

JPC-26-02201-11

FILED
2/4/2026 2:51 PM
Dallas County
Justice of the Peace Pct 1-1
By: Lenita Bailey

EXHIBIT A

BILL OF SALE AND ASSIGNMENT

March 2022 Brands Fresh 180 Day Flow Lot 2

THIS BILL OF SALE AND ASSIGNMENT dated February 21, 2024, is by Citibank, N.A., a national banking association organized under the laws of the United States, located at 5800 South Corporate Place, Sioux Falls, SD 57108 (the "**Bank**") to Midland Credit Management, Inc., a corporation organized under the laws of the State of Kansas, with its headquarters/principal place of business at 350 Camino De La Reina, Suite 100, San Diego, CA 92108 ("**Buyer**").

For value received and subject to the terms and conditions of the Master Purchase and Sale Agreement dated December 6, 2023 between Buyer and the Bank (the "**Master Purchase Agreement**"), and that certain Addendum No. 2 dated December 14, 2023 between Bank and Buyer (the "**Addendum**," together with the Master Purchase Agreement, the "**Agreement**"), the Bank does hereby transfer, sell, assign, convey, grant, bargain, set over and deliver to Buyer, and to Buyer's successors and assigns, the Accounts summarized on the Asset Schedule attached hereto as Exhibit A and the Final Electronic File. Capitalized terms not defined herein shall have the definition ascribed in the Agreement.

With respect to information for the Accounts summarized on the Asset Schedule and included in the Final Electronic File, the Bank represents and warrants to Buyer that (i) the Account information constitutes the Bank's own business records and accurately reflects in all material respects the information in the Bank's database; (ii) the Account information was kept in the regular course of business; (iii) the Account information was made at or near the time by, or from information transmitted by, a person with knowledge of the data entered into and maintained in the Account's database; and (iv) it is the regular practice of the Bank's business to maintain and compile such data.


Citibank, N.A.

By: 
8A8806144F8B4AF
(Signature)

Name: Brandy Reardon

Title: Authorized Party

Midland Credit Management, Inc.

By: 
08AF7C7300C5406
(Signature)

Name: Danielle wohlfahrt

Title: MVP Business Development

Dallas County
Justice of the Peace Pct 1-1
By: Lenita Bailey
Contract ID: MC8MUMAA120623
Addendum ID: MC8MUMAA120423C2
Document ID: 021224MC1MU4FMA1**Exhibit A to Bill of Sale**

The individual Accounts transferred are described in the Final Electronic File named Midland-Brands-Fresh-Flow-Lot2-0224 and delivered by the Bank to Buyer, the same deemed attached hereto by this reference.

Lot	Sale ID	# of Accounts	Sale Balance	Cut-Off Date	Purchase Price Percentage
Brands Fresh Flow Lot 2	021224MC1MU4FM			2/12/2024	

AFFIDAVIT OF SALE OF ACCOUNTS

State of Kentucky
County of Boone

Michelle Bingle, being duly sworn, deposes and says:

I am an authorized employee of Citibank, N.A. ("CBNA") located at 5800 South Corporate Place, Sioux Falls, SD 57108, am authorized to make the statements and representations herein and I am over 18 years of age. In this position, I have access to the creditor's books and records and am aware of the process of the sale of accounts and electronic storage of business records.

On or about February 21, 2024, CBNA sold a pool of charged-off accounts (the Accounts) by a Master Purchase and Sale Agreement dated December 6, 2023, Bill of Sale, and Addendum No. 2 dated December 14, 2023 to Midland Credit Management, Inc. As part of the sale of the Accounts, certain electronic records were transferred on individual accounts to the debt buyer. These records were kept in the ordinary course of business of creditor.

I am not aware of any errors in the information provided about the Accounts. The above statements are true to the best of my knowledge.

Signed this 27 day of February, 2024.


 Signature

Michelle Bingle
 Name

STATE OF KENTUCKY)

) ss.

COUNTY OF BOONE)

Subscribed and sworn to before me by Michelle Bingle this 27 day of Feb, 2024.


