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9 Judicial Liquidator

10 **UNITED STATES BANKRUPTCY COURT**

11 **DISTRICT OF NEVADA**

12 IN RE: CASE NO. BK-N-16-50644-BTB
13 CHAPTER 15

14 Gholam Reza Jazi Zandian

15 Debtor in a Foreign Proceeding.

16 **VERIFIED PETITION FOR**
17 **RECOGNITION AND CHAPTER 15**
18 **RELIEF**

19 **Hearing Date: June 23, 2016**
20 **Hearing Time: 10:00 a.m.**

21 _____/

22 Patrick Canet (“Mr. Canet”), in his capacity as foreign representative (“Foreign
23 Representative”) of the above captioned debtor, Gholam Reza Jazi Zandian (“Zandian” or
24 “Debtor”), with liquidation proceedings in Paris, France, respectfully submits this petition
25 (“Petition”) seeking entry of an order granting (a) recognition by this Court of the Foreign
26 Representative as the Debtor’s foreign representative as that term is defined in 11 U.S.C. §
27 101(24), and (b) recognition of the French proceeding as a foreign main proceeding
28 (“Foreign Proceeding”) pursuant to 11 U.S.C. §§ 1515, 1517 and 1520.

29 **Preliminary Statement**

30 1. In 1993, Mr. Canet was appointed by the Commercial Court of Pontoise in Paris,
31 France (“French Court”), as the representative and, subsequently, the judicial liquidator for
32 the benefit of creditors in a proceeding involving COMPUTER WORLD, formerly known
33 as CEPAT, case no. 989252.

34 2. Zandian is an Iranian citizen residing in Paris, France and, at the relevant time,
35 was the chairman and general manager of COMPUTER WORLD, as well as a 48%

1 shareholder of that company.

2 3. Mr. Canet initiated proceedings against Zandian and in April 1998, judgment was
3 entered against Zandian in the amount of 20,000,000 francs. The judgment was not
4 appealed and is enforceable. In connection with these proceedings against Zandian, the
5 French Court established the date of October 3, 1996 as the date of Zandian's insolvency.
6 Certified copies of the Judgment in French and translated to English are attached as
7 **Exhibits A and B**, respectively.

8 4. Mr. Canet has determined that Zandian owns assets in the State of Nevada and by
9 this Petition, requests recognition of the Foreign Proceeding and the attendant benefits
10 resulting from recognition, including but not limited to the stay of any and all enforcement
11 actions against Zandian and any of his assets in the United States.

12 **Jurisdiction**

13 5. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334 and
14 157.

15 6. This case is properly commenced under §§ 1504 and 1515.

16 7. Venue is proper pursuant to 28 U.S.C. § 1410(1) and 1410(3).

17 8. The statutory bases for relief are 11 U.S.C. § 1501, 1504, 1515, 1517, 1519, 1520
18 and 1521.

19 **Basis For Relief**

20 9. Section 1501(c)(2) limits chapter 15 relief to individuals whose debts exceed the
21 debt limitations in § 109(e), i.e., individuals with regular income, with unsecured debts not
22 exceeding \$383,175 and secured debts not exceeding \$1,149,525. Zandian's debts exceed
23 the limitations in § 109(e).

24 10. Section 101(23) defines a foreign proceeding as:

25 The term "foreign proceeding" means a collective judicial or administrative
26 proceeding in a foreign country, including an interim proceeding, under a law
27 relating to insolvency or adjustment of debt in which proceeding the assets
and affairs of the debtor are subject to control or supervision by a foreign
court, for the purpose of reorganization or liquidation.

28 11. As demonstrated in **Exhibit B**, the foreign proceeding was commenced under

1 French bankruptcy law in bankruptcy proceedings in the French Court, originally for
2 COMPUTER WORLD and in subsequent liquidation proceedings against Zandian.

3 12. Mr. Canet is the Foreign Representative as that term is defined in § 101(24):

4 The term “foreign representative” means a person or body, including a person
5 or body appointed on an interim basis, authorized in a foreign proceeding to
6 administer the reorganization or the liquidation of the debtor’s assets or
7 affairs or to act as a representative of such foreign proceeding.

