

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Southern District of Texas (State)

Case number (if known): Chapter 11

Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

06/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, Instructions for Bankruptcy Forms for Non-Individuals, is available.

1. Debtor's name Free Speech Systems LLC

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

3. Debtor's federal Employer Identification Number (EIN) 26 - 1510005

4. Debtor's address Principal place of business Mailing address, if different from principal place of business 3019 Alvin Devane Blvd., STE 300 Austin, TX 78741 Travis County Location of principal assets, if different from principal place of business

5. Debtor's website (URL)

Debtor Free Speech Systems LLC  
Name

Case number (if known) \_\_\_\_\_

**6. Type of debtor**

- Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))  
 Partnership (excluding LLP)  
 Other. Specify: \_\_\_\_\_

**7. Describe debtor's business**

## A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))  
 Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))  
 Railroad (as defined in 11 U.S.C. § 101(44))  
 Stockbroker (as defined in 11 U.S.C. § 101(53A))  
 Commodity Broker (as defined in 11 U.S.C. § 101(6))  
 Clearing Bank (as defined in 11 U.S.C. § 781(3))  
 None of the above

## B. Check all that apply:

- Tax-exempt entity (as described in 26 U.S.C. § 501)  
 Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)  
 Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.5151 \_ \_ \_**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

## Check one:

- Chapter 7  
 Chapter 9  
 Chapter 11. Check all that apply:

- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, and it chooses to proceed under **Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

Debtor Free Speech Systems LLC  
Name

Case number (if known) \_\_\_\_\_

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

No

Yes. District \_\_\_\_\_ When MM / DD / YYYY Case number \_\_\_\_\_

If more than 2 cases, attach a separate list.

District \_\_\_\_\_ When MM / DD / YYYY Case number \_\_\_\_\_

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

No

Yes. Debtor \_\_\_\_\_ Relationship \_\_\_\_\_

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

District \_\_\_\_\_ When MM / DD / YYYY

Case number, if known \_\_\_\_\_

**11. Why is the case filed in this district?**

*Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

**Why does the property need immediate attention?** *(Check all that apply.)*

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other \_\_\_\_\_

**Where is the property?**

Number \_\_\_\_\_ Street \_\_\_\_\_

City \_\_\_\_\_ State ZIP Code \_\_\_\_\_

**Is the property insured?**

No

Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information**

Debtor Free Speech Systems LLC  
Name

Case number (if known) \_\_\_\_\_

**13. Debtor's estimation of available funds**

Check one:

- Funds will be available for distribution to unsecured creditors.
- After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

**14. Estimated number of creditors**

- |   |  |  |
|---|--|--|
| <input type="checkbox"/> 1-49             | <input type="checkbox"/> 1,000-5,000   | <input type="checkbox"/> 25,001-50,000     |
| <input checked="" type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000  | <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 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 type="checkbox"/> \$10,000,001-\$50 million             | <input type="checkbox"/> \$1,000,000,001-\$10 billion  |
| <input type="checkbox"/> \$100,001-\$500,000   | <input checked="" 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        |

**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**

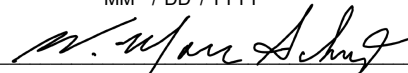
The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

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 07/29/2022  
MM / DD / YYYY

