

Fill in this information to identify the case:

Debtor Sequential Brands Group, Inc.

United States Bankruptcy Court for the: _____ District of Delaware
(State)

Case number 21-11194

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>BIEN CUIT WHOLESALE LLC.</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? <u>BIEN CUIT WHOLESALE LLC.</u> <u>120 Smith Street</u> <u>Brooklyn, NY 11201</u> Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) Contact phone _____ Contact email <u>info@biencuit.com</u>	Where should payments to the creditor be sent? (if different) Contact phone _____ Contact email _____ Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) _____ Filed on _____ MM / DD / YYYY	
5. Do you know if anyone else has filed a proof of claim for this claim?	<input type="checkbox"/> No <input checked="" 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? ☐ No
☒ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: 7059 ____

7. How much is the claim? \$ 203.40 Does this amount include interest or other charges?
☒ No
☐ 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.
croissants and cookies

9. Is all or part of the claim secured? ☒ No
☐ Yes. The claim is secured by a lien on property.
Nature or property:
☐ Real estate: If the claim is secured by the debtor's principle residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.
☐ Motor vehicle
☐ 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) _____ %
☐ Fixed
☐ Variable

10. Is this claim based on a lease? ☒ No
☐ Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff? ☒ No
☐ Yes. Identify the property: _____



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)() that applies.

\$ _____

* 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 10/27/2021
MM / DD / YYYY

/s/Dona Vo
Signature

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

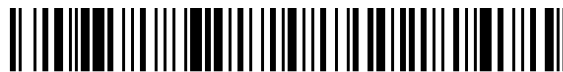
Name Dona Vo
First name Middle name Last name

Title Office Manager

Company Bien Cuit Wholesale LLC
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address _____

Contact phone _____ Email _____



KCC ePOC Electronic Claim Filing Summary

For phone assistance: Domestic (866) 556-7696 | International 001-310-823-9000

Debtor: 21-11194 - Sequential Brands Group, Inc.		
District: District of Delaware		
Creditor: BIEN CUIT WHOLESale LLC. 120 Smith Street Brooklyn, NY, 11201 Phone: Phone 2: Fax: Email: info@biencuit.com	Has Supporting Documentation: Yes, supporting documentation successfully uploaded Related Document Statement:	
	Has Related Claim: Yes Related Claim Filed By:	
	Filing Party: Creditor	
	Other Names Used with Debtor:	
Amends Claim: No Acquired Claim: No		
Basis of Claim: croissants and cookies	Last 4 Digits: Yes - 7059	Uniform Claim Identifier:
Total Amount of Claim: 203.40	Includes Interest or Charges: No	
Has Priority Claim: No	Priority Under:	
Has Secured Claim: No Amount of 503(b)(9): No Based on Lease: No Subject to Right of Setoff: No	Nature of Secured Amount: Value of Property: Annual Interest Rate: Arrearage Amount: Basis for Perfection: Amount Unsecured:	
Submitted By: Dona Vo on 27-Oct-2021 4:30:28 p.m. Eastern Time Title: Office Manager Company: Bien Cuit Wholesale LLC		

ID: 25706040

PIN: Qce7N96R

United States Bankruptcy Court for the District of Delaware

Indicate Debtor against which you assert a claim by checking the appropriate box below. (Check only one Debtor per claim form.)

- | | | |
|---|---|---|
| <input checked="" type="checkbox"/> Sequential Brands Group, Inc. (Case No. 21-11194) | <input type="checkbox"/> Brand Matter, LLC (Case No. 21-11199) | <input type="checkbox"/> Joe's Holdings, LLC (Case No. 21-11205) |
| <input type="checkbox"/> SQBG, Inc. (Case No. 21-11195) | <input type="checkbox"/> SGB FM, LLC (Case No. 21-11200) | <input type="checkbox"/> Gaia Brand Holdco, LLC (Case No. 21-11206) |
| <input type="checkbox"/> Sequential Licensing, Inc. (Case No. 21-11196) | <input type="checkbox"/> Galaxy Brands, LLC (Case No. 21-11201) | <input type="checkbox"/> Gaia Americas, Inc. (Case No. 21-11207) |
| <input type="checkbox"/> William Rast Licensing, LLC (Case No. 21-11197) | <input type="checkbox"/> The Basketball Marketing Company, Inc. (Case No. 21-11202) | <input type="checkbox"/> SGB-Gaia Holdings, LLC (Case No. 21-11208) |
| <input type="checkbox"/> Heeling Sports Limited (Case No. 21-11198) | <input type="checkbox"/> American Sporting Goods Corp. (Case No. 21-11203) | <input type="checkbox"/> SGB Universe Brands, LLC (Case No. 21-11209) |
| | <input type="checkbox"/> LNT Brands, LLC (Case No. 21-11204) | <input type="checkbox"/> GBT Promotions LLC (Case No. 21-11210) |