 Notary Public

[Seal]

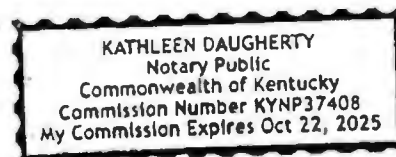
October 22, 2025

My commission expires: _____

Personally known ✓ OR

Produced identification _____

Type of identification produced: N/A




CERTIFICATE OF CONFORMITY

STATE OF KENTUCKY COUNTY OF BOONE

I, John Erin McCabe, an attorney-at-law of the State of Kentucky who is licensed to practice law in the State of Kentucky and is fully acquainted with the laws of the State of Kentucky pertaining to the acknowledgement or proof of deeds of real property to be recorded therein, do hereby certify that I am duly qualified to make this certificate of conformity pursuant to Section 299-a of the Real Property Law of the State of New York and hereby certify that the acknowledgement or proof upon the foregoing document was taken by Kathleen Daugherty, a notary public in the State of Kentucky, in the manner prescribed by the laws of the State of Kentucky and conforms to the laws thereof in all respects.

IN WITNESS WHEREOF, I have hereunto set my signature, this 27th day of February, 2024.



Attorney at Law
John Erin McCabe
Kentucky Bar #92923

Field	Field Data
Account Number	[REDACTED] 1793
First Name	PHILLIP
Last Name	WOODS
SSN	XXX-XX-0551
Date of Birth	[REDACTED]
Address 1	350 N ERVAY ST
Address 2	APT 2508
City	DALLAS
State	TX
Zip	75201
Open Date	12/07/2021
Last Purchase Date	06/08/2023
Last Payment Date	06/05/2023
Last Payment Amount	\$60.00
Sale Amount	\$3,864.23
Charge Off Date	01/05/2024
Charge off Balance	\$3,864.23
Post Charge Off Interest	\$0.00
Post Charge off Fee	\$0.00
Post Charge off Payments	\$0.00
Post Charge off Payments and Credits	\$0.00
Post Charge off Credits	\$0.00
Affinity	CUSTOM CASH

Account information provided by Citibank, N.A. pursuant to the Bill of Sale/Assignment of Accounts transferred on or about 02/21/2024 in connection with the sale of accounts from Citibank, N.A. to Midland Credit Management, Inc.

Midland-Brands-Fresh-Flow-Lot2-0224
021224MC1MU4FM

EXHIBIT B

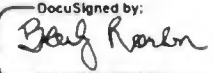

BILL OF SALE AND ASSIGNMENT

March 2022 Brands Fresh 180 Day Flow Lot 2

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For value received and subject to the terms and conditions of the Master Purchase and Sale Agreement dated December 6, 2023 between Buyer and the Bank (the "**Master Purchase Agreement**"), and that certain Addendum No. 2 dated December 14, 2023 between Bank and Buyer (the "**Addendum**," together with the Master Purchase Agreement, the "**Agreement**"), the Bank does hereby transfer, sell, assign, convey, grant, bargain, set over and deliver to Buyer, and to Buyer's successors and assigns, the Accounts summarized on the Asset Schedule attached hereto as Exhibit A and the Final Electronic File. Capitalized terms not defined herein shall have the definition ascribed in the Agreement.

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Citibank, N.A.By: 
0A8005144F8B4AF...
(Signature)Name: Brandy ReardonTitle: Authorized Party**Midland Credit Management, Inc.**By: 
0B8F7C7300C3480
(Signature)Name: Danielle WohlfahrtTitle: MVP Business Development

Contract ID: MC8MUMAA121423C2
Addendum ID: MC8MUMAA121423C2
Document ID: 021224MC1MU4FMA1

Exhibit A to Bill of Sale

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Lot	Sale ID	# of Accounts	Sale Balance	Cut-Off Date	Purchase Price Percentage
Brands Fresh Flow Lot 2	021224MC1MU4FM			2/12/2024	

AFFIDAVIT OF SALE OF ACCOUNTS

State of Kentucky
County of Boone

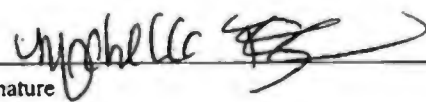
Michelle Bingle, being duly sworn, deposes and says:

I am an authorized employee of Citibank, N.A. ("CBNA") located at 5800 South Corporate Place, Sioux Falls, SD 57108, am authorized to make the statements and representations herein and I am over 18 years of age. In this position, I have access to the creditor's books and records and am aware of the process of the sale of accounts and electronic storage of business records.

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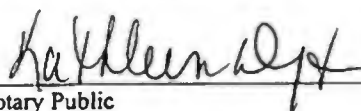
I am not aware of any errors in the information provided about the Accounts. The above statements are true to the best of my knowledge.

Signed this 27 day of February, 2024.


