

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known)

Chapter

11☐

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

02/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Advantage Opco, LLC

2. All other names debtor used in the last 8 years

d/b/a Advantage Rent A Car

Include any assumed names, trade names
and *doing business as* names

3. Debtor's federal Employer Identification Number (EIN) 30-0809101

4. Debtor's address

Principal place of business

Mailing address, if different from principal place of business

2003 McCoy Road
Orlando, Florida 32809

Number, Street, City, State & ZIP Code

P.O. Box, Number, Street, City, State & ZIP Code

Orange County

County

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) https://www.advantage.com

6. Type of debtor

☒

Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☐

Partnership (excluding LLP)

☐

Other. Specify: _____

Debtor

Advantage Opco, LLC

Name

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

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

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>.**5321**

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ 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 \$2,725,625 (amount subject to adjustment on 4/01/22 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).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ 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.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No
- ☐ Yes

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
- ☒ Yes

List all cases. If more than 1, attach a separate list

Debtor	See Rider 1	Relationship	Affiliate
District	_____	When	_____
	_____	Case number, if known	_____

Debtor

Advantage Opco, LLC

Name

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 immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☒

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12.

☒

No

Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☐

Yes

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)☐

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐

It needs to be physically secured or protected from the weather.

☐

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐

Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐

No

☐

Yes

Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

☐

Funds will be available for distribution to unsecured creditors.

☒

After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors (on a consolidated basis)

☐

1-49

☐

50-99

☐

100-199

☒

200-999

☐

1,000-5,000

☐

5001-10,000

☐

10,001-25,000

☐

25,001-50,000

☐

50,001-100,000

☐

More than 100,000

15. Estimated Assets (on a consolidated basis)

☐

\$0 - \$50,000

☐

\$50,001 - \$100,000

☐

\$100,001 - \$500,000

☐

\$500,001 - \$1 million

☐

\$1,000,001 - \$10 million

☐

\$10,000,001 - \$50 million

☐

\$50,000,001 - \$100 million

☒

\$100,000,001 - \$500 million

☐

\$500,000,001 - \$1 billion

☐

\$1,000,000,001 - \$10 billion

☐

\$10,000,000,001 - \$50 billion

☐

More than \$50 billion

16. Estimated liabilities (on a consolidated basis)

☐

\$0 - \$50,000

☐

\$50,001 - \$100,000

☐

\$100,001 - \$500,000

☐

\$500,001 - \$1 million

☐

\$1,000,001 - \$10 million

☐

\$10,000,001 - \$50 million

☐

\$50,000,001 - \$100 million

☐

\$100,000,001 - \$500 million

☒

\$500,000,001 - \$1 billion

☐

\$1,000,000,001 - \$10 billion

☐

\$10,000,000,001 - \$50 billion

☐

More than \$50 billion

Debtor Advantage Opco, LLC
Name

Case number (if known) _____

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement 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.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

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

Executed on 05/26/2020

MM/DD/YYYY

X

Signature of authorized representative of debtor

Matthew Pascucci

Printed name

Title Chief Restructuring Officer**18. Signature of attorney****X**/s/ Justin R. Alberto

Signature of attorney for debtor

Date 05/26/2020

MM / DD / YYYY

Justin R. Alberto

Printed name

Cole Schotz P.C.

Firm name

500 Delaware Avenue, Suite 1410Wilmington, DE 19801

Number, Street, City, State & ZIP Code

Contact phone

(302) 651-2006

Email address

jalberto@coleschotz.comDE 5126

Bar number and State

RIDER 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 will be filed with the Court requesting that the chapter 11 cases of these entities be jointly administered for procedural purposes only.

