

district is permissible pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Debtors are authorized, but not directed, to continue the Insurance Policies including, without limitation, the Insurance Policies identified on Exhibit 1, and to pay any prepetition or postpetition obligations related to the Insurance Policies, including any Brokerage Fees and Third Party Fees, if any.

2. The Debtors are authorized, but not directed, to renew, amend, supplement, extend, or purchase insurance policies to the extent that the Debtors determine that such action is in the best interest of their estates; *provided* that the Debtors will notify the U.S. Trustee and any statutory committee appointed in these chapter 11 cases if the Debtors increase or decrease existing coverage, change carriers, enter into any new premium financing agreements, or purchase additional coverage.

3. The Debtors shall maintain a matrix/schedule of payments made pursuant to this Order, including the following information: (a) the names of the payee; (b) the date and amount of the payment; and (c) the category or type of payment, as further described and classified in the

Motion. Debtors shall provide a copy of such matrix/schedule to the U.S. Trustee and any statutory committee appointed in these chapter 11 cases every thirty days beginning upon entry of this Order.

4. Notwithstanding the relief granted herein or any actions taken hereunder, nothing contained in this Order shall create any rights in favor of, or enhance the status of any claim held by, any person to whom any obligations under the Insurance Policies are owed.

5. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized and directed to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order.

6. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the amount of, basis for, or validity of any claim against a Debtor entity under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in the Motion or any order granting the relief requested by the Motion or a finding that any particular claim is an administrative expense claim or other priority claim; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; (g) a waiver or limitation of the Debtors', or any other party in interest's, rights under the Bankruptcy Code or any other

applicable law; or (h) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the relief requested in this Motion are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens.

7. The Debtors are authorized to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of these chapter 11 cases with respect to prepetition amounts owed in connection with any Insurance Policies.

8. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rule 6004(a), and the Local Rules are satisfied by such notice.

9. The contents of the Motion satisfy the requirements of Bankruptcy Rule 6003(b).

10. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.

11. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

12. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed: May 11, 2020.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1**Insurance Policies¹**

Type of Insurance	Carrier	Policy Number	Policy Term Date²
Primary Directors & Officers Liability	Illinois National Insurance Company (AIG)	23820501	11/1/2019 - 11/1/2020
Excess D&O	ACE American Insurance Company	DOXG26813062006	11/1/2019 - 11/1/2020
Excess D&O	XL Specialty Insurance Company	ELU164669-19	11/1/2019 - 11/1/2020
Excess D&O	Underwriters at Lloyd's (ANV)	ANV134318A	11/1/2019 - 11/1/2020
Excess D&O	Axis Insurance Company	MNN769057/01/2019	11/1/2019 - 11/1/2020
Excess D&O	Beazley Insurance Company	V20B2F190301	11/1/2019 - 11/1/2020
Excess D&O	Freedom Specialty Insurance Co.	XMF1909343	11/1/2019 - 11/1/2020
Excess D&O	Canopus Insurance Services	CUAI0322-00	11/1/2019 - 11/1/2020
Excess D&O	Wesco Insurance Company	EUW180635200	11/1/2019 - 11/1/2020
Excess D&O	The North River Insurance Co.	5771005983	11/1/2019 - 11/1/2020
Excess D&O - Lead Side A	Allied World Insurance Company	3048933	11/1/2019 - 11/1/2020
Excess D&O - Side A	Old Republic Insurance Company	ORPRO43500	11/1/2019 - 11/1/2020
Excess D&O - Side A	XL Specialty Insurance Company	ELU16467219	11/1/2019 - 11/1/2020
Excess D&O - Side A	Illinois National Insurance Co.	23820660	11/1/2019 - 11/1/2020
Primary Employment Practices Liability	Beazley Insurance Company, Inc.	V15VED191101	11/1/2019 - 11/1/2020
EPL - Puni Wrap	Aria (SAC) Limited	B60112WRAP19	11/1/2019 - 11/1/2020
Excess EPL	Axis Insurance Company	MNN642418/01/2019	11/1/2019 - 11/1/2020
Puni Wrap	Axis Specialty Limited	1146640119QA	11/1/2019 - 11/1/2020
Crime	XL Specialty Insurance Company	ELU164677-19	11/1/2019 - 11/1/2020
Employed Lawyers Liability	Illinois National Insurance Co.	23820655	11/1/2019 - 11/1/2020
Fiduciary Liability	Illinois National Insurance Co.	23822821	11/1/2019 - 11/1/2020
Cyber	Beazley thru Lloyd's	PH1902370	11/1/2019 - 11/1/2020
Special Risk	U.S. Specialty Insurance Company	U718-88075	11/1/2018 - 11/1/2021
General Liability	Arch Insurance Company	41GPP0515704	05/01/20-11/01/20
Business Auto	Arch Insurance Company	41CAB0515804	05/01/20-11/01/20