Signature
Michelle Bingle
Name

STATE OF KENTUCKY)
) ss.
COUNTY OF BOONE)

Subscribed and sworn to before me by Michelle Bingle this 27 day of Feb, 2024

 [Seal]
Notary Public

October 22, 2025

My commission expires: _____

Personally known ☒ OR

Produced identification _____

Type of identification produced: N/A

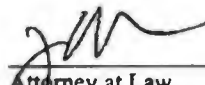


CERTIFICATE OF CONFORMITY

STATE OF KENTUCKY COUNTY OF BOONE

I, John Erin McCabe, an attorney-at-law of the State of Kentucky who is licensed to practice law in the State of Kentucky and is fully acquainted with the laws of the State of Kentucky pertaining to the acknowledgement or proof of deeds of real property to be recorded therein, do hereby certify that I am duly qualified to make this certificate of conformity pursuant to Section 299-a of the Real Property Law of the State of New York and hereby certify that the acknowledgement or proof upon the foregoing document was taken by Kathleen Daugherty, a notary public in the State of Kentucky, in the manner prescribed by the laws of the State of Kentucky and conforms to the laws thereof in all respects.

IN WITNESS WHEREOF, I have hereunto set my signature, this 27th day of February, 2024.



Attorney at Law
John Erin McCabe
Kentucky Bar #92923

Citi Custom CashSM Card



PHILLIP WOODS

Member Since 2021 Account number ending in: 1793

Billing Period: 12/08/23-01/05/24

Billing Inquiries and Customer Service

PO BOX 6062 SIOUX FALLS, SD 57117

1-888-872-2214, (TTY: 711)

www.citicards.com

JANUARY STATEMENT

Minimum payment due: **\$3,864.23**
New balance as of 01/05/24: **\$3,864.23**
Payment due date: **01/05/24**

See the last page of this statement for important information about how to avoid paying interest on purchases.

Late Payment Warning: If we do not receive your minimum payment by the date listed above, you may have to pay a late fee of up to \$40 and your APRs may be increased up to the Penalty APR of 29.99%.

Minimum Payment Warning: If you make only the minimum payment each period, you will pay more in interest and it will take you longer to pay off your balance. For example:

If you make no additional charges using this card and each month you pay...	You will pay off the balance shown on this statement in about...	And you will end up paying an estimated total of...
Only the minimum payment	1 month(s)	\$3,864

For information about credit counseling services, call 1-877-337-8188.

Account Summary

Previous balance \$3,775.53
Payments -\$0.00
Credits -\$0.00
Purchases +\$0.00
Cash advances +\$0.00
Fees +\$0.00
Interest +\$88.70
New balance \$3,864.23

Credit Limit

Credit limit **\$3,000**
Includes \$900 cash advance limit



thankyou
from citi

Total Available ThankYou[®] Points

0 as of 01/01/24

» See page 3 for more information about your rewards

For Payments, send check to: CITI CARDS, PO BOX 78045, PHOENIX, AZ, 85062-8045

Pay your bill from virtually anywhere with the Citi Mobile[®] App and Citi[®] Online



To download:
Text 'App15' to MyCiti (692484)
or go to your device's app store.
Or visit www.citicards.com

Minimum payment due **\$3,864.23**
New balance **\$3,864.23**
Payment due date **01/05/24**

Amount enclosed:

Account number ending in 1793
Please make check payable to CITI CARDS.

000000 MC 32 A 0

PHILLIP WOODS
350 N ERVAY ST
APT 2508
DALLAS TX 75201-3913

CITI CARDS
PO BOX 78045
PHOENIX, AZ 85062-8045

15009 0386423 0386423 0006000 1793 0502

www.citicards.com

Customer Service 1-888-872-2214
(TTY: 711)

PHILLIP WOODS

Account Summary

Trans. date	Post date	Description	Amount
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Fees charged

Total fees charged in this billing period	\$0.00
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Interest charged

Date	Description	Amount
01/05	INTEREST CHARGED TO STANDARD PURCH	\$3.90
01/05	INTEREST CHARGED TO PUR PR-05/26/23.	\$71.64
01/05	INTEREST CHARGED TO PUR PR-08/28/23.	\$13.16
Total interest charged in this billing period		\$88.70

2024 totals year-to-date

Total fees charged in 2024	\$0.00
Total interest charged in 2024	\$88.70

Interest charge calculation

Days in billing cycle: 29

Your Annual Percentage Rate (APR) is the annual interest rate on your account.

Balance type	Annual percentage rate (APR)	Balance subject to interest rate	Interest charge
PURCHASES			
Standard Purch	29.24% (V)	\$167.91 (D)	\$3.90
Pur Pr 052623	29.24% (V)	\$3,083.69 (D)	\$71.64
Pur Pr 082823	29.24% (V)	\$566.59 (D)	\$13.16
ADVANCES			
Standard Adv	29.99% (V)	\$0.00 (D)	\$0.00

Your Annual Percentage Rate (APR) is the annual interest rate on your account. APRs followed by (V) may vary. Balances followed by (D) are determined by the daily balance method (including current transactions).

