Giant Corporation, a Texas corporation

hereby certify as follows:

- A. I am a duly qualified and elected officer of each of the Companies and, as such, I am familiar with the facts herein certified and I am duly authorized to certify the same on behalf of the Companies;
- B. Attached hereto is a true, correct, and complete copy of the joint resolutions of the boards of directors of each of the Companies, duly adopted and approved on October 2, 2018, in accordance with each Company's corporate organizational documents; and
- C. Such resolutions have not been amended, altered, annulled, rescinded, modified or revoked since their adoption and remain in full force and effect as of the date hereof. There exist no subsequent resolutions relating to the matter set forth in the resolutions attached hereto.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the 2 day of October , 2018.

Name: Kindel Elam

EXHIBIT A

Entity	Position
Mattress Firm, Inc.	EVP, Legal, General Counsel & Secretary
Mattress Holdco, Inc.	Secretary
Mattress Giant Corporation	Secretary

JOINT RESOLUTIONS OF THE BOARDS OF DIRECTORS OF MATTRESS FIRM, INC., MATTRESS HOLDCO, INC. AND MATTRESS GIANT CORPORATION

Effective as of this 2 day of October, 2018, pursuant to a joint special meeting (the "Meeting") of the boards of directors (each, a "Board of Directors" and collectively, the "Boards of Directors") of Mattress Firm, Inc. ("Mattress Firm"), a Delaware corporation, Mattress Holdco, Inc., a Delaware corporation and Mattress Giant Corporation, a Texas corporation (collectively, the "Companies" and each, a "Company"), on the same date, at which a quorum was present, upon a motion duly made and seconded and acting pursuant to each Company's organizational documents, the members of the Boards of Directors constituting at least a majority of the directors then in office took the following actions and adopted the following resolutions:

WHEREAS, the Boards of Directors have considered presentations made by, and have reviewed and had the opportunity to ask questions about the materials presented by, the management and the legal and financial advisors of each Company regarding the liabilities, liquidity and prospects of each Company and its subsidiaries, the strategic alternatives available to it, and the impact of the foregoing on each Company's business;

WHEREAS, the Boards of Directors have had the opportunity to consult with the management and the legal and financial advisors of each Company to fully consider, and have considered, the strategic alternatives available to each Company; and

WHEREAS, the Boards of Directors desire to approve the following resolutions.

Commencement of Chapter 11 Cases and Filing of Plan of Reorganization

NOW, THEREFORE, BE IT RESOLVED, that the Boards of Directors have determined, after consultation with the management and the legal and financial advisors of each Company, that it is desirable and in the best interests of each Company, its shareholders, creditors, and other parties in interest that petitions be filed with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") by each Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") and pursue confirmation of a chapter 11 plan of reorganization (as such plan may be amended, modified or supplemented from time to time, the "Plan"), all in accordance with that certain Plan Support Agreement (as such agreement may be amended, modified or supplemented from time to time, the "Plan Support Agreement"), forms of the Plan and Plan Support Agreement which have been presented to the Board of Directors, which have considered and had the opportunity to ask questions about such Plan and the Plan Support Agreement; and be it further

RESOLVED, that any officer of each Company (each, an "Authorized Person"), in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, to negotiate, execute, deliver, and file with the Bankruptcy Court, in the name and on behalf of each Company, and under its corporate seal or otherwise, all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (collectively, the "Chapter 11 Filings") (with such changes therein and additions thereto as any such Authorized Person may deem necessary, appropriate or

advisable, the execution and delivery of any of the Chapter 11 Filings by any such Authorized Person with any changes thereto to be conclusive evidence that any such Authorized Person deemed such changes to meet such standard); and be it further

RESOLVED, that any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of each Company, to take and perform any and all further acts and deeds that such Authorized Person deems necessary, appropriate, or desirable in connection with each Company's chapter 11 cases (the "Chapter 11 Cases") or the Chapter 11 Filings, including, without limitation, (i) the payment of fees, consent payments, indemnities, taxes and other expenses such Authorized Person deems necessary, appropriate, or desirable, and (ii) negotiating, executing, delivering, performing and filing any and all additional documents, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with, or in furtherance of, the Chapter 11 Cases with a view to the successful prosecution of the Chapter 11 Cases, including the Plan Support Agreement (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and be it further