Entity Name	Federal Employer Identification Number (EIN)
Advantage Holdco, Inc.	46-4804832
Advantage Opco, LLC	30-0809101
Advantage Vehicles LLC	46-5546217
E-Z Rent A Car, LLC	59-3222538
Central Florida Paint & Body, LLC	57-1141183
Advantage Vehicle Financing LLC	47-2567263
RAC Vehicle Financing, LLC	84-3198375

**WRITTEN CONSENT OF THE SOLE MEMBER
OF
ADVANTAGE OPCO, LLC**

May 26, 2020

The undersigned, being the sole member (the “**Member**”) of Advantage Opco, LLC, a Delaware limited liability company (the “**Opco**”), hereby takes the following actions and adopts the following resolutions by written consent in lieu of a meeting; pursuant to Section 18-302 of the Delaware Limited Liability Company Act, 6 Del. C. § 18-101 *et seq.*:

Approval of Bankruptcy Filing and DIP Financing

WHEREAS, the Member is the sole and managing member of Opco;

WHEREAS, Opco is the sole member of each of Advantage Vehicles, LLC, a Delaware limited liability company (“**Vehicles**”), E-Z Rent A Car, LLC, a Delaware limited liability company (“**E-Z Rent A Car**”), Central Florida Paint & Body, LLC, a Delaware limited liability company (“**Paint & Body**”), and Advantage Vehicle Financing, LLC (“**Financing**,” and, collectively with Vehicles, E-Z Rent A Car, and Paint & Body, the “**Subsidiaries**”);

WHEREAS, the Member has reviewed and considered the materials presented by the management and financial and legal advisors of Opco and the Subsidiaries (each, a “**Company**,” and collectively, the “**Companies**”) regarding the potential present and future liabilities of the Companies, the strategic alternatives available to them, and the impact of the foregoing on the Companies’ business;

WHEREAS, the Member, on behalf of Opco and on behalf of Opco in its capacity as the sole and managing member of each of the Subsidiaries, has determined that it is in the Companies’ best interests to commence a case (the “**Chapter 11 Case**”) under chapter 11 of title 11 of the United States Code (“**Chapter 11**”); and

NOW, THEREFORE, BE IT RESOLVED, that in the judgment of the Member, on behalf of Opco and on behalf of Opco in its capacity as the sole and managing member of each of the Subsidiaries, it is desirable and in the best interests of the Companies, their creditors, interest holders, and other interested parties, that the Companies seek relief under the provisions of Chapter 11; and it is further

RESOLVED, that that any officer of the Companies, including without limitation, the Chief Restructuring Officer appointed hereunder (each, an “**Authorized Person**”), shall be, and hereby is, authorized and directed on behalf of the Companies to commence the Chapter 11 Case by executing, verifying and delivering a voluntary petition in the name of the Companies under Chapter 11 and causing the same to be filed with the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) in such form and at such time as the Authorized Person executing said petition shall determine; and it is further

RESOLVED, that each Authorized Person shall be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the Companies, to take all actions necessary or appropriate for the Companies to obtain post-petition financing according to the terms negotiated by such Authorized Person, and to effectuate the foregoing, to enter into such loan agreements, documents, notes, guaranties, security agreements, pledge agreements and all other documents, agreements or instruments (collectively, the “**Credit Documents**”) as may be deemed necessary or appropriate by the Authorized Person; and it is further

RESOLVED, that the Companies be, and they hereby are, authorized, to the extent applicable, to obtain the use of cash collateral, in such amounts and on such terms as may be agreed by any Authorized Person, including the grant of replacement liens, as is reasonably necessary for the continuing conduct of the affairs of the Companies; and it is further

RESOLVED, that each Authorized Person be, and hereby is, authorized, directed and empowered, with full power of delegation, on behalf of and in the name of the Companies, to execute, verify and/or file, or cause to be filed and/or executed or verified (or direct others to do so on their behalf as provided herein), and to amend, supplement or otherwise modify from time to time, all necessary or appropriate documents, including, without limitation, petitions, affidavits, schedules, motions, lists, applications, pleadings and other documents, agreements and papers, including all Credit Documents, and to take any and all actions that the Authorized Person deems necessary or appropriate; each in connection with the Chapter 11 Case, any post-petition financing or any cash collateral usage contemplated hereby; and it is further

RESOLVED, that to the extent not already authorized by prior resolution, each Authorized Person be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the Companies, to employ and retain the law firm of Cole Schotz P.C. to act as attorneys for the Companies in connection with the Chapter 11 Case; and it is further

