

Fill in this information to identify the case:

United States Bankruptcy Court for the:

_____ District of Delaware
(State)

Case number (if known): _____ Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/25

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 Bedmar, LLC

2. All other names debtor used in the last 8 years Bedmar Holdco, LLC
 Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 39 - 2505047

4. Debtor's address

<p>Principal place of business</p> <p><u>3115 Merryfield Row</u> <small>Number Street</small></p> <hr/> <p><u>San Diego CA 92121</u> <small>City State ZIP Code</small></p> <hr/> <p><u>San Diego</u> <small>County</small></p>	<p>Mailing address, if different from principal place of business</p> <p>_____ <small>Number Street</small></p> <hr/> <p>_____ <small>P.O. Box</small></p> <hr/> <p>_____ <small>City State ZIP Code</small></p> <hr/> <p>Location of principal assets, if different from principal place of business</p> <p>_____ <small>Number Street</small></p> <hr/> <p>_____ <small>City State ZIP Code</small></p>
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5. Debtor's website (URL) N/A

Debtor Bedmar, LLC
Name

Case number (if known) _____

6. Type of debtor

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- Partnership (excluding LLP)
- Other. Specify: _____

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> .

5 3 1 3

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 \$3,424,000 (amount subject to adjustment on 4/01/28 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. District _____ When _____ Case number _____
MM / DD / YYYY

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
MM / DD / YYYY

Debtor Bedmar, 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. Debtor _____ Relationship _____

District _____ When _____

MM / DD / YYYY

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

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 for distribution to unsecured creditors.

14. Estimated number of creditors

1-49

50-99

100-199

200-999

1,000-5,000

5,001-10,000

10,001-25,000

25,001-50,000

50,001-100,000

More than 100,000

Debtor Bedmar, LLC
Name

Case number (if known) _____

- 15. Estimated assets**
- | | | |
|------------------------------------------------|----------------------------------------------------------------|--------------------------------------------------------|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input checked="" type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

- 16. Estimated liabilities**
- | | | |
|------------------------------------------------|----------------------------------------------------------------|--------------------------------------------------------|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input checked="" type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

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 06/09/2025
MM / DD / YYYY

/s/ Christopher S. Sontchi

Signature of authorized representative of debtor

Christopher S. Sontchi

Printed name

Title Independent Manager

18. Signature of attorney

/s/ Michael J. Merchant

Signature of attorney for debtor

Date 06/09/2025

MM / DD / YYYY

Michael J. Merchant

Printed name

Richards, Layton & Finger, P.A.

Firm name

One Rodney Square, 920 North King Street

Number Street

Wilmington

City

DE

State

19801

ZIP Code

(302) 651-7700

Contact phone

merchant@rlf.com

Email address

DE No. 3854

Bar number

Delaware

State

**WRITTEN CONSENT OF THE
SOLE INDEPENDENT MANAGER OF BEDMAR, LLC**

June 9, 2025

The undersigned, being the sole independent manager (the “**Manager**”) of Bedmar, LLC, a Delaware limited liability company (the “**Company**”), pursuant to the Delaware Limited Liability Company Act and Section 8 of the Operating Agreement of the Company, dated as of June 3, 2025, DOES HEREBY CONSENT to the adoption of, and DOES HEREBY ADOPT, the following resolutions:

WHEREAS, in the judgment of the Manager, it is desirable and in the best interests of the Company, its creditors, and other interested parties that a petition commencing a chapter 11 case (the “**Chapter 11 Case**”) be filed by the Company seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”);

WHEREAS, in the judgment of the Manager, it is desirable and in the best interests of the Company, its creditors, and other interested parties to, in connection with the Chapter 11 Case, engage the law firm of Richards, Layton & Finger, P.A. (“**RL&F**”), as attorneys for the Company in the Chapter 11 Case, subject to any requisite Bankruptcy Court approval;

WHEREAS, in the judgment of the Manager, it is desirable and in the best interests of the Company, its creditors, and other interested parties to, in connection with the Chapter 11 Case, engage the firm of Douglas Wilson Companies (“**DWC**”), to provide the Company with certain financial restructuring and advisory services, subject to any requisite Bankruptcy Court approval;

WHEREAS, in the judgment of the Manager, it is desirable and in the best interests of the Company, its creditors, and other interested parties to, in connection with the Chapter 11 Case, engage the firm of Epiq Corporate Restructuring, LLC (“**Epiq**”), as claims and noticing agent and administrative advisor for the Company in the Chapter 11 Case, subject to any requisite Bankruptcy Court approval; and

