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**UNITED STATES BANKRUPTCY COURT  
 FOR THE DISTRICT OF NEVADA**

In re:

GUMP'S HOLDINGS, LLC

☐ Affects this Debtor.

☒ Affects all Debtors.

☐ Affects Gump's Corp.

☐ Affects Gump's By Mail, Inc.

Case No.: BK-S-18-14683-leb  
 Chapter 11

*Jointly administered with:*

No. BK-S-14684 (In re Gump's Corp.)  
 No. BK-S-14685 (In re Gump's By Mail, Inc.)

Auction and Sale Hearing:

Date: **October 17, 2018**

Time: **10:00 a.m.**

Location: 300 Las Vegas Blvd. South  
 Las Vegas, NV 89101  
 Courtroom 3

**NOTICE OF AUCTION AND SALE HEARING**

**PLEASE TAKE NOTICE** that on August 21, 2018, Gump's Holdings, LLC, Gump's Corp., and Gump's By Mail, Inc. (collectively, "Debtors"), debtors and debtors-in-possession, filed their *Amended Motion for Order Pursuant to Sections 105, 363, and 365 of the Bankruptcy Code: (I) Approving Bid Procedures with Respect to Sale of IP Assets, Setting Sale Hearing Date, and Approving Form and Manner of Notices, and (II) Approving the Sale of IP Assets Free and Clear of Liens, Interests, Claims, and Encumbrances, the Assumption and Assignment of Certain Related Executory Contracts, Waiving the Requirements of Bankruptcy Rules 6004(h) and 6006(d), and Granting Related Relief* (the "Motion") in the United States Bankruptcy Court for the District of Nevada (the "Court") seeking, among other things, entry of an order (the "Sale Order") authorizing

1 and approving: (i) the sale of Debtors' intellectual property assets (the "IP Assets") free and clear  
 2 of all liens (statutory or otherwise), claims, interests, and encumbrances of every kind and nature  
 3 with all such liens, claims, interests, and other encumbrances attaching with the same validity and  
 4 priority to the sale proceeds (the "Sale"); (ii) the assumption and assignment of related executory  
 5 contracts and unexpired leases; (iii) waiver of the requirements of Bankruptcy Rules 6004(h) and  
 6006(d); and (iv) related relief.<sup>1</sup>

6 **PLEASE TAKE FURTHER NOTICE** that the Debtors are soliciting offers for the  
 7 purchase of the IP Assets consistent with the Bid Procedures approved by the Court on September  
 8 25, 2018 [ECF No. 200] (the "Bid Procedures Order"). All interested bidders should carefully  
 9 read the Bid Procedures and Bid Procedures Order. To the extent that there are any inconsistencies  
 10 between this notice and the Bid Procedures or Bid Procedures Order, the Bid Procedures or Bid  
 11 Procedures Order, as applicable, govern in all respects.

12 **PLEASE TAKE FURTHER NOTICE** that an auction will be conducted on **October 17,**  
 13 **2018 at 10:00 a.m.** (the "Auction") or as soon thereafter as counsel may be heard, before a United  
 14 States Bankruptcy Judge in the United States Courthouse and Federal Building, 300 Las Vegas  
 15 Blvd. South, Las Vegas, Nevada 89101.

16 **PLEASE TAKE FURTHER NOTICE** that all oppositions must be filed as follows:

17 Adequate Assurance Objection: Any objection to any Qualified Bidder(s)' proposed  
 18 adequate assurance of future performance must: (a) be in writing; (b) conform to the applicable  
 19 provisions of the Bankruptcy Rules and the Local Rules; (c) state with particularity the legal and  
 20 factual basis for the objection and the specific grounds therefore; and (d) be filed and served so as  
 to be actually received no later than **October 16, 2018 at 5:00 p.m.** (prevailing Pacific Time).

21 Assumption and Assignment Objection: Objections to the assumption and assignment of  
 22 the IP Agreements (other than with respect to adequate assurance of future performance and  
 23 Proposed Cure Amounts) must: (a) be in writing; (b) conform to the applicable provisions of the  
 24 Bankruptcy Rules and the Local Rules; (c) state with particularity the legal and factual basis for  
 25 the objection and the specific grounds therefore; and (d) be filed and served so as to be actually  
 26 received no later than **October 16, 2018 at 5:00 p.m.** (prevailing Pacific Time).

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28 <sup>1</sup> All capitalized terms used but not defined herein have the meanings set forth in the Sale Motion.

All Other Oppositions: All other oppositions to the Motion, including any Cure Objection, must be filed pursuant to Local Rule 9014(d)(1), except objections to the Winning Bidder(s) or Winning Bid(s) or to the Back-Up Bidder(s) or Back-Up Bid(s), which may be made at the Sale Hearing. If you do not want the court to grant the relief sought in the Motion, or if you want the court to consider your views on the Motion, then you must file an opposition with the court, and serve a copy on the person making the Motion ***no later than 14 days*** preceding the hearing date for the Motion, unless an exception applies (see Local Rule 9014(d)(3)). The opposition must state your position, set forth all relevant facts and legal authority, and be supported by affidavits or declarations that conform to Local Rule 9014(c).

If you object to the relief requested, you *must* file a **WRITTEN** response to this pleading with the court. You *must* also serve your written response on the person who sent you this notice.

If you do not file a written response with the court, or if you do not serve your written response on the person who sent you this notice, then:

- The court may *refuse to allow you to speak* at the scheduled hearing; and
- The court may *rule against you* without formally calling the matter at the hearing.

**PLEASE TAKE FURTHER NOTICE** that the hearing on the Motion will be conducted on **October 17, 2018 at 10:00 a.m.**, commencing immediately following the Auction or as soon thereafter as counsel may be heard, before a United States Bankruptcy Judge in the United States Courthouse and Federal Building, 300 Las Vegas Blvd. South, Las Vegas, Nevada 89101.

DATED: September 25, 2018.

GARMAN TURNER GORDON LLP

By: /s/ Gabrielle A. Hamm

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4831-3097-2016, v. 4