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. Other than a claim under 11 U.S.C. § 503(b)(9), this form should not be used to make a claim for an administrative expense arising after the commencement of the case.

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.

Part 1: Identify the Claim

NameID: 14993972

1. Who is the current creditor?	BIEN CUIT WHOLESale LLC. 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? BIEN CUIT WHOLESale LLC. 120 Smith Street Brooklyn, NY 11201 Federal Rule of Bankruptcy Procedure (FRBP) 2002(g) Address Contact phone 718 852 0200 Contact email info@biencuit.com Uniform claim identifier for electronic payments in chapter 13 (if you use one):	Where should payments to the creditor be sent? (if different) Name Number Street City State ZIP Code Country Contact phone Contact email
4. Does this claim amend one already filed?	<input checked="" type="checkbox"/> No <input type="checkbox"/> Yes. Claim number on court claims registry (if known) Filed on 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?

☐ No

☒ Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: 7059

7. How much is the claim?

\$ 203.40

Does this amount include interest or other charges?

☒ No

☐ 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.

Cookies and Croissants

9. Is all or part of the claim secured?

☒ No

☐ Yes. The claim is secured by a lien on property.

Nature of property:

☐ Real estate: If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.

☐ Motor vehicle

☐ 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) _____%

☐ Fixed

☐ Variable

10. Is this claim based on a lease?

☒ No

☐ Yes. Amount necessary to cure any default as of the date of the petition. \$ _____

11. Is this claim subject to a right of setoff?

☒ No

☐ Yes. Identify the property: _____



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

☒ No

☐ Yes. Check all that apply:

Amount entitled to priority

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

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

\$ _____

☐ 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)() that applies.

\$ _____

* 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

10/27/2021
MM / DD / YYYY


Signature

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

Name

DONA

VO

First name

Middle name

Last name

Title

OFFICE MANAGER

Company

BIEN CUIT WHOLESALÉ LLC

Identify the corporate servicer as the company if the authorized agent is a servicer.

Address

120 SMITH STREET

Number

Street

BROOKLYN

NY

11201

KINGS

City

State

ZIP Code

Country

Contact phone

718 852 0200

Email

info@biencuit.com



120 Smith Street
Brooklyn, NY 11201

10/27/2021

Sequential Brands Group, Inc.
Martha Stewart Cafe
601 West 26th St., 9th Floor
New York, NY 10001

Date	Transaction	Amount	Balance
10/10/2018	INV #6104-00087. Orig. Amount \$31.00. Wholesale	0.30	0.30
10/17/2018	INV #6105-00087. Orig. Amount \$42.20. Wholesale	42.20	42.50
10/24/2018	INV #6106-00087. Orig. Amount \$42.20. Wholesale	42.20	84.70
10/31/2018	INV #6107-00087. Orig. Amount \$42.20. Wholesale	42.20	126.90
11/07/2018	INV #6108-00087. Orig. Amount \$42.20. Wholesale	42.20	169.10
12/03/2018	INV #6109-00087. Orig. Amount \$34.30. Wholesale	34.30	203.40

BIEN CUIT

Bien Cuit
120 Smith St
Brooklyn, NY 11201
718-852-0200

Invoice

Shipped To:
Martha Stewart Cafe
601 West 26th St.
New York, NY 10001

Billed To:
Martha Stewart Cafe
601 West 26th St., 9th Floor
New York, NY

Invoice Number	Invoice Date	Terms	Due Date	Total Due
6104-00087	2018-10-10	Net 30	2018-11-09	\$31.00

