

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

In re:

**CBCRC LIQUIDATING CORP. *et al.***,<sup>1</sup>

Debtors

Chapter 11

Case No. 23-10245 (KBO)  
(Jointly Administered)

**Hearing Date:**

September 19, 2023, at 11:00 a.m. (ET)

**AMENDED NOTICE OF AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON SEPTEMBER 19, 2023, AT 11:00 A.M. (ET) BEFORE THE  
HONORABLE KAREN B. OWENS OF THE UNITED STATES BANKRUPTCY  
COURT FOR THE DISTRICT OF DELAWARE**

**HEARING INSTRUCTIONS**

This hearing will be conducted in person. All parties, including witnesses, are expected to attend in person unless permitted to appear via Zoom. Participation at the in-person court proceeding using Zoom is allowed only in the following circumstances: (i) counsel for a party or a pro se litigant files a responsive pleading and intends to make only a limited argument; (ii) a party or a representative of a party is interested in observing the hearing; (iii) a party is proceeding in a claims allowance dispute on a pro se basis; (iv) an individual has a good faith health-related reason to participate remotely and has obtained permission from chambers to do so; or (v) other extenuating circumstances that warrant remote participation as may be determined by the Court.

**Please Note: All individuals participating by video must register at least two hours prior to the hearing at the following link.**

[https://debuscourts.zoomgov.com/meeting/register/vJIsde-ppj4vG\\_IdED716HYE8yWO6I02-8I](https://debuscourts.zoomgov.com/meeting/register/vJIsde-ppj4vG_IdED716HYE8yWO6I02-8I)

After registering your appearance by Zoom, you will receive a confirmation email containing information about joining the hearing. You must use your full name when logging into Zoom or you will not be allowed into the meeting.

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include CBCRC Liquidating Corp. (0801), CBHC Liquidating Company (3981), and CBCCI Liquidating Inc. (1938). The Debtors' service address Corner Bakery, c/o CR3 Partners, Attn: Greg Baracato, Chief Restructuring Officer, 13355 Noel Road, Suite 2005, Dallas TX 75240.



## **CONTINUED MATTERS**

1. Certain Matters Related to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtor [Filed: 5/1/23] (D.I. No. [418](#))

Response Deadline: May 22, 2023, at 4:00 p.m. (ET). The response deadline was extended to May 26, 2023, for Half Baked LLC.

### Responses Received:

- A. Objection and Reservation of Rights of Half Baked, LLC to the (I) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (II) Proposed Sale of Substantially All of the Debtors' Assets [Filed: 5/24/23] (D. I. No. [521](#))
  - 1) Supplemental Objection and Reservation of Rights of Half Baked, LLC to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (II) Proposed Sale of Substantially All of the Debtors Assets [Filed 6/1/23] (D.I. No. [556](#))

Related Documents: N/A

Status: The parties have agreed to continue this matter to a later date to be determined, subject to the Court's approval.

## **RESOLVED MATTERS**

2. Certain Matters Related to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtor [Filed: 5/1/23] (D.I. No. [418](#))

Response Deadline: May 22, 2023, at 4:00 p.m. (ET). The response deadline was extended to May 26, 2023, for Lakewood Galleria Partners LLC; SOT 120 S. LaSalle LLC; Trizechahn Regional Pooling LLC; 1301 East Gladstone Street Investors LLC; Loomis U.S. Inc.; Rancho Mall, LLC; Microsoft, Inc.; Door Dash, Inc.; and Bella Terra Associates LLC.

Responses Received: Informal comments and objections to the assumption and cure notice were timely received from: Pacific Castle Colima, LP., Pacific Castle Newport, LLC, Pacific Castle Investments I, LLC, and Pacific Castle Long Beach, L.P.; Master K. Investment, LLC, DS Fountain Valley LP, Greenway – Restaurant Complex Partners, L.P., McKnight Park Central LLC, MacArthur Park, LP; Laguna Niguel Investors No. 1; Rancho Mall, LLC; Irvine Market Place II, LLC; POTA JV, LLC; The Irvine Company; The Irvine Company, LLC; Irvine Market Place II, LLC; 1301 East Gladstone Street Investors LLC; Wilson NPB, LLC; Butera Center Management, Inc.; 800 NSF Holdings, LLC; GF-ARB C, Ltd.; Goodman/Friedman LLC; Town Square Ventures, LP; Pender L.L.C.; Loomis U.S. Inc;

Brookfield Properties, Bayside SVTC, LLC, IVT Dallas Prestonwood, LLC, SOT 120 LaSalle, LLC, South Coast Plaza (d/b/a SCP Village); Enterprise Fleet Management, Inc..

