

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

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| In re: EPIC! CREATIONS, INC., <i>et al.</i> , ¹ Debtors. | Chapter 11 Case No. 24-11161 (JTD) (Jointly Administered) |
| Claudia Z. Springer, Chapter 11 Trustee, Plaintiff, v. Stripe, Inc.; Wells Fargo Bank, National Association; Whitehat Education Technology LLC; and John Does 1-100; Defendants. | Adv. Pro. No. 24-50142 (JTD) Re: Adv. Pro. D.I. 1, 11, 32, 36, 39 & 40 |

**CERTIFICATION OF COUNSEL SUBMITTING AGREED ORDER EXTENDING
DEFENDANT STRIPE, INC.'S TIME TO RESPOND TO THE COMPLAINT**

The undersigned counsel to Claudia Z. Springer, not individually but as the Chapter 11 Trustee (the “Trustee”) of Epic! Creations, Inc., Neuron Fuel, Inc., and Tangible Play, Inc. (the “Debtors” and, each, a “Debtor”), hereby certifies that:

1. On June 4-5, 2024 (the “Petition Date”), GLAS Trust Company LLC, in its capacity as administrative and collateral agent under the November 24, 2021, Credit and Guaranty Agreement (the “Credit Agreement”), and certain other lenders under the Credit Agreement (the

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, are: Epic! Creations, Inc. (9113); Neuron Fuel, Inc. (8758); and Tangible Play, Inc. (9331).



“Petitioning Lender Creditors”) filed an involuntary chapter 11 petition against each Debtor. [D.I. 1]²

2. On June 27, 2024, this Court entered an order directing joint administration of the Debtors’ cases for procedural purposes. [D.I. 61]

3. On September 16, 2024 (the “Order for Relief Date”), this Court entered an order for relief in the Debtors’ involuntary chapter 11 cases (the “Chapter 11 Cases”) and directed the appointment of a chapter 11 trustee as a default sanction based on the Debtors’ failure to comply with their discovery obligations. [D.I. 147]

4. On September 23, 2024, the United States Trustee for Region 3 duly appointed Claudia Z. Springer as chapter 11 trustee of each Debtor, subject to approval by the Court in the Chapter 11 Cases. [D.I. 152]

5. On October 7, 2024, this Court entered an order approving the appointment of the Trustee. [D.I. 180]

6. On October 8, 2024, the Trustee initiated adversary proceeding number 24-50142 (the “Adversary Proceeding”) by filing a *Complaint for Temporary Restraining Order, Preliminary and Permanent Injunctive Relief, and Avoidance and Recovery under 11 U.S.C. §§ 549 and 550* (the “Complaint”) against the above-captioned defendants including defendant Stripe, Inc. (“Stripe”). [Adv. Pro. D.I. 1]

7. On October 11, 2024, the Court issued a *Summons and Notice of Pretrial Conference in an Adversary Proceeding* (the “Summons”) in the Adversary Proceeding [Adv. Pro.

² Docket entries referenced in the main bankruptcy case (No. 24-11161) will be indicated with “[D.I.]” and docket entries referenced in the adversary proceeding (No. 24-50142) will be indicated with “[Adv. Pro. D.I.]”.

D.I. 11], which provided that the defendants, including Stripe, had thirty days from the issuance of the Summons to file an answer, move, or otherwise respond to the Complaint.

8. On October 14, 2024, Stripe was served with the Complaint, Summons and ADR Notice. A certificate of service was filed in the Adversary Proceeding evidencing that Stripe was served with the aforementioned documents. [Adv. Pro. D.I. 32]

9. On November 8, 2024, the Trustee and Stripe entered into a stipulation pursuant to Rule 7012-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court of the District of Delaware extending the time for Stripe to file an answer, move, or otherwise respond to the Complaint through and including December 9, 2024. [Adv. Pro. D.I. 36]

10. Stripe, by and through counsel, sought a second extension of time to file an answer, move, or to otherwise respond to the Complaint and the Trustee agreed to grant Stripe an extension of time to file an answer, move, or otherwise respond to the Complaint through and including January 9, 2025.

