

**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**

4/16

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 case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name NSC Wholesale Holdings LLC

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

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3. Debtor's federal Employer Identification Number (EIN) 26-3886210

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4. Debtor's address

<p>Principal place of business</p> <p><u>111 Hempstead Turnpike</u>  <u>West Hempstead, NY 11552</u>                  Number, Street, City, State &amp; ZIP Code</p> <p><u>Nassau</u>                  County</p>	<p>Mailing address, if different from principal place of business</p> <p>_____                  P.O. Box, Number, Street, City, State &amp; ZIP Code</p> <p>Location of principal assets, if different from principal place of business</p> <p>_____                  Number, Street, City, State &amp; ZIP Code</p>
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5. Debtor's website (URL) nwlshop.com

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6. Type of debtor

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

Partnership (excluding LLP)

Other. Specify: \_\_\_\_\_

Debtor NSC Wholesale Holdings 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>.

4539

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 \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

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 <b>(See attached)</b>	Relationship _____
District _____	When _____ Case number, if known _____

Debtor NSC Wholesale Holdings 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. 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
- |   |  |  |
|---|--|--|
| <input type="checkbox"/> 1-49               | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input type="checkbox"/> 50-99              | <input type="checkbox"/> 5001-10,000   | <input type="checkbox"/> 50,001-100,000    |
| <input type="checkbox"/> 100-199            | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input checked="" type="checkbox"/> 200-999 |  |  |

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 checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
| <input type="checkbox"/> \$100,001 - \$500,000   | <input 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 checked="" type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion  |
| <input type="checkbox"/> \$100,001 - \$500,000   | <input 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          |

Debtor NSC Wholesale Holdings 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**

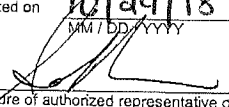
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

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.

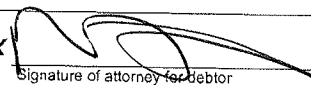
I declare under penalty of perjury that the foregoing is true and correct.

Executed on 10/24/18  
MM / DD / YYYY

X   
Signature of authorized representative of debtor  
Title CEO

Scott Rosen  
Printed name

**18. Signature of attorney**

X   
Signature of attorney for debtor

Date 10-24-18  
MM / DD / YYYY

Mark Minuti  
Printed name

Saul Ewing Arnstein & Lehr LLP  
Firm name

1201 North Market Street  
Suite 2300  
Wilmington, DE 19801  
Number, Street, City, State & ZIP Code

Contact phone 302-421-6800 Email address mark.minuti@saul.com

2659 DE  
Bar number and State

**Pending Bankruptcy Cases Filed  
By the Debtor and Affiliates of the Debtor**

The following affiliated debtors contemporaneously have filed chapter 11 petitions in the United States Bankruptcy Court for the District of Delaware:

**Affiliated Debtors:**

1. NSC Wholesale Holdings LLC [Lead Case]
2. National Wholesale Liquidators of Lodi, Inc.
3. NSC Realty Holdings LLC
4. NSC of West Hempstead, LLC
5. Top Key LLC
6. BP Liquor LLC
7. Teara LLC

**NSC WHOLESALE HOLDINGS LLC**

**WRITTEN CONSENT OF SOLE MANAGER**

The undersigned, being the sole manager (the "Manager") of NSC Wholesale Holdings LLC, a Delaware limited liability company (the "Company"), in accordance with and pursuant to the Delaware Limited Liability Company Act, and without formality of convening a meeting, consents to the adoption of the following resolutions:

**WHEREAS**, the Manager has reviewed the financial records of the Company, has considered the business and financial condition of the Company, and is aware of the assets, liabilities, potential liabilities and liquidity of the Company; and has had the opportunity to consult with the management and advisors of the Company and fully considered all of the strategic alternatives available to the Company; and

**WHEREAS**, as a result of the Company's current financial situation, it appears that it may be necessary to file for reorganization of the Company under chapter 11 (the "Bankruptcy") 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").