Commencement of Chapter 11 Cases of Subsidiaries

RESOLVED, that the Boards of Directors have determined, after consultation with the management and the legal and financial advisors of each Company, that, in connection with the Chapter 11 Cases, it is desirable and in the best interests of each Company for certain of its controlled subsidiaries (collectively, the "Subsidiaries") to file a petition seeking relief under the provisions of the Bankruptcy Code (collectively, the "Subsidiary Chapter 11 Cases") and to negotiate, execute, deliver, and file with the Bankruptcy Court all plans, petitions, schedules, statements, motions, lists, applications, pleadings, papers, affidavits, declarations, orders and other documents (the "Subsidiary Chapter 11 Filings") in the Bankruptcy Court; and be it further

Debtor-in-Possession Financing

RESOLVED, that the Boards of Directors have determined, after consultation with the management and the legal and financial advisors of each Company, that, subject to approval of the Bankruptcy Court, each Company, as debtors and debtors in possession under chapter 11 of the Bankruptcy Code, shall be, and hereby are, authorized to (a) enter into one or more new debtor in possession financing facility (the "DIP Facilities") and any associated documents and consummate, and perform under, the transactions contemplated therein (collectively, the "Financing Transactions") with such lenders and on such terms substantially consistent with those presented to the Boards of Directors at the Meeting and as may be further approved, modified or amended by any of the Authorized Persons, as may be reasonably necessary or desirable for the continuing conduct of the affairs of the Companies; and (b) pay related fees, and (c) grant security interests in and liens upon all or substantially all of each of the Companies' assets, in such case, as may be deemed necessary or desirable by any one or more of the Authorized Persons in connection with the Financing Transactions; and be it further

RESOLVED, that: (a) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of, and on behalf of, each of the Companies, as

debtors and debtors in possession, to take such actions and execute, acknowledge, deliver and verify such agreements, certificates, instruments, guaranties, notices and any and all other documents, including any amendments or other modifications to the foregoing, as any of the Authorized Persons may deem necessary or appropriate to facilitate the Financing Transactions (collectively, the "Financing Documents"); (b) Financing Documents containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or desirable by any of the Authorized Persons are hereby approved; (c) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of, and on behalf of, each of the Companies, as debtors and debtors in possession, to authorize counsel to draft, file and seek approval of the Financing Documents; and (d) the actions of any Authorized Person taken pursuant to this resolution, including the execution, acknowledgment, delivery and verification of all agreements, certificates, instruments, guaranties, notices and other documents, including any amendments or other modifications to the foregoing, shall be conclusive evidence of such Authorized Person's approval thereof and the necessity or desirability thereof.

Exit Facility Financing

RESOLVED, that the Boards of Directors have determined, after consultation with the management and the legal and financial advisors of each Company, that, subject to approval of the Bankruptcy Court, each Company, as debtors and debtors in possession under chapter 11 of the Bankruptcy Code, shall be, and hereby are, authorized to (a) enter into one or more exit facilities (the "Exit Facilities") and any associated documents and consummate, and perform under, the transactions contemplated therein (collectively, the "Exit Facility Transactions") with such lenders and on such terms substantially consistent with those presented to the Board of Directors prior to the date hereof and as may be further approved, modified or amended by any of the Authorized Persons, as may be reasonably necessary or desirable for the continuing conduct of the affairs of the Companies; and (b) pay related fees, and (c) grant security interests in and liens upon all or substantially all of each of the Companies' assets, in such case, as may be deemed necessary or desirable by any one or more of the Authorized Persons in connection with the Exit Facility Transactions; and be it further

RESOLVED, that: (a) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of, and on behalf of, each of the Companies, as debtors and debtors in possession, to take such actions and execute, acknowledge, deliver and verify such agreements, certificates, instruments, guaranties, notices and any and all other documents, including any amendments or other modifications to the foregoing, as any of the Authorized Persons may deem necessary or appropriate to facilitate the Exit Facility Transactions (collectively, the "Exit Facility Documents"); (b) Exit Facility Documents containing such provisions, terms, conditions, covenants, warranties and representations as may be deemed necessary or desirable by any of the Authorized Persons are hereby approved; (c) the Authorized Persons shall be, and each of them, acting alone, hereby is, authorized and empowered in the name of, and on behalf of, each of the Companies, as debtors and debtors in possession, to authorize counsel to draft, file and seek approval of the Exit Facility Documents; and (d) the actions of any Authorized Person taken pursuant to this resolution, including the execution, acknowledgment, delivery and verification of all agreements, certificates, instruments, guaranties, notices and other

documents, including any amendments or other modifications to the foregoing, shall be conclusive evidence of such Authorized Person's approval thereof and the necessity or desirability thereof.

