

1 **LANE & NACH, P.C.**
2 2001 East Campbell Avenue, Suite 103
3 Phoenix, AZ 85016
4 Telephone No.: (602) 258-6000
5 Facsimile No.: (602) 258-6003
6 Adam B. Nach – 013622
7 Email: adam.nach@lane-nach.com

8 *Attorney for David A. Birdsell, Trustee*

9 **IN THE UNITED STATES BANKRUPTCY COURT**
10 **FOR THE DISTRICT OF ARIZONA**

11 In re:
12 [TITAN SOLAR POWER] PM & M
13 ELECTRIC, INC.,
14 Debtor.

(Chapter 7 Case)

No. 2:24-bk-04978-MCW

**NOTICE OF HEARING ON
TRUSTEES' JOINT MOTION FOR
ORDER AUTHORIZING SALE OF
PROPERTY OF THE ESTATE FREE
AND CLEAR OF LIENS, CLAIMS
AND INTERESTS AND APPROVING
BIDDING PROCEDURES**

15 THIS FILING APPLIES TO:

16 All Debtors
17 Specified Debtors:

AND

**NOTICE TO CREDITORS AND
INTERESTED PARTIES OF SALE OF
PROPERTY**

18 **Time: 1:30 p.m.**
19 **Date: March 6, 2025**
20 **Location: www.zoomgov.com**
21 **Meeting ID: 160 268 24253**
22 **Passcode: 425399**

23 **TO: ALL PARTIES ON ATTACHED EXHIBIT A**

24 **NOTICE IS HEREBY GIVEN** that on January 31, 2025, David A. Birdsell, David M.
25 Reaves, Anthony H. Mason, and Lothar Goernitz, Chapter 7 bankruptcy trustees for the twenty-
26 five bankruptcy estates being jointly administered under the above-captioned matter as well as
27 the bankruptcy estate for Titan Solar Power NV, Inc. (collectively "**Trustees**") filed a *Joint*
28 *Motion for Order Authorizing Sale of Property of the Estate Free and Clear of Liens, Claims,*
and Interests, and Approving Bidding Procedures (the "**Motion**"). (DE_400), a complete copy
of which is on file with the Clerk of the Court and available for inspection or which may be
provided upon written request to the Trustee's counsel as indicated hereinabove. The pertinent
provisions of the Motion are set forth hereinafter.

HEARING AND DEADLINE TO OBJECT

The Court has scheduled a hearing for **March 6, 2025 at 1:30 p.m.** (the "**Hearing**"). The
Hearing is to be held telephonically before the Honorable Madeline C. Wanslee. Interested

1 parties that wish to attend the Hearing are expected to appear by phone by calling **833-568-**
2 **8864, Meeting ID 160 268 24253 and Passcode 425399.**

3 **NOTICE IS FURTHER GIVEN** that any person opposing the Motion shall file a written
4 objection, specifying the reason therefor, together with a notice of hearing, on or before twenty-
5 one (21) days from the date of the mailing of this Notice as follows: United States Bankruptcy
6 Court, as follows: (a) by hand-delivery or mail to the Clerk of the Court, 230 North First Avenue,
7 Suite 101, Phoenix, Arizona 85003-1706; or (b) electronically at the Court's website:
8 ecf.azb.uscourts.gov using the Court's electronic filing procedures, with a copy to: Lane & Nach,
9 P.C., at the address set forth hereinbefore. **Failure to appear at the Hearing or to timely object**
10 **to the Motion may result in the requested relief being granted by the Court without further**
11 **notice to you.**

12 NOTICE OF MOTION

13 **NOTICE IS FURTHER GIVEN** that the Estates' interest in the hereinafter-described
14 Property will be offered to the person making the highest and best bid at the hearing on **March 6,**
15 **2025 at 1:30 p.m.**