Account messages

Please note that if we received your pay by phone or online payment between 5 p.m. ET and midnight ET on the last day of your billing period, your payment was credited as of the date of receipt, but will not be reflected until your next statement.

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thankyou
from citi



Member ID: N/A

ThankYou® Points Earned This Billing Cycle:

Highest Eligible Spend Category (on first \$500 spent)	(5pts. per \$1)	+0
All Other Purchases	(1pt. per \$1)	+0
Total Points		0

How You Earn

Earn 5 ThankYou Points per \$1 on purchases in your highest eligible spend category** each billing cycle, up to the first \$500 spent, and 1 point per \$1 thereafter. Plus, earn an unlimited 1 point per \$1 on all other purchases.

**Learn more at www.citicards.com or on the Citi Mobile® App.

How You Redeem

Redeem your points for cash back as a statement credit, direct deposit, or check, or for gift cards, Shop with Points at participating partners, for travel and more.



» Redeem at www.thankyou.com, on the Citi Mobile App or at www.citicards.com

Redemption values vary depending on how you choose to redeem your ThankYou Points.

Citi Custom CashSM Card



PHILLIP WOODS

Member Since 2021 Account number ending in: 1793

Billing Period: 05/06/23-06/07/23

Billing Inquiries and Customer Service

PO BOX 6062 SIOUX FALLS, SD 57117

1-800-950-5114, (TTY: 711)

www.citicards.com

JUNE STATEMENT

Minimum payment due: \$181.97
New balance as of 06/07/23: \$3,071.43
Payment due date: 07/03/23

See the last page of this statement for important information about how to avoid paying interest on purchases.

Late Payment Warning: If we do not receive your minimum payment by the date listed above, you may have to pay a late fee of up to \$40 and your APRs may be increased up to the Penalty APR of 29.99%.

Minimum Payment Warning: If you make only the minimum payment each period, you will pay more in interest and it will take you longer to pay off your balance. For example:

If you make no additional charges using this card and each month you pay...	You will pay off the balance shown on this statement in about...	And you will end up paying an estimated total of...
Only the minimum payment	13 year(s)	\$8,463

For information about credit counseling services, call 1-877-337-8187.

Your account is over the credit limit by \$71.43. Please pay at least the Minimum Payment Due, which includes an Overlimit Amount.

Account Summary

Previous balance	\$3,099.51
Payments	-\$820.71
Credits	-\$0.00
Purchases	+\$713.09
Cash advances	+\$0.00
Fees	+\$0.00
Interest	+\$79.54
New balance	\$3,071.43

Credit Limit

Credit limit \$3,000
Includes \$900 cash advance limit



thankyou
from citi

Total Available ThankYou[®] Points

964 as of 05/31/23

» See page 3 for more information about your rewards

For Payments, send check to: CITI CARDS, PO BOX 78045, PHOENIX, AZ, 85062-8045

Pay your bill from virtually anywhere with the Citi Mobile[®] App and Citi[®] Online



To download:
Text 'App15' to MyCiti (692484)
or go to your device's app store.
Or visit www.citicards.com

Minimum payment due \$181.97
New balance \$3,071.43
Payment due date 07/03/23

Amount enclosed:

Account number ending in 1793
Please make check payable to CITI CARDS.

000000 MC 00 A 0

PHILLIP WOODS
350 N ERVAY ST
APT 2508
DALLAS TX 75201-3913

CITI CARDS
PO BOX 78045
PHOENIX, AZ 85062-8045

15009 0018197 0307143 0006000 1793 0505

PHILLIP WOODS

Account Summary

Trans. date	Post date	Description	Amount
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Payments, Credits and Adjustments

05/10		ONLINE PAYMENT, THANK YOU	-\$280.71
05/13		ONLINE PAYMENT, THANK YOU	-\$115.00
05/27		ONLINE PAYMENT, THANK YOU	-\$10.00
05/27		ONLINE PAYMENT, THANK YOU	-\$140.00
05/28		ONLINE PAYMENT, THANK YOU	-\$115.00
05/30		ONLINE PAYMENT, THANK YOU	-\$50.00
05/30		ONLINE PAYMENT, THANK YOU	-\$50.00
06/05		ONLINE PAYMENT, THANK YOU	-\$30.00
06/05		ONLINE PAYMENT, THANK YOU	-\$30.00

