

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

In re:	Chapter 11
Supply Source Enterprises, Inc., <i>et al.</i> , ¹	Case No. 24-11054 (BLS)
Debtors.	(Jointly Administered)
	Re: Docket No. 8

**CERTIFICATION OF COUNSEL REGARDING
DEBTORS' FIRST OMNIBUS MOTION FOR ENTRY OF
AN ORDER (I) AUTHORIZING THE DEBTORS TO REJECT
CERTAIN UNEXPIRED LEASE AND EXECUTORY CONTRACT EFFECTIVE
AS OF THE REJECTION DATES AND (II) GRANTING RELATED RELIEF**

The undersigned hereby certifies as follows:

1. On May 21, 2024, the above-captioned debtors and debtors in possession (the “Debtors”) filed the *Debtors’ First Omnibus Motion for Entry of an Order (I) Authorizing the Debtors to Reject Certain Unexpired Lease and Executory Contract Effective as of the Rejection Dates and (II) Granting Related Relief* [Docket No. 8] (the “Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Court”). Attached to the Motion as Exhibit A was, among other things, a proposed form of order approving the relief requested in the Motion (the “Proposed Order”).

2. Any objections or responses to the relief requested in the Motion were to be filed and served so as to be received by no later than June 4, 2024 at 4:00 p.m. (ET) (the “Objection Deadline”). *See* Docket No. 55. The Objection Deadline was extended until June 6, 2024 at 4:00

¹ The Debtors in these chapter 11 proceedings, together with the last four digits of each Debtor’s federal tax identification number, are: Supply Source Enterprises, Inc. (0842); SSE Intermediate, Inc. (1772); SSE Buyer, Inc. (5901); Impact Products, LLC (7450); and The Safety Zone, LLC (4597). The Debtors’ headquarters are located at 385 Long Hill Road, Guilford, Connecticut 06437.



p.m. (ET) for the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”).

3. Prior to the Objection Deadline, the Debtors received informal comments from the U.S. Trustee. No other responses or objections were received or filed on the docket in these cases.

4. A revised form of final order resolving the U.S. Trustee’s informal comments is attached hereto as **Exhibit A** (the “Revised Order”). The Revised Order has been circulated and the U.S. Trustee does not object to its entry. For the convenience of the Court and all parties in interest, a blackline of the Revised Order against the Proposed Order is attached hereto as **Exhibit B**.

[Remainder of Page Intentionally Left Blank]

WHEREFORE, the Debtors respectfully request that the Revised Order granting the relief requested in the Motion, be entered at the earliest convenience of the Court.

Dated: June 7, 2024
Wilmington, Delaware

Respectfully submitted,

/s/ Levi Akkerman

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*Proposed Counsel to the Debtors and
Debtors in Possession*

EXHIBIT A

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

In re:

Supply Source Enterprises, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. 24-11054 (BLS)

(Jointly Administered)

Re: Docket No. 8

**ORDER (I) AUTHORIZING THE DEBTORS TO REJECT
CERTAIN UNEXPIRED LEASE AND EXECUTORY CONTRACT EFFECTIVE
AS OF THE REJECTION DATES AND (II) GRANTING RELATED RELIEF**

Upon consideration of the motion (the “Motion”) of the debtors and debtors in possession in the above-captioned case (the “Debtors”) for entry of an order, pursuant to sections 105(a) and 365 of the Bankruptcy Code² and Rules 6006 and 6007 of the Bankruptcy Procedure; and the Court having reviewed the Motion and having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this district pursuant to 28 U.S.C. § 1409, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b) and (iv) notice of the Motion was adequate and that no other or further notice is necessary; and after due deliberation the Court having determined that the relief requested in the Motion is necessary and essential for the administration of the Debtors’ estates and such relief is in the best interests of the Debtors, their estates, their creditors, and all other parties-in-interest; and the legal and factual bases set forth in