RESOLVED, that to the extent not already authorized by prior resolution, each Authorized Person be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the Companies, to employ and retain Mackinac Partners, LLC (“**Mackinac**”) to supply a Chief Restructuring Officer (“**CRO**”) and related services to the Companies, including certain additional personnel to assist the CRO, in connection with the Chapter 11 Case; and it is further

RESOLVED, that to the extent not already authorized by prior resolution, each Authorized Person be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the Companies, to designate and appoint Matthew Pascucci, a Senior Managing Director of Mackinac, to serve as an officer of the Companies in the position of CRO, with such obligations and responsibilities deemed necessary and appropriate by the Member; and it is further

RESOLVED, that each Authorized Person be, and hereby is, authorized, directed and empowered, on behalf of and in the name of the Companies, to employ and retain such further legal, restructuring, financial, accounting and bankruptcy services firms (together with the foregoing identified firms, the “**Professionals**”) as may be deemed necessary or appropriate by the Authorized Person to assist the Companies in carrying out its responsibilities in the Chapter 11 Case and attempting to achieve a successful reorganization; and it is further

RESOLVED, that each Authorized Person be, and hereby is, authorized, with full power of delegation, in the name and on behalf of the Companies, to take or cause to be taken any and all such further action and to execute and deliver or cause to be executed or delivered, and to amend, supplement or otherwise modify from time to time, all such further agreements, documents, certificates, statements, notices, undertakings and other writings, and to incur and to pay or direct payment of all such fees and expenses, as in the judgment of the Authorized Person shall be necessary, appropriate or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any officer of the Companies or any of the Professionals in connection with the Chapter 11 Case or any proceedings related thereto, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Companies.

Amendment to Company LLC Agreement

WHEREAS, the Member has determined it to be in the best interests of Opco, the Member, and other interested parties that the Limited Liability Company Agreement of Opco (the “**Company LLC Agreement**”) be amended to increase the efficiency of the Chapter 11 Case;

NOW, THEREFORE, BE IT RESOLVED, that pursuant to Section 12 of the Company LLC Agreement, the Company LLC Agreement is amended by adding the following Section 20 immediately after Section 19 thereof:

“20. Events of Bankruptcy. Notwithstanding any provision hereof to the contrary, under no circumstances shall any event of bankruptcy on the part of the Member, including without limitation any of the events listed in Section 18-304 of the Act, cause the Member to cease to be a member of the Company. In addition, notwithstanding any provision hereof to the contrary, the Company may put into effect and carry out any decrees and orders of a court or judge having jurisdiction over a proceeding pursuant to the Federal Bankruptcy Code, 11 U.S.C. §§ 101–1532, or any successor statute, in which proceeding an order for relief has been entered with respect to the Company, and may take any action provided or directed by such decrees and orders, in each case without a vote or other consent or approval by the Member.”

General Resolutions

RESOLVED, that any and all actions, whether previously or subsequently taken by any Authorized Person or any other person authorized to act by an Authorized Person, that are consistent with the intent and purpose of the foregoing resolutions or in connection with any matters referred to herein, shall be, and the same hereby are, in all respects, ratified, approved and confirmed; and it is further

RESOLVED, that the foregoing resolutions of the Member may be executed or approved via facsimile or other electronic transmission (*e.g.*, .pdf or consent via email), which shall be deemed an original for all purposes.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, the undersigned has executed this written consent to be effective as of the date first written above.

MEMBER:

ADVANTAGE HOLDCO, INC.

By: 

Name: Alfred C. Farrell

Title: Chief Financial Officer

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

In re

ADVANTAGE HOLDCO, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 20-_____ (____)

(Joint Administration Requested)

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT
AND LIST OF EQUITY INTEREST HOLDERS PURSUANT TO
BANKRUPTCY RULES 1007(a)(1), 1007(a)(3), AND 7007.1**

Pursuant to Rules 1007(a)(1), 1007(a)(3), and 7007.1 of the Federal Rules of Bankruptcy Procedure, the above-captioned debtors and debtors in possession (each, a “**Debtor**”) hereby state as follows:

1. A list of Advantage Holdco, Inc.’s equity interest holders, their addresses, and the nature of their equity interests is attached hereto as Exhibit A.
2. Advantage Holdco, Inc., whose address is 2003 McCoy Road, Orlando, Florida 32809, is the sole member of Debtors Advantage Opco, LLC and RAC Vehicle Financing, LLC.
3. Advantage Opco, LLC, whose address is 2003 McCoy Road, Orlando, Florida 32809, is the sole member of Debtors:
 - a) Advantage Vehicle Financing LLC;
 - b) E-Z Rent A Car, LLC;
 - c) Central Florida Paint & Body, LLC; and
 - d) Advantage Vehicles LLC.

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Advantage Holdco, Inc. (4832); Advantage Opco, LLC (9101); Advantage Vehicles LLC (6217); E-Z Rent A Car, LLC (2538); Central Florida Paint & Body, LLC (1183); Advantage Vehicle Financing LLC (7263); and RAC Vehicle Financing, LLC (8375). The Debtors’ address is 2003 McCoy Road, Orlando, Florida 32809.

EXHIBIT A

Name	Address	Shares of Common Stock	Common Share Percentage
Catalyst Fund Limited Partnership III	181 Bay Street Suite 4700, P.O. Box 792 Bay Wellington Tower Brookfield Place Toronto, Ontario M5J 2T3	17.647058824	33.33%
Catalyst Fund Limited Partnership IV	181 Bay Street Suite 4700, P.O. Box 792 Bay Wellington Tower Brookfield Place Toronto, Ontario M5J 2T3	35.294117647	66.67%
Total		52.941176471	100.00%¹

¹ Rounded Common Share Percentages may not total 100%.

Fill in this information to Identify the case:

Debtor Name: Advantage Holdco, Inc., et al.

United States Bankruptcy Court for the: District of Delaware

Case Number (If known):

☐ Check if this is an amended filing

Official Form 204

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

12/15

A consolidated 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 debts, bank loans, professional services, and government contracts)	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.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1 ABERDEEN STANDARD INVESTMENTS, INC 1735 MARKET STREET, 32ND FLOOR PHILADELPHIA, PA 19103	CONTACT: RAFAEL CASTRO PHONE: 646-829-3607 RAFAEL.CASTRO@ABERDEENSTANDARD.COM	LOAN				\$30,200,000.00
2 HIGHWAY TOLL ADMINISTRATION, LLC 66 POWERHOUSE RD STE 301 ROSLYN HEIGHTS, NY 11577	CONTACT: BRENDAN ASHE PHONE: 516-307-3623 BRENDAN.ASHE@VERRAMOBILITY.COM	TRADE DEBT				\$3,459,688.00
3 PRICELINE.COM LLC 800 CONNECTICUT AVE ATTN: BILL JOSE, SVP, RENTAL CARS NORWALK, CT 06854	CONTACT: BILL JOSE PHONE: (203) 299-8077 BILL.JOSE@PRICELINE.COM	TRADE DEBT				\$1,934,410.00
4 R.P.S. 901 DEEP VALLEY DRIVE UNIT 103 ROLLING HILLS ESTATES, CA 90274	CONTACT: ROBERT WETHERELL PHONE: 310-850-4051 RWETHERS@GMAIL.COM	TRADE DEBT				\$1,482,013.00
5 SCOTTSDALE INSURANCE COMPANY P.O. BOX 4120 SCOTTSDALE, AZ 85261-4120	CONTACT: MICHEL MARTINEZ PHONE: 713-358-5749 MICHEL_MARTINEZ@AJG.COM	INSURANCE				\$1,012,841.00
6 ELEMENT FLEET MANAGEMENT CORP. 3 CAPITAL DRIVE EDEN PRAIRIE, MN 55344	CONTACT: JEFF IVERSON PHONE: 952-828-2548 JIVERSON@ELEMENTCORP.COM	TRADE DEBT				\$821,542.00
7 AMADEUS IT GROUP SA SALVADOR DE MADARIAGA, 1 ATTN: LEGAL DEPARTMENT MADRID 28027 ES	CONTACT: SARA PUYOL PHONE: 34-915-820-100 SARA.PUYOL@AMADEUS.COM	TRADE DEBT				\$789,486.00

Debtor: Advantage Holdco, Inc., et al.