7 **Exhibit B.**

8 13. The French proceeding is a “foreign main proceeding” as that term is defined in
9 § 1517(b).

10 **Request For Recognition**

11 14. Section 1515 sets forth the requirements for the granting of recognition as
12 requested herein. **Exhibit B**, which is the English translation of the French Court Judgment
13 against Zandian, also includes the history of the matter including the appointment of Mr.
14 Canet as the liquidator for Zandian.

15 **Conclusion**

16 15. The Foreign Representative submits that the Petition satisfies the requirements
17 for recognition of the French proceeding as a foreign main proceeding and Mr. Canet as
18 Zandian’s Foreign Representative.

19 **Notice**

20 16. The Foreign Representative will provide notice of this Petition pursuant to
21 F.R.Bankr.P. 1011(b) and 2002(q), to: the Office of the United States Trustee; the Debtor,
22 any known creditor of the Debtor in the United States for whom the Foreign Representative
23 has an address, any entity against which provisional relief is sought and any additional
24 party-in-interest as may be specified by the Court.

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WHEREFORE, the Foreign Representative requests an order granting this Petition and for such other and further relief as is just and proper.

DATED: May 26, 2016.

HARTMAN & HARTMAN

/s/ Jeffrey L. Hartman
Jeffrey L. Hartman, Esq.
Attorney for Patrick Canet,
Foreign Representative

EXHIBIT A

JUGEMENT DU 3 AVRIL 1998
6 ème Chambre

N° PCL : 583252

CANET, LIQ.JUD.STE COMPUTER WORLD
contre
M. GHOLAM ZANDIAN JAZI

N° RG: 97P01370

DEMANDEUR

CANET, LIQ.JUD.STE COMPUTER WORLD 1 RUE DE LA
CITADELLE 95300 PONTOISE
comparant par Me GAYRAUD 24 AV DENIS PAPIN
RESIDENCE DE LA GARE 95400 ARNOUVILLE LES
GONESSE

DEFENDEUR

M. GHOLAM ZANDIAN JAZI 25 QUAI ANDRE CITROEN
75015 PARIS

non comparant

COMPOSITION DU TRIBUNAL

Décision réputée contradictoire et en premier ressort.

Débats, clôture des débats et mise en délibéré lors de
l'audience du 6 MARS 1998 en Chambre du Conseil où
siégeaient , Mme MUGUET, Président, M.BREDECHE,
M.JAGOURY, Juges, assistés de M.Pierre Olivier HULIN,
Greffier d'Audience.

Délibérée par les mêmes Juges.

Prononcée à l'audience publique du 3 AVRIL 1998.
La minute du présent jugement est signée par le Président et
par le Greffier.



Par acte du Ministère de la SCP DELATTRE-LE MAREC, Huissiers de justice à PARIS, en date du 28 NOVEMBRE 1997 pour tentative et le 1er DECEMBRE 1997 pour régularisation, Maître CANET agissant en qualité de liquidateur à la liquidation judiciaire de la société COMPUTER-WORLD, a donné assignation à Monsieur JAZI ZANDIAN Gholam, Reza né le 15 JANVIER 1952 à ISPAHAN (IRAN) de nationalité iranienne, demeurant 25 Quai André Citroën 75015 PARIS, d'avoir à comparaître devant le Tribunal de Commerce de PONTOISE à l'audience du 19 DECEMBRE 1997 afin de voir statuer à son encontre sur le fondement des dispositions de l'article 181 de la loi du 25 JANVIER 1985 ;

La procédure a été communiquée au Ministère Public ;

Après renvois, l'affaire a été plaidée à l'audience du 6 MARS 1998, lors de laquelle Maître CANET ès-qualités, comparant par Me GAYRAUD, a développé les termes de son acte introductif d'instance. Il rappelle que par jugement rendu par le Tribunal de Commerce de céans en date du 12 JUIN 1992, la société COMPUTER WORLD, anciennement dénommée CEPAT, a été admise au bénéfice du redressement judiciaire.

Que le 11 JUIN 1993, ce redressement a été converti en liquidation judiciaire et Maître CANET désigné aux fonctions de liquidateur et représentant des créanciers.

