Fill in this information to identify the case:

United States Bankruptcy Court for the:

Eastern District of Texas
(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 04/20

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** Spherature Investments LLC

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

3. **Debtor's federal Employer Identification Number** (EIN) 20-4665471

4. **Debtor's address**

Principal place of business

5100 Tennyson Parkway
Number Street

Plano, TX 75024
City State ZIP Code

Collin
County

Mailing address, if different from principal place of business

Number Street

P.O. Box

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.worldventures.biz

Debtor Spherature Investments 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 .

7 2 1 1

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 $2,725,625. 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

Debtor Spherature Investments LLC (Name) Case number (if known) _____

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 _____ (MM / DD / YYYY) Case number _____

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

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

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

☐ No

☒ Yes. Debtor See attachment hereto. Relationship _____

District _____ When _____ (MM / DD / YYYY)

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

Debtor Spherature Investments LLC
Name

Case number (if known)

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	☐ 1,000-5,000	☐ 25,001-50,000
☐ 50-99	☐ 5,001-10,000	☐ 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

16. Estimated liabilities

☐ $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

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 12/11/2020
MM / DD / YYYY

DocuSigned by:
x Michael Poates
7B97BE54495047A...
Signature of authorized representative of debtor

Michael Poates
Printed name

Title Chief Operating Officer

Debtor Spherature Investments LLC
Name

Case number (if known)

18. Signature of attorney

✘ */s/ Marcus A. Helt*
Signature of attorney for debtor

Date 12/21/2020
MM / DD / YYYY

Marcus A. Helt
Printed name

Foley & Lardner LLP
Firm name

2021 McKinney Avenue, Suite 1600
Number Street

Dallas, TX 75201
City State ZIP Code

214-999-3000
Contact phone

mhelt@foley.com
Email address

24052187 TX
Bar number State

Attachment to Voluntary Petition – List of Affiliated Debtors

Debtor Name	Filing District	Affiliation
Spherature Investments LLC	Eastern District of Texas	Lead case
Rovia, LLC	Eastern District of Texas	Wholly owned subsidiary of Spherature Investments LLC
WorldVentures Marketing, LLC	Eastern District of Texas	Wholly owned subsidiary of Spherature Investments LLC
WorldVentures Services, LLC	Eastern District of Texas	Wholly owned subsidiary of WorldVentures Marketing Holdings, LLC
WorldVentures Marketing Holdings, LLC	Eastern District of Texas	Wholly owned subsidiary of Spherature Investments LLC
WorldVentures Marketplace LLC	Eastern District of Texas	Wholly owned subsidiary of WorldVentures Marketing Holdings, LLC

Execution Version

AGREEMENT AND RESOLUTIONS ADOPTED BY UNANIMOUS WRITTEN CONSENT IN LIEU OF SPECIAL MEETING (THIS "CONSENT")

of the

MANAGERS

of

SPHERATURE INVESTMENTS LLC

December 21, 2020

The undersigned, the managers ("**Managers**") of Spherature Investments LLC, a Nevada limited liability company (the "**Company**"), hereby consent in writing to and approve the resolutions attached hereto as **Exhibit A** and each and every action effected thereby, in lieu of special meeting of the Managers, the call and notice of which are hereby waived.

This Consent may be executed in counterparts, each of which shall be deemed an original, and all of which, taken together shall constitute one instrument. A copy of this Consent signed and delivered by telecopy or other facsimile transmission shall be considered an original.

[Remainder of page left blank intentionally]

IN WITNESS WHEREOF, the undersigned Managers have executed this consent as of the date first above written.

MANAGERS OF SPHERATURE INVESTMENTS LLC:

DocuSigned by:
W N A
AB40C0[illegible]A584EC...
Name: Wayne Nugent
Title: Manager

Name: Russell Nelms
Title: Manager

Name: James Calandra
Title: Manager

IN WITNESS WHEREOF, the undersigned Managers have executed this consent as of the date first above written.

