

## **EXHIBIT A**

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF CONNECTICUT  
BRIDGEPORT DIVISION**

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In re:

HO WAN KWOK, *et al.*,

Debtors

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LUC A. DESPINS, CHAPTER 11 TRUSTEE FOR  
THE ESTATE OF HO WAN KWOK,

Plaintiff,

v.

HCHK TECHNOLOGIES, INC., HCHK  
PROPERTY MANAGEMENT, INC.,  
LEXINGTON PROPERTY AND STAFFING,  
INC., HOLY CITY HONG KONG VENTURES,  
LTD., ANTHONY DIBATTISTA, YVETTE  
WANG, and BRIAN W. HOFMEISTER,  
ASSIGNEE FOR THE BENEFIT OF THE  
CREDITORS

Defendants.

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: Chapter 11

: Case No. 22-50073 (JAM)

: (Jointly Administered)

: Adv. P. No. 23-05013 (JAM)

: September 5, 2023

**Declaration of Feng ZHU (aka Frank Wenfeng)**

1. I am 47 years of age and live in the United Kingdom in the City of Oxford. I understand the obligations an oath, and offer the following under penalty of perjury. I believe the following statements are true to the best of my knowledge, information and belief.

2. I submit this affidavit in connection with the efforts by Holy City Hong Kong Ventures, Ltd. (a BVI corporation) (“HCHKV”), and its three wholly-owned subsidiaries (all Delaware corporations) HCHK Technologies, Inc. (“HCHK Technologies”), HCHK Property

Management, Inc. (“HCHK Property”) and Lexington Property and Staffing, Inc. (“HCHK Lexington”) (referred to in the collective as the “HCHKV Entities”) to protect their interests and assets and the above captioned adversary proceeding.

3. I also submit this declaration as part of the HCHKV Entities’ opposition to the Trustee’s objection to HCHKV Entities’ newly-appearing counsel’s motion to provide additional time for the HCHKV Entities to file an answer and to oppose the Trustee’s cross motion for a default.

4. My principle occupation is as a Business Consultant focused mainly on industrial and technical projects. I received my Bachelor’s Degree from Huazhong University of Science and Technologies (Industrial Automation) in 1998, and an Executive Master of Business Administration Degree from Hong Kong University of Science and Technology in 2008.

5. Recently, I was also named a director for HCHKV. *See* Ex 1.

6. As the Court knows, the primary director for HCHKV is currently in custody in connection with certain alleged securities laws violations.

7. Accordingly, to protect the rights and interests of the HCHKV Entities, I was recently made a director of HCHKV to serve alongside Ms. Lan Mu (aka Ms. Ya Li).<sup>1</sup> I have been and continue to research and educate myself concerning the operations of the HCHKV Entities and the complicated facts and allegations related to this proceeding. Notably, I have never spoken with or had a discussion with the named Debtor in this action.

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<sup>1</sup> Thus the current directors are Ms. Ya Li, Ms. Yanping Wang who is currently in custody, and myself. I understand, however, that Ms. Li is in the process of withdrawing as a director. Moreover, to abide by this Court’s orders regarding no use of HCHKV and/or its wholly-owned entities’ funds, any legal expense incurred by these efforts will come from funds collected from outside lenders. Significantly, the HCHKV Entities actually have no control of their funds and assets because these funds and assets are currently within the control of the Assignee.

8. I have come to understand that, before being wound down as part of the Assignment Proceedings<sup>2</sup> pending in New York Supreme Court (“ABC Action”), each of the HCHKV Entities operated as viable businesses -- *to wit*

- a. HCHK Ventures owns and operates(ed) the three subsidiaries described above and herein, and is 99.99% owned by Yvette Wang.
- b. HCHK Technologies is a Delaware corporation that does/did business as an emerging global technology and consulting firm.
- c. HCHK Property is a Delaware corporation that provides(ed) property management and operation services, financial and accounting services, storage management services for among other offices those office spaces at 3 Columbus Circle Office.
- d. HCHK Lexington is a Delaware corporation established as a potential service provider to the other HCHKV Entities.

9. Notably, neither I nor the people involved with HCHKV Entities deny its relationship with and support of a certain political and social movement to reestablish freedom and democracy in mainland China (the “Movement”).

10. It is undeniable that, after paying its employees and overhead, much of the profit and assets of the HCHKV Entities’ businesses have historically been made available to assist the Movement.

11. Regardless, just like the innumerable companies and people who are involved in other global religious, political, social and/or environmental causes, merely being involved with

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<sup>2</sup> The abbreviations used in the Adversary Proceeding Complaint are used herein when/where possible.

a cause does not make the assisting entity equivalent to or an alter ego of the cause's operational entities and/or persons.