Case Number (if known):

	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 debts, bank loans, professional services, and government contracts)	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.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
8	C3/CUSTOMERCONTACTCHANNELS, INC. 3400 LAKESIDE DRIVE MIRAMAR, FL 33027	CONTACT: VULONIA JOUISSANCE PHONE: 954-577-7738 VULONIA.JOUISSANCE@C3CONNECTION.COM	TRADE DEBT				\$690,379.00
9	TRAVELPORT, LP 300 GALLERIA PKWY 400 ATTN: STEVE MATISE ATLANTA, GA 30339	CONTACT: STEVE MATISE PHONE: 800-537-3118 STEVE.MATISE@TRAVELPORT.COM	TRADE DEBT				\$639,245.00
10	SAFELITE FULFILLMENT, INC P.O. BOX 633197 CINCINNATI, OH 45263-3197	CONTACT: ANTHONY HUNTER PHONE: 614-210-9813 ANTHONY.HUNTER@SAFELITE.COM	TRADE DEBT				\$520,176.00
11	HERTZ 8501 WILLIAMS RD ATTN: REAL ESTATE ESTERO, FL 33928	CONTACT: ERIN HELFERT PHONE: 239-301-7245 EHELFERT@HERTZ.COM	FUEL				\$456,477.00
12	PEP BOYS P.O. BOX 8500-50446, REMITTANCE DEPT., PHILADELPHIA, PA 19178-0446	CONTACT: SUSAN GARDNER PHONE: 303-946-8779 SUSAN_GARDNER@PEPBOYS.COM	TRADE DEBT				\$411,642.00
13	UNITED RENTAL GROUP LLC 1300 CONCORD TERRACE SUITE 120 SUNRISE, FL 33323	CONTACT: ANDY WILSON PHONE: 954-368-7225 ANDY@UNITEDMILEFLEET.COM	LEASE				\$407,978.00
14	TSD RENTAL LLC 1620 TURNPIKE ST NORTH ANDOVER, MA 01845	CONTACT: SHAWN CONCANNON PHONE: 978-794-1400 X.3 SCONCANNON@TSDWEB.COM	TRADE DEBT				\$401,949.00
15	SABRE GLOBAL, INC 3150 SABRE DRIVE CC: MANAGING DIRECTOR, TRAVEL SUPPLIER DISTRIBUTION ATTN: GENERAL COUNSEL SOUTHLAKE, TX 76092-2129	CONTACT: BERNARD LAFOND PHONE: 1-866-464-6125 X.3565 BERNARD.LAFOND@SABRE.COM	TRADE DEBT				\$375,945.00
16	FLEET SERVICES HAWAII 875 ALA LILIKOI ST, APT 5 HONOLULU, HI 96818	CONTACT: JOLYN VICTORINO PHONE: 808-762-9671 INVOICE@FLEETSERVICESHAWAII.COM	TRADE DEBT				\$299,202.00
17	EDS FACILITIES SERVICES, LMTD 400 GALLERIA PARKWAY STE 1820 ATLANTA, GA 30339	CONTACT: JOSEAN GARCIA PHONE: 404-445-8399 X8106 SSMITH@EDSSERVICESOLUTIONS.COM	PROFESSIONAL SERVICES				\$296,748.00
18	EXULTANCY, INC. 5 INDEPENDENCE WAY STE 300 PRINCETON, NJ 08540	CONTACT: MAKARAND DIWAN PHONE: 609-514-5111 MDIWAN@EXULTANCY.COM	TRADE DEBT				\$261,720.00

Debtor: Advantage Holdco, Inc., et al.