Standard Purchases

05/27	05/27	SONIC DRIVE IN #2026 DALLAS TX	\$5.33
05/27	05/27	WM SUPERCENTER #1216 CARROLLTON TX	\$52.95
05/27	05/27	WAL-MART #2649 IRVING TX	\$67.78
05/28	05/28	TST* Press Box Grill Dallas TX	\$90.64
05/30	05/30	TEXACO 0307262 DALLAS TX	\$25.00
05/30	05/30	UBER EATS 8005928996 CA	\$70.60
05/30	05/30	THE HOME DEPOT #0564 DALLAS TX	\$13.36
05/30	05/30	THE HOME DEPOT #0564 DALLAS TX	\$17.08
05/31		Canteen Vend7 1800CANT HUNT VALLEY MD	\$1.90
05/31		CANTEEN VENDING GRAPEVINE TX	\$1.00
06/05		WESTEND TOBACCO AND FO DALLAS TX	\$12.95
06/05		FUEL CITY DALLAS DALLAS TX	\$30.00
06/05		ELAINE'S KITCHEN DALLAS TX	\$14.07

Purchases Prior to 05/26/23

05/11		CSC SERVICEWORK DALLAS TX	\$2.00
05/11		EBB & FLOW DALLAS TX	\$74.23
05/11		TIFF'S TREATS DALLAS DALLAS TX	\$24.99
05/12	05/12	WAFFLE HOUSE 0169 IRVING TX	\$24.49
05/14	05/14	CAMPISIS - 3 DALLAS TX	\$38.81
05/14		7-ELEVEN 34997 DALLAS TX	\$26.86
05/14		QT 992 IRVING TX	\$5.19
05/14		TIFF'S TREATS DALLAS DALLAS TX	\$16.00
05/14		QT 992 IRVING TX	\$20.32
05/15		Canteen Vend7 1800CANT HUNT VALLEY MD	\$2.60
05/15		URBAN VALUE CORNER STO DALLAS TX	\$11.59
05/15		DUNKIN #363718 IRVING TX	\$22.56
05/15		CANTEEN VENDING GRAPEVINE TX	\$1.00
05/15		CANTEEN VENDING GRAPEVINE TX	\$1.00
05/15		SO *PRIMO TACOS AND HO Dallas TX	\$38.79

Fees charged

Total fees charged in this billing period	\$0.00
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Interest charged

Date	Description	Amount
06/07	INTEREST CHARGED TO STANDARD PURCH	\$3.06
06/07	INTEREST CHARGED TO PUR PR-05/26/23.	\$76.48

Total interest charged in this billing period	\$79.54
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thankyou
from citi

Member ID: 8910231377002160

Congratulations!

Your Highest Eligible Spend
Category This Billing Cycle:

Restaurants

ThankYou® Points

Earned This Billing Cycle:

Highest Eligible Spend Category (on first \$500 spent)	
(5pts. per \$1)	+1,945
All Other Purchases	
(1pt. per \$1)	+324
Total Points	2,269

How You Earn

Earn 5 ThankYou Points per \$1 on purchases in your highest eligible spend category** each billing cycle, up to the first \$500 spent, and 1 point per \$1 thereafter. Plus, earn an unlimited 1 point per \$1 on all other purchases.

**Learn more at www.citicards.com or on the Citi Mobile® App.

How You Redeem

Redeem your points for cash back as a statement credit, direct deposit, or check, or for gift cards, Shop with Points on Amazon.com, for travel and more.



» Redeem at www.thankyou.com, on the Citi Mobile App or at www.citicards.com

Redemption values vary depending on how you choose to redeem your ThankYou Points.

www.citicards.com

PHILLIP WOODS

2023 totals year-to-date

Total fees charged in 2023	\$160.00
Total interest charged in 2023	\$183.74

Interest charge calculation

Days in billing cycle: 33

Your Annual Percentage Rate (APR) is the annual interest rate on your account.

Balance type	Annual percentage rate (APR)	Balance subject to interest rate	Interest charge
PURCHASES			
Standard Purch	28.99% (V)	\$116.75 (D)	\$3.06
Pur Pr 052623	28.99% (V)	\$2,918.12 (D)	\$76.48
ADVANCES			
Standard Adv	29.99% (V)	\$0.00 (D)	\$0.00

Your Annual Percentage Rate (APR) is the annual interest rate on your account. APRs followed by (V) may vary. Balances followed by (D) are determined by the daily balance method (including current transactions).

Account messages

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