**AUTHORIZATION TO FILE VOLUNTARY PETITION UNDER CHAPTER 11**

**IT IS THEREFORE, RESOLVED**, that the Manager has determined in his judgment that it may be desirable and in the best interests of the Company, its creditors and other interested parties to commence the Bankruptcy; and

**FURTHER RESOLVED**, that Scott Rosen and Michael Gold (the "Authorized Officers"), alone or with one or more other Authorized Officers and/or other officers be, and hereby are, authorized and empowered to execute and file on behalf of the Company all petitions, schedules, lists, motions, applications, pleadings and other papers or documents as necessary to commence the Bankruptcy, and to take any and all further acts and deeds that they deem necessary, proper and desirable in connection with the Bankruptcy, with a view to the successful prosecution of such case; and

**FURTHER RESOLVED**, that the law firm of Saul Ewing Arnstein & Lehr LLP is hereby engaged as the attorneys for the Company under general retainer in the Bankruptcy, subject to any requisite bankruptcy court approval; and

**FURTHER RESOLVED**, that the firms of Getzler Henrich & Associates LLC and SSG Advisors, LLC are hereby engaged as financial advisor and investment banker, respectively, for the Company in the Bankruptcy, subject to any requisite bankruptcy court approval; and

**FURTHER RESOLVED**, that the firm of Omni Management Group, Inc. is hereby engaged as the claims and noticing agent for the Company in the Bankruptcy, subject to any requisite bankruptcy court approval; and

**FURTHER RESOLVED**, that the Authorized Officers be, and each of hereby is, authorized and empowered to, in the name and on behalf of the Company, to retain or continue to employ such other professionals as they deem necessary, proper or desirable during the course of the Bankruptcy, subject to any requisite bankruptcy court approval

**RATIFICATION OF ALL PRIOR AND FUTURE ACTIONS**


**IT IS THEREFORE, RESOLVED**, that in addition to the specific authorizations heretofore conferred upon the Authorized Officers, each of the Authorized Officers or their designees shall be, and each of them, acting alone, hereby is, authorized 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 officer or officers' judgment shall be necessary or desirable to fully carry out the intent and accomplish the purposes of the foregoing resolutions; and

**FURTHER RESOLVED**, that all acts, actions and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of the Company, which acts would have been approved by the foregoing resolutions except that such acts were taken before these resolutions were certified, are hereby in all respects ratified and approved; and

**FURTHER RESOLVED**, that these resolutions shall be filed with the records of the Company.

**IN WITNESS WHEREOF**, the undersigned Manager hereby evidences his written consent to the foregoing resolutions effective as of this \_\_\_ day of October, 2018.

**NSC WHOLESALE HOLDINGS LLC**

By:   
Scott Rosen, Sole Manager

Debtor name NSC Wholesale Holdings, LLC, et al.  
 UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE  
 Case No. (If known) \_\_\_\_\_

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 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 Arett Sales Corp. Attn: Cathy Schappert 9285 Commerce Hwy Pennsauken, NJ 08110	Arett Sales Corp. Tel: 800-257-8220 Fax: 856-751-0604 Email: cschappert@arett.com	Trade Debt				\$3,445,587.00
2 Lodi UE LLC Attn: William Yingling P.O. Box 645308 Pittsburgh, PA 15264	Lodi UE LLC Tel: 201-571-3500 Email: wyingling@uedge.com	Rent/Tax				\$1,091,498.00
3 G&C Hempstead Realty Attn: Carol Baker 306 Brentford Rd Haverford, PA 19041	G&C Hempstead Realty Tel: 561-482-6604 Email: carol@bakerstein.net	Rent/Tax				\$885,432.00
4 Citi Cards Attn: Bill Streit P.O. Box 9001016 Louisville, KY 40290-1016	Citi Cards Tel: 303-728-8497 Email: william.g.streit@citi.com	Trade Debt				\$866,977.00
5 NKG Properties LLC Attn: Michael Blaymore 68 Box Mountain Dr Vernon, CT 06066	NKG Properties LLC Tel: 516-678-3782 Email: mblaymore@sgnblaw.com	Rent/Tax				\$604,174.00



Debtor name NSC Wholesale Holdings, LLC, et al.