Case Number (if known):

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 debts, bank loans, professional services, and government contracts)	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.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
19 K.P. PROPERTIES 626 ISIS AVE. ENGLEWOOD, CA 90301	CONTACT: M KOPER PHONE: 310-670-0026 MKOPER886@GMAIL.COM	RENT				\$246,881.00
20 PERSUADE LOYALTY LLC 222 N 2ND ST STE 200 MINNEAPOLIS, MN 55401	CONTACT: JOHN TSCHIDA PHONE: 612-419-8463 JTSCHIDA@PERSUADELOYALTY.COM	TRADE DEBT				\$229,556.00
21 LEVEL 3 COMMUNICATIONS LLC 1025 ELDORADO BLVD BROOMFIELD, CO 80021	CONTACT: SARAH COOPER PHONE: 918-547-0478 SARAH.COOPER@CENTURYLINK.COM	TRADE DEBT				\$228,449.00
22 FAREPORTAL INC 135 W 50TH ST STE 501 NEW YORK, NY 10020	CONTACT: TOM SPAGNOLA PHONE: 818-943-9594 TSPAGNOLA@FAREPORTAL.COM	TRADE DEBT				\$219,435.00
23 RPM FREIGHT SYSTEMS 301 W. FOURTH, STE 200, ROYAL OAK, MI 48067	CONTACT: BRANDON GRITTINI PHONE: 248-206-1016 BGRITTINI@LOADRPM.COM	TRADE DEBT				\$211,613.00
24 CITY OF PHOENIX AVIATION DEPARTMENT P.O. BOX 29110 PHOENIX, AZ 85038-9110	CONTACT: NICOLE HERNANDEZ PHONE: 602-273-3365 NICOLE.HERNANDEZ@PHOENIX.GOV	TRADE DEBT				\$197,313.00
25 QU AGILE SOLUTIONS PVT, LTD. 51 OLD MAHABALIPURAM ROAD SHOLINGAMLLUR CHENNAI, HENNAI INDIA	CONTACT: SIVA KUMAR PHONE: 94-44-66255514 SIVAKUMAR.R@QUAGILESOLUTION.COM	TRADE DEBT				\$182,156.00
26 CARTRAWLER CLASSON HOUSE DUNDRUM BUSINESS PARK DUNDRUM, DUBLIN 14 IRELAND	CONTACT: CIARAN O'DONNELL PHONE: 353 1 4999659 CODONNELL@CARTRAWLER.COM	TRADE DEBT				\$171,153.00
27 SOUTHWEST.COM P.O. BOX 97397 ATTN: REVENUE ACCOUNTING DALLAS, TX 75397	CONTACT: DENISE HIGDON PHONE: 214-792-4030 DENISE.HIGDON@WNCO.COM	TRADE DEBT				\$169,654.00
28 ARTHUR J GALLEGHER 39683 TREASURY CENTER CHICAGO, IL 60694	CONTACT: MICHEL MARTINEZ PHONE: 713-358-5749 MICHEL_MARTINEZ@AJG.COM	INSURANCE				\$163,318.00
29 AUTO EUROPE 39 COMMERCIAL ST. PORTLAND, ME 04101	CONTACT: BRIAN LITTLE PHONE: 207-842-2201 BLITTLE@AUTOEUROPE.COM	TRADE DEBT				\$145,755.00
30 SECURE PARKING USA, LLC 626 E. WISCONSIN AVE. STE. 1410 MILWAUKEE, WI 53202	CONTACT: RYAN HAWKEN PHONE: 414-847-5723 RHAWKEN@SECUREPARKINGUSA.COM	RENT				\$142,585.00

Fill in this information to identify the case:

Debtor name Advantage Holdco, Inc., et al.United States Bankruptcy Court for the: DISTRICT OF DELAWARE

Case number (if known) _____

☐ Check if this is an amended filing

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 _____
- ☒ 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

**Consolidated Corporate Ownership Statement and
List of Equity Interest Holders Pursuant to Bankruptcy
Rules 1007(a)(1), 1007(a)(3), and 7007.1**

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

Executed on 05/26/2020

X

Signature of individual signing on behalf of debtor

Matthew Pascucci

Printed name

Chief Restructuring Officer

Position or relationship to debtor

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

Software Copyright (c) 1996-2019 Best Case, LLC - www.bestcase.com
60915/0001-20044717v1

Best Case Bankruptcy