**x**   
 Signature of authorized representative of debtor

W. Marc Schwartz  
 Printed name

Title Chief Restructuring Officer

Debtor Free Speech Systems LLC  
Name

Case number (if known) \_\_\_\_\_

18. Signature of attorney

**x**

\_\_\_\_\_  
Signature of attorney for debtor

Date 07/29/2022  
MM / DD / YYYY

Raymond W. Battaglia  
Printed name

Law Offices of Ray Battaglia, PLLC  
Firm name

66 Granburg Circle  
Number Street

San Antonio  
City

Texas 78218  
State ZIP Code

(210) 601-9405  
Contact phone

rbattaglia@outlook.com  
Email address

01918055  
Bar number

Texas  
State

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

Debtor name Free Speech Systems LLC

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

Case number (If known): \_\_\_\_\_

Check if this is an amended filing

**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 or entity 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		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Elevated Solutions Group 28 Maplewood Drive Cos Cob, CT 06870		Trade claim				\$319,148.16
2	Christopher Sadowski c/o Copycat Legal PLLC 3111 N. University Drive STE 301 Coral Springs, FL 33065	Daniel DeSouza 877-437-6228 dan@copycatlegal.com	Potential lawsuit for copyright infringement	Disputed Unliquidated			\$90,000.00
3	Atomial LLC 1920 E. Riverside Dr. Suite A-120 #124 Austin, TX 78741		Trade claim				\$75,600.00
4	Cloudflare, Inc Dept LA 24609 Pasadena, CA 91185-4609		Trade claim				\$61,273.68
5	Jacquelyn Blott 200 University Blvd Suite 225 #251 Round Rock, TX 78665		Legal fees				\$58,280.00
6	Joel Skousen PO Box 565 Spring City, UT 84662		Trade claim				\$35,035.00
7	eCommerce CDN, LLC 221 E 63rd Street Svannah, GA 31405		Trade claim				\$27,270.00
8	Paul Watson 9 Riverdale Road Ranmoor Sheffield South Yorkshire S10 3FA UK		Trade claim				\$25,000.00

Debtor Free Speech Systems LLC  
Name

Case number (if known) \_\_\_\_\_

	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
9	Brennan Gilmore c/o Civil rights Clinic 600 New Jersey Avenue, NW Washington, DC 20001	Andrew Mendrala 202-662-9065 andrew.mendrala@georgetown.edu	Litigation claim				\$50,000.00
10	Greenair, Inc 23569 Center Ridge Rd Westlake, OH 44145		Trade claim				\$12,240.00
11	Edgecast, Inc Dept CH 18120 Palatine, IL 60055		Trade claim				\$11,726.00
12	Ready Alliance Group, Inc PO Box 1709 Sandpoint, ID 83864		Trade claim				\$9,431.90
13	Getty Images, Inc PO Box 953604 St. Louis, MO 63195-3604		Trade claim				\$9,201.25
14	RatsMedical.com c/o Rapid Medical 120 N Redwood Rd North Salt Lake, UT 84054		Trade claim				\$9,185.00
15	David Icke Books Limited c/o Ickonic Enterprises Limited St. Helen's House King Street Derby DE1 3EE UK		Trade claim				\$9,000.00
16	WWCR 1300 WWCR Ave Nashville, TN 37218-3800		Trade claim				\$9,000.00
17	JW JIB Productions, LLC 2921 Carvelle Drive Riviera Beach, FL 33404		Trade claim				\$7,000.00
18	CustomTattoNow.com 16107 Kensington Dr. #172 Sugar Land, TX 77479		Trade claim				\$5,389.36
19	AT&T PO Box 5001 Carol Stream, IL 60197-5001		Utilities claim				\$3,973.83
20	Justin Lair 1313 Lookout Ave Klamath Falls, OR 97601		Trade claim				\$3,240.82

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
VICTORIA DIVISION**

In re:  FREE SPEECH SYSTEMS LLC  Debtor.	) ) ) ) )	Case No. 22 - _____  Chapter 11 (Subchapter V)
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**LIST OF EQUITY SECURITY HOLDERS**

<i>Registered Name of Holder of Security, Last Known Address or Place of Business</i>	<i>Class of Security</i>	<i>Number Registered</i>	<i>Kind of Interest</i>
Alexander E. Jones 3019 Alvin Devane Blvd., Suite 300 Austin, TX 78741	Common Equity	100%	Membership Interests

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Chief Restructuring Officer of the limited liability company named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: 7/29/2022