Retention of Advisors

RESOLVED, that, in connection with the Chapter 11 Cases, any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of each Company, to employ and retain all assistance by legal counsel, accountants, financial advisors, investment bankers and other professionals, on behalf of each Company and its Subsidiaries, that such Authorized Person deems necessary, appropriate or advisable in connection with, or in furtherance of, the Chapter 11 Cases, with a view to the successful prosecution of the Chapter 11 Cases (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and be it further

RESOLVED, that the law firm of Sidley Austin LLP, One South Dearborn, Chicago, Illinois 60603, is hereby retained and employed as attorneys for each Company in the Chapter 11 Cases; and be it further

RESOLVED, that the law firm of Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801, is hereby retained and employed as Delaware attorneys for each Company in the Chapter 11 Cases; and be it further

RESOLVED, that the financial advisory firm of AlixPartners, LLP, 909 Third Avenue, New York, New York 10022, is hereby retained and employed as financial advisors for each Company in the Chapter 11 Cases; and be it further

RESOLVED, that the investment banking firm of Guggenheim Securities, LLC, 330 Madison Avenue, New York, New York 10017, is hereby retained and employed as investment bankers for each Company in the Chapter 11 Cases; and be it further

RESOLVED, that any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of each Company, to take and perform any and all further acts and deeds, including, without limitation, (i) the payment of any consideration, (ii) the payment of fees, consent payments, indemnities, taxes and other expenses such Authorized Person deems necessary, appropriate, or desirable, and (iii) negotiating, executing, delivering, performing, and filing any and all documents, motions, pleadings, applications, declarations, affidavits, schedules, statements, lists, papers, agreements, certificates and/or instruments (or any amendments or modifications thereto) in connection with the retention and employment of professionals contemplated by the foregoing resolutions (such acts to be conclusive evidence that such Authorized Person deemed the same to meet such standard); and be it further

General

RESOLVED, that any Authorized Person, in each case, acting singly or jointly, be, and each hereby is, authorized, empowered, and directed, with full power of delegation, in the name and on behalf of each Company, to take and perform any and all further acts or deeds, including, but not limited to, (i) the negotiation of such additional agreements, amendments, modifications,

supplements, reports, documents, instruments, applications, notes or certificates not now known but which may be required, (ii) the execution, delivery and filing (if applicable) of any of the foregoing, and (iii) the payment of all fees, consent payments, indemnities, taxes and other expenses as any such Authorized Person, in his or her sole discretion, may approve or deem necessary, appropriate or desirable in order to carry out the intent and accomplish the purposes of the foregoing resolutions and the transactions contemplated thereby, all of such actions, executions, deliveries, filings and payments to be conclusive evidence of such approval or that such Authorized Person deemed the same to meet such standard; and be it further

RESOLVED, that any and all past actions heretofore taken by any Authorized Person, any director or any member of each Company in the name and on behalf of such Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved in all respects; and be it further

RESOLVED, that each Board of Directors has received sufficient notice of the actions and transactions relating to the matters contemplated by the foregoing resolutions, as required by the governance documents of such Company, or hereby waives any right to have received such notice.

* * * * *

Fill in this information to identify the case:	
Debtor name Mattress Firm, Inc.	1077747
United States Bankruptcy Court for the:District of D	elaware State)
Case number (If known):	State)

Check if this is an amended filing

The following list of creditors ("List of Creditors") has been prepared from the unaudited books and records of Mattress Firm, Inc. and its affiliated debtors and debtors in possession (the "Debtors"). The List of Creditors reflects estimated amounts owed by the Debtors as of the Petition Date on a consolidated basis. It was produced from the books and records of the Debtors as of the close of business on October 1, 2018. The List of Creditors does not include any person or entity who is now, or formerly was, an "insider" of the Debtors as that term is defined in 11 U.S.C. § 101(31). The information contained herein shall not constitute an admission of liability by, nor is it binding on, the Debtors. Moreover, nothing herein shall affect the Debtors' right to challenge the amount or characterization of any claim at a later date. The Debtor's failure to list a claim as contingent, unliquidated or disputed does not constitute a waiver of the Debtors' right to contest the validity, priority and/or amount of any such claim.

Official	
Form 204	

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 30 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 30 largest unsecured claims.