Item Name	Product Type	Quantity	Price Each	Total
Malted Granola Cookie	Cookie	10	\$0.85	\$8.50
Salted Chocolate Cookie	Cookie	10	\$0.85	\$8.50
Croissant	Viennoiserie	10	\$1.40	\$14.00

Subtotal:	\$31.00
Delivery Fee:	\$0.00
Total:	\$31.00



Date: October 1, 2018
P.O. #: 20181010-02
Customer ID: MarthaStewartCafe

Ship to:
Martha Stewart Café
Martha Stewart Living Omnimedia
601 W. 26th Street, 9th Floor
New York, NY 10001
(212)827-8228

[illegible]

Total	\$	42.20
-------	----	-------

- Authorized by

601 W26th Street, New York, NY 10001, 212-827-8000



Bien Cuit Wholesale <wholesale@biencuit.com>

New Order- Oct 10

Chelsea Robles <chelsea@biencuit.com>

Mon, Oct 1, 2018 at 11:51 AM

To: "Goodwin, Lynn" <LGoodwin@sbg-ny.com>

Cc: Lloyd Ellman <lloyd@biencuit.com>, "<wholesale@biencuit.com>" <wholesale@biencuit.com>, "Sanchez, Francisco" <FSanchez@sbg-ny.com>

Hi Lynn,

Your order is confirmed! Please review your order sheet attached.

Best,

Chelsea

On Mon, Oct 1, 2018 at 11:43 AM Goodwin, Lynn <LGoodwin@sbg-ny.com> wrote:

Please see order for next week. Thank you. Lynn

--

LYNN GOODWIN

VP, FACILITY MANAGEMENT

SEQUENTIAL BRANDS GROUP

601 West 26th Street – 9th Floor

NY, NY 10001

o: 212.827.8789

sequentialbrandsgroup.com

From: Goodwin, Lynn**Sent:** Thursday, September 27, 2018 2:12 PM**To:** 'Lloyd Ellman'**Cc:** 'Chelsea Robles'; 'wholesale@biencuit.com'; Sanchez, Francisco**Subject:** Bien Cuit

BIEN CUIT

Bien Cuit
120 Smith St
Brooklyn, NY 11201
718-852-0200

Invoice

Shipped To:
Martha Stewart Cafe
601 West 26th St.
New York, NY 10001

Billed To:
Martha Stewart Cafe
601 West 26th St., 9th Floor
New York, NY

Invoice Number	Invoice Date	Terms	Due Date	Total Due
6105-00087	2018-10-17	Net 30	2018-11-16	\$42.20

Item Name	Product Type	Quantity	Price Each	Total
Malted Granola Cookie	Cookie	10	\$0.85	\$8.50
Salted Chocolate Cookie	Cookie	10	\$0.85	\$8.50
Croissant	Viennoiserie	18	\$1.40	\$25.20

Subtotal:	\$42.20
Delivery Fee:	\$0.00
Total:	\$42.20



Date: October 11, 2018
P.O. #: 20181017-01
Customer ID: MarthaStewartCafe

Ship to:
Martha Stewart Café
Martha Stewart Living Omnimedia
601 W. 26th Street, 9th Floor
New York, NY 10001
(212)827-8228

[illegible]

Total	\$	42.20
-------	----	-------

- Date _____

601 W26th Street, New York, NY 10001, 212-827-8000



Bien Cuit Wholesale <wholesale@biencuit.com>

Bien Cuit -10/17

Chelsea Robles <chelsea@biencuit.com>

Fri, Oct 12, 2018 at 9:37 AM

To: "Goodwin, Lynn" <LGoodwin@sbg-ny.com>

Cc: Lloyd Ellman <lloyd@biencuit.com>, "<wholesale@biencuit.com>" <wholesale@biencuit.com>, "Sanchez, Francisco" <FSanchez@sbg-ny.com>

Hi Lynn,

Your order is confirmed! Please review your order sheet attached.

Thank you,

Chelsea

On Thu, Oct 11, 2018 at 6:01 PM Goodwin, Lynn <LGoodwin@sbg-ny.com> wrote:

Please see order for next week. Any questions, let us know. Thank you.

