

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NEW JERSEY

Case number (if known) Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

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 Sam Ash Nevada Megastores, LLC

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

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

3. Debtor's federal Employer Identification Number (EIN) 82-2336399

4. Debtor's address Principal place of business Mailing address, if different from principal place of business

278 Duffy Ave.
Hicksville, NY 11802

Number, Street, City, State & ZIP Code

Nassau
County

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

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

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.samash.com

6. Type of debtor
☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
☐ Partnership (excluding LLP)
☐ Other. Specify:

Debtor **Sam Ash Nevada Megastores, 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>.

4511**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ **Chapter 11. Check all that apply:**

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11.** If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any 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.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

If more than 2 cases, attach a separate list.

- ☒ No.
- ☐ Yes.

District

When

Case number

District

When

Case number

Debtor **Sam Ash Nevada Megastores, LLC**
Name

Case number (if known)

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	New Jersey	When	5/08/24
		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. Does the debtor own or have possession of any real property or personal property that needs immediate attention?
- ☒ No
☐ 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
- | | | |
|----------------------------------|---|--|
| ☐ 1-49 | ☒ 1,000-5,000 | ☐ 25,001-50,000 |
| ☐ 50-99 | ☐ 5001-10,000 | ☐ 50,001-100,000 |
| ☐ 100-199 | ☐ 10,001-25,000 | ☐ More than 100,000 |
| ☐ 200-999 | | |

15. Estimated Assets
- | | | |
|--|---|--|
| ☐ \$0 - \$50,000 | ☐ \$1,000,001 - \$10 million | ☐ \$500,000,001 - \$1 billion |
| ☐ \$50,001 - \$100,000 | ☐ \$10,000,001 - \$50 million | ☐ \$1,000,000,001 - \$10 billion |
| ☐ \$100,001 - \$500,000 | ☐ \$50,000,001 - \$100 million | ☐ \$10,000,000,001 - \$50 billion |
| ☐ \$500,001 - \$1 million | ☒ \$100,000,001 - \$500 million | ☐ More than \$50 billion |

Debtor **Sam Ash Nevada Megastores, LLC**
Name

Case number (if known)

16. Estimated liabilities☐ \$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 **Sam Ash Nevada Megastores, 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 **May 8, 2024**
MM / DD / YYYY

X /s/ Jordan Meyers
Signature of authorized representative of debtor

Title **Chief Restructuring Officer**

Jordan Meyers
Printed name

18. Signature of attorney

X /s/ Michael D. Sirota
Signature of attorney for debtor

Date **May 8, 2024**
MM / DD / YYYY

Michael D. Sirota
Printed name

Cole Schotz P.C.
Firm name

**Court Plaza North
25 Main Street
Hackensack, NJ 07601**
Number, Street, City, State & ZIP Code

Contact phone **201-489-3000**

Email address **msirota@coleschotz.com**

014321986 NJ
Bar number and State

Fill in this information to identify the case:

Debtor name Sam Ash Nevada Megastores, LLC

United States Bankruptcy Court for the: DISTRICT OF NEW JERSEY

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 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **List of Equity Security Holders and Corporate Ownership Statement**

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

Executed on **May 8, 2024**

X /s/ Jordan Meyers

Signature of individual signing on behalf of debtor

Jordan Meyers

Printed name

Chief Restructuring Officer

Position or relationship to debtor

United States Bankruptcy Court for the:	
District of New Jersey	
(State)	
Case No. (if known): _____	Chapter <u>11</u>

☐ Check if this is an amended filing

Rider 1

Pending Bankruptcy Cases Filed by the Debtor and Affiliates of the Debtor

On the date hereof, each of the entities listed below (collectively, the “Debtors”) filed a petition in the United States Bankruptcy Court for the District of New Jersey for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of Sam Ash Music Corporation.