Signature:   
 W. Marc Schwartz



## Free Speech Systems, LLC

Balance Sheet  
As of May 31, 2022

	TOTAL
<b>ASSETS</b>	
Current Assets	
Bank Accounts	
10000 Cash	1,157,710.72
Petty Cash	1,537.18
<b>Total Bank Accounts</b>	<b>\$1,159,247.90</b>
Accounts Receivable	
11000 Accounts Receivable	10,013,413.22
<b>Total Accounts Receivable</b>	<b>\$10,013,413.22</b>
Other Current Assets	
12000 Inventory	910,116.84
13000 Prepaid Expenses	114,136.99
<b>Total Other Current Assets</b>	<b>\$1,024,253.83</b>
<b>Total Current Assets</b>	<b>\$12,196,914.95</b>
Fixed Assets	
15000 Property and Equipment	1,580,700.46
Art Work	79.00
<b>Total Fixed Assets</b>	<b>\$1,580,779.46</b>
Other Assets	
17100 Security Deposits	534,560.00
17300 Intangible Assets - Net	15,333.33
<b>Total Other Assets</b>	<b>\$549,893.33</b>
<b>TOTAL ASSETS</b>	<b>\$14,327,587.74</b>

## Free Speech Systems, LLC

Balance Sheet  
As of May 31, 2022

	TOTAL
<b>LIABILITIES AND EQUITY</b>	
Liabilities	
Current Liabilities	
Accounts Payable	
20000 Accounts Payable	1,244,885.93
<b>Total Accounts Payable</b>	<b>\$1,244,885.93</b>
Credit Cards	
22000 Credit Cards	207,984.04
<b>Total Credit Cards</b>	<b>\$207,984.04</b>
Other Current Liabilities	
Advances from PQPR	571,920.57
David Jones Advance	150,000.00
Due to PQPR	23,058,367.00
Interest Payable	0.00
<b>Total Other Current Liabilities</b>	<b>\$23,780,287.57</b>
<b>Total Current Liabilities</b>	<b>\$25,233,157.54</b>
Long-Term Liabilities	
27000 Note Due to PQPR	53,845,074.41
Note Payable - Winnebago	82,524.37
<b>Total Long-Term Liabilities</b>	<b>\$53,927,598.78</b>
<b>Total Liabilities</b>	<b>\$79,160,756.32</b>
Equity	
31000 Opening Balance Equity	-66,792,609.05
33000 Distributions to Member	57,336.00
35000 Retained Earnings	
Net Income	1,902,104.47
<b>Total Equity</b>	<b>\$ -64,833,168.58</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$14,327,587.74</b>

## Free Speech Systems, LLC

### Statement of Cash Flows

For the Year Ended December 31, 2021 and the Five Months Ended May 31, 2022

	2021	2022
<b>OPERATING ACTIVITIES</b>		
<i>Net Income</i>	( <b>\$10,919,482.45</b> )	<b>\$1,744,855.66</b>
<u><i>Adjustments to reconcile Net Income to Net Cash provided by operations:</i></u>		
11000 Accounts Receivable:PQPR Reimbursement Receivable	(\$10,187,121.95)	\$648,708.73
12000 Inventory	(\$94,344.61)	\$822,486.29
Prepaid Expenses	(\$403,821.24)	\$65,286.20
Accumulated Depreciation	\$209,887.99	\$98,750.20
Accumulated Amortization	\$35,361.29	\$0.00
20000 Accounts Payable	\$3,005,707.55	(\$3,410,484.85)
22000 Credit Card Payable	(\$236,394.79)	\$207,984.04
Advances from PQPR	\$0.00	\$256,920.57
David Jones Advance	\$150,000.00	\$0.00
Due to PQPR	(\$2,229,789.04)	\$0.00
Interest Payable - PQPR	(\$200,022.99)	\$0.00
<b><i>Net cash provided by operating activities</i></b>	<b>(\$20,870,020.24)</b>	<b>\$434,506.84</b>
<b>INVESTING ACTIVITIES</b>		
15000 Property and Equipment	(\$522,121.65)	(\$91.00)
17100 Security Deposits	(\$500,000.00)	\$0.00
17300 Intangible Assets	(\$5,500.00)	\$3,229.15
<b><i>Net cash provided by investing activities</i></b>	<b>(\$1,027,621.65)</b>	<b>\$3,138.15</b>
<b>FINANCING ACTIVITIES</b>		
27000 Note Due to PQPR:2021/11/10 \$25,300,000 Note	\$24,992,405.22	(\$735,330.81)
Note Payable - Winnebago	(\$18,832.81)	(\$10,981.25)
31000 Opening Balance Equity	\$0.00	\$0.00
Member's Equity	(\$23,193.36)	(\$98,098.40)
Net Member Distributions	(\$2,100,362.40)	\$57,019.45
<b><i>Net cash provided by financing activities</i></b>	<b>\$22,850,016.65</b>	<b>(\$787,391.01)</b>
<b><i>Net cash increase for period</i></b>	<b>\$952,374.76</b>	<b>(\$349,746.02)</b>