Lynn

--

LYNN GOODWIN

VP, FACILITY MANAGEMENT

SEQUENTIAL BRANDS GROUP

601 West 26th Street – 9th Floor

NY, NY 10001

o: 212.827.8789

sequentialbrandsgroup.com

From: Goodwin, Lynn**Sent:** Thursday, September 27, 2018 2:12 PM**To:** 'Lloyd Ellman'

BIEN CUIT

Bien Cuit
120 Smith St
Brooklyn, NY 11201
718-852-0200

Invoice

Shipped To:
Martha Stewart Cafe
601 West 26th St.
New York, NY 10001

Billed To:
Martha Stewart Cafe
601 West 26th St., 9th Floor
New York, NY

Invoice Number	Invoice Date	Terms	Due Date	Total Due
6106-00087	2018-10-24	Net 30	2018-11-23	\$42.20

Item Name	Product Type	Quantity	Price Each	Total
Malted Granola Cookie	Cookie	10	\$0.85	\$8.50
Salted Chocolate Cookie	Cookie	10	\$0.85	\$8.50
Croissant	Viennoiserie	18	\$1.40	\$25.20

Subtotal:	\$42.20
Delivery Fee:	\$0.00
Total:	\$42.20

Purchase Order

Martha Stewart Café
Martha Stewart Living Omnimedia

Date: October 15, 2018
P.O. #: 20181024-01
Customer ID: MarthaStewartCafe

Vendor:
Bien Cuit Wholesale
120 Smith Street
Brooklyn, NY 11201
(718)852-0200

Ship to:
Martha Stewart Café
Martha Stewart Living Omnimedia
601 W. 26th Street, 9th Floor
New York, NY 10001
(212)827-8228

Shipping Method	Shipping Terms	Delivery Date
Truck	Internal delivery to the Café in lobby	October 24, 2018

[illegible]

Subtotal	\$	42.20
----------	----	-------

Total \$ 42.20

1. Please send your invoice via email.
2. Enter this order in accordance with the prices, terms, delivery method, and specifications listed above.
3. Please notify us immediately if you are unable to ship as specified.
4. Send all correspondence to:
Martha Stewart Cafe
601 W 26th Street
New York, NY 10001
212-827-8228.

Authorized by

Date _____

601 W26th Street, New York, NY 10001, 212-827-8000



Bien Cuit Wholesale <wholesale@biencuit.com>

Bien Cuit -10/24

Chelsea Robles <chelsea@biencuit.com>

Thu, Oct 18, 2018 at 10:42 AM

To: "Goodwin, Lynn" <LGoodwin@sbg-ny.com>

Cc: Lloyd Ellman <lloyd@biencuit.com>, "<wholesale@biencuit.com>" <wholesale@biencuit.com>, "Sanchez, Francisco" <FSanchez@sbg-ny.com>

Hi Lynn,

Your order is confirmed! Please review your order sheet attached.

Best,

Chelsea

On Thu, Oct 18, 2018 at 8:59 AM Goodwin, Lynn <LGoodwin@sbg-ny.com> wrote:

Please see order for next week

From: Goodwin, Lynn**Sent:** Thursday, October 11, 2018 6:01 PM**To:** 'Lloyd Ellman'**Cc:** 'Chelsea Robles'; 'wholesale@biencuit.com'; Sanchez, Francisco**Subject:** Bien Cuit -10/17

Please see order for next week. Any questions, let us know. Thank you.

Lynn

--

LYNN GOODWIN

VP, FACILITY MANAGEMENT

SEQUENTIAL BRANDS GROUP

601 West 26th Street - 9th Floor

NY, NY 10001

o: 212.827.8789

BIEN CUIT

Bien Cuit
120 Smith St
Brooklyn, NY 11201
718-852-0200

Invoice

Shipped To:
Martha Stewart Cafe
601 West 26th St.
New York, NY 10001

Billed To:
Martha Stewart Cafe
601 West 26th St., 9th Floor
New York, NY

Invoice Number	Invoice Date	Terms	Due Date	Total Due
6107-00087	2018-10-31	Net 30	2018-11-30	\$42.20

Item Name	Product Type	Quantity	Price Each	Total
Malted Granola Cookie	Cookie	10	\$0.85	\$8.50
Salted Chocolate Cookie	Cookie	10	\$0.85	\$8.50
Croissant	Viennoiserie	18	\$1.40	\$25.20