Sam Ash Music Corporation
Sam Ash California Megastores, LLC
Sam Ash CT, LLC
Sam Ash Florida Megastores, LLC
Sam Ash Illinois Megastores, LLC
Sam Ash Megastores, LLC
Sam Ash Music Marketing, LLC
Sam Ash Nevada Megastores, LLC
Sam Ash New Jersey Megastores, LLC
Sam Ash New York Megastores, LLC
Sam Ash Quikship Corp.
Samson Technologies Corp.

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

In re:

SAM ASH MUSIC CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 24 – _____ ()

Joint Administration Requested

LIST OF EQUITY SECURITY HOLDERS¹

<u>Equity Holder</u>	<u>Address of Equity Holder</u>	<u>Percentage of Equity Held</u>
Sam Ash Megastores, LLC	278 Duffy Ave. Hicksville, NY 11802	100%

¹ This list serves as the disclosure required to be made by the debtor pursuant to Rule 1007 of the Federal Rules of Bankruptcy Procedure. All equity positions listed indicate the record holder of such equity as of the date of commencement of the chapter 11 case.

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

In re:

SAM ASH MUSIC CORPORATION, *et al.*,

Debtors.

Chapter 11

Case No. 24 – _____ ()

Joint Administration Requested

Pursuant to Rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following are corporations, other than a government unit, that directly or indirectly own 10% or more of any class of the debtor's equity interest:

CORPORATE OWNERSHIP STATEMENT

<u>Shareholder</u>	<u>Approximate Percentage of Shares Held</u>
Sam Ash Music Corporation	100%
Sam Ash Megastores, LLC	100%

Fill in this information to Identify the case:

Debtor Name: SAM ASH MUSIC CORPORATION

United States Bankruptcy Court for the: District of New Jersey

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 YAMAHA CORPORATION OF AMERICA P.O. BOX 856250 MINNEAPOLIS, MN 55485-6250	CONTACT: CRAIG NAKAMOTO PHONE: 714-522-9011 CNAKAMOTO@YAMAHA.COM	TRADE				\$1,892,053.67
2 BOSCH SECURITY SYSTEMS INC. P.O. BOX 7410391 CHICAGO, IL 60674-0391	CONTACT: KATHERINE LEITON PHONE: 952-884-4051 FAX: 952-884-0043 KATHERINE.LEITON@BOSCH.COM	TRADE				\$946,303.09
3 HOSHINO USA, INC. P.O. BOX 536609 PITTSBURGH, PA 15253-5908	CONTACT: ISABEL CUERVO PHONE: 800-669-4226 FAX: 215-245-8583 ICUERVO@HOSHINOUSA.COM	TRADE				\$798,980.93
4 ROLAND CORP US P.O. BOX 512959 LOS ANGELES, CA 90051-0959	CONTACT: JENNIFER PRONOVOST PHONE: 800-868-3737 FAX: 323-890-3737 JENNIFER.PRONOVOST@ROLAND.COM	TRADE				\$774,544.51
5 TENLUX GOANG-FANN CO. LTD. 3F, NO. 7, ALLEY 2 LANE 342 FU-DEH 1ST RD., HSICHIH TAIPEI HSIEN TAIWAN	PHONE: 886-2-2693-1323 FAX: 886-2-2694-8990 SALES@TENLUX.COM.TW	TRADE				\$662,027.75

