

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

LEISURE INVESTMENTS HOLDINGS LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 25-10606 (LSS)

(Joint Administration Requested)

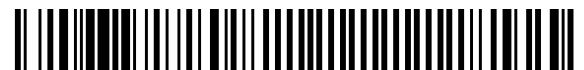
Ref. Docket No. 7

NOTICE OF FILING OF REVISED *PROPOSED ORDER (I) COMPELLING DEBTORS’
FORMER OFFICERS AND OTHER REQUIRED PERSONS TO TURN OVER
RECORDS AND (II) GRANTING RELATED RELIEF*

PLEASE TAKE NOTICE that, on March 31, 2025, the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) filed the *Debtors’ Motion for Entry of an Order (I) Compelling Debtors’ Former Officers and Other Required Persons to Turn Over Records and (II) Granting Related Relief* [Docket No. 7] (the “**Motion**”). Attached as Exhibit A to the Motion was a proposed form of order (the “**Proposed Order**”).

PLEASE TAKE FURTHER NOTICE that, subsequent to filing the Motion, the Debtors revised the Proposed Order (the “**Revised Proposed Order**”), a copy of which is attached hereto as Exhibit A, to address comments received by the Office of the United States Trustee for the District of Delaware. For the convenience of the Court and interested parties, a blackline of the Revised Proposed Order compared to the Proposed Order is attached hereto as Exhibit B. A

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are as follows: Leisure Investments Holdings LLC (7260); Triton Investments Holdings LLC (6416); MS Leisure Company (7257); Icarus Investments Holdings LLC (2636); Ejecutivos de Turismo Sustentable S.A. de C.V. (5CA4); Dolphin Capital Company, S. de R.L. de C.V. (21H8); Dolphin Leisure, Inc. (7073); Dolphin Austral Holdings, S.A. de C.V. (6A13); Aqua Tours, S.A. de C.V. (6586); Viajero Cibernético, S.A. de C.V. (1CZ7); Promotora Garrafón, S.A. de C.V. (0KA2); Marineland Leisure, Inc. (7388); GWMP, LLC (N/A); Gulf World Marine Park, Inc. (0348); and The Dolphin Connection, Inc. (0322). For the purposes of these chapter 11 cases, the address for the Debtors is Leisure Investments Holdings LLC, c/o Riveron Management Services, LLC, 600 Brickell Avenue, Suite 2550, Miami, FL 33131.



hearing to consider the relief requested has been scheduled for **April 2, 2025 at 2:00 p.m. (ET)** (the “**Hearing**”). The Debtors reserve all rights to further modify the Revised Proposed Order at or prior to the Hearing.

Dated: April 2, 2025

/s/ Jared W. Kochenash

YOUNG CONAWAY STARGATT & TAYLOR, LLP

Robert S. Brady (No. 2847)

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Proposed Counsel to the Debtors and Debtors in Possession

EXHIBIT A

Revised Proposed Order

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

In re:

LEISURE INVESTMENTS HOLDINGS LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 25-10606 (LSS)

(Jointly Administered)

Docket Ref. No. 7

**INTERIM ORDER (I) COMPELLING DEBTORS' FORMER OFFICERS
AND OTHER REQUIRED PERSONS TO TURN OVER RECORDS
AND (II) GRANTING RELATED RELIEF**

Upon consideration of the motion (the “**Motion**”)² of the above captioned debtors and debtors in possession (collectively, the “**Debtors**”) for entry of an interim order (the “**Order**”) (i) compelling turnover of the Records relating to the Debtors’ property and finances, which are in the possession, custody, or control of the Required Persons, and (ii) granting related relief, all as more fully described in the Motion; and the Court having jurisdiction to consider the matters raised in the Motion pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and the Court having authority to hear the matters raised in the Motion pursuant to 28 U.S.C. § 157; and the Court having venue pursuant to 28 U.S.C. §§ 1408 and 1409; and consideration of the Motion and the requested relief being a core proceeding that the Court can determine pursuant to 28 U.S.C.

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² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

§ 157(b)(2); and due and sufficient notice of the Motion having been given under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Motion and the First Day Declaration; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors and their estates; and upon the record herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED on an interim basis to the extent set forth herein.
2. **A final hearing on the relief sought in the Motion shall be held on May [], 2025, at [], prevailing Eastern Time (the “Final Hearing”).** Any objection to the relief sought at the Final Hearing must be filed with the Court on or before 4:00 p.m., prevailing Eastern Time, on April 28, 2025, and served on the following parties: (i) proposed counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, DE 19801, Attn: Sean T. Greecher (sgreecher@ycst.com), Allison S. Mielke (amielke@ycst.com), and Jared W. Kochenash (jkochenash@ycst.com); (ii) the Office of the United States Trustee for the District of Delaware, Attn: Benjamin A. Hackman (Benjamin.A.Hackman@usdoj.gov); (iii) counsel to the Prepetition First Lien Noteholders and the DIP Lenders, Baker & McKenzie LLP, Attn: Paul J. Keenan, Jr. (paul.keenan@bakermckenzie.com), 452 Fifth Avenue, New York, NY 10018; (iv) counsel to the Prepetition Second Lien Noteholders, Latham & Watkins LLP, Attn: James Ktsanes (james.ktsanes@lw.com); (v) counsel to the DIP Agent, the Prepetition First Lien Agent, and the Prepetition Second Lien Agent, Troutman Pepper Locke, LLP, Attn: Adrienne K. Walker (awalker@troutman.com), 111 Huntington Avenue Boston, MA 02199; and (vi) counsel to any statutory committee appointed in these chapter 11 cases. If no objections are timely received, the Court may enter a final order without need for the Final Hearing.