Subtotal:	\$42.20
Delivery Fee:	\$0.00
Total:	\$42.20



Date: October 25, 2018
P.O. #: 20181031-03
Customer ID: MarthaStewartCafe

Ship to:
Martha Stewart Café
Martha Stewart Living Omnimedia
601 W. 26th Street, 9th Floor
New York, NY 10001
(212)827-8228

Subtotal	\$	42.20
Total	\$	42.20

- Date _____

601 W26th Street, New York, NY 10001, 212-827-8000



Bien Cuit Wholesale <wholesale@biencuit.com>

Next week order

Bien Cuit Wholesale <wholesale@biencuit.com>

Thu, Oct 25, 2018 at 11:20 AM

To: LGoodwin@sbg-ny.com, Bien Cuit Wholesale <wholesale@biencuit.com>, Shelby Jones <shelby@biencuit.com>

Hi Lynn,

Your order is confirmed. Please review your order sheet attached. Feel free to let us know if you need to make any adjustments.

Best,
Michi

On Thu, Oct 25, 2018 at 10:40 AM Goodwin, Lynn <LGoodwin@sbg-ny.com> wrote:

Please see order for next week. Thanks so much. Lynn

--

LYNN GOODWIN

VP, FACILITY MANAGEMENT

SEQUENTIAL BRANDS GROUP

601 West 26th Street – 9th Floor

NY, NY 10001

o: 212.827.8789

sequentialbrandsgroup.com

From: Goodwin, Lynn

Sent: Thursday, October 18, 2018 8:59 AM

To: 'Lloyd Ellman'

Cc: 'Chelsea Robles'; 'wholesale@biencuit.com'; Sanchez, Francisco

Subject: Bien Cuit -10/24

BIEN CUIT

Bien Cuit
120 Smith St
Brooklyn, NY 11201
718-852-0200

Invoice

Shipped To:
Martha Stewart Cafe
601 West 26th St.
New York, NY 10001

Billed To:
Martha Stewart Cafe
601 West 26th St., 9th Floor
New York, NY

Invoice Number	Invoice Date	Terms	Due Date	Total Due
6108-00087	2018-11-07	Net 30	2018-12-07	\$42.20

Item Name	Product Type	Quantity	Price Each	Total
Malted Granola Cookie	Cookie	10	\$0.85	\$8.50
Salted Chocolate Cookie	Cookie	10	\$0.85	\$8.50
Croissant	Viennoiserie	18	\$1.40	\$25.20

Subtotal:	\$42.20
Delivery Fee:	\$0.00
Total:	\$42.20



Date: November 1, 2018
P.O. #: 20181107-02
Customer ID: MarthaStewartCafe

Ship to:
Martha Stewart Café
Martha Stewart Living Omnimedia
601 W. 26th Street, 9th Floor
New York, NY 10001
(212)827-8228

[illegible]

Total	\$	42.20
-------	----	-------

- Date _____

601 W26th Street, New York, NY 10001, 212-827-8000



Bien Cuit Wholesale <wholesale@biencuit.com>

Exciting News and Orders for Next Week!

Chelsea Robles <chelsea@biencuit.com>

Thu, Nov 1, 2018 at 2:19 PM

To: "Goodwin, Lynn" <LGoodwin@sbg-ny.com>

Cc: Lloyd Ellman <lloyd@biencuit.com>, "<wholesale@biencuit.com>" <wholesale@biencuit.com>, SPerlman@marthastewart.com, mmroue@sohohospitalitygroup.com, ciara@sohohospitalitygroup.com, anne@sohohospitalitygroup.com, "Sanchez, Francisco" <FSanchez@sbg-ny.com>

Hi Lynn,

Thanks so much for putting us in touch with the new team! It's nice to meet you all. I have updated the company name on the account accordingly.

Please see your order confirmation attached.

Thank you!

Chelsea

On Thu, Nov 1, 2018 at 1:47 PM Goodwin, Lynn <LGoodwin@sbg-ny.com> wrote:

Hi all, Hope you are doing well. Please see attached orders for next week.

We also have some exciting news!! SBG (MS CAFÉ) has partnered with the Soho Hospitality Group. This wonderful team (Michel, Ciara, Anne) is responsible for growing the MS CAFÉ brand and managing the current MS CAFÉ.

We are currently in transition but Michael, Ciara, and Anne wanted to connect with you. As we transition, I'm requesting an account to be created under the Soho Hospitality Group.