- A. Limited Objection of Dallas College to Schedule of Cure Amounts (Filed by Dallas College) [Filed: 5/17/23] (D.I. No. [456](#))
- B. Response of Peachtree Square Holdings, LLC to Debtor's Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases (Filed by Peachtree Square Holdings, LLC) [Filed: 5/18/23] (D.I. No. [459](#))
- C. Objection to Debtors' Designated Cure Amount (Filed by AmCap Northpoint II LLC) [Filed: 5/18/23] (D.I. No. [460](#))
- D. Objection of Westfield, LLC and its Landlord Affiliates to the Proposed Assumption and Assignment of Westfield Leases Pursuant to the Assumption and Assignment Procedures (Filed by Westfield, LLC and its Affiliates Montgomery Mall Owner, LLC & Mission Valley Shoppingtown, LLC) [Filed: 5/18/23] (D. I. No. [461](#))
- E. Objection and Reservation of Rights of MacArthur Park, LP to the (I) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (II) Proposed Sale of Substantially All of the Debtors' Assets (Filed by MacArthur Park, LP) [Filed: 5/19/23] (D.I. No. [466](#))
- F. Objection and Reservation of Rights of John D. and Catherine T. MacArthur Foundation to the (I) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (II) Proposed Sale of Substantially All of the Debtors' Assets (Filed by John D. and Catherine T. MacArthur Foundation) [Filed: 5/19/23] (D.I. No. [467](#))
- G. Objection Bella Terra Associates, LLC's Objection to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors (Filed by Bella Terra Associates, LLC) [Filed: 5/19/23] (D.I. No. [468](#)).**
- H. Objection and Reservation of Rights of Greenway-Restaurant Complex Partners, L.P. to the (I) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (II) Proposed Sale of Substantially All of the Debtors' Assets (Filed by Greenway-Restaurant Complex Partners, L.P.) [Filed: 5/19/23] (D.I. No. [471](#))
- I. Objection of DS Fountain Valley LP to (1) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (2) Motion for Entry of Orders (I)(A) Approving Bidding Procedures for Sale of All or Substantially All of the Debtors' Assets; (B) Authorizing the Debtors to Enter Into Stalking Horse Agreement; (C) Scheduling an Auction and Approving the Form and Manner and Notice Thereto; (D) Approving the Assumption and Assignment Procedures; and (E) Scheduling a Sale Hearing and Approving the Form and Manner

- of Notice Thereof; (II) (A) Approving the Sale of Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances; and (III) Granting Related Relief; and Joinder and Reservations of Rights (Filed by DS Fountain Valley LP) [Filed: 5/22/23] (D.I. No. [483](#))
- J. Limited Objection of Wells-Washington L.L.C. to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors (Filed by Wells-Washington L.L.C.) [Filed: 5/22/23] (D.I. No. [485](#))
- K. Objection to Debtors' Proposed Cure Amount (Filed by Orchard Lake Forest CA LP) [Filed: 5/2/23 (D.I. No. [484](#))
- L. Limited Objection of Pender, L.L.C. to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors (Filed by Pender, L.L.C.) [Filed: 5/22/23] (D.I. No. [487](#))
- M. Limited Objection of Garfield I, LLC to Schedule of Cure Amounts (Filed by Garfield I, LLC) Court Docket: [Filed: 5/22/23] (D.I. No. [488](#))
- N. Objection and Reservation of Rights of Nationwide Theatres West Flagler, LLC to the (I) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (II) Proposed Sale of Substantially All of the Debtors' Assets (Filed by Nationwide Theatres West Flagler, LLC as Successor-in-Interest to Main Street Concourse, LLC) [Filed: 5/22/23] (D.I. No. [490](#))
- 1) Amended Objection and Reservation of Rights of Nationwide Theatres West Flagler, LLC to the (I) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (II) Proposed Sale of Substantially All of the Debtors' Assets [Filed: 5/26/23] (D.I. No. [530](#))
- O. Objection and Reservation of Rights of Parcel D Property LLC to the (I) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors and (II) Proposed Sale of Substantially All of the Debtors' Assets (Filed by Parcel D Property LLC) [Filed: 5/22/23] (D.I. No. [491](#))
- P. Objection of Ecolab, Inc. to Possible Assumption and Assignment of Contracts (Filed by Ecolab, Inc.) [Filed: 5/22/23 (D.I. No. [493](#))
- Q. Limited Objection of Edens Plaza SC Owner LLC to Proposed Assumption and Assignment of Potential Executory Contracts and Unexpired Leases and Reservation of Rights with Respect to Debtors' Motion Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances (Filed by Edens Plaza SC Owner LLC) [Filed: 5/22/23] (D.I. No. [498](#))
- R. Cure Objection and Reservation of Rights of 360 NM Holdings, LLC to Schedule of Cure Amounts (Filed by 360 NM Holdings, LLC) [Filed: 5/22/23] (D.I. No. [499](#))