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, Trade Payables, bank loans, professional services, and government	Indicate If claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim,		
			contracts)		Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	SIMMONS MANUFACTURING CO LLC ONE CONCOURSE PKWY NE 800 SANDY SPRINGS, GA 30328	ATTN: JOHNNY NGUYEN PHONE: 770-512-7700 FAX: 770-613-8575 EMAIL: customerassistance@simm ons.com	Trade Payable				\$64,695,011
2	SERTA MATTRESS COMPANY ONE CONCOURSE PKWY NE 800 ATLANTA, GA 30328	ATTN: JOHNNY NGUYEN PHONE: 847-645-0200 FAX: 847-645-0205	Trade Payable		***************************************		\$25,482,757
3	LEGGETT & PLATT 161 PROCTOR LANE LEXINGTON, NC 27292	CHIEF FINANCIAL OFFICER PHONE: 417-358-8131 FAX: 417-358-8449 EMAIL: legal@leggett.com	Trade Payable		Concommission plants and the second	-	\$11,993,294
4	CORSICANA BEDDING INC PO BOX 1050 CORSICANA, TX 75151	CHIEF FINANCIAL OFFICER PHONE: 800-323-4349 FAX: 903-872-9138 EMAIL: service@corsicanamattress. com	Trade Payable			The state of the s	\$6,536,204
5	ELITE FOAM INC WELLS FARGO LOCKBOX 603397 1525 WEST WT HARRIS BLVD CHARLOTTE, NC 28260	CHIEF FINANCIAL OFFICER PHONE: 770-683-8271 FAX: 770-683-8277 EMAIL: sales@elitefoam.com	Trade Payable				\$5,747,284
6	SINOMAX USA INC 2901 WILCREST DR STE 100 HOUSTON, TX 77042	CHIEF FINANCIAL OFFICER PHONE: 225-201-1595 FAX: 225-201-1596	Trade Payable				\$5,722,883

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	n	"	

Mattress Firm. Inc.	

Case number (if known)

Name

	e of creditor and complete mailing ess, including zip code	Name, telephone number, and email address of creditor contact example, Trade Payables, bank loans, professional services, and government contracts)	Indicate if ciaim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.			
121 0.000 0.000 0.000 0.000 0.000 0.000 0.000					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
7	PURPLE INNOVATION LLC 123 E 200 N ALPINE, UT 84004	CHIEF FINANCIAL OFFICER PHONE: 801-756-2600 EMAIL: info@purple.com	Trade Payable				\$3,526,562
8	MANTUA MFG CO 7900 NORTHFIELD RD WALTON HILLS, OH 44146-5525	CHIEF FINANCIAL OFFICER PHONE: 800-333-8333 FAX: 800-929-8014	Trade Payable	etteleparation variety extraores con	Activities to the state of the		\$3,307,918
9	SPRING AIR COMPANY 70 EVERETT AVE STE 507 CHELSEA, MA 2150	CHIEF FINANCIAL OFFICER PHONE: 617-884-2300 EMAIL: service@springairgso.com	Trade Payable				\$3,147,231
- 10	ADVANCED COMFORT TECHNOLOGIES INC DBA INTELLIBED 3676 W CALIFORNIA AVE STE D-100 SALT LAKE CITY, UT 84104	CHIEF FINANCIAL OFFICER PHONE: 801-845-9863 FAX: 801-438-0161	Trade Payable				\$1,681,117
11	PROTECT A BED JAB DISTRIBUTORS LLC 1500 S WOLF RD WHEELING, IL 60090	CHIEF FINANCIAL OFFICER PHONE: 866-297-8836 FAX: 847-998-6919	Trade Payable				\$1,019,287
12	INFINITY MASSAGE CHAIRS 72 STARD RD UNIT 2 SEABROOK, NH 3874	CHIEF FINANCIAL OFFICER PHONE: 603-910-5000 FAX: 603-642-9291	Trade Payable			individuament in management and decimal	\$927,859
13	STARCOM MEDIAVEST GROUP F/B/O SPARK FOUNDRY PO BOX 1528 LONG ISLAND CITY, NY 11101-0528	ATTN ARLENE DESOUSA PHONE: 212-468-3789 FAX: 312-220-6530 EMAIL: arlene.desousa@sparkfoun dryww.com	Träde Payable				\$845,665
14	STRONG INDUSTRIES INC PO BOX 108 NORTHUMBERLAND, PA 17857	CHIEF FINANCIAL OFFICER PHONE: 281-847-9304 FAX: 281-448-9315 EMAIL: info@superdumps.com	Trade Payable		and the second s	And the second s	\$681,112
15	CVB INC DBA MALOUF 1525 W 2960 S LOGAN, UT 84321	CHIEF FINANCIAL OFFICER FAX: 800-517-7179 EMAIL: info@maloufsteep.com	Trade Payable			The state of the s	\$625,922
16	KINGSDOWN INC 126 WEST HOLT ST MEBANE, NC 27302-0392	CHIEF FINANCIAL OFFICER PHONE: 919-563-3531 FAX: 919-563-6730	Trade Payable				\$612,945
17	CLASSIC BRANDS LLC 8214 WELLMOOR COURT JESSUP, MD 20794	ATTN DENISE ZIPPELLI PHONE: 877-707-7533 FAX: 888-637-1943	Trade Payable				\$549,987
18	GOODWAY GROUP INC PO BOX 826955 PHILADELPHIA, PA 19182-6955	CHIEF FINANCIAL OFFICER PHONE: 877-274-9881 FAX: 215-881-2239 EMAIL: david@goodwaygroup.com	Trade Payable			0;	\$538,169