¹ The Debtors request authority to honor existing Insurance Policies and renew Insurance Policies, as applicable, regardless of whether the Debtors inadvertently failed to include a particular Insurance Policy on this exhibit.

² Prior to the Petition Date, the Debtors purchased and prepaid all premiums on account of tail coverage for the following Insurance Policies: (a) Primary Directors & Officers Liability; and (b) Excess D&O.

Type of Insurance	Carrier	Policy Number	Policy Term Date ²
Workers' Compensation (All Other States)	Arch Insurance Company	41WCI0515604	05/01/20-11/01/20
Workers' Compensation (IL, IN, KY, MD, MN, MO, NC, OR, PA)	Arch Indemnity Insurance Company	44WCI1002904	05/01/20-11/01/20
Workers' Compensation (TX Non-Subscriber)	North American Specialty	EPG1000026-11	05/01/20-11/01/20
Umbrella Liability	Travelers Property Casualty Company Of America	ZUP-16N51251-20-NF	05/01/20-11/01/20
Excess Umbrella	American Guarantee And Liability Insurance Company	AEC 0593761-01	05/01/20-11/01/20
Excess Umbrella	Ace Property And Casualty Insurance Company	XCQ G71517123 002	05/01/20-11/01/20
Foreign Commercial Package	The Insurance Company Of The State Of Pittsburgh, Pennsylvania (AIG)	WR10007074	05/01/20-05/01/21
Flood - Cut Off, LA	American Bankers Insurance Co. of Florida	#6900128757	10-29-2019 - 10-29-2020
Flood - Chalmette, LA	American Bankers Insurance Co. of Florida	#6900128756	10-29-2019 - 10-29-2020
Flood - Denham Springs, LA	American Bankers Insurance Co. of Florida	#6900128755	10-29-2019 - 10-29-2020
Flood - Liberty, TX	American Bankers Insurance Co. of Florida	#6900128758	10-29-2019 - 10-29-2020
Flood - Belen, NM	American Bankers Insurance Co. of Florida	#6010027749	07-23-2019 - 07-23-2020
Flood - Weslaco, TX	American Bankers Insurance Co. of Florida	#6010034537	11-12-2019 - 11-12-2020
Flood - Orange, TX	American Bankers Insurance Co. of Florida	#6010032550	08-20-2019 - 08-20-2020
Flood - Marrero, LA	American Bankers Insurance Co. of Florida	#6010034529	11-12-2019 - 11-12-2020
Flood - Sulfur, LA	American Bankers Insurance Co. of Florida	#6010031764	08-12-2019 - 08-12-2020
Flood - Pocomoke City, MD	American Bankers Insurance Co. of Florida	#6010037588	11-12-2019 - 11-12-2020
Flood - Houston, TX	American Bankers Insurance Co. of Florida	#6010027752	07-22-2019 - 07-22-2020
Flood - Galveston, TX	American Bankers Insurance Co. of Florida	#6010027750	07-20-2019 - 07-20-2020
Flood - Crowley, LA	American Bankers Insurance Co. of Florida	#6010027747	07-21-2019 - 07-21-2020
Flood - Crystal City, MO	Hartford Insurance Co. of the Midwest	#9905625315	07-14-2019 - 07-14-2020
Flood - Marietta, OH	Hartford Insurance Co. of the Midwest	#9905625326	07-14-2019 - 07-14-2020
Flood - Pasadena, TX	Hartford Insurance Co. of the Midwest	#9905625324	07-14-2019 - 07-14-2020
Flood - Moultrie, GA	Hartford Insurance Co. of the Midwest	#9905625318	07-14-2019 - 07-14-2020
Flood - Conroe, TX	Hartford Insurance Co. of the Midwest	#9905625319	07-14-2019 - 07-14-2020

