

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF OHIO
EASTERN DIVISION**

In re:)	Chapter 11
)	
AcuSport Corporation,)	Case No. 18-52736
)	
Debtor.)	Honorable John E. Hoffman, Jr.

**NOTICE OF DEBTOR'S MOTION FOR AN ORDER (I) APPROVING AND AUTHORIZING
SALE OF CERTAIN OF DEBTOR'S ASSETS PURSUANT TO SUCCESSFUL BIDDER'S
ASSET PURCHASE AGREEMENT, FREE AND CLEAR OF ALL LIENS, CLAIMS,
ENCUMBRANCES AND OTHER INTERESTS; (II) APPROVING THE
ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND
UNEXPIRED LEASES RELATED THERETO; AND (III) GRANTING RELATED RELIEF**

PLEASE TAKE NOTICE that AcuSport Corporation, the debtor and debtor in possession (the “**Debtor**” or “**AcuSport**”), has filed a motion (the “**Motion**”) requesting that the Court enter an order: (i) authorizing the sale of substantially all of the assets of Debtor, free and clear of liens, claims, encumbrances, and other interests, to Ellett Brothers, LLC (the “**Proposed Buyer**”) pursuant to the terms of that certain Asset Purchase Agreement dated April 30, 2018 (the “**APA**”), or, in the event any competitive bids are received in accordance with the bidding procedures (the “**Bidding Procedures**”) approved by the Court pursuant to its order entered May 16, 2018 (Doc. No. 109, “**Bidding Procedures Order**”), to the bidder determined to have made the best and highest bid for such assets, in accordance with the terms of such bid; (ii) approving the assumption and assignment of certain executory contracts and unexpired leases related to such sale pursuant to the Bidding Procedures Order; and (iii) granting such other and further relief as may be just and proper in connection with the Motion. You may contact Debtor’s counsel, identified below, to obtain a full copy of the Motion and exhibits, including a copy of the APA, the order sought in the Motion, the Bidding Procedures Order, and the Bidding Procedures. Such documents are also available free of charge by visiting the case website located at <https://www.donlinrecano.com/acusport> or by calling the restructuring information hotline (212) 771-1128.

Further terms and conditions and disclosures regarding the proposed sale are as follows:

1. The assets sought to be sold are more specifically described in the APA, but generally include the following: Debtor’s inventory, real estate, equipment, technology and certain other intangible assets of Debtor (“**Purchased Assets**”). The Purchased Assets include an approximately 247,000 square-foot one- and two-story industrial property at 1 Hunter Place, Bellefontaine, Logan County, Ohio, as follows: Parcel 17-077-00-00-025-001:36-4-14; Parcel 17-077-00-00-023-001:0000 2873; and Parcel 17-077-20-03-009-001:0000 5254.
2. The Proposed Buyer and the Debtor are not affiliated.
3. The APA includes a price for the Purchased Assets of \$7,750,000 plus an amount equal to the value of Debtor’s inventory as calculated in accordance with the terms of the APA.
4. The purchase price was determined by way of arm’s-length negotiations with the Proposed Buyer. The APA is also subject to overbids pursuant to the Bidding Procedures.

YOUR RIGHTS MAY BE AFFECTED. You should read these papers carefully and discuss them with your attorney, if you have one in this bankruptcy case. If you do not have an attorney, you may wish to consult one.

If you do not want the court to grant the relief sought in the Motion, then on or before 4:00 p.m., June 12, 2018, you must file with the Court a response explaining your position (an “**Objection**”) by mailing your Objection by regular U.S. Mail to: Clerk: United States Bankruptcy Court, 170 North High Street, Columbus, OH 43215, or your attorney must file a response using the Court’s CM/ECF System. You must also send a copy of your Objection

either by (1) the Court's CM/ECF System, or (2) regular U.S. Mail to: Thomas R. Allen, Allen Kuehnle Stovall & Neuman LLP, 17 South High Street, Suite 1220, Columbus, OH 43215.

Your Objection must be **received** on or before 4:00 p.m. (Eastern Time), June 12, 2018.

As set forth in the Bidding Procedures Order, if no bidders other than the Proposed Buyer qualify as Qualified Bidders on or before June 12, 2018, the Court has scheduled a hearing on this Motion at 11:00 a.m. (Eastern Time) on June 14, 2018 in **Courtroom A, 170 N. High Street, Columbus, Ohio 43215**. If at least one bidder other than the Proposed Buyer has qualified as a Qualified Bidder on or before June 12, 2018, an auction with respect to the sale of Debtor's assets will be held on June 14, 2018, and the Court will conduct a hearing on the Motion at 11:00 a.m. (Eastern Time) on June 15, 2018 in **Courtroom A, 170 N. High Street, Columbus, Ohio 43215**, to approve the sale to the Successful Bidder in connection with the Bidding Procedures.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Motion and may enter an order granting that relief without further hearing or notice.

Date: May 24, 2018

Respectfully submitted,

/s/ Thomas R. Allen

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