

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

**In re:**

NEWBURY COMMON  
ASSOCIATES, LLC, et al.,

Debtors.<sup>1</sup>

## Chapter 11

Case No. 15-12507 (LSS)

## Jointly Administered

Re: Docket No. 1092, 1136

## ORDER ESTABLISHING BAR DATES FOR FILING PROOFS OF CLAIM AND APPROVING THE FORM AND MANNER OF NOTICE THEREOF

Upon consideration of the motion (the “**Motion**”)<sup>2</sup> of the Debtors, for entry of an order establishing deadlines for filing Proofs of Claim against the Debtors in the chapter 11 cases and approving the form and manner of notice thereof; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012; and it appearing that the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and adequate notice of the Motion and opportunity for objection having been given, with no objections or requests for hearing having been filed, or all objections having been

1 The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: Newbury Common Associates, LLC (3783); Seaboard Realty, LLC (6291); 600 Summer Street Stamford Associates, LLC (6739); Seaboard Hotel Member Associates, LLC (8984); Seaboard Hotel LTS Member Associates, LLC (6005); Park Square West Member Associates, LLC (9223); Seaboard Residential, LLC (2990); One Atlantic Member Associates, LLC (4120); 88 Hamilton Avenue Member Associates, LLC (5539); 316 Courtland Avenue Associates, LLC (0290); 300 Main Management, Inc. (6365); 300 Main Street Member Associates, LLC (2334); PSWMA I, LLC (6291); PSWMA II, LLC (6291); Tag Forest, LLC (8974); Newbury Common Member Associates, LLC (3909); Century Plaza Investor Associates, LLC (1480); Seaboard Hotel Associates, LLC (2281); Seaboard Hotel LTS Associates, LLC (8811); Park Square West Associates, LLC (9781); Clocktower Close Associates, LLC (3154); One Atlantic Investor Associates, LLC (7075); 88 Hamilton Avenue Associates, LLC (5749); 220 Elm Street I, LLC (7540); 300 Main Street Associates, LLC (8501); and 220 Elm Street II, LLC (7625). The Debtors' corporate headquarters is located at, and the mailing address for each Debtor is, 1 Atlantic Street, Stamford, CT 06901.

<sup>2</sup> Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

overruled, as the case may be; and it appearing that no other notice need be given; and after due deliberation and sufficient cause therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED as set forth herein.
2. Each person or entity, including, without limitation, each individual, partnership, joint venture, corporation, limited liability company, estate, trust, or governmental unit (as defined in section 101(27) of the Bankruptcy Code) that holds or asserts a claim, as defined in section 101(5) of the Bankruptcy Code, against any of the Debtors shall file a separate Proof of Claim in the bankruptcy case of each Debtor against whom a claim is asserted; provided, however, that the Debtors may agree in writing to permit a claimant to file a Proof of Claim asserting a claim against more than one Debtor, if such Proof of Claim clearly identifies the Debtors and liability of each.
3. A Proof of Claim shall be filed by the holder of the claim (the “**Creditor**”) or an authorized representative of the Creditor. Any Proof of Claim submitted by an authorized representative of the Creditor shall state the basis for such authorization. Any person seeking to file a Proof of Claim on behalf of a Creditor without express written authorization shall seek authorization from the Court prior to the applicable Bar Date.
4. **General Bar Date.** Except as otherwise provided herein, any person and entity, asserting a claim against the Debtors in the chapter 11 cases, including an Administrative Expense Claim arising between the applicable Debtor’s Petition Date and September 1, 2016, shall file a completed and executed Proof of Claim, substantially in the form attached hereto as Exhibit C, so that it is received, as provided in paragraphs 7 and 8 below, by Donlin, Recano & Company, Inc. (“**Donlin Recano**”) on or before the General Bar Date to be designated by the

Debtors, which shall be no earlier than the first business day that is at least thirty (30) days after the Service Date at 4:00 p.m. (prevailing Eastern Time).<sup>3</sup> The Debtors shall include the designated General Bar Date in the Bar Date Notice and shall file the Bar Date Notice making the designated General Bar Date a matter of record. The Debtors may agree, by written stipulation filed with the Court in advance of the General Bar Date, to extend the General Bar Date on behalf of any claimant, but shall not be required to do so.

5. **Amended Schedule Bar Date.** If, on or after the date on which the Debtors serve the Bar Date Notice, the Debtors amend or supplement their Schedules (a) to reduce the undisputed, noncontingent, or liquidated amount of a claim, (b) to change the nature or characterization of a claim, or (c) to add a new claim to the Schedules, the affected claimant shall file a completed and executed Proof of Claim, substantially in the form attached hereto as Exhibit B, or amend any previously filed Proof of Claim in respect of the amended scheduled claim in accordance with the procedures described herein so that it is received, as provided in paragraphs 7 and 8 below, by Donlin Recano on or before the later of (i) the General Bar Date or (ii) twenty-one (21) days after the claimant is served with notice of the applicable amendment or supplement to the Schedules.