MANAGERS OF SPHERATURE INVESTMENTS LLC:

Name: Wayne Nugent
Title: Manager

Name: Russell Nelms
Title: Manager

Name: James Calandra
Title: Manager

IN WITNESS WHEREOF, the undersigned Managers have executed this consent as of the date first above written.

MANAGERS OF SPHERATURE INVESTMENTS LLC:

_____
Name: Wayne Nugent
Title: Manager

_____
Name: Russell Nelms
Title: Manager

_____
Name: James Calandra
Title: Manager

EXHIBIT A

VOLUNTARY PETITION FOR RELIEF UNDER CHAPTER 11 OF TITLE 11 OF THE UNITED STATES CODE

WHEREAS, the Managers have considered the Company's assets, liabilities, and liquidity, the strategic alternatives available to the Company, and the impact of the foregoing on the Company's business; and

NOW, THEREFORE, IT IS RESOLVED, the Managers have determined that it is desirable and in the best interests of the Company, its creditors, and other interested parties that a petition be filed by the Company in a United States Bankruptcy Court, including the United States Bankruptcy Court for the Eastern District of Texas (the "**Bankruptcy Court**"), under the provisions of chapter 11 of the United States Code, 11 U.S.C. §§ 101, *et seq.* (the "**Bankruptcy Code**") in such form and at such time as the officer and/or director of the Company executing said petition shall determine (the "**Chapter 11 Case**"); and be it

RESOLVED FURTHER, that the officers of the Company, or any one of them be, and each hereby is, authorized, and empowered, on behalf of and in the name of the Company, to file the Chapter 11 Case;

RESOLVED FURTHER, that the law firm of Foley & Lardner LLP, 2021 McKinney Avenue, Suite 1600, Dallas, Texas 75201 ("**Foley**") is hereby employed as counsel for the Company in or related to the Chapter 11 Case, including (i) taking any and all actions to advance the Company's rights and obligations in connection therewith, and (ii) representing and assisting the Company in carrying out its respective duties under the Bankruptcy Code; and be it

RESOLVED FURTHER, that Larx Advisors, Inc., 2600 Network Boulevard, Suite 600, Frisco, Texas 75034 ("**Larx**"), is hereby employed as restructuring advisor for the Company in or related to the Chapter 11 Case and Erik Toth as Chief Restructuring Officer ("**CRO**") for the Company in or related to the Chapter 11 Case, including (i) taking any and all actions to advance the Company's rights and obligations in connection therewith, and (ii) representing and assisting the Company in carrying out its respective duties under the Bankruptcy Code; and be it

RESOLVED FURTHER, that Stretto ("**Stretto**") is hereby employed as (i) claims and noticing agent, and (ii) administrative agent for the Company in the Chapter 11 Case; and be it

RESOLVED FURTHER, that the officers and/or Managers of the Company, or any one of them, be, and each hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company, to employ and retain such further legal, financial, accounting and bankruptcy services firms (together with Foley, Larx, Stretto and Toth, collectively, the "**Professionals**") as may be deemed necessary or appropriate by the officer(s) for the Chapter 11 Case and, in connection therewith, is authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of such Professionals; and be it

RESOLVED FURTHER, that the officers and/or Managers of the Company, or any one of them, be, and each hereby is, authorized, directed, and empowered, on behalf of and in the name of the Company, to execute and file in the Chapter 11 Case, all petitions, schedules, motions, lists, applications, pleadings, and other papers and, in connection therewith; and be it

RESOLVED FURTHER, that all acts lawfully done or actions lawfully taken by any officer, Manager, director, or member of the Company or any Professional to seek relief on behalf of the Company under chapter 11 of the Bankruptcy Code or in connection with the Chapter 11 Case, or any matter or proceeding related thereto, be, and hereby are, adopted, ratified, confirmed, and approved in all respects as the acts and deeds of the Company; and be it

