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5 Counsel for R. Todd Neilson, Chapter 7 Trustee for The
6 Tulving Company, Inc.

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8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA**
10 **SANTA ANA DIVISION**

11 In re:
12 THE TULVING COMPANY, INC., a California
13 corporation,

14 Debtor.

Case No.: 8:14-bk-11492-ES

Chapter 7

**CHAPTER 11 TRUSTEE'S (1) FINAL
REPORT AND ACCOUNT AND (2)
SCHEDULE OF POST PETITION DEBTS
PURSUANT TO LOCAL BANKRUPTCY
RULE 2015-2 AND FEDERAL
BANKRUPTCY RULE 1019-5;
DECLARATION OF R. TODD NEILSON**

[NO HEARING REQUIRED]

19 TO THE HONORABLE ERITHE A. SMITH AND THE OFFICE OF THE UNITED
20 STATES TRUSTEE:

21 R. Todd Neilson ("Trustee"), former Chapter 11 Trustee, hereby submits his Final Report
22 and Schedule of Postpetition Debt pursuant to Local Bankruptcy Rule 2015-2 and Federal
23 Bankruptcy Rule 1019-5.

24 **1. Assets of the Estate**

25 The Trustee intends to comply with Local Bankruptcy Rule 2015-2. Given the circumstances
26 of this case, the Trustee currently has limited information concerning the scope of assets in this case.
27 The Debtor did not file Schedules of Assets and Liabilities or a Statement of Financial Affairs. The
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1 Trustee is in the process of reviewing the Debtor's books and records, as well as customer lists and
2 other operating information, to determine the assets of the estate. For this reason, the Trustee filed a
3 motion for an extension of time until September 10, 2014, to file the Debtor's Schedules of Assets
4 and Liabilities and Statement of Financial Affairs for the Debtor (collectively, the "Schedules and
5 SOFA") [Docket No. 127]. That motion was granted by Order entered July 1, 2014 [Docket No
6 146].

7 At the time of the conversion of this Chapter 11 case to one under Chapter 7, there was a
8 total of \$54,707.91 in the Trustee's bank accounts.¹ Based on the limited information available, the
9 remaining assets of the estate which may be transferred to the Chapter 7 Trustee consist of, but are
10 not limited to, the following:

- 11 a. The Debtor's customer lists;
- 12 b. Potential preference and other causes of action;
- 13 c. Twenty-two pallets consisting of approximately five hundred boxes of
14 miscellaneous graded and ungraded coins, as well as gold and silver ingots
15 and bullion [currently held by the Department of Justice];
- 16 d. Debtor's domain names;
- 17 e. Debtor's e-mail addresses; and
- 18 f. Debtor's telephone numbers.

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27 ¹ As set forth in the monthly operating reports filed in the chapter 11 case, the Trustee expects to receive a cashier's
28 check from California Bank within the next 30-45 days in the amount of \$370,120.25, representing funds that were
previously sent by California Bank but not received by the chapter 11 trustee.

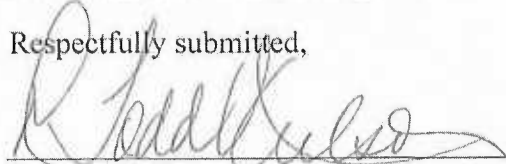
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2. **Liabilities Incurred Postpetition**

Subsequent to the commencement of the Debtor's Chapter 11 case, the debts listed on Exhibit "A", attached hereto, were incurred and remain unpaid as of the date of the conversion of the case to one under Chapter 7. The outstanding post-petition liabilities total approximately \$97,484.33. This amount includes approximate professional fees and expenses and other costs of administration during the pendency of the Chapter 11 case which have not been paid.

Dated: July 22, 2014

Respectfully submitted,



R. Todd Neilson
Trustee and former Chapter 11 Trustee for The
Tulving Company, Inc.

DECLARATION OF R. TODD NEILSON

I, R. TODD NEILSON, declare as follows:

1. I am the former Chapter 11 Trustee for The Tulving Company, Inc. ("Debtor") the Chapter 7 Debtor herein. I am aware of the facts contained herein of my personal knowledge and would be competent to testify thereto if called as a witness.

2. This case will be very difficult to administer. There are numerous unsophisticated creditors, many of whom have lost their life savings in what appears to be a substantial fraud. It will require all of the experience which I have acquired over the past 37 years to avoid completely draining the estate of funds to provide the creditors with a distribution.

3. I have been in contact with the Department of Justice ("DOJ") based in North Carolina which is responsible for the ongoing investigation of the Tulving Company and Mr. Tulving. The DOJ has seized all the tangible assets of the Debtor as well as all computers and servers.

4. I have limited information concerning the scope of assets in this case. The Debtor did not file Schedules of Assets and Liabilities or a Statement of Financial Affairs. However, I am in the process of reviewing the Debtor's books and records, as well as customer lists and other operating information.