6. **Rejection Bar Date.** In the event the Debtors reject executory contracts or unexpired leases pursuant to section 365 of the Bankruptcy Code, completed and executed Proofs of Claim, substantially in the form attached hereto as Exhibit B, shall be filed in connection with Rejection Damages Claims so that they are received, as provided in paragraphs 7 and 8 below, by Donlin Recano on or before the later of (a) the General Bar Date or (b) thirty

---

<sup>3</sup> For the avoidance of doubt, the General Bar Date shall also serve as the bar date for Governmental Units in accordance with section 502(b)(9) of the Bankruptcy Code. "Governmental Unit" has the meaning given to it in section 101(27) of the Bankruptcy Code.

(30) days after the effective date of such Court order; provided, however, that persons or entities asserting claims with respect to contracts or leases that are not Rejection Damages Claims must file Proofs of Claim on account of such claims by the General Bar Date.

7. Proofs of Claim must be sent by first-class mail, overnight courier, or hand-delivery. If the Proof of Claim is sent by mail, it should be sent to: Donlin, Recano & Company, Inc. Re: Newbury Common Associates, LLC, et al. P.O. Box 192328 Blythebourne Station Brooklyn, NY 11219. If the Proof of Claim is sent by overnight courier or hand-delivery, it should be sent to: Donlin, Recano & Company, Inc. Re: Newbury Common Associates, LLC, et al. 6201 15th Avenue Brooklyn, NY 11219.

8. Proofs of Claim mailed or delivered to Donlin Recano will be deemed timely filed only if actually received by Donlin Recano on or before the Bar Date associated with such claim at the address listed in paragraph 8 above.

9. Donlin Recano shall not accept Proofs of Claim by facsimile, telecopy, e-mail, or other electronic submission, and Proofs of Claim submitted by such means shall not be deemed timely filed.

10. The following persons or entities are not required to file Proofs of Claim:

- a) any person or entity that has already properly filed a Proof of Claim against the correct Debtor(s) with either Donlin Recano or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;
- b) any person or entity (i) whose claim is listed in the Schedules or any amendments thereto, (ii) whose claim is not described therein as “disputed,” “contingent,” or “unliquidated”; (iii) who does not dispute the amount or characterization of its claim as set forth in the Schedules (including that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules); and (iv) who agrees that the claim is an obligation of the specific Debtor that listed the claim on its Schedules.

- c) professionals retained by the Debtors pursuant to orders of this Court that assert administrative claims for fees and expenses subject to this Court's approval pursuant to sections 330, 331, 363, and 503(b) of the Bankruptcy Code;
- d) any claim by a governmental unit for a tax or penalty described in section 503(b)(1)(B) and (C) of the Bankruptcy Code, as provided for in section 503(b)(1)(D) of the Bankruptcy Code, or for any other postpetition tax;
- e) any Debtor asserting a claim against another Debtor;
- f) any person or entity whose claim against the Debtor(s) has been allowed by an order of this Court, entered on or before the Bar Dates;
- g) any person or entity who has been exempted from the requirement to file a proof of claim by another order entered in the chapter 11 cases;
- h) any person or entity whose claim has been satisfied in full prior to the applicable Bar Date; and
- i) any person or entity holding a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930.

11. Any Interest Holder, whose interest is based exclusively upon the ownership of common or preferred stock or membership interests in any Debtor or warrants or rights to purchase, sell, or subscribe to such a security or interest (collectively, an “**Interest**”) need not file a proof of interest on or before the General Bar Date; provided, however, that Interest Holders who wish to assert claims against the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance, or distribution of such Interest, must file Proofs of Claim on or before the General Bar Date, unless one of the exceptions contained in paragraph 10 above applies.

12. Unless otherwise agreed by the Debtors in writing, any entity asserting claims against more than one Debtor must file a separate Proof of Claim with respect to each such Debtor on or before the applicable Bar Date. In addition, any entity filing a Proof of Claim must identify on its Proof of Claim the particular Debtor against which its claim is asserted.

13. Any person or entity that is required to file a timely Proof of Claim in the form and manner specified by this Order and who fails to do so on or before the Bar Date associated with such claim: (i) shall not, with respect to such claim, be treated as a Creditor of the Debtors for the purposes of voting upon any plan in this proceeding; and (ii) shall not receive or be entitled to receive any payment or distribution of property from the Debtors or their successors or assigns with respect to such claim; provided, however, that a claimant shall be able to vote upon, and receive distributions under, any plan of reorganization or liquidation in the chapter 11 cases to the extent, and in such amount, as any undisputed, non-contingent, and liquidated claims identified in the Schedules on behalf of the claimant.

14. The Bar Date Notice, substantially in the form attached hereto as Exhibit A, and the Proof of Claim form, substantially in the form attached hereto as Exhibit B, are hereby approved in all respects.