11. On December 3, 2024, the Trustee submitted to a certification of counsel to the Court requesting that the Court enter an order approving a stipulation extending the time for Stripe to file an answer, move, or to otherwise respond to the Complaint through and including January 9, 2025. [Adv. Pro. D.I. 39]

12. On December 4, 2024, the Court entered an *Order Approving Stipulation Extending the Time for Defendant Stripe, Inc. to Answer or to Otherwise Respond to the Complaint filed by Claudia Z. Springer, Chapter 11 Trustee*, which approved the stipulation extending the time for Stripe to file an answer, move, or to otherwise respond to the Complaint through and including January 9, 2025. [Adv. Pro. D.I. 40]

13. Stripe, by and through counsel, sought a third extension of time to file an answer, move, or to otherwise respond to the Complaint, which is presently set to expire on January 9, 2025, and the Trustee agreed to grant Stripe an extension of time to file an answer, move, or otherwise respond to the Complaint through and including February 6, 2025.

14. Accordingly, the Trustee respectfully requests that the Court enter an order approving the attached stipulation extending the time for Stripe to file an answer, move, or to otherwise respond to the Complaint through and including February 6, 2025.

WHEREFORE, the undersigned respectfully requests entry of an order consistent with the Proposed Agreed Order attached hereto, at the Court's earliest convenience.

[intentionally left blank]

Dated: January 6, 2025
Wilmington, Delaware

**PASHMAN STEIN WALDER
HAYDEN, P.C.**

/s/ Alexis R. Gambale

Henry J. Jaffe (No. 2987)
Joseph C. Barsalona II (No. 6102)
Alexis R. Gambale (No. 7150)
824 N. Market Street, Suite 800
Wilmington, DE 19801
Telephone: (302) 592-6496
Email: hjaffe@pashmanstein.com
jbarsalona@pashmanstein.com
agambale@pashmanstein.com

-and-

JENNER & BLOCK LLP

Catherine Steege (admitted *pro hac vice*)
Melissa Root (admitted *pro hac vice*)
William A. Williams (admitted *pro hac vice*)
353 N. Clark Street
Chicago, Illinois 60654
Telephone: (312) 923-2952
Email: csteege@jenner.com
mroot@jenner.com
wwilliams@jenner.com

Co-Counsel to the Trustee

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

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| <p>In re:</p> <p>EPIC! CREATIONS, INC., <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p> | <p>Chapter 11</p> <p>Case No. 24-11161 (JTD)</p> <p>(Jointly Administered)</p> |
| <p>Claudia Z. Springer, Chapter 11 Trustee,</p> <p style="text-align: center;">Plaintiff,</p> <p style="text-align: center;">vs.</p> <p>Stripe, Inc.;</p> <p>Wells Fargo Bank, National Association;</p> <p>Whitehat Education Technology LLC; and</p> <p>John Does 1-100;</p> <p style="text-align: center;">Defendants.</p> | <p>Adv. Pro. No. 24-50142 (JTD)</p> <p>Adv. D.I. 1, 11, 32, 36, 39 & 40</p> |

**ORDER APPROVING STIPULATION BETWEEN THE CHAPTER 11 TRUSTEE
AND STRIPE, INC. EXTENDING THE TIME TO ANSWER OR OTHERWISE
RESPOND TO THE COMPLAINT**

Upon consideration of the stipulation (the “Stipulation”)² between and among Claudia Z. Springer, solely in her capacity as the chapter 11 trustee (the “Trustee”) of the above-captioned debtors (the “Debtors”), and Stripe, Inc. (“Stripe”) in extending the time for Stripe to file an answer or to otherwise respond to the complaint initiating the above-captioned adversary proceeding filed by the Trustee, a copy of which is attached hereto as **Exhibit 1**; and having determined that the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Epic! Creations, Inc. (9113); Neuron Fuel, Inc. (8758); and Tangible Play, Inc. (9331).

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

Court has jurisdiction to consider this matter in accordance with 28 U.S.C. §§ 157 and 1334 and the Amended Standing Order; and having determined that the Stipulation is in the best interest of the Debtors, their estates, and its creditors; and after due deliberation and sufficient cause appearing therefor:

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Stipulation is hereby **APPROVED**.
2. Immediately upon the entry of this Order, the Stipulation shall become effective.
3. The Debtors and Stripe are authorized to take any and all actions reasonably necessary to implement and effectuate the terms of the Stipulation.
4. This Court retains jurisdiction over all matters arising from or related to the implementation or interpretation of this Order and the Stipulation.