- S. Objection to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors (Filed by Lakewood Galleria) [Filed: 5/25/23] (D.I. No. [525](#))
- T. Joinder of Garfield I, LLC in Supplemental Objection of Westfield, LLC and Its Landlord Affiliates to the Proposed Assumption and Assignment of Westfield Leases Pursuant to the Assumption and Assignment Procedures and Notice of Selection of Proposed Stalking Horse Purchaser (Corbak Acquisition LLC) and Filing of Proposed Stalking Horse Asset Purchase Agreement [Filed: 5/25/23] (D.I. No. [527](#))
- U. Limited Objection of 1301 East Gladstone Street Investors LLC to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors [Filed: 5/26/23] (D.I. No. [531](#))
- V. Limited Objection of LPF Geneva Commons, LLC to the Debtors' Motion for Entry of Orders: (I)(A) Approving Bidding Procedures of the Sale of All or Substantially All of the Debtors' Assets; (B) Authorizing the Debtors to Enter Into Stalking Horse Agreement; (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof; (D) Approving the Assumption and Assignment Procedures; and (E) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief [Filed: 5/31/23] (D.I. No. [550](#))

Related Documents:

- A. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Dallas College [Store #94] [Entered: 8/17/23] (D.I. No. [798](#))
- B. [SIGNED] Agreed Order Authorizing the Assumption and Assignment of Unexpired Lease with MacArthur Park, LP [Store 173] [Entered: 8/18/23] (D.I. No. [801](#))
- C. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With John D. and Catherine T. MacArthur Foundation [Store 74] [Entered: 8/11/23] (D.I. No. [778](#))
- D. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Greenway-Restaurant Complex Partners, L.P. [Store 258] [Entered: 8/11/23] (D.I. No. [779](#))
- E. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With DS Fountain Valley LP [Store #228] [Entered: 8/17/23] (D.I. No. [799](#))
- F. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Wells-Washington L.L.C. [Store 167] [Entered: 8/11/23] (D.I. No. [776](#))

- G. Notice of Withdrawal of Objection to Debtors' Proposed Cure Amount (Filed by Orchard Lake Forest CA LP) [Filed: 8/7/23] (D.I. No. [759](#))
- H. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Orchard Lake Forest CA LP [Store 230] [Filed: 8/11/23] (D.I. No. [777](#))
- I. Order: (1) Authorizing the Rejection of Certain Unexpired Leases of Nonresidential Real Estate and the Abandonment of Certain Personal Property Effective Nunc Pro Tunc to June 30, 2023; and (2) Granting Related Relief [Signed: 7/6/23] (D.I. No. [690](#))
- J. [SIGNED] Order: (1) Authorizing the Rejection of Certain Executory Contracts and Unexpired Leases Pursuant to Bankruptcy Code Section 365 (LPF Geneva Commons, LLC, Laguna Niguel Investors No. 1, and Peachtree Square Holdings, LLC) [Entered: 8/3/23] (D.I. No. [752](#))
- K. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Wilson NPB, LLC [Store #96] [Entered: 8/10/23] (D.I. No. [769](#))
- L. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Butera Center Management, Inc. [Store #189] [Entered: 8/10/23] (D.I. No. [770](#))
- M. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Lakewood Galleria, Lakewood CA, LLC [Store #224] [Entered: 8/24/23] (D.I. No. [821](#))
- N. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With 1301 East Gladstone Street Investors LLC [Store #238] [Entered: 8/24/23] (D.I. No. [820](#))
- O. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With 360 NM Holdings, LLC [Entered: 8/24/23] (D.I. No. [819](#))
- P. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With 800 NSF Holdings, LLC [Store #227] [Entered: 8/10/23] (D.I. No. [771](#))
- Q. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Temporary Occupancy Agreement With GF-ARB C, Ltd. [Store 268] [Entered: 8/16/23] (D.I. No. [790](#))
- R. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Goodman/Friedman LLC [Store #170] [Entered: 8/17/23] (D.I. No. [796](#))
- S. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Town Square Ventures, LP [Store #109] [Entered: 8/22/23] (D.I. No. [807](#))
- T. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Pender, L.L.C. [Store #283] [Entered: 8/23/23] (D.I. No. [813](#))