Type of Insurance	Carrier	Policy Number	Policy Term Date ²
Flood - Pleasanton, TX	Hartford Insurance Co. of the Midwest	#8705625330	08-16-2019 - 08-16-2020
Flood - Seminole, OK	Hartford Insurance Co. of the Midwest	#8705625331	08-16-2019 - 08-16-2020
Flood - Mt. Pleasant, TX	Hartford Insurance Co. of the Midwest	#8705625327	08-16-2019 - 08-16-2020
Flood - West Memphis, AR	Wright National Flood Ins. Co	#031151670241	08-29-2019 - 08-29-2020
Flood - Junction City, KS	Wright National Flood Ins. Co	#151151670212	08-29-2019 - 08-29-2020
Flood - West Monroe, LA	Wright National Flood Ins. Co	#171151670245	08-29-2019 - 08-29-2020
Flood - La Place, LA	Wright National Flood Ins. Co	#171151670254	08-29-2019 - 08-29-2020
Flood - Monroe, LA	Wright National Flood Ins. Co	#171151670268	08-29-2019 - 08-29-2020
Flood - New Iberia, LA	Wright National Flood Ins. Co	#171151670269	08-29-2019 - 08-29-2020
Flood - Cleveland, MS	Wright National Flood Ins. Co	#231151670229	08-29-2019 - 08-29-2020
Flood - Fremont, NE	Wright National Flood Ins. Co	#261151670208	08-29-2019 - 08-29-2020
Flood - Marion, NC	Wright National Flood Ins. Co	#321151670230	08-29-2019 - 08-29-2020
Flood - Sand Springs, OK	Wright National Flood Ins. Co	#351151670235	08-29-2019 - 08-29-2020
Flood - Lufkin, TX	Wright National Flood Ins. Co	#421151670221	08-29-2019 - 08-29-2020
Flood - Gainesville, TX	Wright National Flood Ins. Co	#421151670227	08-29-2019 - 08-29-2020
Flood - Bastrop, TX	Wright National Flood Ins. Co	#421151670233	08-29-2019 - 08-29-2020
Flood - Houston, TX	Wright National Flood Ins. Co	#421151670242	08-29-2019 - 08-29-2020
Flood - Wharton, TX	Wright National Flood Ins. Co	#421151670244	08-29-2019 - 08-29-2020
Flood - Saint Albans, WV	Wright National Flood Ins. Co	#471151670225	08-29-2019 - 08-29-2020
Flood - Springfield, VT	Wright National Flood Ins. Co	#441151670203	08-29-2019 - 08-29-2020
Flood - Houma, LA	Wright National Flood Ins. Co	#171151674330	09-08-2019 - 09-08-2020
Flood - Houston, TX	Wright National Flood Ins. Co	#4201151670206	08-29-2019 - 08-29-2020
Flood - Abbeville, LA	Wright National Flood Ins. Co	#171151670257	08-29-2019 - 08-29-2020
Flood - Moline, IL	Wright National Flood Ins. Co	#121151670218	08-29-2019 - 08-29-2020
Flood - Brownsville, TX	Wright National Flood Ins. Co	#421151670258	08-29-2019 - 08-29-2020
Flood - Sterling, CO	Wright National Flood Ins. Co	#051151670260	08-29-2019 - 08-29-2020
Flood - Pennsville, NJ	Wright National Flood Ins. Co	#291151670278	08-29-2019 - 08-29-2020
Flood - Jacksonville, TX RTV/CC Center	Wright National Flood Ins. Co	#1151931363	02-28-2020 - 02-24-2021
All-Risk Property	Zurich American Insurance Company	#MLP0147494-01	05/31/2019 - 05/31/2020
Stock Throughput	Lloyd's of London, Starr, Aspen, RSUI and Various Markets	Various	05/31/2019 - 05/31/2020