Case No. (if known) \_\_\_\_\_

## (Continuation Sheet)

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 3500 48th St. Owner LLC Attn: Sheila Chess 295 Madison Ave, 2nd Fl. New York, NY 10017	3500 48th St. Owner LLC Tel: 212-545-1100 Email: schess@pihc.com	Rent/Tax				\$450,453.00
7 River Dr Construction Attn: Barbara Dunn 99-25 Queens Blvd Queens, NY 11374	River Dr Construction Tel: 718-275-4600 Fax: 718-830-0281	Rent/Tax				\$428,954.00
8 Plaza Co-Op City LLC Attn: Lisa Rosenshein 555 South Barry Ave Mamaroneck, NY 10543	Plaza Co-Op City LLC Tel: 914-698-3600 Email: lrosenshein@rosensheinassoc.com	Rent/Tax				\$406,378.00
9 CBA Industries Inc Attn: Harold Matzner 669 River Dr P.O. Box 1717 Elmwood, NJ 07407-1717	CBA Industries Inc Tel: 201-587-1717 Fax: 201-414-5203 Email: hbmatzner@cbaol.com	Other Debt				\$331,519.00
10 Krasdale Foods Attn: Ivette Malave 400 Food Center Dr Bronx, NY 10474	Krasdale Foods Tel: 914-697-5365 Email: imalave@krasdalefoods.com	Trade Debt				\$301,105.00
11 Ningbo Ego Intl Co. Attn: John Jiang 3F No 168 Songjiang E Rd Yinzhou Area, Ningbo China	Ningbo Ego Intl Co. Tel: 865-748-8123 Fax: 86-574-88123988 Email: jhui@ego-global.com	Trade Debt				\$293,656.00

Debtor name NSC Wholesale Holdings, LLC, et al.

Case No. (If known) \_\_\_\_\_

## (Continuation Sheet)

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
12 King Zak Attn: Herb Zaarkin 3 Police Dr P.O. Box 1029 Goshen, NY 10924	King Zak Tel: 800-462-7563 Fax: 845-291-7338 Email: hzakarine@kingzak.com	Trade Debt				\$285,494.00
13 Staples Inc Attn: Michael Conolly 500 Staples Dr Framingham, MA 01701	Staples Inc Tel: 508-253-8675 Email: mike.connolly@staples.com	Rent/Tax				\$245,375.00
14 Home Easy Attn: Scott Lewis 1275 Bloomfield Ave Fairfield, NJ 07004	Home Easy Tel: 973-818-8899 Fax: 973-808-8877 Email: sdl8257@gmail.com	Trade Debt				\$233,163.00
15 United Cartage LLC Attn: Sukhdev Singh 6 Laurie Lane Edison, NJ 08818	United Cartage LLC Tel: 516-902-8524 Fax: 732-442-3809 Email: bittu@shopnwl.com	Other Debt				\$207,040.00
16 Briara Trading Attn: Larry Silverstein 70 Portland Rd W. Conshohocken, PA 19428	Briara Trading Tel: 610-834-1116 Fax: 212-904-1768 Email: larry@briaratrading.com	Trade Debt				\$206,195.00
17 Buffalo Newspress Inc Attn: Wayne Wawrzyniec 200 Broadway Buffalo, NY 14204	Buffalo Newspress Inc Tel: 716-852-1600 Fax: 716-856-2017 Email: w.wawrzyniec@buffnewspress.com	Other Debt				\$197,718.00

Debtor name NSC Wholesale Holdings, LLC, et al.

Case No. (if known) \_\_\_\_\_

(Continuation Sheet)

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
18 Liberty Distributors Inc. Attn: Edmund Guindy 1065 Shepherd Ave Brooklyn, NY 11208	Liberty Distributors Inc. Tel: 718-417-7676 Fax: 718-417-9829	Trade Debt				\$191,687.00
19 Wal-Mart Stores East Attn: Debbie Klossner 2001 SE 10th St Bentonville, AR 72716	Wal-Mart Stores East Tel: 479-204-0011 Email: debbie.klossner@walmart.com	Rent/Tax				\$184,539.00
20 CL Sales Corp. Attn: Joe Lati 1419 East 2nd St Brooklyn, NY 11230	CL Sales Corp. Tel: 718-797-3917 Fax: 917-652-4389	Trade Debt				\$180,728.00