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
6 ALPHA THETA MUSIC AMERICAS, INC. P.O. BOX 25590 PASADENA, CA 91185-5590	CONTACT: DENISE TALPAS PHONE: 424-488-6529 DENISE.TALPAS@ALPHATHETA.COM	TRADE				\$499,274.64
7 FEDERAL EXPRESS P.O. BOX 371461 PITTSBURGH, PA 15250-7461	CONTACT: JOEL LEVINE PHONE: 800-622-1147 JOEL.LEVINE@FEDEX.COM	TRADE				\$497,101.71
8 D'ADDARIO CO. P.O. BOX 27910 NEW YORK, NY 10087	CONTACT: TANYA DELEON PHONE: 631-439-3300 FAX: 631-439-3333 TANYA.DELEON@DADDARIO.COM	TRADE				\$457,249.25
9 GIBSON BRANDS, INC. P.O. BOX 735648 DALLAS, TX 75373-5648	CONTACT: AMANDA SHELTON PHONE: 800-444-2766 FAX: 615-884-9432 AMANDA.SHELTON@GIBSON.COM	TRADE				\$446,262.71
10 HOMNI ENTERPRISES CO., LTD. 3F, NO.162, SEC. 2 ZHONGSHAN N. ROAD ZHONGSHAN DIST. TAIPEI CITY 10452 TAIWAN	PHONE: 886-2-2598-1010 JEFF@HOMNI-ELEC.COM; MAY@HOMNI-ELEC.COM	TRADE				\$417,790.37
11 SEIKAKU TECHNICAL GROUP LTD. 23 LANE 2, JING WU ROAD TAICHUNG TAIWAN	PHONE: 852-2727-5475 SEKAKU@SEKAKU.COM	TRADE				\$394,130.97
12 FENDER MUSICAL INSTRUMENTS CORP. P.O. BOX 743545 LOS ANGELES, CA 90074-3545	CONTACT: JEREMY DEATHERAGE PHONE: 866-605-1299 FAX: 480-596-1385 JDEATHERAGE@FENDER.COM	TRADE				\$387,141.26
13 HAL LEONARD PUBLISHING CORP. P.O. BOX 127 WINONA, MN 55987-0127	CONTACT: BRANDON LAURANCE PHONE: 800-524-4425 BLORENZ@HALLEONARD.COM	TRADE				\$356,662.74
14 WORLDWIDE EXPRESS P.O. BOX 733360 DALLAS, TX 75373	CONTACT: STEVEN KYRIAKOU PHONE: 866-735-3681 SKYRIAKOU@WWEX.COM	TRADE				\$339,819.70
15 AVEDIS ZILDJIAN CO. P.O. BOX 845848 BOSTON, MA 02284-5848	CONTACT: JIM GARDNER PHONE: 800-229-8672 FAX: 781-871-9652 JOHNS@ZILDJIAN.COM	TRADE				\$324,088.46
16 BPREP 333 W 34TH LLC C/O BROOKFIELD PROPERTY PARTNERS 225 LIBERTY STREET 43RD FLOOR NEW YORK, NY 10281	BPY.ENQUIRIES@BROOKFIELD.COM	RENT				\$306,154.29

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
17 DRUM WORKSHOP, INC. 3450 LUNAR COURT OXNARD, CA 93030	CONTACT: AMANDA CHUHALOFF PHONE: 805-485-6999 FAX: 805-485-1334 AMANDAC@DWDRUMS.COM	TRADE				\$305,754.35
18 INMUSIC BRANDS, INC. P.O. BOX 414040 BOSTON, MA 02241-4040	CONTACT: BETH MICROULIS PHONE: 401-658-3131 FAX: 401-658-3640 BMICROULIS@INMUSICBRANDS.COM	TRADE				\$295,727.67
19 QSC, LLC P.O. BOX 201339 DALLAS, TX 75320-1339	CONTACT: DEBORAH ESCOBAR PHONE: 800-854-4079 FAX: 714-668-7564 DEBORAH.ESCOBAR@QSC.COM	TRADE				\$281,377.16
20 PRS GUITARS 380 LOG CANOE CIRCLE STEVENSVILLE, MD 21666	CONTACT: KATHRYN DELEE PHONE: 410-643-9970 KDELLE@PRSGUITARS.COM	TRADE				\$279,282.68
21 SHURE BROS, INC. P.O. BOX 99265 CHICAGO, IL 60693	CONTACT: NANCY DAVIS PHONE: 847-600-2000 FAX: 847-600-1212 DAVISN@SHURE.COM	TRADE				\$242,294.59
22 YAMAHA GUITAR GROUP, INC. 26580 AGOURA ROAD CALABASAS, CA 91302-1921	CONTACT: JOE BENTIVEGNA PHONE: 818-575-3600 AR@YAMAHAGUITARGROUP.COM	TRADE				\$226,154.13
23 SLJ REALTY LLC 1385 BROADWAY FLOOR 16 NEW YORK, NY 10018	CONTACT: GEORGE ALBERO PHONE: 212-221-4700 GEORGE@ICERNYC.COM	RENT				\$214,007.98
24 GATOR CASES INC. 7851 WOODLAND CENTER BLVD. TAMPA, FL 33614	CONTACT: MIM EDWARDS PHONE: 813-221-4191 FAX: 813-221-4181 MIMI.EDWARDS@GATORCASES.COM	TRADE				\$211,188.21
25 GOOGLE P.O. BOX 883654 LOS ANGELES, CA 90088-3654	CONTACT: BRUNO DALENCIO PHONE: 503-755-4744 DALENCIO@GOOGLE.COM	TRADE				\$207,162.40
26 KING OF PRUSSIA CENTER, LLC C/O SOVEREIGN PROPERTY MGMT., LLC 102 LARCH CIRCLE, SUITE 3010 NEWPORT, DE 19804	CONTACT: DAN MCBRIDE PHONE: 302-388-9038 DMCBRIDE@SOVPROPERTIES.COM	RENT				\$206,442.04
27 TMP, DIVISION OF JAM IND. USA JAM INDUSTRIES USA LLC P.O. BOX 24499 NEW YORK, NY 10087-4499	CONTACT: DIANA AROUTIUNIAN PHONE: 800-289-8889 FAX: 860-828-1353 DIANA.AROUTINIAN@JAMINDUSTRIES.COM	TRADE				\$204,804.68