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

the Motion having established just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. Pursuant to sections 105(a) and 365(a) of the Bankruptcy Code, the Leases listed on **Exhibit 1** are hereby rejected by the Debtors effective as of the respective Rejection Date.
3. The Debtors are hereby authorized to execute and deliver all instruments and documents, and take such other actions as may be necessary or appropriate, to implement and effectuate this Order.
4. The Debtors are authorized and deemed to have abandoned any personal property (e.g., furniture, fixtures and equipment) remaining in the Leased Premises as of the respective Rejection Date. The respective Landlords may, in their sole discretion and without further notice or order of this Court, utilize and/or dispose of such property subject to the liens or interests of any third parties in such property under applicable law without liability to the Debtors. To the extent applicable, the automatic stay is modified to allow such disposition.
5. Within two business days after entry of this Order, the Debtors shall serve a copy of this Order on the Landlords under the Leases.
6. Notwithstanding the relief granted herein and any actions taken hereunder, nothing in the Motion or this Order shall: (a) constitute an admission as to the validity or priority of any claim against the Debtors; (b) constitute a waiver of the Debtors' rights to dispute any claim; or (c) constitute a determination that a Lease was executory, unexpired, or otherwise not in full force and effect as of the respective Rejection Date.

7. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

8. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation or enforcement of this Order.

Exhibit 1**Leases**

#	Debtor	Landlord/ Contract Counterparty	Location of Leased Property/Description of Contract	Rejection Date
1	Supply Source Enterprises, Inc.	ESPACES Operations Inc.	Membership Agreement and Dedicated Space Membership Agreement Addendum for the period September 1, 2023 through August 31, 2024	5/31/2024
2	Supply Source Enterprises, Inc.	UNICO ONE NASHVILLE PLACE, LLC and ALCO NASHVILLE, LLC	One Nashville Place 150 Fourth Avenue North, Suite 1810 Nashville, TN 37219	5/21/2024

EXHIBIT B

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

In re:

Supply Source Enterprises, Inc., *et al.*,¹

Debtors.

Chapter 11

Case No. ~~24-11054~~ 24-11054 (~~BLS~~)

(~~Joint Administration Requested~~ Jointly Administered)

Re: Docket No. 8

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Upon consideration of the motion (the “Motion”) of the debtors and debtors in possession in the above-captioned case (the “Debtors”) for entry of an order, pursuant to sections 105(a) and 365 of the Bankruptcy Code² and Rules 6006 and 6007 of the Bankruptcy Procedure; and the Court having reviewed the Motion and having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this district pursuant to 28 U.S.C. § 1409, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b) and (iv) notice of the Motion was adequate and that no other or further notice is necessary; and after due deliberation the Court having determined that the relief requested in the Motion is necessary and essential for the administration of the Debtors’ estates and such relief is in the best interests of the Debtors, their estates, their creditors, and all other parties-in-interest; and the legal and

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

factual bases set forth in the Motion having established just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. Pursuant to sections 105(a) and 365(a) of the Bankruptcy Code, the Leases listed on **Exhibit 1** are hereby rejected by the Debtors effective as of the respective Rejection Date.
3. The Debtors are hereby authorized to execute and deliver all instruments and documents, and take such other actions as may be necessary or appropriate, to implement and effectuate this Order.
4. The Debtors are authorized and deemed to have abandoned any personal property (e.g., furniture, fixtures and equipment) remaining in the Leased Premises as of the respective Rejection Date. The respective Landlords may, in their sole discretion and without further notice or order of this Court, utilize and/or dispose of such property subject to the liens or interests of any third parties in such property under applicable law without liability to the Debtors ~~and, to~~. To the extent applicable, the automatic stay is modified to allow such disposition.
5. Within two business days after entry of this Order, the Debtors shall serve a copy of this Order on the Landlords under the Leases.
6. ~~5.~~ Notwithstanding the relief granted herein and any actions taken hereunder, nothing in the Motion or this Order shall: (a) constitute an admission as to the validity or priority of any claim against the Debtors; (b) constitute a waiver of the Debtors' rights to dispute any claim; or (c) constitute a determination that a Lease was executory, unexpired, or otherwise not in full force and effect as of the respective Rejection Date.

7. ~~6.~~ Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon its entry.

8. ~~7.~~ This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation or enforcement of this Order.

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2	Supply Source Enterprises, Inc.	UNICO ONE NASHVILLE PLACE, LLC and ALCO NASHVILLE, LLC	One Nashville Place 150 Fourth Avenue North, Suite 1810 Nashville, TN 37219	5/21/2024