

Fill in this information to identify the case:

Debtor Highland Capital Management, L.P.

United States Bankruptcy Court for the: Northern District of Texas
(State)

Case number 19-34054

Official Form 410

Proof of Claim

04/19

Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.

Filers must leave out or redact information that is entitled to privacy on this form or on any attached documents. Attach redacted copies or any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.

Part 1: Identify the Claim

1. Who is the current creditor?	<u>Crescent TC Investors, L.P.</u> Name of the current creditor (the person or entity to be paid for this claim)	
	Other names the creditor used with the debtor _____	
2. Has this claim been acquired from someone else?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. From whom? _____	
3. Where should notices and payments to the creditor be sent?	Where should notices to the creditor be sent? Crescent TC Investors, L.P. c/o Michael S. Held 2323 Ross Avenue Suite 600 Dallas, TX 75201 Contact phone <u>214-953-5859</u> Contact email <u>mheld@jw.com</u>	Where should payments to the creditor be sent? (if different) Crescent TC Investors, L.P. Post Office Box 841772 Dallas, TX 75284 Contact phone _____ Contact email _____
	Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____	
4. Does this claim amend one already filed?	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Claim number on court claims registry (if known) <u>134</u> Filed on <u>04/08/2020</u> MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Who made the earlier filing? _____	



Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: _____
7. How much is the claim?	\$ <u>29,938.04</u> Does this amount include interest or other charges? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).
8. What is the basis of the claim?	Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information. <u>Lease</u>
9. Is all or part of the claim secured?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property. Nature or property: <input type="checkbox"/> Real estate: If the claim is secured by the debtor's principle residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> . <input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other. Describe: _____ Basis for perfection: _____ Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.) Value of property: \$ _____ Amount of the claim that is secured: \$ _____ Amount of the claim that is unsecured: \$ _____ (The sum of the secured and unsecured amount should match the amount in line 7.) Amount necessary to cure any default as of the date of the petition: \$ _____ Annual Interest Rate (when case was filed) _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable
10. Is this claim based on a lease?	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Amount necessary to cure any default as of the date of the petition. \$ <u>27,480.67</u>
11. Is this claim subject to a right of setoff?	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Identify the property: <u>Anticipated Tax Refund</u>



12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.

☐ No

☒ Yes. Check all that apply:

☐ Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Amount entitled to priority

\$ _____

☐ Up to \$3,025* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

\$ _____

☐ Wages, salaries, or commissions (up to \$13,650*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

\$ _____

☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

\$ _____

☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

\$ _____

☒ Other. Specify subsection of 11 U.S.C. § 507(a)(2) that applies.

\$ 2,457.37

* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

13. Is all or part of the claim pursuant to 11 U.S.C. § 503(b)(9)?

☒ No

☐ Yes. Indicate the amount of your claim arising from the value of any goods received by the debtor within 20 days before the date of commencement of the above case, in which the goods have been sold to the Debtor in the ordinary course of such Debtor's business. Attach documentation supporting such claim.

\$ _____

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

☒ I am the creditor.

☐ I am the creditor's attorney or authorized agent.

☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have reasonable belief that the information is true and correct.

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

Executed on date 07/27/2020
MM / DD / YYYY

/s/Hien Le
Signature

Print the name of the person who is completing and signing this claim:

Name Hien Le
First name Middle name Last name

Title President of Crescent TCI GP, LLC

Company Crescent TC Investors, L.P.
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 5847 San Felipe St., Suite 150, Houston, TX, 77057

Contact phone 713-735-5045

Email hien.q.le@jpmorgan.com



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (877) 573-3984 | International (310) 751-1829

Debtor: 19-34054 - Highland Capital Management, L.P. District: Northern District of Texas, Dallas Division		
Creditor: Crescent TC Investors, L.P. c/o Michael S. Held 2323 Ross Avenue Suite 600 Dallas, TX, 75201 Phone: 214-953-5859 Phone 2: Fax: Email: mhheld@jw.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement:	
	Has Related Claim: No Related Claim Filed By:	
	Filing Party: Creditor	
Disbursement/Notice Parties: Crescent TC Investors, L.P. Post Office Box 841772 Dallas, TX, 75284 Phone: Phone 2: Fax: E-mail: DISBURSEMENT ADDRESS		
Other Names Used with Debtor:	Amends Claim: Yes - 134, 04/08/2020 Acquired Claim: No	
Basis of Claim: Lease	Last 4 Digits: No	Uniform Claim Identifier:
Total Amount of Claim: 29,938.04	Includes Interest or Charges: No	
Has Priority Claim: Yes	Priority Under: 11 U.S.C. §507(a)(2): 2,457.37	
Has Secured Claim: No Amount of 503(b)(9): No Based on Lease: Yes, 27,480.67 Subject to Right of Setoff: Yes, Anticipated Tax Refund	Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured:	
Submitted By: Hien Le on 27-Jul-2020 4:11:12 p.m. Eastern Time Title: President of Crescent TCI GP, LLC Company: Crescent TC Investors, L.P.		