12. I have come to believe that the instant adversary proceeding, however, has proceeded in a manner such that the Assignee has seemingly agreed to renounce its duties to the Assignor and its creditors and ostensibly hand away control of the HCHKV Entities' assets based on the *allegations* of an alter ego prelateship with the Debtor. Likewise, the Assignee has failed to assert a defense for the Assignor, has failed to appear for three of the entities, and has apparently opted let the Assignor be defaulted.

13. Thus, to defend HCHKV Entities' rights and interests in this action (and the ABC Action), and to otherwise prevent a default, several of the remaining HCHKV principals worked to reestablish the management structure to protect the HCHKV Entities rights in this action.

14. Indeed, I understand and believe that under applicable New York law, HCHKV as the Assignor in the ABC Action still has certain rights and standing to challenge the Assignee's actions concerning Assignee's performance of its charge and the disposition of the assets.

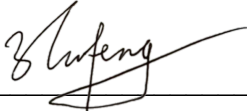
15. It is our belief that the Assignee may have deviated from its duties to the Assignor and/or its creditors, and may have exposed all of the HCHKV Entities' assets to unneeded and potentially unwarranted exposure and dissipation.

16. As a newly appointed Director I have taken and am taking the appropriate steps to restore the proper form to the HCHKV Entities and to hire counsel to protect its interests.

17. Respectfully, the HCHKV Entities merely seek the opportunity to defend their interests by being represented in the instant action.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. 28 U.S.C. §1746

Executed on: September 5, 2023

  
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Feng ZHU (aka Frank Wenfeng)

## **EXHIBIT 1**

**RESOLUTION OF THE DIRECTORS**

**OF**

**Holy City Hong Kong Ventures Ltd**

The undersigned, being the directors of **Holy City Hong Kong Ventures Ltd**, a BVI Business Company existing under the laws of the British Virgin Islands, acting in such capacity and on that behalf, do hereby set down the following on records:

**IT WAS RESOLVED:**

- 1) Feng Zhu be and is hereby appointed as a director of the Company with immediate effect.
- 2) The letter of acceptance as a director of the Company from Feng Zhu is hereby tendered and accepted.
- 3) The Registered Agent be directed to update and file at the Registry of Corporate Affairs the Register of Directors of the Company to reflect the above decisions.



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**Ya Li**

Director

Dated: 2023/08/18



**RESOLUTION OF THE DIRECTORS**

**OF**

**Holy City Hong Kong Ventures Ltd**

The undersigned, being the directors of **Holy City Hong Kong Ventures Ltd**, a BVI Business Company existing under the laws of the British Virgin Islands, acting in such capacity and on that behalf, do hereby adopt the following resolution in writing pursuant to the Business Companies Act 2004 section 88:

**IT IS RESOLVED:**

That the Registered Agent of the Company be changed to Kendall Corporate Services Limited.

That the Registered Office be changed to c/o:

2nd Floor, Abbott Building  
87 Main Street,  
Waterfront Drive  
Road Town, Tortola VG 1110  
British Virgin Islands

That, in accordance with section 92(4) of the BVI Business Companies Act, 2004 (As Amended), the Company's Solicitors, KENDALL Law, be instructed to file notice of the above changes for and on behalf of the Company, duly endorsed by the new registered agent with its agreement to act as registered agent, at the Registry of Corporate Affairs.

Adopted and signed this 22 day of August, 2023



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Ya Li  
Director

Company No. : 2063047

Date : 05/09/2023

Company Name : Holy City Hong Kong Ventures Ltd

INDIVIDUAL DIRECTORS

S/No.	Director No.	Director Type	Name	Personal Details	Service Address	Residential Address	Appointed Date	Cease Date
1	54B76DB7	Director	Yanping Wang	<b>Date of Birth:</b> 01/09/1979 <b>Place of Birth:</b> CHINA <b>Nationality:</b> Chinese	188 East 64th Street, Apt. 1601 New York, NY 10065,  UNITED STATES	188 East 64th Street, Apt. 1601 New York, NY 10065,  UNITED STATES	13/05/2021	
2	5BDC6D8E	Director	YA LI	<b>Date of Birth:</b> 21/06/1978 <b>Place of Birth:</b> CHINA <b>Nationality:</b> Australian	18 Brabham Drive Mill Park VIC  3082 AUSTRALIA	18 Brabham Drive Mill Park VIC  3082 AUSTRALIA	17/07/2022	02/09/2023
3	D442623A	Director	Feng Zhu	<b>Date of Birth:</b> 15/10/1976 <b>Place of Birth:</b> CHINA <b>Nationality:</b> British	Brookside, Betty Lane, Oxford,  OX1 5BW UNITED KINGDOM	Brookside, Betty Lane, Oxford,  OX1 5BW UNITED KINGDOM	18/08/2023	