15. The Bar Date Notice shall be deemed good, adequate, and sufficient notice of the relief granted by this Order to all known Creditors of the Debtors if it is served, together with the Proof of Claim form, by being deposited in first-class U.S. mail, postage prepaid, no later than thirty (30) days before the General Bar Date, to all persons and entities known by the Debtors to be holding potential claims or interests in the Debtors, all parties that have requested notice in the chapter 11 cases, all persons or entities listed in the Schedules, all parties to executory contracts and unexpired leases with the Debtors, all parties to litigation with the Debtors, all parties that have already filed a Proof of Claim against the Debtors, and all governmental units that may have claims against the Debtors.

16. The Debtors shall publish the Publication Notice, substantially in the form attached hereto as Exhibit C, in the Stamford Advocate and in the national edition of one of the

following newspapers: The Wall Street Journal, The New York Times, or USA Today, at least once no later than twenty-one (21) days prior to the General Bar Date, which Publication Notice is hereby approved in all respects and which shall be deemed good, adequate, and sufficient notice of the Bar Dates by publication.

17. Nothing in this Order shall prejudice the right of the Debtors or any other party in interest herein to dispute, or to assert offsets or defenses to, any claim reflected in the Schedules as to amount, liability, characterization, or otherwise, and to subsequently designate any claim as disputed, contingent, or unliquidated.

18. The Debtors are authorized to make nonsubstantive changes to the exhibits to this Order without further order of this Court, including without limitation, changes to (i) correct typographical and grammatical errors, (ii) update references to cited pleadings and orders, and (iii) conform changes among this Order, the exhibits, and any other related materials prior to their mailing to parties in interest.

19. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

20. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Sept. 14, 2016  
Wilmington, Delaware

  
LAURIE SELBER SILVERSTEIN  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT A**

**Bar Date Notice**



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

In re:

NEWBURY COMMON  
ASSOCIATES, LLC, et al.,Debtors.<sup>1</sup>

Chapter 11

Case No. 15-12507 (LSS)

Jointly Administered

Re: Docket No. \_\_\_\_

**NOTICE OF ENTRY OF BAR DATE ORDER ESTABLISHING DEADLINES  
FOR FILING PROOFS OF CLAIM (INCLUDING ADMINISTRATIVE EXPENSE  
CLAIMS) AGAINST THE DEBTORS**

**PLEASE TAKE NOTICE THAT:**

The United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) has entered an order (the “**Bar Date Order**”)<sup>2</sup> establishing deadlines to file Proofs of Claim for all claims (as defined below), including claims pursuant to section 503 (an “**Administrative Expense Claim**”) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”) against the above-captioned debtors and debtors-in-possession (each a “**Debtor**” and collectively, the “**Debtors**”) that (i) arose prior to each Debtor’s respective Petition Date (as defined below) or (ii) arose between each Debtor’s respective Petition Date and September 1, 2016, solely for Administrative Expense Claims. The Debtors’ respective Petition Dates are as follows:

Debtor	Case Number	Petition Date
Newbury Common Associates, LLC	15-12507	December 13, 2015
Seaboard Realty, LLC	15-12508	December 13, 2015

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: Newbury Common Associates, LLC (3783); Seaboard Realty, LLC (6291); 600 Summer Street Stamford Associates, LLC (6739); Seaboard Hotel Member Associates, LLC (8984); Seaboard Hotel LTS Member Associates, LLC (6005); Park Square West Member Associates, LLC (9223); Seaboard Residential, LLC (2990); One Atlantic Member Associates, LLC (4120); 88 Hamilton Avenue Member Associates, LLC (5539); 316 Courtland Avenue Associates, LLC (0290); 300 Main Management, Inc. (6365); 300 Main Street Member Associates, LLC (2334); PSWMA I, LLC (6291); PSWMA II, LLC (6291); Tag Forest, LLC (8974); Newbury Common Member Associates, LLC (3909); Century Plaza Investor Associates, LLC (1480); Seaboard Hotel Associates, LLC (2281); Seaboard Hotel LTS Associates, LLC (8811); Park Square West Associates, LLC (9781); Clocktower Close Associates, LLC (3154); One Atlantic Investor Associates, LLC (7075); 88 Hamilton Avenue Associates, LLC (5749); 220 Elm Street I, LLC (7540); 300 Main Street Associates, LLC (8501); and 220 Elm Street II, LLC (7625). The Debtors’ corporate headquarters is located at, and the mailing address for each Debtor is, 1 Atlantic Street, Stamford, CT 06901.

<sup>2</sup> Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the Bar Date Order.