Il précise que dans le cadre de ses fonctions, il avait assigné Monsieur ZANDIAN, Président Directeur Général et actionnaire à hauteur de 48%, à l'effet de voir prononcer à son encontre une sanction pécuniaire tirée de l'article 180 de la loi du 25 JANVIER 1985.

Qu'en effet, Monsieur ZANDIAN s'était rendu coupable d'un certain nombre de faits justifiant que soit prononcée à son encontre une sanction au titre du comblement de passif.

Que suivant jugement rendu par la 6ème Chambre de ce Tribunal le 13 JUIN 1997, Maître CANET était accueilli en sa demande. Que Monsieur ZANDIAN était condamné à supporter, personnellement, les dettes de la société à concurrence de la somme de 20.000.000 francs.

Il ajoute que cette décision a régulièrement été signifiée sous le Ministère de la SCP DELATTRE & LE MAREC, Huissiers de Justice Associés à PARIS (75006) les 6 et 8 AOUT 1997.

Que cette décision, au demeurant assortie de l'exécution provisoire, de plein droit, n'a fait l'objet d'aucun recours, qu'elle est donc définitive.

Il indique que pourtant, Monsieur ZANDIAN n'a pas cru devoir y déférer ou que plus exactement, il n'a eu de cesse de tenter d'échapper à ses obligations.

Maître CANET ès-qualités demande en conséquence au Tribunal d'ouvrir une procédure de liquidation judiciaire à l'encontre de Monsieur JAZI ZANDIAN Gholam, avec toutes les suites et conséquences et de dire que les dépens seront employés en frais privilégiés de liquidation judiciaire.

Monsieur JAZI ZANDIAN Gholam, après avoir fait l'objet d'un Procès Verbal de notification conformément aux dispositions de l'article 659 du Nouveau Code de Procédure Civile, ne comparaît pas à l'audience, laissant ainsi supposer s'en rapporter à justice.

MOTIVATION :

Attendu qu'il résulte des pièces produites aux débats et des explications de Maître CANET ès-qualités que Monsieur ZANDIAN n'a plus de domicile, ni de résidence ni de lieu de travail connus, qu'il ne se présente pas, ni personne pour lui à l'audience.

Attendu que l'article 181 de la loi du 25 JANVIER 1985 dispose:



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Le Tribunal peut ouvrir une procédure de redressement judiciaire ou de liquidation judiciaire à l'égard des dirigeants à la charge desquels a été admis tout ou partie du passif d'une personne morale et qu'ils ne s'acquittent pas de cette dette".

Attendu que tel est bien le cas en l'espèce.

Attendu que le Tribunal estime opportun de faire application des dispositions du texte sus visé et d'ouvrir à l'encontre de Monsieur JAZI ZANDIAN Gholam une procédure de liquidation judiciaire avec toutes conséquences de droit.

Qu'il conviendra de constater l'exécution provisoire de plein droit de la présente décision.

Que les dépens de la présente instance seront employés en frais privilégiés de liquidation judiciaire.

PAR CES MOTIFS :

Le Tribunal, après en avoir délibéré,

Vu l'article 181 de la loi du 25/01/1985 modifiée par la loi du 10/06/1994,

Ouvre une procédure de liquidation judiciaire sans période d'observation, à l'égard de :

Monsieur JAZI ZANDIAM Gholam, Reza, né le 15 JANVIER 1952 à ISPAHAN (IRAN) de nationalité française, demeurant 25 Quai André Citroën à PARIS (75015)

Fixe provisoirement au 3 OCTOBRE 1996 la date de cessation des paiements.

Nomme M.TANKERE, Juge Commissaire et M.LEROY, Juge Commissaire Suppléant.

Nomme Me CANET, 1 RUE DE LA CITADELLE 95300 PONTOISE en qualité de liquidateur.

Impartit aux créanciers pour la déclaration de leurs créances un délai de 2 mois à compter de la publication du présent jugement au BODACC.

Dit que le délai imparti au liquidateur judiciaire pour l'établissement de la liste des créances est de dix mois à compter de l'expiration du délai ci-dessus fixé pour les déclarations ;

Invite les salariés à désigner au sein de l'entreprise un représentant dans les conditions prévues par l'article 148-1 de la loi.