Debtor: SAM ASH MUSIC CORPORATION

Document Page 13 of 17

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
28 SENNHEISER ELEC CORP. P.O. BOX 416611 BOSTON, MA 02241-6611	CONTACT: JOANN PRIEST PHONE: 860-598-7458 FAX: 860-434-1759 JOANN.PRIEST@SENNHEISER.COM	TRADE				\$204,542.52
29 KAWAI AMERICA CORP. P.O. BOX 31001-3409 PASADENA, CA 91110-3409	CONTACT: MELISSE BRIDGES PHONE: 800-421-2177 FAX: 310-604-6913 MBRIDGES@KAWAIUS.COM	TRADE				\$203,377.28
30 LOUD AUDIO, LLC P.O. BOX 207313 DALLAS, TX 75320-7313	CONTACT: JULIE RICHARDSON PHONE: 800-258-6883 FAX: 425-485-1152 JULIR.RICHARDSON@LOUDAUDIO.COM	TRADE				\$199,743.18

SAM ASH NEVADA MEGASTORES, LLC**(Chapter 11 Bankruptcy Petition)**

**WRITTEN CONSENT OF
THE MANAGERS AND THE MEMBER**

The undersigned, being all of the Managers and the sole Member of Sam Ash Nevada Megastores, LLC, a Nevada limited liability company (the “Company”), do hereby consent to and adopt the following resolutions:

WHEREAS, in light of the Company’s current financial condition, the Managers and the Member have investigated, discussed and considered options for addressing the Company’s financial challenges and, after consultation with the Company’s advisors, have concluded that it is in the best interests of the Company, its creditors, employees and other interested parties that a petition be filed by the Company seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”);

WHEREAS, the Managers and the Member, in consultation with their professionals, have determined that it is desirable, fair, reasonable, and in the best interests of the Company to designate Jordan Meyers to serve as an officer of the Company in the position of Chief Restructuring Officer (the “**CRO**”); now therefore be it

RESOLVED, that in the judgment of the Managers and the Member of the Company, it is desirable and in the best interests of the Company, its creditors, employees and other interested parties that a petition be filed by the Company seeking relief under the Bankruptcy Code; and it is further

RESOLVED, that each Manager and officer of the Company (including the CRO) is hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of New Jersey, at such time as said Manager or officer executing the same shall determine; and it is further

RESOLVED, that the law firm of Cole Schotz P.C. is hereby employed as attorneys for the Company in the Chapter 11 case, subject to Bankruptcy Court approval; and it is further

RESOLVED, that the financial advisory firm of SierraConstellation Partners LLC is hereby employed as financial advisors for the Company in the Chapter 11 case, subject to Bankruptcy Court approval; and it is further

