

ENTERED

January 06, 2022

Nathan Ochsner, Clerk

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

Chapter 11

STAGE STORES, INC., *et al.*,¹

Case No. 20-32564 (DRJ)

Wind-Down Debtors.

(Jointly Administered)

(Docket No. 1083)

**ORDER GRANTING PLAN ADMINISTRATOR'S SECOND
OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO
CERTAIN PROOFS OF CLAIM**

Upon the Plan Administrator's second omnibus (non-substantive) objection (the "Objection")² seeking to disallow and expunge the postpetition administrative expense portions of certain proofs of claim pursuant to Bankruptcy Code Section 502; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. 157 and §§ 1334(b); and the Court having found that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Plan Administrator consents to entry of a final order under Article III of the United States Constitution; and the Court having found that venue of this proceeding and the Objection in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having determined that the relief requested in the Objection is in the best interests of the Wind-Down Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Objection has been given, under the circumstances, and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient

¹ The Wind-Down Debtors, along with the last four digits of each Wind-Down Debtor's federal tax identification number, are: Stage Stores, Inc. (6900) and Specialty Retailers, Inc. (1900).

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



cause appearing therefore,

IT IS ORDERED, ADJUDGED AND DECREED THAT:

1. The Objection is SUSTAINED as set forth herein.
2. Pursuant to Bankruptcy Code section 502, the Improper Form Claims listed on Schedule 1 attached hereto are hereby disallowed and expunged in their entirety.
3. Notwithstanding anything to the contrary contained herein, nothing herein shall affect the validity, nature, amount, allowability, priority, or otherwise seek to reclassify, disallow, or expunge any prepetition claim, including a 503(B)(9) Claim, that may have been asserted by the claimants of the Improper Form Claims, including those amounts set forth in the “Modified Claims” column on Schedule 1 hereto. All parties’ rights are reserved with respect to the prepetition portions of the Modified Claims on Schedule 1, including the Plan Administrator’s right to file a further objection and seek disallowance thereof.
4. The claims on Schedule 2 and Schedule 3 are not Improper Form Claims. Rather, the Plan Administrator and respective claimants have agreed to the treatment specified on Schedule 2 and Schedule 3 as the appropriate treatment of such claims.
5. The claims listed on Schedule 2 attached hereto were amended and superseded, and are hereby disallowed and expunged in their entirety solely on that basis.
6. The administrative portions of the claims listed on Schedule 3 have been satisfied by the Wind-Down Debtors’ Estates and are hereby disallowed and expunged in their entirety solely on that basis.
7. Notwithstanding anything to the contrary contained herein, nothing herein shall affect the validity, nature, amount, allowability, priority, or otherwise seek to reclassify, disallow, or expunge any prepetition claim that may have been asserted by the claimants of the Satisfied

Claims, including those amounts set forth in the “Modified Claims” column on Schedule 3 hereto. All parties’ rights are reserved with respect to the prepetition portions of the Modified Claims on Schedule 3, including the Plan Administrator’s right to file a further objection and seek disallowance thereof.

8. The Wind-Down Debtors’ claims, noticing, and solicitation agent, Kurtzman Carson Consultants LLC, is authorized and directed to update the claims register maintained in these chapter 11 cases to reflect the relief granted in the Order.

9. The Plan Administrator’s rights to amend, modify, or supplement the Objection, to file additional objections to any claims (filed or not) asserted against the Wind-Down Debtors, and to seek further reduction of any claim to the extent such claim has not been paid, are preserved. Additionally, should one or more grounds of objection stated in the Objection be overruled, the Plan Administrator’s rights to object on other stated grounds or on any other grounds that the Plan Administrator discovers are further preserved.

10. Notwithstanding any Bankruptcy Rule or Local Rule to the contrary, this Order shall be immediately effective and enforceable upon its entry.

11. This Court shall retain jurisdiction over any and all matters arising from the interpretation, implementation, or enforcement of this Order.

Signed: January 05, 2022.



DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE

In re: Stage Stores, Inc., et al., Case No. 20-32564
Second Omnibus Claims Objection
Schedule 1 – Improper Form Claims

NAME		CLAIM #	ASSERTED CLAIMS			MODIFIED CLAIMS		
			DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT
2	STL BTS, L.L.C., by Midwest Retail Properties, LLC, its managing agent	2074	Specialty Retailers, Inc.	Administrative	\$11,214.62	Specialty Retailers, Inc.	Administrative	\$0.00
			Specialty Retailers, Inc.	General Unsecured	\$15,918.29	Specialty Retailers, Inc.	General Unsecured	\$15,918.29
			Subtotal			Subtotal		
			\$27,132.91			\$15,918.29		
Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.								
9	Tomball Plaza, LLC, a Delaware limited liability company	5135	Specialty Retailers, Inc.	Administrative	\$629.15	Specialty Retailers, Inc.	Administrative	\$0.00
			Specialty Retailers, Inc.	General Unsecured	\$255,556.69	Specialty Retailers, Inc.	General Unsecured	\$255,556.69
			Subtotal			Subtotal		
			\$256,185.84			\$255,556.69		
Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.								
10	Tomorrow IX Broadmoor, LP	5534	Specialty Retailers, Inc.	Administrative	\$1,651.47	Specialty Retailers, Inc.	Administrative	\$0.00
			Specialty Retailers, Inc.	General Unsecured	\$412,902.50	Specialty Retailers, Inc.	General Unsecured	\$412,902.50
			Subtotal			Subtotal		
			\$414,553.97			\$412,902.50		
Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.								

In re: Stage Stores, Inc., et al., Case No. 20-32564
Second Omnibus Claims Objection
Schedule 1 – Improper Form Claims

NAME	CLAIM #	ASSERTED CLAIMS			MODIFIED CLAIMS		
		DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT
11 Tomorrow IX Broadmoor, LP	2395	Specialty Retailers, Inc.	Administrative	\$47,353.22	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$73,840.28	Specialty Retailers, Inc.	General Unsecured	\$73,840.28
		Subtotal		\$121,193.50	Subtotal		\$73,840.28
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
12 Tred Avon LLC	5681	Specialty Retailers, Inc.	Administrative	\$468.00	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$131,252.25	Specialty Retailers, Inc.	General Unsecured	\$131,252.25
		Subtotal		\$131,720.25	Subtotal		\$131,252.25
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
13 TSCA-240 LIMITED PARTNERSHIP	5246	Specialty Retailers, Inc.	Administrative	\$11,866.17	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$218,645.34	Specialty Retailers, Inc.	General Unsecured	\$218,645.34
		Subtotal		\$230,511.51	Subtotal		\$218,645.34
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					

In re: Stage Stores, Inc., et al., Case No. 20-32564
Second Omnibus Claims Objection
Schedule 1 – Improper Form Claims

NAME	CLAIM #	ASSERTED CLAIMS			MODIFIED CLAIMS		
		DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT
14 TSCA-50 LLC	5245	Specialty Retailers, Inc.	Administrative	\$25,140.56	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$474,986.31	Specialty Retailers, Inc.	General Unsecured	\$474,986.31
		Subtotal		\$500,126.87	Subtotal		\$474,986.31
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
15 TVM CenterCal LLC	5535	Specialty Retailers, Inc.	Administrative	\$4,211.02	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$606,181.47	Specialty Retailers, Inc.	General Unsecured	\$606,181.47
		Subtotal		\$610,392.49	Subtotal		\$606,181.47
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
16 TVM CenterCal LLC	2411	Specialty Retailers, Inc.	Administrative	\$62,220.98	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$36,607.59	Specialty Retailers, Inc.	General Unsecured	\$36,607.59
		Subtotal		\$98,828.57	Subtotal		\$36,607.59
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					

In re: Stage Stores, Inc., et al., Case No. 20-32564
Second Omnibus Claims Objection
Schedule 1 – Improper Form Claims

NAME	CLAIM #	ASSERTED CLAIMS			MODIFIED CLAIMS		
		DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT
17 Twin City Estate Corp.	1150	Specialty Retailers, Inc.	Administrative	\$9,948.13	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$72,298.87	Specialty Retailers, Inc.	General Unsecured	\$72,298.87
		Subtotal		\$82,247.00	Subtotal		\$72,298.87
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
18 Vestar Bowles Crossing, LLC	5282	Specialty Retailers, Inc.	Administrative	\$243.20	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$576,467.87	Specialty Retailers, Inc.	General Unsecured	\$576,467.87
		Subtotal		\$576,711.07	Subtotal		\$576,467.87
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
19 Washington Park Mall, LLC	5189	Specialty Retailers, Inc.	Administrative	\$100.00	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$94,483.12	Specialty Retailers, Inc.	General Unsecured	\$94,483.12
		Subtotal		\$94,583.12	Subtotal		\$94,483.12
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					

In re: Stage Stores, Inc., et al., Case No. 20-32564
Second Omnibus Claims Objection
Schedule 1 – Improper Form Claims