Optional Signature Address:

Hien Le
5847 San Felipe St.
Suite 150
Houston, TX, 77057

Telephone Number:

713-735-5045

Email:

hien.q.le@jpmorgan.com

SUMMARY OF CLAIM

1. Highland Capital Management, L.P. (“**Highland**”) initiated the instant case by filing its petition for relief under chapter 11 of Title 11 of the United States Code (the “**Bankruptcy Code**”) on October 16, 2019 (the “**Petition Date**”).

2. Prior to the Petition Date, dated April 20, 2011, Highland, as tenant, and Crescent TC Investors, L.P. (“**Crescent**”), as landlord entered into that certain Office Lease (the “**Lease**”) for approximately 43,515 of rental sq./ft. located on the 7th floor of 300 Crescent Court in Dallas, Texas, commonly known at The Crescent (the “**Premises**”). A true and correct copy of the Lease is attached hereto as Exhibit “A”, and is incorporated herein as if fully set forth at length.

3. As of the Petition Date, Highland was current on its monthly payments of base rent. Since the Petition Date, Highland has continued to occupy the Premises, and has continued to pay its post-petition base rent and related estimated operating expenses through March 31, 2020.

4. After the Petition Date, Crescent completed its reconciliation of 2019 operating expenses (as more specifically set forth in the Lease), pursuant to which Highland owes Crescent **\$9,191.18** for underpayment of operating expenses for the pre-petition period of January 1, 2019 through October 15, 2019, and **\$2,457.37** for underpayment of operating expenses for the post-petition period of October 15, 2019 through December 31, 2019.

5. Further, Highland has failed to pay post-petition parking expenses for February 2020 through April 2020 in the amount of **\$56,318.05**, and post-petition storage expenses for December 2019 through April 2020 in the amount of **\$1,560.00**.

6. Crescent reserves the right to file a separate claim or application for payment of (a) any and all additional post-petition rent and related operating expenses (including, but not limited

to CAM, insurance, taxes and late fees, as applicable), in the event that Highland fails to pay any additional post-petition incurred charges.

7. Moreover, during the pendency of this ch. 11 case, Crescent agreed to an extension of the deadline within which Highland has to assume or reject the Lease through June 12, 2020. To date, Highland has not yet assumed or rejected the Lease. Accordingly, Crescent hereby reserves the right to amend this proof of claim to include any additional claims, including, but not limited to claims for rejection damages in the event that the Lease is rejected, the repair and clean-up of the Premises if not turned over in the condition required under the Lease upon rejection, as well as for any attorneys' fees, costs or other charges allowed under the Lease and/or applicable law.

8. This claim is not founded on an open account, except to the extent that the Lease is deemed such.

9. This claims set forth herein are unsecured claim, except to the extent of any security deposit held by Crescent in conjunction with the Lease, and/or to the extent that Crescent is secured by virtue of any additional liens afforded it pursuant to relevant contract or property law.

10. The amount of all payments of this claim has been credited and deducted for the purpose of making this proof of claim.

11. The total amount of Crescent's claim as of the filing of this proof of claim is **\$69,526.60**, plus any additional interest, fees, expenses or other costs allowed by contract or applicable law. This claim is comprised of a pre-petition claim of **\$9,191.18**, and a post-petition priority administrative claim under 11 U.S.C. §§503(b) & 507(a)(2) in the amount of **\$60,335.42**. The foregoing amounts do not include interest, fees, expenses and other costs which Crescent may also be entitled to assert, or any rejection damages claims, clean-up, repair or damages to the

Premises resulting from the Highland's vacating same and for any attorneys' fees, costs or other charges allowed under the Lease and/or applicable law. Crescent reserves the right to amend this Proof of Claim to assert such additional claims for fees, costs, expenses and/or damages.