RESOLVED, that the investment banking firm of Capstone Capital Markets, LLC is hereby employed as the investment banker for the Company in the Chapter 11 case, subject to Bankruptcy Court approval; and it is further

RESOLVED, that Jordan Meyers is appointed to the position of Chief Restructuring Officer of the Company, subject to Bankruptcy Court approval; and it is further

RESOLVED, that each Manager and/or officer of the Company (including the CRO) are each hereby authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers and, in that connection, to employ and retain all assistance by legal counsel, accountants, financial advisors, liquidators and other professionals, and to take and perform any and all further acts and deeds they deem necessary, proper or desirable in connection with the successful prosecution of the Chapter 11 case; and it is further

RESOLVED, that the CRO is hereby delegated the authority otherwise vested in the chief executive officer, chief financial officer, president, and/or any other executive or senior vice president, of the Company, in consultation with the Managers and the other applicable executive or senior officers, and where appropriate and consistent with the CRO's discharge of its fiduciary duties in consultation with the Managers, including the authority to cause the Company to enter into one or more restructuring transactions, including a sale of substantially all assets of the Company's estate, any debtor in possession financing and any plan of reorganization (each a "**Restructuring Transaction**"); and it is

RESOLVED, that the CRO, in consultation with the Managers and the other applicable executive or senior officers, is hereby authorized and empowered, in the name of and on behalf of the Company, to take actions and negotiate or cause to be prepared and negotiated and to execute, deliver, perform and cause the performance of any agreements, certificates, instruments, receipts, petitions, motions or other papers or documents in furtherance of any Restructuring Transaction to which the Company is or will be a party, including, but not limited to, any management agreement, chapter 11 plan, disclosure statement, asset purchase agreement, and all exhibits and/or ancillary documents related thereto (collectively, the "**Restructuring Documents**"); and it is

RESOLVED, that the CRO, in consultation with the Managers and the other applicable executive or senior officers, is hereby authorized and empowered in the name of, and on behalf of, the Company to take any and all actions to (i) obtain bankruptcy court approval of the Restructuring Documents in connection with any Restructuring Transaction, and (ii) obtain bankruptcy court approval of any Restructuring Transaction; and it is

RESOLVED, that each Manager and/or officer of the Company, including the CRO, are each hereby authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, including without limitation, the amendment of any organizational, constitutional or similar documents of subsidiaries of the Company for the preservation of such entities and/or the value of the estate, and to take such action as in the judgment of such Manager and/or officer of the Company (including the CRO) are each shall be or become necessary, proper and desirable to effectuate an orderly liquidation of the Company's assets; and it is further

RESOLVED, that any and all past actions heretofore taken by the Managers or any officer of the Company (including the CRO) in the name and on behalf of the Company in furtherance of any or all of the proceeding resolutions be, and the same hereby are, ratified, confirmed and approved; and it is further

RESOLVED, that the filing by the Company of a petition seeking relief under the provisions of the Bankruptcy Code shall not dissolve the Company; and it is further

RESOLVED, that this Written Consent shall serve in lieu of a special meeting of the Managers and the Member of the Company and the undersigned hereby waives all requirements as to notice of a meeting; and it is further

RESOLVED, that this Written Consent may be executed in any number of counterparts, each of which shall be deemed an original and all of which taken together shall constitute one and the same instrument.

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, the undersigned has executed this Written Consent of the Managers and the Member of Sam Ash Nevada Megastores, LLC as of this 7th day of May, 2024

MANAGERS:

DocuSigned by:

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David C. Ash

DocuSigned by:

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Richard S. Ash

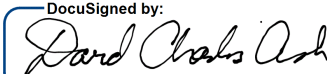
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Benjamin L. Ash

MEMBER:

Sam Ash Megastores, LLC,
a New York limited liability company

By Sam Ash Music Corporation, its sole
Member

By: 
D59DA7723A3642D...
Name: David C. Ash
Title: Chief Executive Officer and Secretary