EXHIBIT 1

Stipulation

**IN THE UNITED STATES BANKRUPTCY COURT
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| <p>In re: EPIC! CREATIONS, INC., <i>et al.</i>,¹</p> <p style="text-align: center;">Debtors.</p> <hr/> <p>Claudia Z. Springer, Chapter 11 Trustee, Plaintiff,</p> <p>v.</p> <p>Stripe, Inc. Wells Fargo Bank, National Association Whitehat Education Technology LLC John Does 1-100</p> <p style="text-align: center;">Defendants.</p> | <p>Chapter 11 Case No. 24-11161 (JTD)</p> <p>(Jointly Administered)</p> <p>Adv. Pro. No. 24-50142 (JTD)</p> <p>Re: Adv. Pro. D.I. 1, 11, 32, 36, 39 & 40</p> |
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**STIPULATION PURSUANT TO LOCAL RULE 7012-2 EXTENDING
DEFENDANT STRIPE, INC.’S TIME TO RESPOND TO THE COMPLAINT**

The above-captioned plaintiff (“Plaintiff”) and defendant Stripe, Inc. (“Stripe”) by and through their undersigned counsel, pursuant to Rule 7012-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court of the District of Delaware (the “Local Rules”), hereby stipulate as follows:

1. On October 14, 2024, the Plaintiff served a Summons, along with a copy of the *Complaint for Temporary Restraining Order, Preliminary and Permanent Injunctive Relief, and*

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Avoidance and Recovery under 11 U.S.C. §§ 549 and 550 (the “Complaint”), on Stripe. [Adv. Pro. D.I. 32]

2. On November 8, 2024, the Plaintiff and Stripe entered into the *Stipulation Pursuant to Local Rule 7012-2 Extending Stripe’s Time to Respond to the Complaint* [Adv. Pro. D.I. 36], extending the time for Stripe to file an answer, move, or otherwise respond to the Complaint through and including December 9, 2024.

3. On December 4, 2024, the Court entered an *Order Approving Stipulation Extending the Time for Defendant Stripe, Inc. to Answer or to Otherwise Respond to the Complaint filed by Claudia Z. Springer, Chapter 11 Trustee* [Adv. Pro. D.I. 40], extending the time for Stripe to file an answer, move, or otherwise respond to the Complaint through and including January 9, 2025.

4. Pursuant to Local Rule 7012-2,

[t]he deadline to plead or move in response to a complaint or other pleading in an adversary proceeding may be extended for a period of up to twenty-eight (28) days by stipulation of the parties docketed with the Court or, for a longer period of time, by order of the Court.

Del. Bankr. L.R. 7012-2.

IT IS HEREBY STIPULATED AND AGREED by the parties that:

5. The time within which Stripe may file an answer, move, or otherwise respond to the Complaint is hereby extended through and including February 6, 2025.

6. This Stipulation is without prejudice to the Plaintiff’s or Stripe’s substantive rights.

IT IS SO STIPULATED:

Dated: January 6, 2025

ESBROOK P.C.

/s/ Scott J. Leonhardt

Scott J. Leonhardt (DE Bar No. 4885)

1000 N. West Street

Suite 1200

Wilmington, DE 19801
Telephone: (302) 650-7540
scott.leonhardt@esbrook.com

-and-

DAVIS WRIGHT TREMAINE LLP

Hugh McCullough

920 5th Avenue
Suite 3300
Seattle, WA 98104
Telephone: (206) 757-8189
hughmccullough@dwt.com

Counsel for Stripe, Inc.

PASHMAN STEIN WALDER HAYDEN, P.C.

/s/ Alexis R. Gambale

Henry J. Jaffe (DE Bar No. 2987)
Joseph C. Barsalona II (DE Bar No. 6102)
Alexis R. Gambale (DE Bar No. 7150)
824 North Market Street
Suite 800
Wilmington, DE 07601
Telephone: (302) 592-6497
Email: hjaffe@pashmanstein.com
jbarsalona@pashmanstein.com
agambale@pashmanstein.com

-and-

JENNER & BLOCK LLP

Catherine Steege
Melissa Root
William A. Williams
353 N. Clark Street
Chicago, Illinois 60654
Telephone: (312) 923-2952
Email: csteege@jenner.com
mroot@jenner.com
wwilliams@jenner.com

Counsel to the Chapter 11 Trustee