Mattress Firm,	Inc.
MIGHTESS LINITY	.109.

Case number (if known)

Name

	e of creditor and complete mailing ess, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, Trade Payables, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim is fully unsecured unsecured claim amount. It secured, fill in total claim and deduction for value of collat calculate unsecured claim.		d, fill in only claim is partially nount and
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
19	METRO TECH SERVICE CORP 1827 WALDEN OFFICE SQ STE 304 SCHAUMBURG, IL 60173	CHIEF FINANCIAL OFFICER PHONE: 866-339-4512	Trade Payable	Note that the second se		do estámble de	\$472,632
20	FABRITECH 2000 LLC TRADING AS FABRITEC INTERNATIONAL 11 STEWART PLACE FAIRFIELD, NJ 7004	CHIEF FINANCIAL OFFICER PHONE: 859-781-8200 FAX: 859-781-8280 EMAIL: solutions@fabritec.com	Trade Payable				\$434,639
21	VALASSIS DIRECT MAIL INC. 719975 VICTOR PARKWAY LIVONIA, MI 48152	CHIEF FINANCIAL OFFICER PHONE: 860-285-6100 FAX: 860-285-6412	Trade Payable	interimental property and the control of the contro	***************************************	man terretiera d'accounte de	\$406,167
22	VISIONET SYSTEMS INC 4 CEDARBROOK DR BUILDING B CRANBURY, NJ 08512-3641	CHIEF FINANCIAL OFFICER PHONE: 609-452-0700 FAX: 609-655-8232 EMAIL: accounts@visionetsystems. com.	Trade Payable				\$399,632
23	VISA JPMORGAN PO BOX 31279 TAMPA, FL 33631-3279	CHIEF FINANCIAL OFFICER PHONE: 214-965-3631 FAX: 214-965-2861 EMAIL: gretchen.tumey@jpmorgan .com	Trade Payable				\$391,442
24	CLEAR LINK TECHNOLOGIES LLC 5202 W DOUGLAS CORRIGAN WAY STE 300 SALT LAKE CITY, UT 84116	CHIEF FINANCIAL OFFICER PHONE: 801-424-0018 FAX: 801-424-0019 EMAIL: accountsreceivable@clearli nk.com	Trade Payable				\$359,805
25	SLALOM LLC DBA SLALOM CONSULTING 821 2ND AVE STE 1900 SEATTLE, WA 98104	CHIEF FINANCIAL OFFICER PHONE: 206-438-5700 FAX: 206-438-5686 EMAIL: sales@elitefoam.com	Trade Payable				\$323,936
26	N.J. MALIN & ASSOCIATES LLC 15870 MIDWAY RD ADDISON, TX 75001	ATTN JACK CAIN PHONE: 972-458-2680 FAX: 972-687-1707 EMAIL: Jack,Cain@malinusa.com	Trade Payable				\$307,611
27	LONDON LUXURY LLC 270 N AVE 3RD FL NEW ROCHELLE, NY 10801	CHIEF FINANCIAL OFFICER PHONE: 914-636-2100 EMAIL: customerservice@londonlu x.com	Trade Payable				\$256,647
28	NEST INTERNATIONAL 550 CRESCENT BLVD GLOUCESTER CITY, NJ 8030	CHIEF FINANCIAL OFFICER PHONE: 844-650-3721	Trade Payable	ACCEPTATION OF THE PROPERTY OF	4		\$251,832
29	MICROSOFT ONLINE INC PO BOX 847543 DALLAS, TX 75284-7543	CHIEF FINANCIAL OFFICER EMAIL: adbill@microsoft.com	Trade Payable		Server and the control of the contro		\$239,587