<b>Free Speech Systems LLC</b> <b>Comparative Profit and Loss Statement</b> <b>For the Year Ended December 31, 2021 and the Five Months</b> <b>Ended May 31, 2021</b>
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	2021		2022
<b>Income</b>			
Product Sales	\$ 52,661,022.49	\$	10,969,769.29
Advertising Income	5,761,997.51		
Donations	710,154.12		2,876,213.86
Fulfillment Services	3,533,223.00		-
Administrative Services	1,903,898.95		-
Media Production Sales	-		475,000.00
Infowars Health	38,123.60		-
Prison Planet	4,877.62		-
Uncategorized Income	357,344.56		-
<b>Total Income</b>	<b>64,970,641.85</b>		<b>14,320,983.15</b>
Cost of Goods Sold	51,878,333.73		4,936,453.79
<b>Gross Profit</b>	<b>\$ 13,092,308.12</b>	<b>\$</b>	<b>9,384,529.36</b>
<b>Expenses</b>			
Advertising & Promotion	364,387.73		107,994.01
Computer/IT/IP Expense	5,036,717.02		1,307,339.15
Insurance Expense	54,558.40		31,898.90
Office & Administrative Expense	277,863.76		26,373.93
Contract Services	1,591,039.49		359,592.69
Professional Fees	4,126,906.48		1,623,771.42
Occupancy	1,624,864.40		345,602.34
Utilities	115,461.34		127,855.13
Taxes Paid	50,281.71		4,409.71
Telephone Expense	304,776.62		85,341.24
Personnel & Payroll Expenses	6,879,811.39		2,157,298.60
Travel	975,711.28		64,900.23
Equipment Purchase	123,696.05		-
Production	393,712.54		-
Radio Show	145,177.77		-
Royalties	1,197,472.71		-
Equipment Rental	27,322.86		-
Meals and Entertainment	97,486.31		-
Miscellaneous Expenses	0.00		-
Uncategorized Expense	-		103,815.00
<b>Total Expenses</b>	<b>23,387,247.86</b>		<b>6,346,192.35</b>
<b>Net Operating Income</b>	<b>\$ (10,294,939.74)</b>	<b>\$</b>	<b>3,038,337.01</b>
<b>Other Income</b>	<b>507,168.04</b>		<b>1,019,713.81</b>
<b>Other Expenses</b>	<b>18,963.30</b>		<b>206.15</b>
Interest Expense	857,498.17		397,669.19
Donation	10,000.00		-
Amortization Expense	35,361.28		5,937.50
Depreciation Expense	209,888.00		98,750.20
AMEX Charges	-		1,653,383.31
<b>Total Other Expenses</b>	<b>1,131,710.75</b>		<b>2,155,946.35</b>
<b>Net Other Income</b>	<b>(624,542.71)</b>		<b>(1,136,232.54)</b>
<b>Net Income</b>	<b>\$ (10,919,482.45)</b>	<b>\$</b>	<b>1,902,104.47</b>