- U. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With 360 NM Holdings, LLC [Store #160] [Entered: 8/23/23] (D.I. No. [819](#))
- V. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With 1301 East Gladstone Investors LLC [Store #238] [Entered: 8/24/23] (D.I. No. [820](#))
- W. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Lakewood Galleria, Lakewood CA, LLC [Store #224] [Entered: 8/24/23] (D.I. No. [821](#))
- X. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With CNI One Cal Plaza Owner, LLC [Store #293] [Entered: 8/25/23] (D.I. No. [829](#))
- Y. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Washingtonian Associates, L.C. [Store #120] [Entered: 9/05/23] (D.I. No. [845](#))
- Z. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With CPF 801 Tower, LLC [Store #185] [Entered: 9/05/23] (D.I. No. [846](#))
- AA. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With BRE Retail Residual Owner1 LLC [Store #174] [Entered: 9/05/23] (D.I. No. [848](#))
- BB. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Montgomery Mall Owner LLC [Store #86] [Entered: 9/5/23] (D.I. No. [849](#))
- CC. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With South Coast Plaza [Store #241] [Entered: 9/5/23] (D.I. No. [851](#))
- DD. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With LA Retail 1 LLC. [Store #251] [Entered: 9/8/23] (D.I. No. [860](#))
- EE. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Edens Plaza SC Owner LLC [Store #125] [Entered: 9/8/23] (D.I. No. [861](#))
- FF. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With SCN Investments, LLC 1015 Dundee [Store #246] [D.I. [862](#)]
- GG. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Wexford-UCSC 3737, LLC [Store #304] [Entered: 9/8/23] (D.I. No. [863](#))
- HH. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Regency Centers, L.P. [Store #270] [Entered: 9/11/23] (D.I. No. [867](#))

- II. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With MVV Owner LLC [Store #237] [Entered: 9/12/23] (D.I. No. [877](#))
- JJ. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Horsham Realty Partners, LP [Store #300] [Entered: 9/12/23] (D.I. No. [878](#))
- KK. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Nationwide Theatres West Flagler, LLC [Store #235] [Entered: 9/12/23] (D.I. No. [879](#))
- LL. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With Federal Realty OP LP [Store #301] [Entered: 9/13/23] (D.I. No. [885](#))
- MM. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With FR Hastings Ranch, LLC [Store #233] [Entered: 9/13/23] (D.I. No. [886](#))
- NN. [SIGNED] Order (Agreed) Authorizing the Assumption and Assignment of Unexpired Lease With IVT Dallas Prestonwood, LLC [Store #244] [Entered: 9/13/23] (D.I. No. [887](#))
- OO. [SIGNED] **Order** Authorizing the Assumption and Assignment of Unexpired Lease With YAH Investments, LLC [Store #254] [Entered: 9/13/23] (D.I. No. [893](#))
- PP. [SIGNED] **Order Authorizing the Assumption and Assignment of Unexpired Lease With 1019 Westwood, LLC [Store #198] [Entered: 9/15/23] (D.I. No. [895](#))**
- QQ. **Certification of Counsel Regarding Agreed Upon Order on Assumption and Assignment of Unexpired Lease with Enterprise FM Trust[Filed: 9/15/23] (D.I. No. [894](#))**
- RR. **Certification of Counsel Regarding Agreed Upon Order on Assumption and Assignment of Unexpired Lease with Bella Terra Associates, LLC [Store #209] [Filed: 9/18/23] (D.I. No. [897](#))**
- SS. [SIGNED] Order Authorizing the Rejection of Certain Executory Contracts [Entered: 9/5/23] (D.I. No. [847](#))
- TT. Fourth Notice of Debtors Intention to Reject Certain Executory Contracts Pursuant to Bankruptcy Code Section 365 [Filed: 9/13/23] (D.I. No. [881](#))

Status: SSCP has been in constant negotiations with various landlords and contract counterparties and has reached agreements with a significant number of such parties regarding assumption and/or assignment of leases and executory contracts. Those agreements are reflected in the matters listed as Resolved and no action by the Court needs to be taken at this time. SSCP intends to continue negotiating with any parties where issues remain outstanding at this time.