RESOLVED FURTHER, that the Company, as a debtor and debtor-in-possession under chapter 11 of the Bankruptcy Code, shall be and hereby is authorized to: (i) borrow and/or receive funds from and undertake any and all related transactions contemplated thereby (collectively, the "**Financing Transactions**") and negotiate, execute, and deliver agreements, including without limitation, the debtor-in-possession financing agreement, with any party, including existing lenders and sureties, and on such terms as may be approved by any one of the officers, as reasonably necessary for the continuing conduct of affairs of the Company and (ii) pay related fees and grant security interests in and liens on some, all, or substantially all of the Company's assets, as may be deemed necessary by any one or more of the officers of the Company in connection with such borrowings; and be it

RESOLVED FURTHER, that the officers and/or Managers of the Company, or any one of them, be, and each hereby is, authorized and empowered, with full power of delegations, in the name of, and on behalf of, the Company, as a debtor and debtor-in-possession, to take such actions and execute and deliver such agreements, notes, guaranties, reaffirmations, certificates, instruments, notices, and any and all other documents as may be deemed necessary or appropriate to facilitate or consummate the Financing Transactions; and be it

RESOLVED FURTHER, that the officers and/or Managers of the Company, or any one of them, be, and each hereby is, authorized and empowered, with full power of delegations, for and in the name and on behalf of the Company to amend, supplement, or otherwise modify from time to time the terms of any documents, certificates, instruments, agreements, or other writings referred to in the foregoing resolutions; and be it

RESOLVED FURTHER, that any and all actions of any officer, Manager, director, or member of the Company taken prior to the date hereof to (i) carry out the purposes of the foregoing resolutions, including all further acts and deeds that any such officer, Manager, director, or member of the Company deems necessary, proper, or desirable in connection with the Chapter 11 Case, and the transactions contemplated thereunder, and (ii) take any such action to constitute conclusive evidence of the exercise of such discretionary authority, be and hereby are ratified, approved, and confirmed in all respects.

GENERAL IMPLEMENTING AUTHORITY

RESOLVED, that the officers and/or Managers of the Company, or any one of them, be, and each hereby is, authorized, directed, and empowered, with full power of delegation, on behalf

of and in the name of the Company, 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) all necessary documents, including, without limitation, all petitions, applications to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action that they deem necessary and proper in connection with the Chapter 11 Case; and

RESOLVED FURTHER, that the officers and/or Managers of the Company, or any one of them, be, and each hereby is, authorized, with full power of delegation, for and in the name and on behalf of the Company 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 all such further agreements, documents, certificates, and undertakings, and to incur all such fees and expenses, as in their judgment shall be necessary, appropriate, or advisable to effectuate the purpose and intent of any and all of the foregoing resolutions.

[Remainder of page left blank intentionally]

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS

In re:	§	**Chapter 11**
	§	
SPHERATURE INVESTMENTS LLC,	§	**Case No.: 20-_____**
	§	
Debtor.	§	

CORPORATE OWNERSHIP STATEMENT OF SPHERATURE INVESTMENTS LLC

Spherature Investments LLC ("**Debtor**"), the debtor in the above-captioned case, hereby files this *Corporate Ownership Statement of Spherature Investments LLC* (the "**Statement**"), and pursuant to Fed. R. Bankr. P. 1007(a)(1) and 7007.1, Debtor respectfully states as follows:

1. Debtor is a Nevada limited liability company. Enclosed hereto as Exhibit "A" is a list of all holders of all equity security interests in Debtor pursuant to Fed. R. Bankr. P. 7007.1(a).

Executed on 12/11/2020.