WHEREAS, in the judgment of the Manager, debtor-in possession-financing (“**DIP Financing**”) is required in order to administer the Chapter 11 Case and entry into that certain Debtor-in-Possession Credit Agreement (the “**DIP Facility**”) by and among, inter alia, the Company, as a Borrower, Bedmar Member, Inc., a Delaware corporation, as lender thereunder, is desirable and in the best interests of the Company, its creditors, and other interested parties;

NOW THEREFORE BE IT RESOLVED, that the Company shall be, and hereby (and the Manager on behalf of the Company) is, authorized and directed to: (a) file a voluntary petition (the “**Petition**”) for relief under chapter 11 of the Bankruptcy Code in the Bankruptcy Court and (b) perform any and all such acts as

are reasonable, advisable, expedient, convenient, proper or necessary to effect the foregoing; and it be further

RESOLVED, that each of the Company and the Manager (each individually, an “**Authorized Person**” and collectively, the “**Authorized Persons**”) shall be, and each of them, acting alone, hereby is, authorized and empowered on behalf of and in the name of the Company to: (a) verify and execute the Petition, as well as all other ancillary documents, and file, or cause to be filed with the Bankruptcy Court, the Petition and make or cause to be made, prior to execution thereof, any modifications to the Petition or ancillary documents as any such Authorized Person, in such person’s discretion, deems necessary or desirable to carry out the intent and accomplish the purposes of these resolutions (the approval of which to be conclusively established by the execution thereof by such Authorized Person); (b) verify, execute and file or cause to be filed all petitions, schedules, lists, motions, applications and other papers or documents (including authorization to incur debtor-in-possession indebtedness and to enter into debtor-in-possession loan agreements and related documents) necessary or desirable in connection with the foregoing; and (c) verify and execute or cause to be executed any and all other documents necessary or appropriate in connection therewith in such form or forms as any such Authorized Person may approve (the approval of which to be conclusively established by the execution thereof by or at the direction of such Authorized Person); and it be further

RESOLVED, that the Authorized Persons of the Company shall be, and each of them, acting alone, hereby is, authorized and empowered to retain, on behalf of the Company: (a) RL&F, as attorneys for the Company; (b) DWC, to provide the Company with certain financial restructuring and advisory services; (c) Epiq, as claims and noticing agent and administrative advisor for the Company; and (d) such additional professionals, including attorneys, accountants, consultants or brokers, in each case as in such person’s or persons’ judgment may be necessary or desirable in connection with the Chapter 11 Case and other related matters, on such terms as such person or persons shall approve; and it be further

RESOLVED, that the Company shall be, and hereby is, authorized to: (a) enter into the DIP Facility and take all actions necessary and appropriate to obtain DIP Financing according to the terms negotiated by such Authorized Person, including under one or more loan agreements, and to effectuate the foregoing, to enter into such loan agreements, documents, notes, guaranties, security agreements, mortgages, pledge agreements and all other documents, agreements or instruments related thereto (collectively, the “**Financing Transactions**”) as may be deemed necessary or appropriate by such Authorized Person (such approval to be conclusively evidenced by the execution thereof or taking of such action by such Authorized Person); and (b) pay related fees and grant security interests in and liens upon, some, all or substantially all of the Company’s assets, as may be deemed necessary by any one or more of the Authorized Persons in connection with such Financing Transactions; and it be further

RESOLVED that any of the Authorized Persons and any employees or agents (including counsel) designated by or directed by such person, be, and each hereby is, authorized and empowered to cause the Company and such of its affiliates as management deems appropriate to enter into, execute, deliver, certify, file, record, and perform under such documents, and to take such other actions, as in the judgment of such person shall be or become necessary, proper, and desirable to prosecute to a successful completion of the Chapter 11 Case, to effectuate the restructuring of the Company's debt, other obligations, organizational form and structure, and ownership of the Company consistent with the foregoing resolutions, and to carry out and put into effect the purposes of the foregoing resolutions, and the transactions contemplated by these resolutions, their authority thereunto to be evidenced by the taking of such actions; and it be further

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Persons, each of the Authorized Persons or their designees shall be, and each of them, acting alone, hereby is, authorized, directed and empowered, in the name of and on behalf of the Company, to take or cause to be taken any and all such further actions, to execute and deliver any and all such agreements, certificates, instruments and other documents and to pay all expenses, including filing fees, in each case as in such Authorized Person's or Authorized Persons' judgment shall be necessary or desirable in order to fully carry out the intent and accomplish the purposes of the resolutions adopted herein; and it be further

RESOLVED, that any and all acts taken and any and all certificates, instruments, agreements or other documents executed for or on behalf of the Company by any Authorized Person prior to the adoption of the foregoing resolutions with regard to any of the transactions, actions, certificates, instruments, agreements or other documents authorized or approved by the foregoing resolutions be, and they hereby are, ratified, confirmed, adopted and approved.

