

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

In re:)	Chapter 11
)	
F21 OPCO, LLC, et al. ¹)	Case No. 25-10469 (MFW)
)	Jointly Administered
Debtors.)	
)	Ref. Docket No.: 444
)	

**CERTIFICATION OF COUNSEL
REGARDING REVISED PROPOSED ORDER GRANTING THE MOTION OF
DELORIS HARDAWAY FOR RELIEF FROM THE AUTOMATIC STAY
PURSUANT TO 11 U.S.C. § 362(d) OF THE BANKRUPTCY CODE)**

Jeffrey S. Cianciulli, counsel for Deloris Hardaway ("Movant"), hereby certifies as follows:

1. On June 13, 2025, movant filed the **MOTION OF DELORIS HARDAWAY FOR RELIEF FROM THE AUTOMATIC STAY PURSUANT TO 11 U.S.C. § 362(d) OF THE BANKRUPTCY CODE** (Docket 444) (the "Motion") in the above-referenced cases.

2. Thereafter, counsel for Movant and counsel for F21 OpCo, LLC and its affiliated debtors (collectively, the "Debtors") entered into negotiations in connection with the Motion, resulting in a new form of proposed order, attached hereto as **Exhibit A** (the "Revised Proposed Order").

3. The Revised Proposed Order is not based upon the form of proposed order submitted with the Motion. Counsel for the Debtors, Kristin L. McElroy, advised me that this form of order was previously agreed to by several lift-stay parties in this case, as well as the Official Committee of Unsecured Creditors. Therefore, it is not possible to submit a redline of the

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). A complete list of the Debtors' chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at www.veritaglobal.net/forever21. The Debtors' address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.



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Revised Proposed Order against the version submitted with the Motion. Counsel for the Debtors has advised me that the Debtors agree to the form of the Revised Proposed Order.

4. The undersigned hereby further certifies that they have received no answer, objection or other responsive pleading to the Motion. The undersigned also certifies that they have reviewed the Court's docket in this case and no answer, objection or other responsive pleading to the Motion appears thereon and objections to the application were to be filed and served no later than June 27, 2025 at 4:00 p.m. ET.

5. Movant requests that the Court enter the Revised Proposed Order as an order of the Court at the Court's convenience.

Respectfully submitted,

WEIR LLP

/s/ Jeffrey S. Cianciulli

Jeffrey S. Cianciulli, Esquire (#4369)

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Attorney for Movant, Deloris Hardaway

Dated: June 27, 2025

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In re:)	Chapter 11
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F21 OPCO, LLC, et al. ¹)	Case No. 25-10469 (MFW)
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CERTIFICATE OF SERVICE

I, Jeffrey S. Cianciulli, Esquire, hereby certify that on June 27, 2025, I caused a true and correct copy of the Certification of Counsel regarding Docket Nos. 444 to be served electronically on all parties registered via the Court's CM/ECF.

/s/ Jeffrey S. Cianciulli
Jeffrey S. Cianciulli

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EXHIBIT “A”

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

In re:

F21 OPCO, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10469 (MFW)

(Jointly Administered)

Ref: Docket No. 444

**ORDER GRANTING MOTION OF DELORIS HARDAWAY FOR
RELIEF FROM THE AUTOMATIC STAY PURSUANT TO
11 U.S.C. § 362(d) OF THE BANKRUPTCY CODE**

Upon consideration of the *Motion of Deloris Hardaway for Relief from the Automatic Stay Pursuant to 11 U.S.C. § 362(d) of the Bankruptcy Code* [D.I. No. 444] (the “**Motion**”), it is hereby ORDERED that:

1. The Motion is granted as set forth herein.
2. The Movant² is granted relief from the automatic stay pursuant to section 362 of the Bankruptcy Code for the sole and exclusive purpose of allowing the Movant to liquidate the Movant’s claims asserted in the State Court Action (collectively, the “**Asserted Claim**”) through prosecution of the State Court Action against the Debtors and any other individuals or entities, including any subsequent appeals, and to enforce judgment, including any alternative dispute resolution award or settlement, obtained on account of the Asserted Claim in the State Court Action (a “**Judgment**”) solely against any available proceeds under the Debtors’ applicable insurance policies, if any (such policies, as applicable, the “**Insurance Policies**”).

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

3. Nothing in this Order is intended or shall be deemed to: (i) impair, modify, limit or expand the rights and duties of the Movant or the Debtors, if any, under the Insurance Policies; (ii) alter, amend or otherwise modify the terms and conditions of the Insurance Policies or any related agreements; (iii) relieve the Debtors of any of their obligations to any insurer under the Insurance Policies and any related agreements; (iv) create or permit a direct right of action by the Movant against any of the Debtors' insurers under the Insurance Policies; (v) preclude or limit, in any way, the rights of any insurer to contest and/or litigate the existence, primacy and/or scope of available coverage under the Insurance Policies or to otherwise assert any defenses to coverage; (vi) constitute a determination or admission that coverage exists with respect to the Asserted Claim or the State Court Action; (vii) be a stipulation, agreement, warranty, or admission by the Debtors or their estates that (a) the Debtors or their estates are liable to the Movant for any amount or (b) the Asserted Claim and any related damages asserted by the Movant are covered, in whole or in part, under any of the Insurance Policies; or (viii) create a duty or obligation on the part of the Debtors and their estates, and any agents, attorneys, employees or other representatives thereof, to defend against the Asserted Claim or the State Court Action or to incur any costs (including, without limitation, on account of any self-insured retentions under the Insurance Policies) in connection therewith.

4. Except as provided for herein, the provisions of section 362 of the Bankruptcy Code, including, without limitation, the provisions thereof prohibiting execution, enforcement or collection of any Judgment, shall remain in full force and effect. Neither the Movant, nor any of the Movant's agents, attorneys, employees or other representatives or any person or entity claiming by or through the Movant, shall ever attempt to cause any action to be taken to collect any portion of any Judgment from the assets or properties of the Debtors and their estates other

than from any available proceeds under the Insurance Policies. The Movant waives and releases any rights to recover from the assets or property of the Debtors and their estates other than from any available proceeds under the Insurance Policies, and any proofs of claim filed by the Movant in the Debtors' chapter 11 cases shall be deemed withdrawn without the need for any further action on the part of the Debtors and their estates, the Movant or this Court, and the claims agent in these chapter 11 cases is authorized to reflect such withdrawal in the claims register maintained in these proceedings. Notwithstanding anything herein to the contrary, the withdrawal of any proofs of claim filed by the Movant in these proceedings as provided for herein shall not impair, prejudice, waive or otherwise affect the rights of the Movant under this Order to prosecute the Asserted Claim in the State Court Action and to recover or receive payment on account of the Asserted Claim against the Debtors and their estates in the State Court Action, in each case as provided for herein.

5. This Order shall become effective immediately upon entry by the Court and is not subject to the fourteen-day stay provided in Rule 4001(a)(3) of the Federal Rules of Bankruptcy Procedure.

6. This Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.