3. Pursuant to, and to the extent set forth in, section 542(e) of the Bankruptcy Code, the Required Persons shall turn over and disclose to the Debtors' representatives, including the Debtors' Chief Restructuring Officer, Robert Wagstaff, all recorded information, including but not limited to books, documents, records, papers, electronically stored information, and email relating to, or in connection with, the Debtors' property and finances or in furtherance of the Required Persons' performance of their duties on behalf of the Debtors (the "**Records**").

4. For avoidance of doubt, the Required Persons include Eduardo Albor (the former Chief Executive Officer of the Debtors), the former Chief of Staff, Chief Financial Officer, and Chief Commercial Officer of the Debtors, all other current or former officers of the Debtors, all current or former attorneys in fact of the Debtors, all other insiders, as defined in section 101(31) of the Bankruptcy Code, of the Debtors, all regional officers, directors, and managers, all park directors and managers, and all other employees, wherever located.

5. Counsel for the Debtors shall effectuate service of this Order no later than three (3) business days after entry of this Order upon (i) the Required Persons at their last known address—business or personal—by First Class mail; (ii) the Required Persons at their email address; (iii) where applicable, counsel for the Required Persons by overnight mail or email; or (iv) by hand delivery.

6. The Records shall be produced to the Debtors no later than 11:59 p.m. (Eastern Daylight Time) on the date that is five (5) business days after service of this Order (the "**Turnover Deadline**"), or such other date and time as may be agreed by the Debtors and the affected Required Persons, pursuant to reasonable protocols for the secure transfer of electronic records to be agreed upon by and between counsel for the Debtors and the Required Persons before the Turnover Deadline.

7. The requirements of Bankruptcy Rule 6003(b) are satisfied.
8. Under the circumstances of the Chapter 11 Cases, notice of the motion is adequate under Bankruptcy Rule 6004(a).
9. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be effective and enforceable immediately upon its entry.
10. The Debtors are authorized to take all actions necessary to implement the relief granted in this Order.
11. This Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.

EXHIBIT B

Blackline

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

In re:

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et al.,¹

Debtors.

Chapter 11

Case No. 25-10606 (LSS)

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Docket Ref. No. ~~---~~7

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Motion and the requested relief being a core proceeding that the Court can determine pursuant to 28 U.S.C. § 157(b)(2); and due and sufficient notice of the Motion having been given under the circumstances, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the Motion and the First Day Declaration; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors and their estates; and upon the record herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

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LLP, Attn: Adrienne K. Walker (awalker@troutman.com), 111 Huntington Avenue Boston, MA 02199; and (vi) counsel to any statutory committee appointed in these chapter 11 cases. If no objections are timely received, the Court may enter a final order without need for the Final Hearing.

3. ~~2.~~ Pursuant to, and to the extent set forth in, section 542(e) of the Bankruptcy Code, the Required Persons shall turn over and disclose to the Debtors' representatives, including the Debtors' Chief Restructuring Officer, Robert Wagstaff, all recorded information, including but not limited to books, documents, records, papers, electronically stored information, and email relating to, or in connection with, the Debtors' property and finances or in furtherance of the Required Persons' performance of their duties on behalf of the Debtors (the "**Records**").

4. ~~3.~~ For avoidance of doubt, the Required Persons include Eduardo Albor (the former Chief Executive Officer of the Debtors), the former Chief of Staff, Chief Financial Officer, and Chief Commercial Officer of the Debtors, all other current or former officers of the Debtors, all current or former attorneys in fact of the Debtors, all other insiders, as defined in section 101(31) of the Bankruptcy Code, of the Debtors, all regional officers, directors, and managers, all park directors and managers, and all other employees, wherever located.

5. ~~4.~~ Counsel for the Debtors shall effectuate service of this Order no later than three (3) business days after entry of this Order upon (i) the Required Persons at their last known address—business or personal—by First Class mail; (ii) the Required Persons at their email address; (iii) where applicable, counsel for the Required Persons by overnight mail or email; or (iv) by hand delivery.

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7. ~~6.~~ The requirements of Bankruptcy Rule 6003(b) are satisfied.

8. ~~7.~~ Under the circumstances of the Chapter 11 Cases, notice of the motion is adequate under Bankruptcy Rule 6004(a).

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11. ~~10.~~ This Court shall retain jurisdiction with respect to all matters arising from or relating to the interpretation or implementation of this Order.