Debtor	Case Number	Petition Date
600 Summer Street Stamford Associates, LLC	15-12509	December 13, 2015
Seaboard Hotel Member Associates, LLC	15-12510	December 13, 2015
Seaboard Hotel LTS Member Associates, LLC	15-12511	December 13, 2015
Park Square West Member Associates, LLC	15-12512	December 13, 2015
Seaboard Residential, LLC	15-12513	December 13, 2015
One Atlantic Member Associates, LLC	15-12514	December 13, 2015
88 Hamilton Avenue Member Associates, LLC	15-12515	December 13, 2015
316 Courtland Avenue Associates, LLC	15-12516	December 13, 2015
300 Main Management, Inc.	15-12517	December 13, 2015
300 Main Street Member Associates, LLC	15-12518	December 13, 2015
PSWMA I, LLC	15-12519	December 13, 2015
PSWMA II, LLC	15-12520	December 13, 2015
Tag Forest, LLC	15-12528	December 14, 2015
Newbury Common Member Associates, LLC	16-12320	February 3, 2016
Century Plaza Investor Associates, LLC	16-10321	February 3, 2016
Seaboard Hotel Associates, LLC	16-10322	February 3, 2016
Seaboard Hotel LTS Associates, LLC	16-10323	February 3, 2016
Park Square West Associates, LLC	16-10324	February 3, 2016
Clocktower Close Associates, LLC	16-10325	February 3, 2016
One Atlantic Investor Associates, LLC	16-10326	February 3, 2016
220 Elm Street I, LLC	16-10327	February 3, 2016
300 Main Street Associates, LLC	16-10328	February 3, 2016
88 Hamilton Avenue Associates, LLC	16-10330	February 4, 2016
220 Elm Street II, LLC	16-10653	March 17, 2016

You should not file a Proof of Claim if you do not have a claim against the Debtors. Your receipt of this Notice does not necessarily mean that you have a claim or that either the Debtors or the Bankruptcy Court believe that you have a claim.

Pursuant to the terms of the Bar Date Order, and except as otherwise provided herein, each person or entity<sup>3</sup> (including, without limitation, each individual, partnership, joint venture, corporation, limited liability company, estate, trust, or Governmental Unit<sup>4</sup>) that holds or asserts a claim against one or more of the Debtors (including Administrative Expense Claims) must file

<sup>3</sup> "Entity" has the meaning given to it in section 101(15) of the Bankruptcy Code.

<sup>4</sup> "Governmental Unit" has the meaning given to it in section 101(27) of the Bankruptcy Code.

a Proof of Claim with an original signature, substantially conforming to the proof of claim form attached hereto, so that it is actually received by Donlin, Recano & Company, Inc. ("**Donlin Recano**"), the approved Bankruptcy Court claims and noticing agent in these chapter 11 cases, on or before the Bar Dates set forth below.

Proofs of Claim must be sent by *first-class mail, overnight courier, or hand-delivery*. If the Proof of Claim is sent by mail, it should be sent to:

Donlin, Recano & Company, Inc.  
Re: Newbury Common Associates, LLC, et al.  
P.O. Box 192328  
Blythebourne Station  
Brooklyn, NY 11219

If the Proof of Claim is sent by overnight courier or hand-delivery, it should be sent to:

Donlin, Recano & Company, Inc.  
Re: Newbury Common Associates, LLC, et al.  
6201 15th Avenue  
Brooklyn, NY 11219

***To be properly filed, a Proof of Claim must be filed against the specific Debtor against which the claimant holds or asserts a claim. For example, if a claimant holds or asserts a claim against Newbury Common Associates, LLC, the Proof of Claim must specify Newbury Common Associates, LLC. If a claimant wishes to assert a claim against more than one Debtor, separate Proofs of Claim must be filed against each applicable Debtor.***

Proofs of Claim will be deemed timely filed only if actually received by Donlin Recano on or before the Bar Date associated with such claim. Further, Donlin Recano will not accept Proofs of Claim sent by facsimile, telecopy, e-mail, or other electronic submission, and such claims will not be deemed to be properly or timely filed claims.

***General Bar Date.*** Except as otherwise provided herein, each person or entity holding or asserting (i) a claim against the Debtors that arose prior to the Petition Date or (ii) an Administrative Expense Claim arising between the applicable Debtor's Petition Date and September 1, 2016, must file a Proof of Claim so that it is actually received by Donlin Recano on or before [ ] at 4:00 p.m. (prevailing Eastern Time) (the "**General Bar Date**").<sup>5</sup>

***Amended Schedules Bar Date.*** If, on or after the date on which the Debtors serve this Notice, the Debtors amend or supplement their schedules of assets and liabilities or statements of financial affairs (collectively, the "**Schedules**") (a) to reduce the undisputed, noncontingent, or liquidated amount of a claim, (b) to change the nature or characterization of a claim, or (c) to add a new claim to the Schedules, the affected claimant, if it disagrees with the amendment, is

<sup>5</sup> For the avoidance of doubt, the General Bar Date shall also serve as the bar date for Governmental Units in accordance with section 502(b)(9) of the Bankruptcy Code

required to file a Proof of Claim or amend any previously filed Proof of Claim in respect of the amended scheduled claim so that the Proof of Claim is actually received by Donlin Recano on or before the later of (i) the General Bar Date or (ii) twenty-one (21) days after the claimant is served with notice of the applicable amendment or supplement to the Schedules.

*Rejection Bar Date.* A Proof of Claim relating to the Debtors' rejection of an executory contract or unexpired lease pursuant to a Court order must be filed so that it is actually received by Donlin Recano on or before the later of (a) the General Bar Date or (b) thirty (30) days after the effective date of such Court order.

