

1 **MARCIA E. GERSTON (SBN 119026)**  
2 **MAUREEN A. HARRINGTON (SBN 194606)**  
3 GREENFIELD DRAA & HARRINGTON LLP  
4 55 South Market Street, Suite 1500  
5 San Jose, California 95113  
6 Telephone: (408) 995-5600  
7 Facsimile: (408) 995-0308  
8 Email: mgerston@greenfieldlaw.com

9 Attorneys for Creditor  
10 MICHAEL DAVIS

11 UNITED STATES BANKRUPTCY COURT  
12 NORTHERN DISTRICT OF CALIFORNIA  
13 SAN JOSE DIVISION

14 In re  
15 TECHNOLOGY PROPERTIES LIMITED,  
16 LLC,  
17 Debtor.

18 Case No. 13-51589-SLJ  
19 Chapter 11

20 **DECLARATION OF MAUREEN  
21 HARRINGTON IN SUPPORT OF  
22 CREDITOR MICHAEL DAVIS'  
23 REQUEST FOR IMMEDIATE  
24 PAYMENT OF ADMINISTRATIVE  
25 EXPENSE**

26 [11 U.S.C. §503(b), B.L.R. 9014-1]

27 Date: August 22, 2016  
28 Time: 2:00 p.m.  
Location: U.S. Bankruptcy Court  
280 So. First St.  
San Jose, CA 95113  
Judge: Stephen L. Johnson

29 I, MAUREEN HARRINGTON, declare as follows:

30 1. I am over the age of 18 and am an attorney duly licensed to practice law in  
31 the State of California and in this Court. I am a partner at Greenfield, Draa & Harrington  
32 LLP, attorneys for Creditor Michael Davis ("Davis") in this matter. I make this Declaration  
33 in support of the Request for Immediate Payment of Administrative Expense previously

1 filed in this case [Dkt No. 751]. The following facts are within my personal knowledge and  
2 if called upon and sworn as a witness I could testify competently thereto.

3 2. On May 11, 2016, I sent an email to counsel for the Reorganized Debtor and  
4 counsel for the Unsecured Creditors Committee in this matter, Robert Harris and Robert  
5 Franklin, respectively, with an attached letter, dated the same day, advising among other  
6 things that the payments due pursuant to the Order re Request of Michael Davis for  
7 Payment of Administrative Expense dated February 1, 2016 (the "Order"), had not been  
8 timely paid and that, due to said failure, Mr. Davis' entire requested amount of \$573,175.47  
9 had become due. A true and correct copy of the email and the attached letter (which was  
10 also sent by U.S. mail to Mr. Harris and Mr. Franklin) is attached as Exhibit A.

11 3. Later on May 11, 2016, I sent another email to Mr. Harris and Mr. Franklin  
12 advising them that Mr. Davis' acceptance of a payment offered on that date was without  
13 waiver of any of Mr. Davis' rights under the Order, including his right to demand immediate  
14 payment of the balance of his administrative claim of \$573,175.47, less amounts actually  
15 paid. A true and correct copy of that email is attached hereto as Exhibit B.

16 4. On July 11, 2016, I sent an email to Mr. Harris and Mr. Franklin and directly  
17 to the Reorganized Debtor's principal (since I had been advised that Mr. Harris no longer  
18 represented the Reorganized Debtor), advising that the payment promised to Mr. Davis on  
19 that day was not in compliance with the Order and that his entire requested administrative  
20 claim was fully due and payable. A true and correct copy of that email is attached hereto  
21 as Exhibit C.

22 5. The Joint Plan of Reorganization [Dkt. No. 637] confirmed in this case  
23 contains the following language at Section VII.E.3.:

24 **3. Quarterly Distribution Report.**

25 No later than five Business Days after the close of each full calendar  
26 quarter following the Effective Date, the Reorganized Company shall  
27 deliver the Quarterly Distribution Report to the TPL Board and the  
Plan Agent and any creditor who has requested a copy of such

Quarterly Distribution Report. The Plan Agent, in its capacity as Disbursing Agent, shall make Distributions from the Claims Trust Account in the sums and to the addresses specified on the Quarterly Distribution Report.