Dit que le procès verbal de désignation ou de carence sera déposé sans délai au Greffe, conformément à l'article 15-2ème alinéa du décret du 27 décembre 1985 modifié.

Ordonne la communication de la présente décision aux autorités citées à l'article 19 du décret modifié du 27/12/85.

Ordonne la publication du présent jugement conformément à l'article 21 du décret modifié du 27 décembre 1985, et de l'article 119 du décret du 27 décembre 1985.

Rappelle que l'exécution provisoire est de droit.

Dit que les frais à recouvrer par le Greffe et liquidés à la somme de 272,67 francs TTC seront employés en frais privilégiés de liquidation judiciaire.

La minute du jugement est signée par le Président et le Greffier.

POUR EXPÉDITION
LE GREFFIER



EXHIBIT B

COMMERCIAL COURT
OF PONTOISE

JUDGEMENT OF 3 APRIL 1998
6th Chamber

BANRUPTCY PROCEEDINGS No. 989252
CANET, JUDICIAL LIQUIDATOR of COMPUTER WORLD
vs.
Mr. GHOLAM ZANDIAN JAZI
DOCKET No. 97P01370

PLAINTIFF

CANET, JUDICIAL LIQUIDATOR of COMPUTER WORLD, 1 RUE DE LA
CITADELLE 95300 PONTOISE
appearing through Mr. GAYRAUD, Esq., 24 AVE. DENIS PAPIN
RESIDENCE DE LA GARE 95400 ARNOUVILLE LES GONESSE

DEFENDANT

MR. GHOLAM ZANDIAN JAZI 25 QUAI ANDRE CITROEN
75015 PARIS

not appearing

COMPOSITION OF THE COURT

Decision deemed rendered after argument on both sides in first instance.

Arguments, closing of arguments and set for deliberation at the time of the hearing of 6 MARCH 1998 in Council's Chambers where there sat, Mrs. MUGUET, Presiding Judge, Mr. BREDECHE, Mr. JAGOURY, Judges, assisted by Mr. Pierre Olivier HULIN, Clerk of the hearing.

Deliberated by the same Judges.

Pronounced at the public hearing of 3 APRIL 1998.
The minute of this judgement was signed by the Presiding Judge and by the clerk



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[Initials]

CABINET DE TRANSCRIPTION BONNEFOUS
Travaux d'Experts-Traducteurs
30 bis, rue Émile Manier - 75116 PARIS
Tél. : 01 45 53 23 13 - Fax : 01 45 53 34 19

By service of process of the SCP [private partnership] DELATTRE-LE MAREC, Court Bailiffs in PARIS, attempted on 28 NOVEMBER 1997, and regularised on 1 DECEMBER 1997, Mr. CANET, acting as liquidator for the judicial liquidation of COMPUTER WORLD, summoned Mr. Gholam Reza JAZI ZANDIAN, born on 15 January 1952 in ISPAHAN (IRAN), an Iranian citizen, residing 25 Quai André Citroën, 75015 PARIS, to have to appear before the Commercial Court of PONTOISE at the hearing of 19 DECEMBER 1997 for the purposes of a ruling against him based on the provisions of Article 181 of the Law of 25 JANUARY 1985;

The proceedings were communicated to the Public Prosecutor;

Following adjournments, the matter was argued at the hearing of 6 MARCH 1998, during which Mr. CANET, Esq., in his official capacity, appearing through Mr. GAYRAUD, Esq., developed the terms of his document instituting proceedings. He recalls that by judgement rendered by this Commercial Court dated 12 JUNE 1992, COMPUTER WORLD, formerly called CEPAT, was admitted to the benefit of reorganisation proceedings.

On 11 JUNE 1993, this reorganisation had been converted into judicial liquidation and Mr. CANET, Esq., appointed to the duties of liquidator and representative of the creditors.

He states that in connection with his duties, he had summoned Mr. ZANDIAN, Chairman and General Manager and 48% shareholder for the purposes of having a pecuniary sanction ordered against him derived from Article 180 of the Law of 25 JANUARY 1985.

Indeed, Mr. ZANDIAN was guilty of a certain number of acts justifying that a sanction be ordered against him for repayment of the company's liabilities out of his own assets [*comblement de passif*].