5. I reviewed Exhibit "A", attached hereto, which sets forth the debts incurred by the Debtor after the commencement of the Debtor's Chapter 11 case and remain unpaid as of the date of the conversion of the case to one under Chapter 7 and verify its accuracy.

6. I have read the statements contained in the foregoing Chapter 11 Trustee's Final Report and Account and Schedule of Post-Petition Debts, pursuant to Local Bankruptcy Rule 2015-2 and Federal Bankruptcy Rule 1019-5, and verify that the statements contained therein are true according to the best of my knowledge, information and belief.

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

Executed this 22nd day of July, 2014, at Los Angeles, California.


R. Todd Neilson

Exhibit A

Schedule of Unpaid Debts Incurred Post Petition and Pre-Conversion

Professional	Amount Owing
Pachulski Stang Ziehl & Jones LLP 10100 Santa Monica Blvd., 13 th Floor Los Angeles, CA 90067 Counsel to the Former Chapter 11 Trustee	\$39,103.78
BRG, LLP 2049 Century Park East Suite 2525 Los Angeles, CA 90067 Accountants and Financial Advisor to Former Chapter 11 Trustee	\$38,839.00
R. Todd Neilson BRG, LLP 2049 Century Park East Suite 2525 Los Angeles, CA 90067 Former Chapter 11 Trustee	\$19,541.55
Total	\$97,484.33

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is 10100 Santa Monica Boulevard, 13th Floor, Los Angeles, California 90067

A true and correct copy of the foregoing document **CHAPTER 11 TRUSTEE'S (1) FINAL REPORT AND ACCOUNT AND (2) SCHEDULE OF POST PETITION DEBTS PURSUANT TO LOCAL BANKRUPTCY RULE 2015-2 AND FEDERAL BANKRUPTCY RULE 1019-5; DECLARATION OF R. TODD NEILSON** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):

Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On July 23, 2014, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On July 23, 2014, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

U.S. Trustee
United States Trustee (SA)
411 W Fourth St., Suite 9041
Santa Ana, CA 92701-4593

Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served):

Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on July 23, 2014, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Via Federal Express
The Honorable Erithe A. Smith
United States Bankruptcy Court
Central District of California
Ronald Reagan Federal Building and Courthouse
411 West Fourth Street, Suite 5040 / Courtroom 5A
Santa Ana, CA 92701-4593

Service information continued on attached page

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

July 23, 2014
Date

Janice G. Washington
Printed Name

/s/ Janice G. Washington
Signature

PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

1 **1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):**

2 **8:14-bk-11492-ES Notice will be electronically mailed to:**

3 Andrew S Bisom on behalf of Debtor The Tulving Company Inc
abisom@bisomlaw.com

4 Candice Bryner on behalf of Interested Party Candice Bryner
candice@brynerlaw.com

6 Philip Burkhardt on behalf of Other Professional Karen Duddleston
phil@burkhardtandlarson.com, stacey@burkhardtandlarson.com

7 Stephen L Burton on behalf of Attorney Stephen L. Burton
8 steveburtonlaw@aol.com

9 Linda F Cantor, ESQ on behalf of Other Professional Pachulski Stang Ziehl & Jones LLP
lcantor@pszjlaw.com, lcantor@pszjlaw.com

10 Linda F Cantor, ESQ on behalf of Trustee R. Todd Neilson (TR)
11 lcantor@pszjlaw.com, lcantor@pszjlaw.com

12 David L Gibbs on behalf of Creditor Kenneth W Stach
david.gibbs@gibbslaw.com, ecf@gibbslaw.com

13 Nancy S Goldenberg on behalf of U.S. Trustee United States Trustee (SA)
14 nancy.goldenberg@usdoj.gov

15 Lawrence J Hilton on behalf of Creditor Jeffrey Roth
lhilton@oneil-llp.com, ssimmons@oneil-llp.com;kdonahue@oneil-llp.com

16 John H Kim on behalf of Creditor Ford Motor Credit Company LLC
17 jkim@cookseylaw.com

18 Elizabeth A Lossing on behalf of U.S. Trustee United States Trustee (SA)
elizabeth.lossing@usdoj.gov

19 R. Todd Neilson (TR)
20 tneilson@brg-expert.com, sgreenan@brg-expert.com;tneilson@ecf.epiqsystems.com;ntroszak@brg-
expert.com

21 Jason S Pomerantz on behalf of Trustee R. Todd Neilson (TR)
22 jspomerantz@pszjlaw.com, jspomerantz@pszjlaw.com

23 Nanette D Sanders on behalf of Creditor Levon Gugasian
becky@ringstadlaw.com

24 United States Trustee (SA)
25 ustpregion16.sa.ecf@usdoj.gov