6. "Quarterly Distribution Report" is defined in the Plan as follows:

"Quarterly Distribution Report" means the report provided by the Reorganized Company to the Plan Agent and the TPL Board on a quarterly basis as provided at Section VII.E.3.of the Plan, providing a list of all Claims held by Creditors in Classes 2, 3, 4, 6 and 7 and identifying each Claim as either an Allowed Claim, a Disputed Claim (in whole or in part), and if a Disputed Claim, any amount that is undisputed, and providing for each respective Claim, the Claim number (if applicable), the claimant name, and the Reorganized Company's calculations for each Claim, including: (i) the amount of the Allowed Claim, if applicable (ii) the undisputed portion of any Disputed Claim, (iii) the pro rata Distribution amount for the quarter, and (iv) the interest owing for the quarter calculated at the applicable interest rate as provided in the Plan. The Quarterly Distribution Report shall include the total payment due each holder of an Allowed Claim and the total of all such payments due for the quarter."

7. I have made numerous requests on Mr. Davis' behalf for the distribution reports that the Reorganized Debtor is required to provide under the terms of the Plan. None have been provided.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct to the best of my knowledge, and that this declaration was executed on August 17, 2016 at San Jose, California.

/s/ Maureen Harrington  
MAUREEN HARRINGTON

# EXHIBIT A

## **Marcia Gerston**

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**From:** Maureen Harrington  
**Sent:** Wednesday, May 11, 2016 3:07 PM  
**To:** rob@bindermalter.com; franklin.robert@dorsey.com  
**Cc:** Mike Davis; Marcia Gerston  
**Subject:** In re Technology Properties Limited LLC  
**Attachments:** 201605111517.pdf

Dear Rob and Bob:

Please see my letter of today's date attached. The original will follow via US Mail.

Best regards,

Maureen Harrington  
Partner

## Greenfield

Greenfield Draa & Harrington LLP  
55 S. Market Street, Suite 1500  
San Jose, CA 95113  
(408) 995-5600  
[www.greenfieldlaw.com](http://www.greenfieldlaw.com)

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**Greenfield**

Greenfield Draa & Harrington LLP  
55 S. Market Street, Suite 1500  
San Jose, CA 95113  
Phone: (408) 995-5600  
Fax: (408) 995-0308

Respond to  
Maureen A. Harrington  
mharrington@greenfieldlaw.com

May 11, 2016

Via email: [rob@bindermalter.com](mailto:rob@bindermalter.com)  
[franklin.robert@dorsey.com](mailto:franklin.robert@dorsey.com)

Original via U.S. Mail

Rob Harris, Esq.  
BINDER & MALTER  
2775 Park Avenue  
Santa Clara, CA 95050

Robert Franklin, Esq.  
DORSEY & WHITNEY  
305 Lytton Avenue  
Palo Alto, CA 94301

Re: **IN RE TECHNOLOGY PROPERTIES LTD., LLC**

Dear Rob and Bob:

As per my telephone conversation of May 10, 2016, with Rob Harris, our client, Michael Davis, has not been paid amounts due and commissions owed pursuant to the "Order re Request of Michael Davis for Payment of Administrative Expense" ("Order") entered in the above-captioned bankruptcy on February 1, 2016. In violation of the terms of the Order, the Reorganized Debtor has failed to timely pay Mr. Davis the \$75,000 described in paragraph 1(a) thereof, payment of which was due "within ten (10) business days of receipt" by the Reorganized Debtor of licensing revenue from HP. The HP licensing revenue was received by the Reorganized Debtor on April 13<sup>th</sup>, 2016. In addition, Mr. Davis was entitled to a two percent (2%) commission on HP and Micron licensing transactions. The entitlement to those commissions is described in paragraph 5(a) of the Order and likewise, payment of those amounts was due "no later than ten (10) business days after receipt of funds by or on behalf of TPL."

The failure of the Reorganized Debtor to timely make these payments makes paragraph 3 of the Order operative and "the entire amount of the DAVIS ... administrative claim of \$573,175.47, less any amounts actually paid [is] allowed in full and due and payable immediately." Demand is hereby made for immediate compliance with the Order.

If payment in full of the entire administrative claim of \$573,175.47 is not made by Friday, May 13, 2016, we will move to compel compliance with the Order.