Effective Monday, November 5th, Soho will be responsible for processing all invoices. I have included their contact information below. Please help them in any way you can.

Any questions, please let me know. Thanks so much! Lynn

SOHO HOSPITALITY GROUP

Michel Mroue' -Principal

Soho Hospitality Group

Mobile: 201.470.9645

Email: mmroue@sohohospitalitygroup.com

1412 Broadway, 21st Floor

New York, NY 10018

Ciara Tang

ciara@sohohospitalitygroup.com

BIEN CUIT

Bien Cuit
120 Smith St
Brooklyn, NY 11201
718-852-0200

Invoice

Shipped To:
Martha Stewart Cafe
601 West 26th St.
New York, NY 10001

Billed To:
Martha Stewart Cafe
601 West 26th St., 9th Floor
New York, NY

Invoice Number	Invoice Date	Terms	Due Date	Total Due
6109-00087	2018-12-03	Net 30	2019-01-02	\$34.30

Item Name	Product Type	Quantity	Price Each	Total
Almond Croissant	Vienoisserie	6	\$2.15	\$12.90
Chocolate Croissant	Vienoisserie	6	\$1.70	\$10.20
Croissant	Vienoisserie	8	\$1.40	\$11.20

Subtotal:	\$34.30
Delivery Fee:	\$0.00
Total:	\$34.30



Date: November 29, 2018
P.O. #: 20181203-01
Customer ID: MarthaStewartCafe

Ship to:
Martha Stewart Café
Martha Stewart Living Omnimedia
601 W. 26th Street, 9th Floor
New York, NY 10001
(212)827-8228

601 W26th Street, New York, NY 10001, 212-827-8000



Bien Cuit Wholesale <wholesale@biencuit.com>

Bien Cuit order

Bien Cuit Wholesale <wholesale@biencuit.com>

Fri, Nov 30, 2018 at 10:46 AM

To: LGoodwin@sbg-ny.com

Cc: Shelby Jones <shelby@biencuit.com>, Bien Cuit Wholesale <wholesale@biencuit.com>, FSanchez@sbg-ny.com

Hi Lynn,

Your order for Monday has been confirmed. Please review the attached confirmation sheet. Feel free to let us know if you have any questions.

Best,
Michi

----- Forwarded message -----

From: **Goodwin, Lynn** <LGoodwin@sbg-ny.com>

Date: Thu, Nov 29, 2018 at 2:25 PM

Subject: Bien Cuit order

To: Lloyd Ellman <lloyd@biencuit.com>

CC: Chelsea Robles <chelsea@biencuit.com>, wholesale@biencuit.com <wholesale@biencuit.com>, Sanchez, Francisco <FSanchez@sbg-ny.com>

Hi all, hope you had a wonderful Thanksgiving weekend. Is it possible to deliver the attached order at 7:00am on Monday, December 3rd?

Please let us know. Thanks so much. Lynn

--

LYNN GOODWIN

VP, FACILITY MANAGEMENT

SEQUENTIAL BRANDS GROUP

601 West 26th Street - 9th Floor

NY, NY 10001

o: 212.827.8789

sequentialbrandsgroup.com



Bien Cuit Wholesale <wholesale@biencuit.com>

RE: Exciting News and Orders for Next Week!

2 messages

Goodwin, Lynn <LGoodwin@sbg-ny.com>

Mon, Feb 11, 2019 at 10:40 AM

To: Lloyd Ellman <lloyd@biencuit.com>, Chelsea Robles <chelsea@biencuit.com>, "wholesale@biencuit.com"

Cc: "Conwell, Stephen" <SConwell@sbg-ny.com>

Hi all, hope you had a wonderful weekend.

As you know, the MS CAFÉ is now managed by a new entity- Soho Hospitality Group as of November 5, 2018. This means that Soho Hospitality is responsible for managing the operations of current MS Café, located at 601 West 26th Street- lobby.

Sequential Brands Group (dba Martha Stewart Living Omnimedia) is in no way affiliated with Soho Hospitality. Please remove any financial or credit application information from the MS Café account (i.e. Tax ID number, credit references etc) and contact Soho Hospitality for updated info.