16 Property to be Sold:	17 All of the Estates' interest in the following Intellectual property 18 that includes but may not be limited to (collectively, " Property "): 19 20 - Debtors' full Netsuite CRM (customer relationship 21 management) CSV (comma-separated value). <u>Customer</u> 22 <u>Data in the NetSuite will contain the following personally</u> 23 <u>identifiable information: customer first name and last</u> 24 <u>name, customer home address, customer email address,</u> 25 <u>customer phone number, and customer solar servicing</u> 26 <u>purchase history.</u> 27 - All of Debtors' URLs, including titansolarpower.com; 28 - To the extent that such accounts are active and transferable, all of Debtors' social media accounts, including logins and passwords therefor. Without limiting the foregoing, such accounts include: (1) facebook.com/titansolarpower; (2) facebook.com/titansolarpoweraz; (3) facebook.com/titansolarpowerca; (4) facebook.com/titansolarpowernv; (5) instagram.com/titansolarpower; (6) twitter.com/titansolarpower; and (7) https://www.linkedin.com/company/titansolarpower/ - Monitoring site transfers to Buyer as the original installer. Commercial accounts and third-party ownership accounts (such as Sunnova, leases, and power purchase agreements are excluded; - Rights to Debtors' prepetition telephone accounts and numbers, to the extent available; and - AHJ (authority having jurisdiction) utility and design knowledge base and any other information regarding permitting and design specifics acquired or obtained by Debtors through the Petition Date.
29 Terms of Sale:	Interested buyers must do their own due diligence to determine the extent of the Estates' interest in the Property.

<p>1</p> <p>2</p> <p>3</p> <p>4</p> <p>5</p> <p>6</p> <p>7</p>	<p>The Property will be sold As-Is, Where-Is, with No Representations, Guarantees or Warranties, and free and clear of all liens, claims, encumbrances and interests in accordance with 11 U.S.C. § 363, with any valid and enforceable liens to attach to the net sale proceeds and be paid from escrow and as modified hereinafter.</p> <p>The Estates' interest in the Property shall be conveyed to the prevailing purchaser by a Bill of Sale/Assignment as appropriate under Arizona law.</p> <p><i>All sales are subject to Trustee's approval.</i></p>
<p>8</p> <p>Proposed Purchaser:</p>	<p>Energy Aid, Inc. (or a nominee) ("Interested Buyer") has made an offer to purchase the Property for a purchase price of \$65,000.00.</p>
<p>9</p> <p>Bidding/Over Bids:</p> <p>10</p> <p>11</p> <p>12</p>	<p>The sale is subject to higher and better bids at sale hearing.</p> <p>The Trustees suggest \$500.00 bidding increments. The Trustees request that other bidders provide documentation to the Trustees' attorneys evidencing the bidder's access to immediate funds to purchase the Property at least one (1) business day prior to the sale hearing.</p>
<p>13</p> <p>Insider:</p> <p>14</p>	<p>Buyer is not an insider and is a good faith purchaser and is entitled to the benefits provided by 11 U.S.C. § 363(m).</p>
<p>15</p> <p>To Obtain More information:</p>	<p>For more information contact Trustees' Counsel as delineated hereinbefore.</p>
<p>16</p> <p>Description of Interest(s) in the Property:</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p> <p>26</p> <p>27</p> <p>28</p>	<p>Trustees Lothar Goernitz, David A. Birdsell, David M. Reaves, and Anthony H. Mason are the trustees for the Debtors/Affiliated Debtors as more fully defined in the Motion.</p> <p>On September 12, 2024, the United States Bankruptcy Court for the District of Arizona entered an <i>Order: (1) Granting Joint Administration of Cases; and (2) Establishing Notice and Service Procedures</i> ("JA Order") which authorized the joint administration of twenty-five affiliated entities in PM & M Electric, Inc. dba Titan Solar ("PM&M") in case number 2:24-bk-04978-MCW ("Lead Case"). (2:24-bk-04978-MCW DE 78). The Nevada Estate is not jointly administered under the JA Order and maintains its own docket.</p> <p>The Trustee/Trustee's counsel have discussed this sale with the Trustees/Trustee's counsel for the Affiliated Debtors and they consented to the sale. Any funds generated from this sale shall be held by Trustee David Birdsell in the PM&M Estate account pending further Order of this Court and the entry of an Order in the Lead Case.</p> <p>Given the Affiliated Debtors and their various interests in the Property, the Trustees are aware of the following liens or encumbrances:</p>