This Written Consent may be executed in one or more counterparts.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned has executed this Written Consent as of the date first set forth above.

**INDEPENDENT MANAGER OF
BEDMAR, LLC:**

/s/ Christopher S. Sontchi
Name: Christopher S. Sontchi

Fill in this information to Identify the case:

Debtor Name: Bedmar, LLC

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: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 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 20 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 92 CROWLEY OWNER (DE) LLC C/O OXFORD PROPERTIES GROUP 125 SUMMER STREET 12TH FLOOR BOSTON, MA 02110	CONTACT: BRIAN BARRIERO PHONE: 617-316-1702 BBARRIERO@OXFORDPROPERTIES.COM	LANDLORD	CONTINGENT			\$17,120,351.42
2 COBALT PROPCO 2020 LLC C/O TPG REAL ESTATE 345 CALIFORNIA STREET SUITE 300 SAN FRANCISCO, CA 94104	CONTACT: JACOB MULLER PHONE: 415-743-1500 JMULLER@TPG.COM	LANDLORD	CONTINGENT			\$6,533,109.86
3 CEGM ALACHUA, LLC 200 WEST MADISON SUITE 2800 CHICAGO, IL 60606	CONTACT: SHELBY PRUETT PHONE: 312-827-2280 SPRUETT@CAPRI-EGM.COM	LANDLORD	CONTINGENT			\$5,826,470.50
4 ORCHARD THERAPEUTICS NORTH AMERICA 101 SEAPORT BLVD 7TH FLOOR BOSTON, MA 02210	CONTACT: ALANA PECHHOLD PHONE: 240-273-6389 ALANA.PECHHOLD@ORCHARD-TX.COM	LANDLORD	CONTINGENT			\$2,951,934.98
5 NBTB HOLDINGS, LP 6645 NORMAN LN SAN DIEGO, CA 92120	CONTACT: BRENT R HERAMB, ESQ PHONE: 619-261-5969 BRENT@HERAMBCONSULTING.COM	LANDLORD	CONTINGENT/ UNLIQUIDATED			\$226,757.28
6 KAVENISH, LTD., L.P. 10620 TREENA STREET SUITE 110 SAN DIEGO, CA 92131	CONTACT: DEBRA PARRISH, LORI MOORE PHONE: 858-549-2874 DPARRISH@CUSHNET.NET; LMOORE@CUSHNET.NET	LANDLORD	CONTINGENT/ UNLIQUIDATED			\$226,757.28

Debtor: Bedmar, LLC

Case Number (if known): 25-xxxx1

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
7 PRESIDENT AND FELLOWS OF HARVARD COLLEGE C/O HARVARD REAL ESTATE 1350 MASSACHUSETTS AVENUE HOLYOKE CENTER, SUITE 949 CAMBRIDGE, MA 02138	CONTACT: SEAN CARON PHONE: 617-496-9943 SEAN_CARON@HARVARD.ED U	LANDLORD	CONTINGENT			\$76,696.13

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

In re:)
) Chapter 11
)
BEDMAR, LLC,) Case No. 25-_____ (___)
)
Debtor.¹)
)

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT AND
LIST OF EQUITY INTEREST HOLDERS PURSUANT TO
FED. R. BANKR. P. 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, Bedmar, LLC., as the debtor and debtor in possession (the “**Debtor**”) in the above-captioned chapter 11 case, the best of its knowledge, information, and belief, hereby states as follows:

1. Bedmar Member, Inc. owns 100% of the membership interests of the Debtor.

¹ The Debtor in this Chapter 11 Case, along with the last four digits of its federal tax identification number is: Bedmar, LLC (5047). The Debtor’s mailing address is 3115 Merryfield Row, San Diego, CA 92121.

Fill in this information to identify the case and this filing:

Debtor Name Bedmar, LLC

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 _____
- 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 Consolidated Corporate Ownership Statement and List of Equity Security Holders

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

Executed on 06/09/2025
MM / DD / YYYY

x /s/ Christopher S. Sontchi
Signature of individual signing on behalf of debtor

Christopher S. Sontchi
Printed name

Independent Manager
Position or relationship to debtor