For purposes of the Bar Date Order and this Notice, and pursuant to section 101(5) of the Bankruptcy Code, the term "**claim**" means (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured as of the Petition Date.

**The following persons and entities need NOT file a Proof of Claim:**

- a) any person or entity that has already properly filed a Proof of Claim against the correct Debtor(s) with either Donlin Recano or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;
- b) any person or entity (i) whose claim is listed in the Schedules or any amendments thereto, (ii) whose claim is not described therein as "disputed," "contingent," or "unliquidated"; (iii) who does not dispute the amount or characterization of its claim as set forth in the Schedules (including that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules); and (iv) who agrees that the claim is an obligation of the specific Debtor that listed the claim on its Schedules;
- c) professionals retained by the Debtors pursuant to orders of this Court that assert administrative claims for fees and expenses subject to this Court's approval pursuant to sections 330, 331, 363, and 503(b) of the Bankruptcy Code;
- d) any claim by a governmental unit for a tax or penalty described in section 503(b)(1)(B) and (C) of the Bankruptcy Code, as provided for in section 503(b)(1)(D) of the Bankruptcy Code, or for any other postpetition tax;
- e) any Debtor asserting a claim against another Debtor;
- f) any person or entity whose claim against the Debtor(s) has been allowed by an order of this Court, entered on or before the Bar Dates;

- g) any person or entity who has been exempted from the requirement to file a proof of claim by another order entered in the Chapter 11 Cases;
- h) any person or entity whose claim has been satisfied in full prior to the applicable Bar Date; and
- i) any person or entity holding a claim payable to the Court or the United States Trustee Program pursuant to 28 U.S.C. § 1930.

Any person or entity (including, without limitation, any individual, partnership, joint venture, corporation, limited liability company, estate, trust, or governmental unit) holding an interest in the Debtors (an “**Interest Holder**”), which interest is based exclusively upon the ownership of common or preferred stock or membership interests in any Debtor or warrants or rights to purchase, sell, or subscribe to such a security (any such security being referred to in this Notice as an “**Interest**”) need not file a proof of interest on or before the General Bar Date; provided, however, that Interest Holders who wish to assert claims against the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance, or distribution of such Interest, must file Proofs of Claim on or before the General Bar Date, unless another exception identified in the Bar Date Order applies.

**ANY PERSON OR ENTITY THAT IS REQUIRED TO FILE A TIMELY PROOF OF CLAIM IN THE FORM AND MANNER SPECIFIED BY THE BAR DATE ORDER AND WHO FAILS TO DO SO ON OR BEFORE THE APPLICABLE BAR DATE: (I) SHALL NOT, WITH RESPECT TO SUCH CLAIM, BE TREATED AS A CREDITOR OF THE DEBTORS FOR THE PURPOSES OF VOTING UPON ANY PLAN IN THIS PROCEEDING; AND (II) SHALL NOT RECEIVE OR BE ENTITLED TO RECEIVE ANY PAYMENT OR DISTRIBUTION OF PROPERTY FROM THE DEBTORS OR THEIR SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH CLAIM; PROVIDED, HOWEVER, THAT A CLAIMANT SHALL BE ABLE TO VOTE UPON, AND RECEIVE DISTRIBUTIONS UNDER, ANY PLAN OF REORGANIZATION OR LIQUIDATION IN THESE CHAPTER 11 CASES TO THE EXTENT, AND IN SUCH AMOUNT, AS ANY UNDISPUTED, NON-CONTINGENT, AND LIQUIDATED CLAIMS IDENTIFIED IN THE SCHEDULES ON BEHALF OF THE CLAIMANT.**

The Debtors reserve the right to (a) dispute or assert offsets or defenses against any claim filed or any claim listed or reflected in the Schedules as to nature, amount, liability, classification, or otherwise; and (b) subsequently designate any claim as disputed, contingent, or unliquidated. Nothing contained in this Notice shall preclude the Debtors from objecting to any filed claim on any grounds.

Acts or omissions of the Debtors, if any, that occurred prior to the Petition Date, including acts or omissions related to any indemnity agreements, guarantees, or services provided to or rendered by the Debtors, may give rise to claims against the Debtors notwithstanding that such claims (or any injuries on which they are based) may be contingent or may not have matured or become fixed or liquidated prior to the Petition Date. Therefore, any person or entity that holds or asserts a claim or a potential claim against the Debtors, no matter how remote or contingent, must file a Proof of Claim on or before the applicable Bar Date.

You may be listed as the holder of a claim against the Debtors in the Schedules, as the same may be amended from time to time. If you hold or assert a claim that is not listed in the Schedules or if you disagree with the amount or priority of your claim as listed in the Schedules, or your claim is listed in the Schedules as "contingent," "unliquidated," or "disputed," you must file a Proof of Claim. Copies of the Schedules and the Bar Date Order are available for inspection during regular business hours at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801. In addition, copies of the Debtors' Schedules and Bar Date Order may be viewed and downloaded free of charge at Donlin Recano's dedicated website for the Debtors' Chapter 11 Cases (<https://www.donlinrecano.com/Clients/nca/Index>), or viewed and downloaded for a fee at the Bankruptcy Court's website (<http://www.deb.uscourts.gov/>) by following the directions for accessing the ECF system on such website.