Very truly yours,

GREENFIELD DRAA & HARRINGTON LLP

  
MAUREEN A. HARRINGTON

MAH:pac

# EXHIBIT B

## Marcia Gerston

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**From:** Maureen Harrington  
**Sent:** Wednesday, May 11, 2016 4:57 PM  
**To:** rob@bindermalter.com; franklin.robert@dorsey.com  
**Cc:** Mike Davis; Marcia Gerston  
**Subject:** RE: In re Technology Properties Limited LLC

**Importance:** High

Rob and Bob,

Very shortly after my letter was sent, Mr. Davis received a call from TPL that his checks had been prepared and could be picked up. Please note that these checks were accepted and will be negotiated without waiver of any of Mr. Davis' rights including his right to demand full compliance with the Order re Request of Michael Davis for Payment of Administrative Expense dated February 1, 2016.

Rob, I left you a VM and look forward to speaking with you regarding the payment of Mr. Davis' claim.

Maureen

---

**From:** Maureen Harrington  
**Sent:** Wednesday, May 11, 2016 3:07 PM  
**To:** rob@bindermalter.com; franklin.robert@dorsey.com  
**Cc:** Mike Davis <mikedavisca2@gmail.com>; Marcia Gerston <MGerston@greenfieldlaw.com>  
**Subject:** In re Technology Properties Limited LLC

Dear Rob and Bob:

Please see my letter of today's date attached. The original will follow via US Mail.

Best regards,

Maureen Harrington  
Partner

**Greenfield**

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# EXHIBIT C

## Marcia Gerston

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**From:** Maureen Harrington  
**Sent:** Monday, July 11, 2016 1:06 PM  
**To:** Rob Harris; BiCMOS-Swamy  
**Cc:** franklin.robert@dorsey.com; Michael Davis; Marcia Gerston  
**Subject:** In re TPL

**Importance:** High

Rob, since you advised that you have resigned as counsel for the debtor and I have not been given the name of any replacement counsel, I am copying Mr. Venkadu directly on this email as it is extremely urgent.

My client has been informed that TPL intends to make payments today to administrative claimants that are not in compliance with the Plan or the Order relating to treatment of Mr. Davis' administrative claim.

Mr. Davis has not consented to these payments, and stands on his rights under the Order granting his administrative claim. As stated therein, the remainder of Mr. Davis' claim is IMMEDIATELY DUE AND PAYABLE IN FULL as a result of the Debtor's failure to make timely payments. Assuming, arguendo, that the administrative claim were not fully due and payable, Mr. Davis has not consented to any deviation from the Plan requirements for payment of administrative claims or the terms of the Order in favor of Mr. Davis.

Finally, I continue to note that the Debtor has utterly ignored its financial reporting obligations despite numerous requests from our office that we be provided with same.

I anticipate that a motion for compliance with the Order in favor of Mr. Davis will be filed forthwith.

Maureen Harrington  
Partner

## Greenfield

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10 MICHAEL DAVIS

11 UNITED STATES BANKRUPTCY COURT  
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13 SAN JOSE DIVISION

14 In re  
15 TECHNOLOGY PROPERTIES LIMITED,  
16 LLC,  
17 Debtor.

18 Case No. 13-51589-SLJ  
19 Chapter 11

20 **CERTIFICATE OF SERVICE**

21 [11 U.S.C. §503(b), B.L.R. 9014-1]

22 Date: August 22, 2016  
23 Time: 2:00 p.m.  
24 Location: U.S. Bankruptcy Court  
25 280 So. First St.  
26 San Jose, CA 95113  
27 Judge: Stephen L. Johnson

28 I hereby certify that I am a citizen of the United States, over the age of 18 years, and  
not a party to the within action. On the date set forth below, I served the following:

**Declaration of Maureen Harrington in Support of Creditor Michael Davis'  
Request for Immediate Payment of Administrative Expense**

in said action by serving true and correct copies via CM/ECF electronic mail on all registered  
users.

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I declare under penalty of perjury under the laws of the State of California and the United States of America that the above is true and correct. I declare that I am employed in the office of a member of the bar of this Court at whose direction the services were made.

Executed on August 17, 2016 at San Jose, California.

/s/ Caitlin Hannon  
Caitlin Hannon