NAME	CLAIM #	ASSERTED CLAIMS			MODIFIED CLAIMS		
		DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT
20 Weingarten Realty Investors	5381	Specialty Retailers, Inc.	Administrative	\$6,617.80	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$388,073.84	Specialty Retailers, Inc.	General Unsecured	\$388,073.84
			Subtotal	\$394,691.64		Subtotal	\$388,073.84
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
21 Weingarten Realty Investors	5385	Specialty Retailers, Inc.	Administrative	\$31,250.57	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$239,508.63	Specialty Retailers, Inc.	General Unsecured	\$239,508.63
			Subtotal	\$270,759.20		Subtotal	\$239,508.63
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
22 WEST WHEATLAND LLC	5244	Specialty Retailers, Inc.	Administrative	\$8,367.67	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$161,755.89	Specialty Retailers, Inc.	General Unsecured	\$161,755.89
			Subtotal	\$170,123.56		Subtotal	\$161,755.89
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					

In re: Stage Stores, Inc., et al., Case No. 20-32564
Second Omnibus Claims Objection
Schedule 1 – Improper Form Claims

NAME	CLAIM #	ASSERTED CLAIMS			MODIFIED CLAIMS		
		DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT
23 WRI-AEW Lone Star Retail Portfolio, LLC	5377	Specialty Retailers, Inc.	Administrative	\$4,480.69	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$153,598.27	Specialty Retailers, Inc.	General Unsecured	\$153,598.27
			Subtotal	\$158,078.96		Subtotal	\$153,598.27
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					
24 WRI-AEW Lone Star Retail Portfolio, LLC	5391	Specialty Retailers, Inc.	Administrative	\$3,445.79	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$345,590.87	Specialty Retailers, Inc.	General Unsecured	\$345,590.87
			Subtotal	\$349,036.66		Subtotal	\$345,590.87
		Reason: The administrative portion of the claim does not comply with the procedures set forth in the Plan and Confirmation Order.					

In re: Stage Stores, Inc., et al., Case No. 20-32564
Second Omnibus Claims Objection
Schedule 2 – Amended and Superseded Claims

NAME	CLAIM #	ASSERTED CLAIMS			MODIFIED CLAIMS		
		DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT
1 Southgate Associates, LLC	1043	Specialty Retailers, Inc.	Administrative	\$3,779.31	Specialty Retailers, Inc.	Administrative	\$0.00
		Specialty Retailers, Inc.	General Unsecured	\$13,054.20	Specialty Retailers, Inc.	General Unsecured	\$13,054.20
		Subtotal		\$16,833.51	Subtotal		\$13,054.20
		Reason: The claim has been amended and superseded.					
5 Texas Comptroller of Public Accounts	5165	Specialty Retailers, Inc.	Administrative	\$72,669.79	Specialty Retailers, Inc.	Administrative	\$0.00
		Subtotal		\$72,669.79	Subtotal		\$0.00
		Reason: The claim has been amended and superseded.					
7 Texas Comptroller of Public Accounts	5699	Specialty Retailers, Inc.	Administrative	\$174,473.31	Specialty Retailers, Inc.	Administrative	\$0.00
		Subtotal		\$174,473.31	Subtotal		\$0.00
		Reason: The claim has been amended and superseded.					

In re: Stage Stores, Inc., et al., Case No. 20-32564
Second Omnibus Claims Objection
Schedule 3 – Satisfied Claims

		ASSERTED CLAIMS				MODIFIED CLAIMS			
NAME	CLAIM #	DEBTOR	PRIORITY STATUS	AMOUNT	DEBTOR	PRIORITY STATUS	AMOUNT		
3	SUSO 1 Highland LP	5454	Specialty Retailers, Inc.	Administrative	\$14,101.84	Specialty Retailers, Inc.	Administrative	\$0.00	
			Specialty Retailers, Inc.	General Unsecured	\$79,817.64	Specialty Retailers, Inc.	General Unsecured	\$79,817.64	
		Subtotal			\$93,919.48	Subtotal			\$79,817.64
		Reason: The administrative portion of the claim has been satisfied.							
4	SUSO 4 Smithfield LP	5456	Specialty Retailers, Inc.	Administrative	\$9,500.10	Specialty Retailers, Inc.	Administrative	\$0.00	
			Specialty Retailers, Inc.	General Unsecured	\$129,136.50	Specialty Retailers, Inc.	General Unsecured	\$129,136.50	
		Subtotal			\$138,636.60	Subtotal			\$129,136.50
		Reason: The administrative portion of the claim has been satisfied.							
8	Texas Comptroller of Public Accounts	5858	Specialty Retailers, Inc.	Administrative	\$53,735.03	Specialty Retailers, Inc.	Administrative	\$0.00	
			Subtotal			\$53,735.03	Subtotal		
		Reason: The administrative portion of the claim has been satisfied.							