/s/ Michael Poates
Michael Poates, Chief Operating Officer

Case 20-42492 Doc 1 Filed 12/21/20 Entered 12/21/20 20:29:35 Desc Main
DocuSign Envelope ID: 1C3C846B-4C53-4241-8D31-5A24CD06C6F6 Document Page 15 of 19

Exhibit "A" - List of Equity Security Holders

WorldVentures Holdings, LLC
Register of Members

Member Name	Address	Name of Representative	Voting Units: Founder / Common Units	Voting Units: A-1 Units *	Non-Voting Units: A-2 Units	Post-Payout Sharing Ratio
KGS Services, LLC	2504 Beacon Crest Dr., Plano TX 75093	Wayne Nugent	77,241,837	685,714	1,870,475	88.03%
TayJak Enterprises, LLC	3308 Preston Road 350-154 Plano, TX 75093	Dan Stammen	8,108,259	0	781,934	9.81%
VacationLeader.com, Inc.	4049 Castle Bank Lane, Frisco TX 75033	Jefferson Santos		0	57,143	0.06%
Rat Pack Legacy, LLC	463 N County Road 149, Strasburg CO 80136	Taylor Roybal / Lorenzo Roybal		10,880	48,613	0.07%
Melvin Burrell / Rochelle Burrell	6508 Nancy Rd, Rancho Palos Verdes, CA 90275	Melvin Burrell / Rochelle Burrell		57,143	2,686	0.07%
Double Infinity LP	9859 Blossom Springs Rd, El Cajon CA 92021	Kari Schneider / Lisha Schneider		57,143	122,416	0.20%
KS Travel & Trainings Ltd	Koroiskou 6, Laiki Lefkothea, Limassol, Lemesos 3117 Cyprus	Katerina Konstantinou / Stavros Zenonos		0	61,901	0.07%
Marc Accetta's The Leading Edge, Inc.	5504 Frankford Court, Dallas TX 75252	Marc Accetta		0	142,857	0.16%
Monica Perez	3400 Burnet Dr., Plano TX 75025	Monica Perez		0	28,571	0.03%
Starfish Holdings Business Trust	1734 SE 96th St., Sedgwick KS 67135	Byron / Susan Schrag		0	60,000	0.07%
Chris Mayberry	7380 Cumberland Dr., Fairview TN 37062	Chris Mayberry		0	30,053	0.03%
Legacy Holdings Spendthrift Trust	4424 Shadow Glen Dr., Dallas TX 75287	Matt Morris		0	208,460	0.23%
Rhonda Morris	4008 Beverly Drive, Carrollton, TX 75010	Rhonda Morris		0	178,978	0.20%
Livin Full Time, Inc.	2298 N Ontario Street, Burbank, CA 91504	Dave Ulloa		57,143	57,143	0.13%
Millie Man Yin Leung	c/o Alchemy Global Ltd, Room 601, 6th Floor, Wah Yuen Building, 145-149 Queen's Road Central Hong Kong	Millie Man Yin Leung		57,143	0	0.06%
Dr Wu YiChe	9E Yuan Ching Road, Unit 14-60, Singapore 618647	Dr Wu YiChe		0	57,143	0.06%
Infinity Enterprises, LLC	1732 W 37th St. Loveland, CO 80538	Taylor Holland		48,571	8,571	0.06%
						0.00%
Julie Eversole and Kent Eversole	9606 Limestone Pond, San Antonio TX 78254	Julie Eversole		100,000	0	0.11%
Be True To Youself Business Trust	5135 Thomas Ave. S, Minneapolis MN 55410	Jessica Syfko & Martin Ruof		0	93,429	0.10%
Equity Trust Company Custodian FBO Janie M Braun IRA	PO Box 451340, Westlake OH 44145	Raymond and Janie Braun		57,143	0	0.06%
Braun Marketing Company, Inc	1114 Lake Breeze, Canyon Lake TX 78133	Raymond and Janie Braun		0	40,570	0.04%
Josh Paine	5900 Baywater Dr., Apt 606, Plano, TX 75093	Josh Paine		142,858	0	0.16%
Kenneth E Head	2949 Parkwood Blvd., Apt 348, Frisco TX 75034	Kenneth E Head		28,572	0	0.03%
James Menge	1967 Alcove Dr., Frisco TX 75034	James Menge		28,572	0	0.03%
Chillin The Most, LLC	756 Legacy Dr., Edmond OK 73025	Jeff Bolf, Troy Brown and Kathy Brown		57,143	0	0.06%
Troy & Kathy Brown	756 Legacy Dr., Edmond OK 73025	Troy & Kathy Brown		57,143	0	0.06%
						0.00%
TOTAL ISSUED UNITS			**85,350,096**	**1,445,168**	**3,850,943**	**100.00%**
Authorized but Not Issued			0	27,126,260	24,720,485	
TOTAL AUTHORIZED UNITS			**85,350,096**	**28,571,428**	**28,571,428**	