United States Bankruptcy Court
Southern District of TexasIn re:
Stage Stores, Inc.
DebtorCase No. 20-32564-drj
Chapter 11**CERTIFICATE OF NOTICE**

District/off: 0541-4

User: emiller
Form ID: pdf002Page 1 of 2
Total Noticed: 19

Date Rcvd: May 12, 2020

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on May 14, 2020.

cr +Andrews Independent School District, et al, C/O Laura J. Monroe,
Perdue, Brandon, Fielder, Collins & Mott, PO Box 817, Lubbock, TX 79408-0817

cr +Bexar County, 112 E. Pecan St., Suite 2200, San Antonio, TX 78205-1588

cr +Brookfield Property REIT, Inc., Kristen N. Pate, 350 N. Orleans St., Suite 300,
Chicago, IL 60654-1607

cr +City of Mercedes, Mercedes ISD, Cityof Weslaco & W, c/o John T. Banks,
3301Northland Drive Ste 505, Austin, TX 78731-4954

cr +City of Sulphur Springs, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller,
2777 N. Stemmons Freeway, Suite 1000, Dallas, TX 75207-2328

cr +Dallas County, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller,
2777 N. Stemmons Freeway, Suite 1000, Dallas, TX 75207-2328

cr +Grayson County, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller,
2777 N. Stemmons Freeway, Suite 1000, Dallas, TX 75207-2328

cr +Hood CAD, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller,
2777 N. Stemmons Freeway, Suite 1000, Dallas, TX 75207-2328

cr +Humble Independent School District, et al, c/o Owen M. Sonik, PBFCEM, LLP,
1235 N. Loop W., Ste 600, Houston, TX 77008-1772

intp +James Scott Douglass, 1811 Bering Dr., Suite 420, Houston, TX 77057-3186

cr +Nike USA, Inc., c/o Anthony Saccullo, A.M. Saccullo Legal, LLC, 27 Crimson King Drive,
Bear, DE 19701-2392

cr +Rusk County, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller,
2777 N. Stemmons Freeway, Suite 1000, Dallas, TX 75207-2328

cr +Simon Property Group, Inc., Attn: Ronald M. Tucker, Esq., 225 West Washington Street,
Indianapolis, IN 46204-3438

cr +Smith County, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller,
2777 N Stemmons Frwy Ste 1000, Dallas, TX 75207-2328

intp State of Texas, c/o Texas Attorney General's Office, Bankruptcy & Collections Division,
P. O. Box 12548 MC-008, Austin, TX 78711-2548

cr +Sulphur Springs ISD, Linebarger Goggan Blair & Sampson, LLP, c/o Elizabeth Weller,
2777 N Stemmons Frwy Ste 1000, Dallas, TX 75207-2328

cr +Tarrant County, Linebarger, Goggan, Blair & Sampson, LLP, c/o Elizabeth Weller,
2777 N. Stemmons Frwy Ste 1000, Dallas, TX 75207, UNITED STATES 75207-2328

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

db +E-mail/Text: BNC-ALLIANCE@QUANTUM3GROUP.COM May 12 2020 23:02:33 Stage Stores, Inc.,
2425 West Loop South, Houston, TX 77027-4300

intp +E-mail/Text: jeremiah.buettner@mcafeetaft.com May 12 2020 23:04:41
McAfee & Taft A Professional Corporation, Two Leadership Square, Tenth Floor,
211 N. Robinson, Oklahoma City, OK 73102, UNITED STATES 73102-7109