<b>Free Speech Systems LLC</b> <b>Comparative Balance Sheet</b> <b>As of December 31, 2021 and May 31, 2022</b>
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	2021	2022
<b>Assets</b>		
<b>Current Assets</b>		
Cash	\$ 1,481,519.86	\$ 1,159,247.90
Accounts Receivable	10,187,121.95	10,013,413.22
<b>Other Current Assets</b>		
Inventry	1,732,603.13	910,116.84
Prepaid Expenses	446,475.64	114,136.99
Due from PQPR	(500.00)	-
Advance To Elevated Solutions	27,870.00	-
<b>Total Other Current Assets</b>	<b>2,206,448.77</b>	<b>1,024,253.83</b>
<b>Total Current Assets</b>	<b>13,875,090.58</b>	<b>12,196,914.95</b>
<b>Fixed Assets</b>		
	1,679,438.66	1,580,779.46
<b>Other Assets</b>		
Intangible Assets	21,270.83	15,333.33
Security Deposits	534,560.00	534,560.00
<b>Total Other Assets</b>	<b>555,830.83</b>	<b>549,893.33</b>
<b>Total Assets</b>	<b>\$ 16,110,360.07</b>	<b>\$ 14,327,587.74</b>
<b>Liabilities and Equity</b>		
<b>Liabilities</b>		
<b>Current Liabilities</b>		
Accounts Payable	\$ 4,732,966.89	\$ 1,244,885.93
Credit Cards	152,367.42	207,984.04
<b>Other Current Liabilities</b>		
David Jones Advance	150,000.00	150,000.00
Advances from PQPR	-	571,920.57
Due to PQPR	23,058,367.00	23,058,367.00
<b>Total Other Current Liabilities</b>	<b>23,208,367.00</b>	<b>23,780,287.57</b>
<b>Total Current Liabilities</b>	<b>28,093,701.31</b>	<b>25,233,157.54</b>
<b>Long Term Liabilities</b>		
Note Due to PQPR	54,580,405.22	53,845,074.41
Note Payable - Winnebago	93,505.62	82,524.37
<b>Total Long Term Liabilities</b>	<b>54,673,910.84</b>	<b>53,927,598.78</b>
<b>Total Liabilities</b>	<b>\$ 82,767,612.15</b>	<b>\$ 79,160,756.32</b>
<b>Equity</b>		
Member's Equity	(774,291.44)	-
Member Draws	(61,937,862.26)	(254,014.00)
Member Contributions	4,305,810.14	311,350.00
Opening Balance Equity	-	(66,792,609.05)
Retained Earnings	2,668,573.93	-
Net Income	(10,919,482.45)	1,902,104.47
<b>Total Equity</b>	<b>\$ (66,657,252.08)</b>	<b>\$ (64,833,168.58)</b>
<b>Total Liabilities and Equity</b>	<b>\$ 16,110,360.07</b>	<b>\$ 14,327,587.74</b>

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
VICTORIA DIVISION**

In re:	)	
	)	
FREE SPEECH SYSTEMS LLC	)	Case No. 22 - _____
	)	
Debtor.	)	Chapter 11 (Subchapter V)

**DECLARATION OF W. MARC SCHWARTZ REGARDING  
BANKRUPTCY CODE § 1116(1) REQUIREMENTS**

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I, W. Marc Schwartz, hereby declare as follows:

1. My name is W. Marc Schwartz.
2. I am a founder of Schwartz & Associates, LLC (“SALLC”). SALLC has its principal offices at 712 Main Street, Suite 1830, Houston, Texas. SALLC has been engaged in business since 2019. The primary business of SALLC is bankruptcy and financial restructuring consulting, serving as financial/economic experts in civil litigation matters and, serving as court appointed receivers in federal and state court matters. The firm is also licensed as an investigations company by the Texas Department of Public Safety.
3. SALLC’s services include financial forensics, supervising business operations as a trustee, examiner with expanded powers or receiver, valuing business assets and income tax related services. My firm represents individuals, companies and courts in a variety of assignments including as Chief Restructuring Officers, financial advisers, trustees and examiners in bankruptcy matters; working as testifying or consulting experts on damages and economic issues for parties involved in litigation and as a special master for courts where litigation matters are pending; serving as court appointed receivers in state and federal courts.
4. I earned a Bachelor of Arts degree from Princeton University and a Master’s in Business Administration degree from the University of Chicago Booth School of Business. I am

licensed in Texas as a Certified Public Accountant, Certified in Financial Forensics by the American Institute of Certified Public Accountants, a Certified Fraud Examiner, and a Licensed Private Investigator.