Agreed Orders allowing certain leases to be assumed and assigned to SSCP (or its designee) have been entered at D.I. Nos. 769, 770, 771, 776, 777, 778, 779, 790, 796, 798, 799, 801, 807, 813, 819, 820, 821, 829, 845, 846, 848, 849, 851, 860, 861, 863, 867, 877, 878, 879, 885, 886, 893 **and 895**. The remaining matters noted above have been resolved by entry of orders rejecting certain leases and/or contracts (D.I. Nos. 690, 752, 847 and 881).

### **MATTERS NOT GOING FORWARD**

3. Certain Matters Related to the Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtor [Filed: 5/1/23] (D.I. No. [418](#))

Response Deadline: May 22, 2023, at 4:00 p.m. (ET). The response deadline was extended to May 26, 2023, for Lakewood Galleria Partners LLC; SOT 120 S. LaSalle LLC; Trizechahn Regional Pooling LLC; 1301 East Gladstone Street Investors LLC; Loomis U.S. Inc.; Rancho Mall, LLC; Microsoft, Inc.; Door Dash, Inc.; and Bella Terra Associates LLC.

Responses Received: Informal comments and objections to the assumption and cure notice timely received from: Property Works, Brothers Produce of Austin, Inc., Brothers Produce of Dallas, Inc., and PJK Food Service, LLC d/b/a Keany Produce, Gourmet.

- A. Objection to Debtors' Designated Cure Amount (Filed by AmCap Northpoint II LLC) [Filed: 5/18/23] (D.I. No. [460](#))
- B. Limited Objection of Brinker International, Inc. and its Affiliates to Cure Amounts Set Forth in Debtors' Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors Filed in Conjunction with Debtors' Sale Motion [Docket Nos. 289 And 418] (Filed by Brinker International, Inc., Maggiano's Holding Corporation, Maggiano's Texas Inc., Maggiano's of Tyson's, Inc., Maggiano's, Inc.) [Filed: 5/22/23] (D.I. No. [480](#)).
- C. Brixmor Operating Partnership L.P.; CNI One Cal Plaza Owner, LLC; CPF 801 Tower, LLC; Deutsche Asset & Wealth Management; Federal Realty OP LP, GMV (Mall) Owner LLC; LA Retail 1, LLC; Weitzman; and Wexford-UCSC 3737, LLC to (1) Debtors' Motion for Entry of Orders: (I)(A) Approving Bidding Procedures for the Sale of All or Substantially All of the Debtors' Assets; (B) Authorizing the Debtors to Enter Into a Stalking Horse Agreement; (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof; (D) Approving Assumption and Assignment Procedures; and (E) Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief and (2) Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors (Filed by LA Retail 1, LLC, CPF 801 Tower, LLC, CNI One Cal Plaza Owner, LLC, Brixmor Operating Partnership L.P., Deutsche

Asset & Wealth Management, Federal Realty OP LP, GMV (Mall) Owner LLC, Weitzman, Wexford-UCSC 3737, LLC) [Filed: 5/22/23] (D.I. No. [481](#))<sup>2</sup>

- D. Objection of Certain Landlords to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors (Filed by Nuveen Real Estate, Regency Centers, LP) [Filed: 5/22/23] (D.I. No. [494](#))<sup>3</sup>
- E. Objection of SOT 120 S LaSalle LLC to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors (Filed by SOT 120 S LaSalle LLC) [Filed: 5/22/23] (D.I. No. [495](#))
- F. Objection of NuCo2 LLC to (I) the Debtors' Proposed Cure Amount and Objection and Reservation of Rights of NuCo2 LLC to (II) the Second Omnibus Motion of the Debtors for Entry of an Order: (1) Authorizing the Rejection of Certain Unexpired Leases and the Abandonment of Certain Personal Property Nunc Pro Tunc Effective as of May 31, 2023; and (2) Granting Related Relief (Filed by NuCo2 LLC) [Filed: 5/22/23] (D.I. No. [501](#))
- G. Limited Objection of Microsoft to Notice of Possible Assumption and Assignment with Respect to Executory Contracts and Unexpired Leases of the Debtors [Filed: 5/24/23] (D.I. No. [520](#))

