Docket #0468 Date Filed: 08/03/2026

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
WEST MARINE, INC., *et al*.,	Case No. 26-10794 (KBO)
Debtors.	(Jointly Administered)
	Related to Docs. 278, 280, 442

OBJECTION OF ON DEMAND TECHNOLOGIES, INC. d/b/a ONERAIL TO PROPOSED CURE AMOUNTS REGARDING MASTER SERVICE AGREEMENT

On Demand Technologies, Inc. d/b/a OneRail ("OneRail"), pursuant to Section 365, hereby files its objections to the proposed cure amounts listed for a Master Services Agreement between One Rail and Debtor West Marine Products, Inc. ("West Marine Products").

I. BACKGROUND

1. On May 17, 2026 (the "Petition Date"), Debtors West Marine, Inc., West Marine Products and certain of its debtor-affiliates (collectively, "Debtors"), filed a Voluntary Petition for relief under Chapter 11 of the Bankruptcy Code before the United States Bankruptcy Court for the District of Delaware. [Doc. 1.]

2. On June 23, 2026, the Debtors filed the *Amended Joint Plan of Reorganization of West Marine, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code.* (the "Amended Plan"). [Doc. 278.]

3. Section V(C) of the Amended Plan states that "any objection by a counterparty to a proposed assumption, including pursuant to this Plan, or related Cure amount must be Filed, served, and actually received by counsel to the Debtors and the U.S. Trustee by the later of (i) the deadline to object to Confirmation of this Plan and (ii) fourteen (14) days after actual receipt of the Rejected Executory Contracts and Unexpired Leases." [Doc. 278 at 43-44.]

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4. On June 23, 2026, the Bankruptcy Court entered the *Order (I) Conditionally Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Voting Procedures with Respect to the Confirmation of the Debtors' Amended Joint Chapter 11 Plan, (III) Approving the Forms of Ballots and Notices in Connection Therewith, (IV) Scheduling a Combined Hearing and Setting Related Dates and Deadlines, and (V) Granting Related Relief*, which provides that the Plan and Disclosure Statement Objection Deadline is August 3, 2026 at 4:00 pm prevailing Eastern Time. [Doc. 284 at 3.]

5. On June 26, 2026, Debtors filed a *Notice of Cancellation of Auction and Intent to Proceed with the Recapitalization Transaction* stating that Debtors will pursue the Recapitalization Transaction. [Doc. 318.]

6. On July 21, 2026, Debtors filed a *Notice of Filing of Plan Supplement* (the "Plan Supplement"), which included as Exhibit B an Assumed Executory Contracts and Unexpired Leases List. [Doc. 442.] The Plan Supplement lists the following executory contracts between OneRail and Debtor West Marine Products: (a) Master Services Agreement (Ref. 521); (b) Exhibit A: Order Form (Ref. 519); (c) Exhibit B–1 Statement of Work – OneRail OmniPoint – Platform Implementation and Services (Ref. 522); and (d) Amendment 1 to MSA dated 5/15/2025 (Ref. 520) (collectively, the "MSA"). [*Id.* at 24.]

7. The Plan Supplement lists the Cure Amount as $0 for each component of the MSA. [*Id.*]

II. CURE OBJECTION

A. Objection to Cure Amounts for MSA.

8. While OneRail does not object to the proposed assumption and assignment of the MSA, West Marine Products must cure all outstanding amounts owed under the assumed MSA in

full and provide adequate assurance of future performance prior to assuming such contracts.

9. Section 365(b)(1) provides if "there has been a default in an executory contract or unexpired lease of the debtor, the trustee may not assume such contract or lease unless, at the time of assumption of such contract or lease, the trustee . . . cures, or provides adequate assurance that the trustee will promptly cure, such default . . ." 11 U.S.C. § 365(b)(1)(A). *See also In re Kiwi Intern. Air Lines, Inc.*, 344 F.3d 311, 318 (3d Cir. 2003) ("In other words, the debtor must cure all defaults, assure future performance, and make the other contracting party whole before it may be permitted to assume the agreement.")

10. As of July 31, 2026, West Marine Products is past due to OneRail on INV0007167 in the amount of $20,345.65. In addition, OneRail INV0007184 is outstanding to West Marine Products in the amount $18,548.84 and due by August 14, 2026, which is prior to the anticipated Effective Date of the Amended Plan. True and correct copies of the foregoing are attached hereto as composite **Exhibit A**. These outstanding invoices in the total amount of **$38,894.49**, and all other fees, interest, and attorneys' fees accruing since July 31, 2026, and through the assumption date must be paid in full.

11. Accordingly, OneRail objects to the assumption of the MSA unless all amounts due and owing as of the date the MSA is assumed are paid in full, as required by Section 365 of the Bankruptcy Code.

III. JOINDER

12. OneRail joins in any other landlord or contract counterparty's objection to the Plan Supplement to the extents such objection is applicable to OneRail and not inconsistent with its objections herein.

IV. RESERVATION OF RIGHTS

13. OneRail reserves the right to amend or supplement this Objection to the extent that additional amounts become owed to it between the date hereof and the date of any assumption or assumption and assignment of the MSA that otherwise must be cured under Section 365(b)(1)(A) of the Bankruptcy Code.

V. CONCLUSION

14. For the foregoing reasons, OneRail respectfully requests the Court: (a) condition any grant of relief related to the Cure Notice or any sale of the Debtors' assets upon entry of an order or orders consistent with OneRail's objections; and (b) grant OneRail such other and further relief as may be just and proper under the circumstances.

Dated: August 3, 2026

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EXHIBIT A

On Demand Technologies Inc
8427 Southpark Cir - Ste 200
Orlando, FL 32819
accounting@onerail.io
www.onerail.io

PO NUMBER

INVOICE INV0007167

DATE 6/30/2026 **TERMS** Net 30

DUE DATE 7/30/2026

BILL TO
West Marine Products Inc
1 East Broward Blvd, Suite 200
Fort Lauderdale FL 33301
United States

ACTIVITY	DESCRIPTION	QTY	RATE	AMOUNT
Delivery Fee	June 16-30, 2026 Deliveries	1	$20,345.65	$20,345.65

SUBTOTAL	$20,345.65
TAX	$0.00
PAYMENT	$0.00
TOTAL DUE	**$20,345.65**

West Marine Products Inc Invoice INV0007167

On Demand Technologies Inc
8427 Southpark Cir - Ste 200
Orlando, FL 32819
accounting@onerail.io
www.onerail.io

PO NUMBER

INVOICE INV0007184

DATE 7/15/2026 **TERMS** Net 30

DUE DATE 8/14/2026

BILL TO
West Marine Products Inc
1 East Broward Blvd, Suite 200
Fort Lauderdale FL 33301
United States

ACTIVITY	DESCRIPTION	QTY	RATE	AMOUNT
Delivery Fee	July 1-15, 2026 Deliveries	1	$18,548.84	$18,548.84

SUBTOTAL	$18,548.84
TAX	$0.00
PAYMENT	$0.00
TOTAL DUE	**$18,548.84**

West Marine Products Inc Invoice INV0007184

CERTIFICATE OF SERVICE

I hereby certify that on this 3rd day of August 2026, a true and correct copy of the foregoing was served upon those parties registered to receive electronic notices via the Court's CM/ECF electronic noticing system and to the persons listed below as indicated:

Via Electronic Mail

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