

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
PGX HOLDINGS, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 23-10718 (CTG)
Debtors.	)	(Jointly Administered)

**THIRD SUPPLEMENTAL NOTICE OF DESIGNATION OF  
CERTAIN EXECUTORY CONTRACTS AND/OR UNEXPIRED LEASES  
AS “ASSUMED CONTRACTS” AND ASSUMPTION AND ASSIGNMENT THEREOF**

**YOU ARE RECEIVING THIS NOTICE BECAUSE YOU  
OR ONE OF YOUR AFFILIATES IS A COUNTERPARTY TO AN  
EXECUTORY CONTRACT OR UNEXPIRED LEASE WITH ONE OR MORE OF  
THE DEBTORS, INCLUDING AS SET FORTH ON EXHIBIT A ATTACHED HERETO.**

**PLEASE TAKE NOTICE** that, on June 6, 2023, PGX Holdings, Inc. and its debtor affiliates, in the above-captioned chapter 11 cases (collectively, the “Debtors”) filed with the United States Bankruptcy Court for the District of Delaware (the “Court”) a motion [Docket No. 66] (the “Motion”)<sup>2</sup> for the entry of an order (the “Bidding Procedures Order”) approving, among other things, bidding procedures in connection with the sale of substantially all of the Debtors’ assets, and on August 4, 2023, the Court entered the Bidding Procedures Order [Docket No. 331].

**PLEASE TAKE FURTHER NOTICE** that, on August 4, 2023, pursuant to the Bidding Procedures Order, the Debtors filed and served the *Notice to Contract Parties to Potentially Assumed Executory Contracts and Unexpired Leases* [Docket No. 336], which included a list of potentially Assigned Contracts attached thereto as Exhibit A and which was supplemented with certain subsequent notices filed by the Debtors. *See* Docket Nos. 455, 492, and 500.

**PLEASE TAKE FURTHER NOTICE** that, on August 25, 2023, the Court entered orders [Docket No. 422 and 423] (together, the “Sale Orders”) approving (i) the Debtors’ entry into and performance under each of the Stalking Horse Agreements and authorizing the sale of substantially

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: PGX Holdings, Inc. (2510); Credit Repair UK, Inc. (4798); Credit.com, Inc. (1580); Creditrepair.com Holdings, Inc. (7536); Creditrepair.com, Inc. (7680); eFolks Holdings, Inc. (5213); eFolks, LLC (5256); John C. Heath, Attorney At Law PC (8362); Progrexion ASG, Inc. (5153); Progrexion Holdings, Inc. (7123); Progrexion IP, Inc. (5179); Progrexion Marketing, Inc. (5073); and Progrexion Teleservices, Inc. (5110). The location of the Debtors’ service address for purposes of these chapter 11 cases is: 257 East 200 South, Suite 1200, Salt Lake City, Utah 84111.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Bidding Procedures Order or the Sale Orders, as applicable.



all of the Debtors' assets free and clear of all liens, claims, interest, and encumbrances and (ii) the assumption by the Debtors and the assignment and sale to the Progexion Purcahser or Lexington Law Purchaser (as applicable, the "Purchaser") of executory contracts and unexpired leases to be designated by the Purchaser as "Assumed Contracts" pursuant to the Sale Orders, the Progexion APA, the Lexington Law APA, and sections 363 and 365 of the Bankruptcy Code, subject to, and effective as of, the closing of the Sale Transactions (the date of the closing being the "Closing Date").

**PLEASE TAKE FURTHER NOTICE** that, on September 23, 2023, the Debtors filed that certain *Notice of Designation of Certain Executory Contracts and/or Unexpired Leases as "Assumed Contracts" and Assumption and Assignment Thereof* [Docket No. 493] (the "Designation Notice"), providing notice of the agreements to be assumed and assigned to the Purchaser in accordance with the Sale Orders, the Progexion APA, the Lexington Law APA, and the approved contract designation process and upon the occurrence of the Closing Date, as identified on Exhibit A attached thereto (such agreements, the "Assigned Contracts") and which was supplemented with certain subsequent notices filed by the Debtors. *See* Docket Nos. 501 and 685.