Related Documents:

- A. Debtors' Motion for Entry of Orders: (I)(A) Approving Bidding Procedures for the Sale of All or Substantially All of the Debtors' Assets; (B) Authorizing the Debtors to Enter Into a Stalking Horse Agreement; (C) Scheduling an Auction and Approving the Form and Manner of Notice Thereof; (D) Approving Assumption and Assignment Procedures; and (E) Scheduling a Sale Hearing and Approving the Form and Manner of Notice Thereof; (II)(A) Approving the Sale of the Debtors' Assets Free and Clear of Liens, Claims, Interests and Encumbrances and (B) Approving the Assumption and Assignment of Executory Contracts and Unexpired Leases; and (III) Granting Related Relief (Filed by CBC Restaurant Corp.) [Filed: 4/7/23] (D.I. No. [289](#))
- B. Notice of Debtors' Intention to Reject Certain Executory Contracts and Unexpired Leases Pursuant to Bankruptcy Code Section 365 [Filed: 7/15/2023] (D.I. No. [710](#))
  - 1) Certification of Counsel re: Notice of Debtors' Intention to Reject Certain Executory Contracts and Unexpired Leases Pursuant to Bankruptcy Code Section 365 [Filed: 7/31/23] (D.I. No. [739](#))

Status: SSCP does not intend to contest any remaining outstanding cure, adequate assurance, or assumption objections at this time. Accordingly, such matters need not go forward. SSCP

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<sup>2</sup> Solely as to Stores 91 and 188 at this time. This objection has been resolved with respect to all other leases. SSCP anticipates complete resolution.

<sup>3</sup> Solely as to Stores 181 and 208 at this time. SSCP anticipates complete resolution.

is not requesting any relief related to these objections, and the Court need take no action. SSCP anticipates that some or all of these objections may be resolved prior to the hearing.

### **MATTERS GOING FORWARD**

1. Motion of the Official Committee of Unsecured Creditors for an Order Clarifying and Enforcing the Sale Order with Respect to the Purchaser's Payment Obligation for its Acquisition of Avoidance Actions from the Estates [Filed: 9/5/23] (D.I. No. [852](#))

Response Deadline: September 12, 2023, at 4:00 p.m. (ET)

Responses Received:

- A. SSCP Restaurant Investors, LLC's Response to Motion of the Official Committee of Unsecured Creditors for an Order Clarifying and Enforcing the Sale Order with Respect to the Purchaser's Payment Obligation for its Acquisition of Avoidance Actions from the Estates [Filed: 9/12/23] (D.I. No. [875](#))
- B. Reply of the Official Committee of Unsecured Creditors in Support of Motion to Clarify and Enforce the Sale Order with Respect to the Purchasers Payment Obligation for its Acquisition of Avoidance Actions from the Estates [Filed: 9/14/23] (D.I. No. [892](#))

Related Documents: None

Status: This matter is going forward.

2. [SEALED] Motion of the Debtors for Entry of an Order: (A) Enforcing the Order Authorizing CBC Restaurant Corp. and its Affiliated Debtors to (I) Sell Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, and Interests, (II) Authorizing and Approving the Debtors' Performance Under the APA, (III) Authorizing and Approving the Assumption and Assignment of Certain of the Debtors' Executory Contracts, Unexpired Leases, and Permits Related Thereto, and (IV) Granting Related Relief; and (B) for Related Relief [Filed: 9/11/23] (D.I. No. 853)<sup>4</sup>

Response Deadline: September 14, 2023, at 12:00 noon (ET).

Responses Received: **The Debtors and SSCP have received an informal objection from the U.S. Trustee to the motion to file under seal certain information designated by SSCP as "highly confidential."**

- A. SSCP Restaurant Investors, LLC's (I) Objection to and (II) Request for Extension of Time and to be Heard Relating to, the Debtors' Motion for Enforce the Sale Order [Filed: 9/12/23] (D.I. No. [880](#))

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<sup>4</sup> As this document is sealed, no hyperlink is available via the Court's ECF system.