Questions concerning the contents of this Bar Date Notice and requests for Proofs of Claim should be directed to Donlin Recano's at (212) 771-1128. Please note that Donlin Recano's staff is not permitted to give legal advice. You should consult your own attorney for assistance regarding any other inquiries, such as questions concerning the completion or filing of a Proof of Claim.

Dated: \_\_\_\_\_, 2016  
Wilmington, Delaware

Respectfully submitted,

By: /s/  
YOUNG CONAWAY STARGATT & TAYLOR, LLP  
Robert S. Brady (No. 2847)  
Sean T. Greecher (No. 4484)  
Maris J. Kandestin (No. 5294)  
Elizabeth S. Justison (No. 5911)  
1000 North King Street  
Wilmington, DE 19801  
Telephone: (302) 571-6600  
Facsimile: (302) 571-1253

*Attorneys for the Debtors and  
Debtors in Possession*

**EXHIBIT B**

**Proof of Claim Form**

Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information.



<b>9. Is all or part of the claim secured?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. The claim is secured by a lien on property.	<b>Nature of property:</b> <input type="checkbox"/> Real estate. If the claim is secured by the debtor's principal residence, file a <i>Mortgage Proof of Claim Attachment</i> (Official Form 410-A) with this <i>Proof of Claim</i> .	<input type="checkbox"/> Motor vehicle <input type="checkbox"/> Other (describe): _____
<b>Basis for perfection:</b> Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)			
<b>Value of property:</b> \$ _____ <b>Amount of the claim that is secured:</b> \$ _____			
<b>Amount of the claim that is unsecured</b> (the sum of the secured and unsecured amounts should match the amount in line 7): \$ _____			
<b>Amount necessary to cure any default as of the date of the petition:</b> \$ _____		<b>Annual interest rate</b> (when case was filed): _____ % <input type="checkbox"/> Fixed <input type="checkbox"/> Variable	
<b>10. Is this claim based on a lease?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. <b>Amount necessary to cure any default as of the date of the petition.</b> \$ _____		
<b>11. Is this claim subject to a right of setoff?</b>	<input type="checkbox"/> No <input type="checkbox"/> Yes. Identify the property: _____		
<b>12. Is all or part of the claim entitled to: (i) priority under 11 U.S.C. § 507(a), or (ii) administrative expense under 11 U.S.C. § 503?</b>  A claim may be partly priority and partly nonpriority. For example, in some categories, the law limits the amount entitled to priority.  <small>* Amounts are subject to adjustment on 4/01/16 and every 3 years after that for cases begun on or after the date of adjustment.</small>	<input type="checkbox"/> No <input type="checkbox"/> Yes. <i>Check all that apply:</i> <input type="checkbox"/> Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Up to \$2,775* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Wages, salaries, or commissions (up to \$12,475*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Other. Specify subsection of 11 U.S.C. § 507(a)( ) that applies.  <input type="checkbox"/> Administrative expense. Specify subsection of 11 U.S.C. § 503(b)( ).		<b>Amount entitled to priority</b>  \$ _____  \$ _____  \$ _____  \$ _____  \$ _____  \$ _____

**Part 3: Sign Below**

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

- ☐ I am the creditor.  
☐ I am the creditor's attorney or authorized agent.  
☐ I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.  
☐ I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date (MM/DD/YYYY): \_\_\_\_\_

Signature: \_\_\_\_\_

Print the name of the person who is completing and signing this claim:

First name: \_\_\_\_\_ Middle: \_\_\_\_\_ Last: \_\_\_\_\_

Title: \_\_\_\_\_

Company (identify the corporate servicer as the company if the authorized agent is a servicer): \_\_\_\_\_

Address: \_\_\_\_\_

City: \_\_\_\_\_ State: \_\_\_\_\_ Zip: \_\_\_\_\_

Phone: \_\_\_\_\_ Email: \_\_\_\_\_

## Instructions for Proof of Claim

United States Bankruptcy Court

12/15

These instructions and definitions generally explain the law. In certain circumstances, such as bankruptcy cases that debtors do not file voluntarily, exceptions to these general rules may apply. You should consider obtaining the advice of an attorney, especially if you are unfamiliar with the bankruptcy process and privacy regulations.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157 and 3571.

### How to fill out this form

- Fill in all of the information about the claim as of the date the case was filed.
- Fill in the caption at the top of the form. You must fill in the specific Debtor name and case number against which your claim is being asserted. If you are asserting claims against more than one Debtor, you MUST file a separate proof of claim for each debtor.
- If the claim has been acquired from someone else, then state the identity of the last party who owned the claim or was the holder of the claim and who transferred it to you before the initial claim was filed.
- Attach any supporting documents to this form. Attach redacted copies of any documents that show that the debt exists, a lien secures the debt, or both. (See the definition of *redaction* on the reverse page.)  
  