Following a judgement rendered by the 6th Chamber of this Court on 13 JUNE 1997, Mr. CANET, Esq.'s claim was allowed. Mr. ZANDIAN was ordered to personally assume the debts of the company up to the amount of 20,000,000 francs.

He adds that this decision had been duly served by the SCP DELATTRE & LE MAREC, a Partnership of Court Bailiffs in PARIS, on 6 and 8 AUGUST 1997.

This decision which, moreover, was *ipso jure* provisionally enforceable, was not appealed and is therefore final.

He states that, nevertheless, Mr. ZANDIAN did not think it necessary to defer to it or, more accurately, he has not ceased attempting to avoid his obligations.

Mr. CANET, Esq., in his official capacity, consequently prays the Court to open judicial liquidation proceedings against Mr. Gholam JAZI ZANDIAN, with all the consequences thereof and to declare that the court costs shall be included in the judicial liquidation as preferential debts.

Mr. Gholam JAZI ZANDIAN, after being the subject of a report of notification in accordance with the provisions of Article 659 of the [French] New Code of Civil Procedure, did not appear at the hearing, leaving it be presumed thereby that he leaves it up to the Court.

GROUND:

Whereas it appears from the exhibits produced as evidence and the explanations of Mr. CANET, Esq., in his official capacity, that Mr. ZANDIAN no longer has any known domicile, residence, nor place of work, that he has not made a personal appearance nor is represented by anyone at the hearing.

Whereas Article 181 of the Law of 25 JANUARY 1985 provides:

«The Court may open judicial reorganisation or liquidation proceedings with regard to managers whose liability for all or part of the liabilities of a legal entity has been recognised and who do not pay such debt.»

Whereas this is indeed the case here.

Whereas the Court considers it appropriate to apply the provisions of the above-mentioned text of law and to open judicial liquidation proceedings against Mr. Gholam JAZI ZANDIAN with all the legal consequences thereof.

[Initials]



The ipso jure provisional enforcement of this decision must be noted.

The costs of this action shall be included in the judicial liquidation as preferential debts.

ON THESE GROUNDS:

After having deliberated, the Court,

Considering Article 181 of the Law of 25/01/1985, as amended by the Law of 10/06/1994,

Open judicial liquidation proceedings without any observation period with regard to:

Mr. Gholam Reza JAZI ZANDIAN, born on 15 JANUARY 1952 in ISPAHAN (IRAN), a French¹ citizen, residing 25 Quai André Citroën, PARIS (75015).

Provisionally sets the date of insolvency (*cessation des paiements*) at 3 OCTOBER 1996.

Appoints Mr. TANKERE as Bankruptcy Judge and Mr. LEROY as Alternate Bankruptcy Judge.

Appoints Mr. CANET, Esq., 1 RUE DE LA CITADELLE 93500 PONTOISE, as liquidator.

Grants the creditors a time limit of 2 months as from publication of this judgement in the BODACC [official bulletin of civil and commercial notices] to file their proofs of claim.

Declares that the time limit granted to the judicial liquidator for drawing up the list of creditors is ten months as from expiry of the above time limit set for proofs of claim.

Requests the employees to appoint a representative from within the company under the conditions provided by Article 148-1 of the Law.

Declares that the report of appointment or failure to do so shall be filed forthwith with the Clerk's office, in accordance with Article 15, 2nd paragraph of the Decree of 27 December 1985, as amended.

Orders communication of this decision to the authorities cited at Article 19 of the amended Decree of 27/12/85.

Orders the publication of this judgement in accordance with Article 21 of the amended Decree of 27 December 1985 and Article 119 of the Decree of 27 December 1985.

Recalls that provisional enforcement is of right.

Declares that the costs to be recovered by the Clerk's office and set at the sum of 272.67 francs, inclusive of all taxes, shall be included in the judicial liquidation as preferential debts.

The minute of this judgement was signed by the Presiding Judge and the Clerk.

CERTIFIED COPY
THE CLERK

[signatures]

[Stamp: Commercial Court of Pontoise
(Val d'Oise)]
[signature]



¹Translator's note: it is stated earlier on that he is an Iranian citizen.