Debtor	Mattress Firm, Inc.	Case number (if lmown)	***************************************
		 None was	

Name of creditor and complete mailing address, including zip code		Name, telephone number, and email address of creditor contact	Nature of the claim (for example, Trade Payables, frank loans, professional services, and government contracts)	Indicate if cialm is contingent, unliquidated, or disputed	If the claim unsecured secured, fill deduction for	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partla secured. fill in total claim amount and deduction for value of collateral or setoff a calculate unsecured claim.		
150					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured cjaim	
30	NIKA MILLER, ET AL. C/O Blumenthal Nordrehaug Bhowmik De Blouw LLP 75 Broadway St. #202 San Francisco, CA 94111	ATTN LEAD ATTORNEY PHONE: 415-935-3957 FAX: 858-551-1232 EMAIL:	Litigation	С, U			Undetermined	

page 2

Debtor Name Mattress Firm, Inc.	
United States Bankruptcy Court for the:	District of Delaware (State)
Case number (If known):	

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.



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 206H)		
	Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)		
	Amended Schedule		
\boxtimes	Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)		
	Other document that requires a declaration	وست	
	ecuted on 10/5/2018 x MM / DD / YYYY Signature of individual signing on behalf of debtor	,,,,,,,, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
	Hendré Ackermann Printed name		

Chief Operating Officer & Chief Financial Officer

Position or relationship to debtor

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

CHARLES TO A CONTROL OF THE CONTROL	
In re:	Chapter 11
MATTRESS FIRM, INC.,	Case No. 18()
Debtor.	(Joint Administration Requested)

CORPORATE OWNERSHIP STATEMENT

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following list identifies all corporations, other than a governmental unit, which directly or indirectly own 10% or more of any class of equity interests in Mattress Firm, Inc.:

Direct Owner	Indirect Owners
Mattress Holding Corp.	Mattress Holdco, Inc.
	Mattress Firm Holding Corp.
Annual Control of the	Stripes US Holding, Inc.
	Steinhoff Europe AG
: >	Steinhoff Möbel Holding Alpha GmbH
	Steinhoff Finance Holding GmbH
	Steinhoff International Holdings N.V.

Fill in this information to identify the case and this filing:		
District of <u>Delaware</u> (State)		

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.



Declaration and signature

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)		
<u> </u>	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 206H)		
	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 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)		
\boxtimes	Other document that requires a declaration Corporate Ownership Statement		
	clare under penalty of perjury that the foregoing is true and correct secuted on 10/5/2018		

Hendré Ackermann

Printed name

Chief Operating Officer & Chief Financial Officer

Position or relationship to debtor

IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

Thereto	
In re:	Chapter 11
MATTRESS FIRM, INC.,	Case No. 18()
Debtor,	·

LIST OF EQUITY SECURITY HOLDERS

Pursuant to rule 1007(a)(3) of the Federal Rules of Bankruptcy Procedure, the following is a list of holders of equity securities of the above-captioned debtor.

Name and Last Known Address or Place of Business of Holder	Kind of Interest	Percentage of Interest
Mattress Holding Corp.	Common Shares	100%
10201 South Main Street Houston, TX 77025	разментата с морит пото Т ² по на настипа.	**************************************

Fill in this information to identify the case and this filing:	
Debtor Name Mattress Firm, Inc.	
United States Bankruptcy Court for the: District of <u>Delawar</u> (State)	<u>e</u>
Case number (If known):	

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.



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:

Have examined	the mornation in the addance to one of				
☐ Schedule A/	Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)				
Schedule D:	Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)				
☐ Schedule E/	Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)				
Schedule G	Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)				
☐ Schedule H:	Schedule H: Codebtors (Official Form 206H)				
☐ Summary of	Assets and Liabilities for Non-Individua	ls (Official Form 206Sum)			
☐ Amended Se	Amended Schedule				
☐ Chapter 11	Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 30 Largest Unsecured Claims and Are Not Insiders (Official Form 204)				
Other docum	Other document that requires a declarationList of Equity Security Holders				
I declare under po	enalty of perjury that the foregoing is tru 10/5/2018 MM / DD / YYYY	x Signature of individual signing on behalf of debtor			
		Hendré Ackermann Printed name Chief Operating Officer & Chief Financial Officer			

Position or relationship to debtor