Also attach redacted copies of any documents that show perfection of any security interest or any assignments or transfers of the debt. In addition to the documents, a summary may be added. Federal Rule of Bankruptcy Procedure (called "Bankruptcy Rule") 3001(c) and (d).
- Do not attach original documents because attachments may be destroyed after scanning.
- If the claim is based on delivering health care goods or services, do not disclose confidential health care information. Leave out or redact confidential information both in the claim and in the attached documents.

- A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, individual's tax identification number, or financial account number, and only the year of any person's date of birth. See Bankruptcy Rule 9037.
- For a minor child, fill in only the child's initials and the full name and address of the child's parent or guardian. For example, write *A.B., a minor child (John Doe, parent, 123 Main St., City, State)*. See Bankruptcy Rule 9037.

### Confirmation that the claim has been filed

To receive confirmation that the claim has been filed, either enclose a stamped self-addressed envelope and a copy of this form or you may access the claims agent's website ([www.donlinrecano.com/nca](http://www.donlinrecano.com/nca)) to view the filed form.

### Understand the terms used in this form

**Administrative expense:** Generally, an expense that arises after a bankruptcy case is filed in connection with operating, liquidating, or distributing the bankruptcy estate. 11 U.S.C. § 503.

**Claim:** A creditor's right to receive payment for a debt that the debtor owed on the date the debtor filed for bankruptcy. 11 U.S.C. § 101 (5). A claim may be secured or unsecured.

**Creditor:** A person, corporation, or other entity to whom a debtor owes a debt that was incurred on or before the date the debtor filed for bankruptcy. 11 U.S.C. §101 (10).

**Debtor:** A person, corporation, or other entity who is in bankruptcy. Use the debtor's name and case number as shown in the bankruptcy notice you received. 11 U.S.C. § 101 (13).

**Evidence of perfection:** Evidence of perfection of a security interest may include documents showing that a security interest has been filed or recorded, such as a mortgage, lien, certificate of title, or financing statement.

**Information that is entitled to privacy:** A *Proof of Claim* form and any attached documents must show only the last 4 digits of any social security number, an individual's tax identification number, or a financial account number, only the initials of a minor's name, and only the year of any person's date of birth. If a claim is based on delivering health care goods or services, limit the disclosure of the goods or services to avoid embarrassment or disclosure of confidential health care information. You may later be required to give more information if the trustee or someone else in interest objects to the claim.

**Priority claim:** A claim within a category of unsecured claims that is entitled to priority under 11 U.S.C. §507(a). These claims are paid from the available money or property in a bankruptcy case before other unsecured claims are paid. Common priority unsecured claims include alimony, child support, taxes, and certain unpaid wages.

**Proof of claim:** A form that shows the amount of debt the debtor owed to a creditor on the date of the bankruptcy filing. The form must be filed in the district where the case is pending.

**Redaction of information:** Masking, editing out, or deleting certain information to protect privacy. Filers must redact or leave out information entitled to **privacy** on the *Proof of Claim* form and any attached documents.

**Secured claim under 11 U.S.C. §506(a):** A claim backed by a lien on particular property of the debtor. A claim is secured to the extent that a creditor has the right to be paid from the property before other creditors are paid. The amount of a secured claim usually cannot be more than the value of the particular property on which the creditor has a lien. Any amount owed to a creditor that is more than the value of the property normally may be an unsecured claim. But exceptions exist; for example, see 11 U.S.C. § 1322(b) and the final sentence of 1325(a).

Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment may be a lien.

**Setoff:** Occurs when a creditor pays itself with money belonging to the debtor that it is holding, or by canceling a debt it owes to the debtor.

**Uniform claim identifier:** An optional 24-character identifier that some creditors use to facilitate electronic payment.

**Unsecured claim:** A claim that does not meet the requirements of a secured claim. A claim may be unsecured in part to the extent that the amount of the claim is more than the value of the property on which a creditor has a lien.

### Offers to purchase a claim

Certain entities purchase claims for an amount that is less than the face value of the claims. These entities may contact creditors offering to purchase their claims. Some written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court, the bankruptcy trustee, or the debtor. A creditor has no obligation to sell its claim. However, if a creditor decides to sell its claim, any transfer of that claim is subject to Bankruptcy Rule 3001(e), any provisions of the Bankruptcy Code (11 U.S.C. § 101 et seq.) that apply, and any orders of the bankruptcy court that apply.