SBG will process any outstanding MS CAFE invoices dated **November 2, 2018 or prior**. If the invoice is dated November 3, 2018 or later, Soho Hospitality, not SBG, will be solely responsible for processing these invoices.

Please confirm you have received this email. If there are any questions, please let us know. Thanks so much. Lynn

--

LYNN GOODWIN

VP, FACILITY MANAGEMENT

SEQUENTIAL BRANDS GROUP

601 West 26th Street – Suite 900

NY, NY 10001

o: 212.827.8789

sequentialbrandsgroup.com

BIEN CUIT

Wholesale Agreement

Bien Cuit, LLC
120 Smith Street
Brooklyn, NY 11201

fax: (718) 852-0209 | info@biencuit.com

Company Information

Company Name MARTHA STEWART LIVING OMNIMEDIA, INC.

d/b/a NA

Owner —

Business Address 601 WEST 26TH ST. 9TH FLOOR

City, State, Zip NEW YORK, NY 10001

Phone 212.827.8000 Fax —

Email — Website MARTHASTEWART.COM

Delivery Information ☒ address information is the same as above

Delivery Address SEE ABOVE

City, State, Zip —

Delivery entrance is: ☐ Front Door ☐ Side Door ☐ Bulkhead ☐ Other (use notes) —

Delivery Notes —

Delivery Daypart: ☒ AM ☐ PM Preferred Window SAM to 6:30 AM

Contact LYNN GOODWIN Contact 2 THOMAS JOSEPH

Phone 212.827.8789 or 212.827.8228 Phone 2 212.827.8891

Email LGOODWIN@MARTHASTEWART.COM Email 2 TJOSEPH@MARTHASTEWART.COM

Account Information

A/P Contact Name ZADDIA MATED

Phone 212.827.8353 Fax 212.827.8289

Primary Email Zmatedo@MARTHASTEWART.COM

Add'l Email(s) —

Business Information

Date Incorporated 7.26.1999

Number of Locations 1

Location Information

☒ Café ☐ Restaurant ☐ Hotel

Years in Business STARTING

Annual Volume (\$) NA

Bank Information

☐ Checking ☐ Savings

Bank Name —

Account Number —

Trade References

Company 1 —

Phone —

Acct # —

Company 2 —

Phone —

Acct # —

Company 3 —

Phone —

Acct # —

Initial —

January 1, 2014

Page 1 of 2

Request for Taxpayer Identification Number and Certification

Give Form to the
requester. Do not
send to the IRS.

Name (as shown on your income tax return)
MARTHA STEWART LIVING OMNIMEDIA, INC.

Business name/disregarded entity name, if different from above

Check appropriate box for federal tax classification:
☐ Individual/sole proprietor ☒ C Corporation ☐ S Corporation ☐ Partnership ☐ Trust/estate

☐ Limited liability company. Enter the tax classification (C=C corporation, S=S corporation, P=partnership) **C**

☐ Other (see instructions) ▶

Exemptions (see instructions):
Exempt payee code (if any) _____
Exemption from FATCA reporting code (if any) _____

Address (number, street, and apt. or suite no.)
601 WEST 26TH STREET

City, state, and ZIP code
NEW YORK, N.Y. 10001

List account number(s) here (optional)

Requester's name and address (optional)

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on the "Name" line to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3.

Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Social security number								
			-					

Employer identification number								
5	2	-	2	1	8	7	0	5
9								

Part II Certification

Under penalties of perjury, I certify that:

- The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
- I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
- I am a U.S. citizen or other U.S. person (defined below), and
- The FATCA code(s) entered on this form (if any) indicating that I am exempt from FATCA reporting is correct.

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the certification, but you must provide your correct TIN. See the instructions on page 3.

Sign Here Signature of U.S. person *Donna Aronson* Date *1/14/14*

General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Future developments. The IRS has created a page on www.irs.gov/w9 for information about Form W-9, at www.irs.gov/w9. Information about any future developments affecting Form W-9 (such as legislation enacted after we release it) will be posted on that page.

Purpose of Form

A person who is required to file an information return with the IRS must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, payments made to you in settlement of payment card and third party network transactions, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

- Certify that the TIN you are giving is correct (or you are waiting for a number to be issued).
- Certify that you are not subject to backup withholding, or
- Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the

withholding tax on foreign partners' share of effectively connected income, and

- Certify that FATCA code(s) entered on this form (if any) indicating that you are exempt from the FATCA reporting, is correct.