- B. Debtors' Limited Reply to SSCP Restaurant Investors, LLC's Response to Motion of the Official Committee of Unsecured Creditors for an Order Clarifying and Enforcing the Sale Order with Respect to the Purchaser's Payment Obligation for its Acquisition of Avoidance Actions from the Estates [Filed: 9/13/23] (D.I. No. [888](#))

Related Documents:

- A. Supplement to Motion of the Debtors for Entry of an Order: (A) Enforcing the Order Authorizing CBC Restaurant Corp. and Its Affiliated Debtors to (I) Sell Substantially All of the Debtors Assets Free and Clear of All Liens, Claims, and Interests, (II) Authorizing and Approving the Debtors Performance Under the APA, (III) Authorizing and Approving the Assumption and Assignment of Certain of the Debtors Executory Contracts, Unexpired Leases, and Permits Related Thereto, and (IV) Granting Related Relief; and (B) for Related Relief [Filed: 9/8/23] (D.I. No. [859](#))
- B. Hilco Corporate Finance, LLC's (I) Joinder to Motion of the Debtors for Entry of an Order: (A) Enforcing the Order Authorizing CBC Restaurant Corp. and its Affiliated Debtors to (I) Sell Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, and Interests, (II) Authorizing and Approving the Debtors' Performance Under the APA, (III) Authorizing and Approving the Assumption and Assignment of Certain of the Debtors' Executory Contracts, Unexpired Leases, and Permits Related Thereto, and (IV) Granting Related Relief; and (B) for Related Relief and (II) Objection to SSCP Restaurant Investors, LLC's (I) Objection to and (II) Request for Extension of Time and to be Heard Relating to, the Debtors' Motion for Enforce the Sale Order [Filed: 9/13/23] (D.I. No. [883](#))
- C. Joinder of the Official Committee of Unsecured Creditors to the Motion of the Debtors for Entry of an Order: (A) Enforcing the Order Authorizing CBC Restaurant Corp. and its Affiliated Debtors to (I) Sell Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, and Interests, (II) Authorizing and Approving the Debtors' Performance Under the APA, (III) Authorizing and Approving the Assumption and Assignment of Certain of the Debtors' Executory Contracts, Unexpired Leases, and Permits Related Thereto, and (IV) Granting Related Relief; and (B) for Related Relief [Filed: 9/13/23] (D.I. No. [844](#))
- D. Motion for Entry of an Order Authorizing the Debtors to File Under Seal the Motion of the Debtors for Entry of an Order: (A) Enforcing the Order Authorizing CBC Restaurant Corp. and its Affiliated Debtors to (I) Sell Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, and Interests, (II) Authorizing and Approving the Debtors' Performance Under the APA, (III) Authorizing and Approving the Assumption and Assignment of Certain of the Debtors' Executory Contracts, Unexpired Leases, and Permits Related Thereto, and (IV) Granting Related Relief; and (B) for Related Relief [Filed: 9/11/23] (D.I. No. [869](#))
- E. (REDACTED) / Motion of the Debtors for Entry of an Order: (A) Enforcing the Order Authorizing CBC Restaurant Corp. and Its Affiliated Debtors to (I) Sell Substantially All of the Debtors Assets Free and Clear of All Liens, Claims, and Interests, (II)

Authorizing and Approving the Debtors Performance Under the APA, (III) Authorizing and Approving the Assumption and Assignment of Certain of the Debtors Executory Contracts, Unexpired Leases, and Permits Related Thereto, and (IV) Granting Related Relief; and (B) for Related Relief [Filed: 9/11/23] (D.I. No. [870](#))

**Status: The Debtors, SSCP, and Hilco have been conferring regarding scheduling matters with respect to the enforcement motion, and this matter will be going forward solely as a status and scheduling conference.**

- **The parties have agreed that, subject to the Court's approval and availability, the motion will be set for hearing solely with respect to the Hilco Transaction Fee on September 29, 2023, or as soon thereafter as is convenient to the Court. The parties remain in active discussions regarding this matter at this time.**
- **The parties are engaged in informal discovery and settlement discussions with respect to the remainder of the motion and request that the Court set a status and scheduling conference to take place in this matter via Zoom on October 5<sup>th</sup> or 6<sup>th</sup> or as soon thereafter as is convenient to the Court. If the parties reach agreement on a discovery or briefing schedule prior to the proposed status conference, they will submit the agreement to the Court via certification of counsel.**

**SSCP and the U.S. Trustee are conferring regarding the U.S. Trustee's objection to the motion to file under seal certain information in the motion that has been designated by SSCP as "highly confidential." This matter is going forward at this time.**

Dated: September 18, 2023  
Wilmington, Delaware

*/s/ Mette H. Kurth*  
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