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

PM&M Electric, Titan Solar Power AZ, Titan Solar Power FL, Titan Solar Power ID, Titan Solar Power IL, Titan Solar Power LA, Titan Solar Power MO, Titan Solar Power NC, Titan Solar Power NM, Titan Solar Power CO, Titan Solar Power TX, Titan Solar Power UT, Titan Solar Power VA, Titan Solar Power CA, Titan Solar Power SC, and Titan Solar Power GA:

SolarEdge: As set forth in the 9019 Order and related Orders for the Affiliated Debtors, the SolarEdge Lien does not attach to the IP or resulting proceeds.

The Trustee may sell the IP free and clear of the SolarEdge Lien pursuant to 11 U.S.C. § 363(f)(2) and (1) because the Trustee anticipates SolarEdge consents to this treatment and because given the 9019 Order, it does not attach to the IP or resulting proceedings.

Titan Solar Power AZ:

AZDES: AZDES filed a UCC Financing Statement with the Arizona Secretary of State post-petition. Given the foregoing, it the AZDES lien is likely void as actions taken in violation of the automatic stay are void. *In re Bourke*, 543 B.R. 657, 664 (Bankr. D. Mont. 2015) citing *Gruntz*, 202 F.3d at 1082; *40235 Wash. St. Corp. v. Lusardi*, 329 F.3d 1076, 1082 (9th Cir.2003); *Schwartz v. United States*, 954 F.2d 569, 570–71, 575 (9th Cir.1992); *Hillis Motors, Inc.*, 997.

Chase: Chase terminated its UCC. The Trustees may sell the IP free and clear of the Chase lien because it has been released.

Trustee Birdsell (the Trustee for the Titan Solar Power AZ Estate) may sell the IP free and clear of the AZDES lien pursuant to 11 U.S.C. § 363(f)(4) because it is subject to a bona fide dispute and may sell the IP free and clear of the Chase lien because it was terminated. To the extent either of the foregoing liens are valid, they shall attach to the sales proceeds attributable to Titan Solar Power AZ.

Titan Solar Power NV, Inc.

Hanwha: Hanwha terminated its UCC. The Trustees may sell the IP free and clear of the Hanwha lien because it has been released.

The Property is being sold “as is”/“where is” with no warranties express or implied to Buyer or anyone submitting a higher and better offer at a hearing to approve the sale of the Property.

Appraisals:	Trustees are not aware of any appraisals.
Compensation/Fees:	There are no commissions for this transaction.
Waiver of 14-Day Stay:	The Trustees are not requesting a waiver of F.R.B.P. 6004(h).

Motion for Stay Relief:	There have been no motions for relief filed relating to the Real Property.
Anticipated Closing Date:	Trustees anticipate that the Sale will close within seventeen (17) calendar days of the date of entry of the Order approving the sale, or on a date agreed to by the Buyer and Trustees.
Marketing Efforts	<p>The Trustees are interested in obtained the highest and best value for the sale of the Property. The following is a summary of the bids/interest received prior to the filing of the Motion:</p> <ol style="list-style-type: none"> 1. EnergyAid, Inc. (current buyer): opened with a \$25,000.00 offer before it was negotiated to the offer pending before the Court; 2. Samuel Darko (the president of Thorenti Enterprises) worked with counsel and requested additional information, but did not make an offer; 3. Solar Stone Energy worked with counsel and requested additional information, but is not interested in residential customers; 4. Darren Moore worked with counsel and requested additional information pertaining to leases and paper owned by the Estates, but was not interested in the remaining IP; 5. This Notice will also be sent to approximately 500 individuals who buy assets from bankruptcy Estates; and 6. This will also be posted on undersigned's website under the asset sale/bankruptcy sales section. Undersigned's office conducts the monthly United States Trustee's sale, therefore, the website is frequented by individuals who buy assets from bankruptcy estates.

DATED: February 7, 2025

LANE & NACH, P.C.

By: /s/ Adam B. Nach
Adam B. Nach
Attorney for Trustee Birdsell