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

Debtor Name NSC Wholesale Holdings LLC  
 United States Bankruptcy Court for the: \_\_\_\_\_ District of DE  
(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**

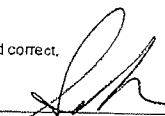
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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 \_\_\_\_\_

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

Executed on 10/24/18  
MM / DD / YYYY

**x**   
 \_\_\_\_\_  
 Signature of individual signing on behalf of debtor

Scott Rosen  
 \_\_\_\_\_  
 Printed name  
Chief Executive Officer  
 \_\_\_\_\_  
 Position or relationship to debtor

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

In re:	)	Chapter 11
NSC WHOLESALE HOLDINGS LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 18-_____
Debtors.	)	Jointly Administered
	)	
	)	

**STATEMENT OF CORPORATE OWNERSHIP**

Pursuant to rules 1007(a)(1) and 7007.1 of the Federal Rules of Bankruptcy Procedure, the following is a list of any corporation, other than a governmental unit, that directly or indirectly owns 10% or more of any class of equity interests in the above-captioned debtors.

Debtor Name	Corporate Owner(s) Name (% of Units Owned)
NSC Wholesale Holdings LLC	No corporate owner

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: NSC Wholesale Holdings LLC (6210); National Wholesale Liquidators of Lodi, Inc. (4301); NSC Realty Holdings LLC (4779); NSC of West Hempstead, LLC (5582); Top Key LLC (7503); BP Liquor LLC (2059); and Teara LLC (8660). The Debtors' mailing address is 111 Hempstead Turnpike, West Hempstead, NY 11552.

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

Debtor Name NSC Wholesale Holdings LLC  
 United States Bankruptcy Court for the: \_\_\_\_\_ District of DE  
(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**

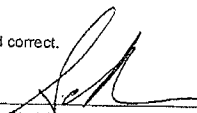
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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 1007(a)(1) Corporate Ownership Statement

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

Executed on 10/24/18  
MM / DD / YYYY

**x**   
 \_\_\_\_\_  
 Signature of individual signing on behalf of debtor

Scott Rosen  
 \_\_\_\_\_  
 Printed name  
Chief Executive Officer  
 \_\_\_\_\_  
 Position or relationship to debtor

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

In re:	)	
	)	Chapter 11
NSC WHOLESALE HOLDINGS LLC, <i>et al.</i> , <sup>1</sup>	)	Case No. 18-_____
Debtors.	)	Jointly Administered
	)	
	)	

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of equity security holders of Debtor NSC Wholesale Holdings LLC, prepared in accordance with Fed. R. Bankr. P. 1007(a)(3) for filing in this chapter 11 case:

Name of Holder	Percent of Equity	Kind of Interest
Eva Rosen Trust FBO Scott Rosen	33.34%	Membership Interest
Eva Rosen Trust FBO Carrie Rosen	33.33%	Membership Interest
Eva Rosen Trust FBO Neil Rosen	33.33%	Membership Interest

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: NSC Wholesale Holdings LLC (6210); National Wholesale Liquidators of Lodi, Inc. (4301); NSC Realty Holdings LLC (4779); NSC of West Hempstead, LLC (5582); Top Key LLC (7503); BP Liquor LLC (2059); and Teara LLC (8660). The Debtors' mailing address is 111 Hempstead Turnpike, West Hempstead, NY 11552.

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

Debtor Name NSC Wholesale Holdings LLC

United States Bankruptcy Court for the: \_\_\_\_\_ District of DE  
(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**

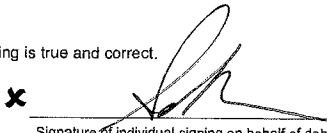
I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

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 1007(a)(3) List of Equity Security Holders

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

Executed on 10/24/18  
MM / DD / YYYY

**x**   
Signature of individual signing on behalf of debtor

Scott Rosen  
Printed name  
Chief Executive Officer  
Position or relationship to debtor