

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

In re:

BORDEN DAIRY COMPANY, *et al.*,

Debtors.<sup>1</sup>

Chapter 11

Case No. 20-10010 (CSS)

(Jointly Administered)

**Hearing Date: January 23, 2020 at 1:00 p.m. (ET)**

**Objection Deadline: January 16, 2020 at 4:00 p.m. (ET)**

**Ref. Docket Nos. 4, 6, 7, 9, 10, 12, 13, 48, 51, 52, 53, 55,  
59 & 69**

**OMNIBUS NOTICE OF PLEADINGS AND HEARING THEREON**

**PLEASE TAKE NOTICE** that, beginning on January 5, 2020, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), filed, among others, the following first day pleadings with the Court (collectively, the “**First Day Pleadings**”):

1. Debtors’ Motion for Entry of Interim and Final Orders (I) Approving the Debtors’ Proposed Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Services, (III) Approving the Debtors’ Proposed Procedures for Resolving Adequate Assurance Requests, and (IV) Granting Related Relief [D.I. 4, 1/5/20]
2. Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Prepetition Taxes and Fees, and (II) Granting Related Relief [D.I. 6, 1/5/20]
3. Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue Insurance Coverage Entered into Prepetition and Satisfy Prepetition Obligations Related Thereto, (B) Renew, Amend, Supplement, Extend, or Purchase

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Borden Dairy Company (1509); Borden Dairy Holdings, LLC (8504); National Dairy, LLC (9109); Borden Dairy Company of Alabama, LLC (5598); Borden Dairy Company of Cincinnati, LLC (1334); Borden Transport Company of Cincinnati, LLC (3462); Borden Dairy Company of Florida, LLC (5168); Borden Dairy Company of Kentucky, LLC (7392); Borden Dairy Company of Louisiana, LLC (4109); Borden Dairy Company of Madisonville, LLC (7310); Borden Dairy Company of Ohio, LLC (2720); Borden Transport Company of Ohio, LLC (7837); Borden Dairy Company of South Carolina, LLC (0963); Borden Dairy Company of Texas, LLC (5060); Claims Adjusting Services, LLC (9109); Georgia Soft Serve Delights, LLC (9109); NDH Transport, LLC (7480); and RGC, LLC (0314). The location of the Debtors’ service address is: 8750 North Central Expressway, Suite 400, Dallas, TX 75231.

Insurance Policies, and (C) Continue Its Insurance Premium Finance Agreements, and (II) Granting Related Relief [D.I. 7, 1/5/20]

4. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Pay Certain Prepetition Claims of Lien Claimants, and (II) Granting Related Relief [D.I. 9, 1/5/20]
5. Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Prepetition Critical Vendor Claims and 503(b)(9) Claims in the Ordinary Course of Business, (II) Authorizing the Debtors to Return Goods, and (III) Granting Related Relief [D.I. 10, 1/5/20]
6. Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Maintain Their Existing Cash Management System, Bank Accounts, Business Forms, and PNC and Fuel Card Programs, (B) Honor Certain Prepetition Obligations Related Thereto, and (C) Continue to Perform Intercompany Transactions, (II) Granting Administrative Expense Status to Postpetition Intercompany Claims, and (III) Granting Related Relief [D.I. 12, 1/5/20]
7. Debtors' Motion for Interim and Final Orders (A) Authorizing Use of Cash Collateral and Granting Adequate Protection, (B) Authorizing Use of Reserve Account Cash, (C) Scheduling Final Hearing, and (D) Granting Related Relief [D.I. 13, 1/6/20] (the "Cash Collateral Motion").

**PLEASE TAKE FURTHER NOTICE** that a hearing on the First Day Pleadings was held on January 8, 2020, at which time the Court entered orders approving the First Day Pleadings identified above on an interim basis, with the exception of the Cash Collateral Motion. *See* Docket Nos. 48, 51, 52, 53, 55, 59. On January 9, 2020, the Court entered an order approving the Cash Collateral Motion on an interim basis. *See* Docket No. 69.

**PLEASE TAKE FURTHER NOTICE** that a hearing to consider approval of the First Day Pleadings on a final basis is scheduled for **January 23, 2020 at 1:00 p.m. (ET)** at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5<sup>th</sup> Floor, Courtroom No. 6, Wilmington, Delaware 19801 before the Honorable Christopher S. Sontchi, Chief United States Bankruptcy Judge for the District of Delaware.

**PLEASE TAKE FURTHER NOTICE** that any responses or objections to the entry of final orders approving the First Day Pleadings must be in writing and filed on or before or **January 16, 2020 at 4:00 p.m. (ET)** (the "**Objection Deadline**") with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801. At the same time, copies of any responses or objections must be served so as to be received on or before the Objection Deadline upon the following parties: (a) the Debtors, Borden Dairy Company, 8750 North Central Expressway, Suite 400, Dallas, Texas 75231, Attn: Jason Monaco; (b) proposed counsel to the Debtors, Arnold & Porter Kaye Scholer LLP, 70 West Madison Street, Suite 4200, Chicago, Illinois 60602, Attn: Tyler Nurnberg, Seth Kleinman, and Sarah Gryll; (c) proposed co-counsel to the Debtors, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North

King Street, Wilmington, Delaware 19801, Attn: M. Blake Cleary; (d) counsel to ACON Dairy Investors, L.L.C., Hogan Lovells US LLP, 390 Madison Avenue, New York, New York 10017, Attn: Christopher Donoho III; (e) counsel to New Laguna, LLC, Dechert LLP, Three Bryant Park, 1095 Avenue of the Americas, New York, New York 10036, Attn: Brian Greer; (f) counsel to Agent, RCF Facility Lenders, and Term Loan A Facility Lenders, Blank Rome LLP, 1201 N. Market Street, Suite 800, Wilmington, Delaware 19801, Attn: Regina Stango Kelbon; (g) counsel to the Term Loan B Facility Lenders, King & Spalding LLP, 1185 Avenue of the Americas, 34th Floor, New York, New York 10036, Attn: Roger Schwartz; (h) counsel to any statutory committee appointed in these cases; and (i) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attn: Timothy J. Fox, Jr. In the event no objections to entry of a final order on the Motion are timely received, this Court may enter such final order without need for the Final Hearing.

**PLEASE TAKE FURTHER NOTICE** that copies of the First Day Pleadings and any of the related interim orders are available, free of charge, from the website of the Court appointed claims agent, Donlin Recano & Company, Inc. ([www.donlinrecano.com/borden](http://www.donlinrecano.com/borden)).

**IF NO OBJECTIONS TO ANY OF THE FIRST DAY PLEADINGS ARE TIMELY FILED, SERVED, AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE FIRST DAY PLEADINGS ON A FINAL BASIS WITHOUT FURTHER NOTICE OR HEARING.**

*[Signature page follows]*

Dated: January 9, 2020  
Wilmington, Delaware

Respectfully submitted,

/s/ Betsy L. Feldman

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