TOTAL: 2

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

cr Action Properties, LLC

intp GCCLC-Shadow Creek, LP

consult Gordon Brothers Retail Partners, LLC

cr Wells Fargo Bank, National Association, as Adminis

cr Wells Fargo Bank, National Association, as Term Lo

TOTALS: 5, * 0, ## 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: May 14, 2020

Signature: /s/Joseph Speetjens**CM/ECF NOTICE OF ELECTRONIC FILING**

District/off: 0541-4

User: emiller
Form ID: pdf002Page 2 of 2
Total Noticed: 19

Date Rcvd: May 12, 2020

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on May 11, 2020 at the address(es) listed below:

Alicia Lenae McCullar on behalf of U.S. Trustee US Trustee alicia.mccullar@usdoj.gov
 Charles R Gibbs on behalf of Consultant Gordon Brothers Retail Partners, LLC
 charles.gibbs@kattenlaw.com,
 casey.stuckey@kattenlaw.com;ecf.lax.docket@kattenlaw.com;nicole.nowacki@kattenlaw.com
 Chris Paul Di Ferrante on behalf of Interested Party GCCL-Shadow Creek, LP chris@cdfllaw.com
 Don Stecker on behalf of Creditor Bexar County sanantonio.bankruptcy@lgbs.com
 Hector Duran, Jr on behalf of U.S. Trustee US Trustee Hector.Duran.Jr@usdoj.gov
 James Scott Douglass on behalf of Interested Party James Scott Douglass jsd@aol.com
 Jason Bradley Binford on behalf of Interested Party State of Texas Jason.binford@oag.texas.gov
 Jayson B. Ruff on behalf of U.S. Trustee US Trustee jayson.b.ruff@usdoj.gov
 John T Banks on behalf of Creditor City of Mercedes, Mercedes ISD, Cityof Weslaco & Weslaco
 ISD jbanks@pbfc.com, jbanks@ecf.inforuptcy.com
 Joseph E Bain on behalf of Creditor Action Properties, LLC JBain@joneswalker.com,
 kvrana@joneswalker.com
 Kristen N Pate on behalf of Creditor Brookfield Property REIT, Inc. ggpbk@ggp.com
 Laura J Monroe on behalf of Creditor Andrews Independent School District, et al
 lmbkr@pbfc.com, kroberson@ecf.inforuptcy.com
 Louis J. Price on behalf of Interested Party McAfee & Taft A Professional Corporation
 louis.price@mcafeetaft.com, stewart.snider@mcafeetaft.com;annette.strother@mcafeetaft.com
 Mark Mintz on behalf of Creditor Action Properties, LLC mmintz@joneswalker.com,
 hstewart@joneswalker.com
 Matthew D Cavanaugh on behalf of Debtor Specialty Retailers, Inc. mcavanaugh@jw.com,
 kgradney@jw.com;dtrevino@jw.com
 Matthew D Cavanaugh on behalf of Debtor Stage Stores, Inc. mcavanaugh@jw.com,
 kgradney@jw.com;dtrevino@jw.com
 Owen Mark Sonik on behalf of Creditor Humble Independent School District, et al
 osonik@pbfc.com, tpope@pbfc.com;osonik@ecf.inforuptcy.com;mvaldez@pbfc.com
 Ronald M Tucker on behalf of Creditor Simon Property Group, Inc. rtucker@simon.com,
 antimm@simon.com;cmartin@simon.com;bankruptcy@simon.com
 Ross A Plourde on behalf of Interested Party McAfee & Taft A Professional Corporation
 ross.plourde@mcafeetaft.com, annette.strother@mcafeetaft.com
 Sean B Davis on behalf of Creditor Wells Fargo Bank, National Association, as Administrative
 Agent and Collateral Agent sbdavis@winstead.com, mmingo@winstead.com
 Sean B Davis on behalf of Creditor Wells Fargo Bank, National Association, as Term Loan Agent
 sbdavis@winstead.com, mmingo@winstead.com
 Stephen Douglas Statham on behalf of U.S. Trustee US Trustee stephen.statham@usdoj.gov
 US Trustee USTPRegion07.HU.ECF@USDOJ.GOV

TOTAL: 23