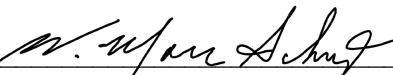
5. I have extensive experience serving as a fiduciary in bankruptcy cases as either a Chapter 11 Trustee, a Chief Restructuring Officer, or an Examiner with expanded powers. I have also acted as a receiver over several individuals and entities under state law.

6. I was retained as the Debtor's Chief Restructuring Officer in June 2022.

7. The Debtor is a disregarded entity for tax purposes and therefore has never prepared an income tax return.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 29, 2022

By:   
W. Marc Schwartz

**WRITTEN CONSENT OF SOLE MEMBER OF  
FREE SPEECH SYSTEMS, LLC  
A LIMITED LIABILITY COMPANY**

The undersigned, sole Member of FREE SPEECH SYSTEMS, LLC ("Company"), in accordance with the Company Agreement, hereby adopt the following written consent.

**WHEREAS**, the Member signing this consent is the holder of all of the member interest entitled to vote at the Company's meetings as provided in Section 8 of the Company Agreement and on the following resolutions; and

**WHEREAS**, the undersigned desires to execute a written consent in lieu of formally holding a Member's meeting and agrees that the adoption of the following resolutions shall be valid and have the same force and effect as though such resolutions had been adopted at a formal meeting;

**WHEREAS**, the Member has had the opportunity to consult with the financial and legal advisors of the Company and assess the considerations related to the commencement of a chapter 11 case under title 11 of the United States Code (the "Bankruptcy Code"), including materials provided by the financial and legal advisors, and the Member adopts these resolutions.

**WHEREAS**, in light of the Company's current financial condition, the Member has investigated, discussed and considered options for addressing the Company's financial challenges and, after consultation with the Company's advisors, have concluded that it is in the best interests of the Company, its creditors, employees and other interested parties that a petition be filed by the Company seeking relief under the provisions of the Bankruptcy Code; now therefore be it

**RESOLVED** that the Manager of the Company is hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of Texas (the "Bankruptcy Court"), at such time as said manager shall determine in consultation with the Company's legal and financial advisors; and it is further

**RESOLVED**, that the Company is authorized to hire the Law Offices of Ray Battaglia, PLLC and Shannon & Lee LLP as its bankruptcy counsel; and it is further

**RESOLVED**, that the Company is authorized to hire W. Marc Schwartz to serve as Chief Restructuring Officer ("CRO") and to retain any professionals and advisors to the extent necessary or useful in any chapter 11 case authorized hereby; and it is further

**RESOLVED**, that the Manager and the CRO is hereby authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers and, in that connection, to employ and retain all assistance by legal counsel, accountants, financial advisors, liquidators and other professionals, and to take



and perform any and all further acts and deeds deemed necessary, proper or desirable in connection with the successful prosecution of the chapter 11 case; and it is further

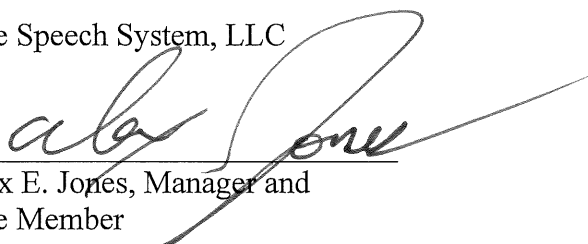
**RESOLVED**, that any and all past actions heretofore taken by the Manager, the CRO or any other Officer in the name and on behalf of the Company in furtherance of any or all of the proceeding resolutions be, and the same hereby are, ratified, confirmed, and approved; and it is further.

**RESOLVED**, that this written consent shall have the same force and effect as a formal Members' meeting for all purposes.

The undersigned, by signing this Unanimous Written Consent, hereby waive notice of the time and place of the meeting, consent to the meeting and approves the contents of this written consent. The undersigned directs that this written consent be filed with the minutes of the proceedings of the Company.

**DATED** to be effective on July 28, 2022

Free Speech System, LLC

  
\_\_\_\_\_  
Alex E. Jones, Manager and  
Sole Member