Note. If you are a U.S. person and a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax under section 1446 on any foreign partners' share of effectively connected taxable income from such business. Further, in certain cases where a Form W-9 has not been received, the rules under section 1446 require a partnership to presume that a partner is a foreign person, and pay the section 1446 withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid section 1446 withholding on your share of partnership income.



New York State Department of Taxation and Finance
New York State and Local Sales and Use Tax
Resale Certificate

ST-120
(1/11)

Name of seller Bien Cuit - Wholesale, LLC			Name of purchaser MARTHA STEWART LIVING OMNIMEDIA, INC.		
Street address 120 Smith St			Street address 1601 WEST 26TH ST. 9TH FLOOR		
City Brooklyn	State NY	ZIP code 11201	City NEW YORK	State NY	ZIP code 10001

Mark an **X** in the appropriate box: ☐ Single-use certificate ☒ Blanket certificate
Temporary vendors must issue a single-use certificate.

To the purchaser:

You may not use this certificate to purchase items or services that are not for resale. If you purchase tangible personal property or services for resale, but use or consume the tangible personal property or services yourself in New York State, you must report and pay the unpaid tax directly to New York State. Any misuse of this certificate will result in tax liabilities and substantial penalty and interest.

Purchaser information – please type or print

I am engaged in the business of CARE OPERATION and principally sell BAKED GOODS + COFFEE
(Contractors may not use this certificate to purchase materials and supplies.)

Part 1 – To be completed by registered New York State sales tax vendors

I certify that I am:

- ☒ a New York State vendor (including a hotel operator or a dues or admissions recipient), show vendor or entertainment vendor. My valid *Certificate of Authority* number is 52-2187059
- ☐ a New York State temporary vendor. My valid *Certificate of Authority* number is _____ and expires on _____

I am purchasing:

- ☒ **A.** Tangible personal property (other than motor fuel or diesel motor fuel)
- for resale in its present form or for resale as a physical component part of tangible personal property;
 - for use in performing taxable services where the property will become a physical component part of the property upon which the services will be performed, or the property will actually be transferred to the purchaser of the taxable service in conjunction with the performance of the service; or
- ☐ **B.** A service for resale, including the servicing of tangible personal property held for sale.

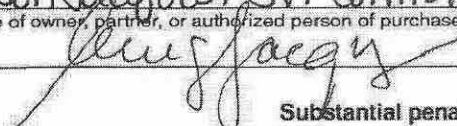
Part 2 – To be completed by non-New York State purchasers

I certify that I am not registered nor am I required to be registered as a New York State sales tax vendor. I am registered to collect sales tax or value added tax (VAT) in the following state/jurisdiction _____ and have been issued the following registration number _____. (If sales tax or VAT registration is not required and a registration number is not issued by your home jurisdiction, indicate the location of your business and write **not applicable** on the line requesting the registration number.)

I am purchasing:

- ☐ **C.** Tangible personal property (other than motor fuel or diesel motor fuel) for resale, and it is being delivered directly by the seller to my customer or to an unaffiliated fulfillment services provider in New York State.
- ☐ **D.** Tangible personal property for resale that will be resold from a business located outside New York State.

Certification: I certify that the above statements are true, complete, and correct, and that no material information has been omitted. I make these statements and issue this exemption certificate with the knowledge that this document provides evidence that state and local sales or use taxes do not apply to a transaction or transactions for which I tendered this document and that willfully issuing this document with the intent to evade any such tax may constitute a felony or other crime under New York State Law, punishable by a substantial fine and a possible jail sentence. I understand that this document is required to be filed with, and delivered to, the vendor as agent for the Tax Department for the purposes of Tax Law section 1838 and is deemed a document required to be filed with the Tax Department for the purpose of prosecution of offenses. I also understand that the Tax Department is authorized to investigate the validity of tax exclusions or exemptions claimed and the accuracy of any information entered on this document.

Type or print name and title of owner, partner, or authorized person of purchaser Allison Jacques, SVP Controller	
Signature of owner, partner, or authorized person of purchaser 	Date prepared 1/15/15

Substantial penalties will result from misuse of this certificate.