* Voting rights restricted to Protective Provisions clause 7.5 of Operating Agreement

B2030 (Form 2030) (12/15)

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS

In re:	§	**Chapter 11**
	§	
SPHERATURE INVESTMENTS LLC,	§	**Case No.: 20-_____**
	§	
Debtor.	§	

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U .S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	$	519,090.50
Prior to the filing of this statement I have received	$	259,875.30
Balance Due	$	259,215.20

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

[1] Retainer held in escrow.

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

(Continuation Sheet)

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Date: 12/21/2020

/s/ Marcus A. Helt

Marcus A. Helt (TX 24052187)
Thomas C. Scannell (TX 24070559)
FOLEY & LARDNER LLP
2021 McKinney Avenue, Suite 1600
Dallas, TX 75201
Telephone: (214) 999-3000
Facsimile: (214) 999-4667
mhelt@foley.com
tscannell@foley.com

PROPOSED COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION

DocuSign Envelope ID: 1C3C846B-4C53-4241-8D31-5A24CDAC6656

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS

IN RE:	§	
	§	
Spherature Investments LLC	§	Case No.
	§	
Debtor.	§	Chapter 11

DECLARATION FOR ELECTRONIC FILING OF
BANKRUPTCY PETITION AND MASTER MAILING LIST (MATRIX)

PART I: DECLARATION OF PETITIONER:

As an individual debtor in this case, or as the individual authorized to act on behalf of the corporation, partnership, or limited liability company seeking bankruptcy relief in this case, I hereby request relief as, or on behalf of, the debtor in accordance with the chapter of title 11, United States Code, specified in the petition to be filed electronically in this case. I have read the information provided in the petition and in the lists of creditors to be filed electronically in this case and ***I hereby declare under penalty of perjury*** that the information provided therein, as well as the social security information disclosed in this document, is true and correct. I understand that this Declaration is to be filed with the Bankruptcy Court within five (5) business days after the petition and lists of creditors have been filed electronically. I understand that a failure to file the signed original of this Declaration will result in the dismissal of my case.

I hereby further declare under penalty of perjury that I have been authorized to file the petition and lists of creditors on behalf of the debtor in this case.

Date: 12/11/2020

DocuSigned by:
Michael Poates
7B97BE54495047A

Michael Poates
Chief Operating Officer
Spherature Investments LLC – Tax ID No. 20-4665471

PART II: DECLARATION OF ATTORNEY:

I declare ***under penalty of perjury*** that: (1) I will give the debtor(s) a copy of all documents referenced by Part I herein which are filed with the United States Bankruptcy Court; and (2) I have informed the debtor(s), if an individual with primarily consumer debts, that he or she may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter.

DATED: 12/21/2020

/s/ Marcus A. Helt
Marcus A. Helt (TX 24052187)
Thomas C. Scannell (TX 24070559)
FOLEY & LARDNER LLP
2021 McKinney Avenue, Suite 1600
Dallas, TX 75201
Telephone: (214) 999-3000
Facsimile: (214) 999-4667
mhelt@foley.com
tscannell@foley.com

PROPOSED COUNSEL FOR DEBTORS AND DEBTORS-IN-POSSESSION

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

Debtor Name Spherature Investments LLC

United States Bankruptcy Court for the: Eastern District of Texas (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 corporate ownership statement and list of equity security holders.

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

Executed on 12/11/2020
MM / DD / YYYY

DocuSigned by:
✘ Michael Poates
7B97BE54495047A...
Signature of individual signing on behalf of debtor

Michael Poates
Printed name

Chief Operating Officer
Position or relationship to debtor