**PLEASE TAKE FURTHER NOTICE** that, in accordance with the Sale Orders, the Progexion APA, the Lexington Law APA, and the approved contract designation process, the Debtors hereby file and provide notice of additional agreement(s) to be assumed and assigned to Purchaser as an Assigned Contract, as reflected in Exhibit A attached hereto (the "Supplemental Assigned Contracts").

**PLEASE TAKE FURTHER NOTICE** that, pursuant to the Sale Orders, the Progexion APA, and the Lexington Law APA, **the Purchaser has determined that the Assigned Contracts identified in the Designation Notice along with the Supplemental Assigned Contracts set forth on Exhibit A attached hereto shall be assumed by the Debtors and assigned and sold to Purchaser and shall be designated as "Assumed Contracts" within the meaning of the Sale Orders, the Progexion APA, and the Lexington Law APA, in each case subject to, and effective as of, the Closing Date** (unless such other date is mutually agreed upon by the Debtors, the Purchaser, and the counterparty or counterparties to any such Contract). For the avoidance of doubt, the Closing Date of each sale transaction occurred on September 28, 2023. *See* Docket No. 507.

**PLEASE TAKE FURTHER NOTICE** that the Cure Amount for your Contract(s) shall be as previously noticed to you and as approved by the Court pursuant to the Sale Orders or as otherwise agreed upon by you and the Debtors and/or the Purchaser in writing except as indicated otherwise on Exhibit A.

**PLEASE TAKE FURTHER NOTICE** that nothing herein (i) alters in any way the prepetition nature of the Assigned Contracts or the validity, priority, or amount of any claims of a counterparty to any Assigned Contracts against the Debtors that may arise under such Assigned Contract, (ii) creates a postpetition contract or agreement, or (iii) elevates to administrative expense priority any claims of a counterparty to any Assigned Contract against the Debtors that may arise under such Assigned Contract.<sup>3</sup>

Dated: January 11, 2024  
Wilmington, Delaware

*/s/ Michael W. Yurkewicz*

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**KLEHR HARRISON HARVEY  
BRANZBURG LLP**  
Domenic E. Pacitti (DE Bar No. 3989)  
Michael W. Yurkewicz (DE Bar No. 4165)  
919 North Market Street, Suite 1000  
Wilmington, Delaware 19801  
Telephone: (302) 426-1189  
Facsimile: (302) 426-9193  
Email: dpacitti@klehr.com  
myurkewicz@klehr.com

- and -

Morton R. Branzburg  
1835 Market Street, Suite 1400  
Philadelphia, Pennsylvania 19103  
Telephone: (215) 569-3007  
Facsimile: (215) 568-6603  
Email: mbranzburg@klehr.com

*Co-Counsel to the Wind-Down Debtors*

**KIRKLAND & ELLIS LLP  
KIRKLAND & ELLIS INTERNATIONAL LLP**  
Joshua A. Sussberg, P.C. (admitted *pro hac vice*)  
601 Lexington Ave  
New York, New York 10022  
Telephone: (212) 446-4800  
Facsimile: (212) 446-4900  
Email: joshua.sussberg@kirkland.com

- and -

Spencer Winters (admitted *pro hac vice*)  
Whitney C. Fogelberg (admitted *pro hac vice*)  
Alison J. Wirtz (admitted *pro hac vice*)  
300 North LaSalle  
Chicago, Illinois 60654  
Telephone: (312) 862-2000  
Facsimile: (312) 862-2200  
Email: spencer.winters@kirkland.com  
whitney.fogelberg@kirkland.com  
alison.wirtz@kirkland.com

*Co-Counsel to the Wind-Down Debtors*

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<sup>3</sup> The Debtors reserve all rights to modify the Assigned Contracts attached hereto as **Exhibit A**, in accordance with the terms of the Sale Orders, the Progexion APA, and the Lexington Law APA.

**Exhibit A****Third Supplemental – Assigned Contracts<sup>1</sup>**

	<b>Counterparty</b>	<b>Debtor</b>	<b>Contract Description</b>	<b>Est. Cure Amount</b>
1	SalesForce, Inc.	Progrexion ASG, Inc.	Order Form Q-08148126, dated January 11, 2024, and any agreements amended by such order form, in each instance, relating solely to Marketing Cloud services	\$0.00

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<sup>1</sup> The inclusion of a Contract on this list does not constitute an admission as to the executory or non-executory nature of the Contract, or as to the existence or validity of any claims held by the counterparty or counterparties to such Contract.