**Do not file these instructions with your form.**

**EXHIBIT C**

**Publication Notice**

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

In re:	)	Chapter 11
NEWBURY COMMON	)	Case No. 15-12507 (LSS)
ASSOCIATES, LLC, <u>et al.</u> ,	)	Jointly Administered
Debtors. <sup>1</sup>	)	Re: Docket No. ____

**NOTICE OF ENTRY OF BAR DATE ORDER ESTABLISHING DEADLINES  
FOR FILING PROOFS OF CLAIM (INCLUDING ADMINISTRATIVE  
EXPENSE CLAIMS) AGAINST THE DEBTORS**

**PLEASE TAKE NOTICE THAT:**

The United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) has entered an order (the “**Bar Date Order**”)<sup>2</sup> establishing deadlines to file Proofs of Claim for all claims (as defined below), including claims pursuant to section 503 (an “**Administrative Expense Claim**”) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”) against the above-captioned debtors and debtors-in-possession (each a “**Debtor**” and collectively, the “**Debtors**”) that (i) arose prior to each Debtor’s respective Petition Date or (ii) arose between each Debtor’s respective Petition Date and September 1, 2016, solely for Administrative Expense Claims. The Debtors’ respective Petition Dates are listed in the *Notice of Entry of Bar Date Order Establishing Deadlines for Filing Proofs of Claim (Including Section 503(b)(9) Claims and Administrative Expense Claims) Against the Debtors* [Docket No. \_\_\_\_].

Pursuant to the terms of the Bar Date Order, and except as otherwise provided herein, each person or entity<sup>3</sup> (including, without limitation, each individual, partnership, joint venture,

<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: Newbury Common Associates, LLC (3783); Seaboard Realty, LLC (6291); 600 Summer Street Stamford Associates, LLC (6739); Seaboard Hotel Member Associates, LLC (8984); Seaboard Hotel LTS Member Associates, LLC (6005); Park Square West Member Associates, LLC (9223); Seaboard Residential, LLC (2990); One Atlantic Member Associates, LLC (4120); 88 Hamilton Avenue Member Associates, LLC (5539); 316 Courtland Avenue Associates, LLC (0290); 300 Main Management, Inc. (6365); 300 Main Street Member Associates, LLC (2334); PSWMA I, LLC (6291); PSWMA II, LLC (6291); Tag Forest, LLC (8974); Newbury Common Member Associates, LLC (3909); Century Plaza Investor Associates, LLC (1480); Seaboard Hotel Associates, LLC (2281); Seaboard Hotel LTS Associates, LLC (8811); Park Square West Associates, LLC (9781); Clocktower Close Associates, LLC (3154); One Atlantic Investor Associates, LLC (7075); 88 Hamilton Avenue Associates, LLC (5749); 220 Elm Street I, LLC (7540); 300 Main Street Associates, LLC (8501); and 220 Elm Street II, LLC (7625). The Debtors’ corporate headquarters is located at, and the mailing address for each Debtor is, 1 Atlantic Street, Stamford, CT 06901.

<sup>2</sup> Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the Bar Date Order.

<sup>3</sup> “**Entity**” has the meaning given to it in section 101(15) of the Bankruptcy Code.

corporation, limited liability company, estate, trust, or Governmental Unit<sup>4</sup>) that holds or asserts a claim against the Debtors (including Administrative Expense Claims) must file a Proof of Claim with original signature, substantially conforming to the proof of claim form attached hereto, so that it is actually received by Donlin, Recano & Company, Inc. (“Donlin Recano”), the approved Bankruptcy Court claims and noticing agent in these chapter 11 cases, on or before the Bar Dates set forth below.

Proofs of Claim must be sent by *first-class mail, overnight courier, or hand-delivery*. If the Proof of Claim is sent by mail, it should be sent to:

Donlin, Recano & Company, Inc.  
Re: Newbury Common Associates, LLC, et al.  
P.O. Box 192328  
Blythebourne Station  
Brooklyn, NY 11219

If the Proof of Claim is sent by overnight courier or hand-delivery, it should be sent to:

Donlin, Recano & Company, Inc.  
Re: Newbury Common Associates, LLC, et al.  
6201 15th Avenue  
Brooklyn, NY 11219

***To be properly filed, a Proof of Claim must be filed against the specific Debtor against which the claimant holds or asserts a claim. For example, if a claimant holds or asserts a claim against Newbury Common Associates, LLC, the Proof of Claim must specify Newbury Common Associates, LLC. If a claimant wishes to assert a claim against more than one Debtor, separate Proofs of Claim must be filed against each applicable Debtor.***

Proofs of claim will be deemed timely filed only if actually received by Donlin Recano on or before the Bar Date associated with such claim. Donlin Recano will not accept Proofs of Claim sent by facsimile, telecopy, e-mail, or other electronic submission, and such claims will not be deemed to be properly or timely filed claims.

***General Bar Date.*** Except as otherwise provided herein, each person or entity holding or asserting (i) a claim against the Debtors that arose prior to the Petition Date or (ii) an Administrative Expense Claim arising between the applicable Debtor’s Petition Date and September 1, 2016, must file a Proof of Claim so that it is actually received by Donlin Recano on or before [ ] at 4:00 p.m. (prevailing Eastern Time) (the “**General Bar Date**”).<sup>5</sup>

For purposes of the Bar Date Order and this Notice, and pursuant to section 101(5) of the Bankruptcy Code, the term “**claim**” means (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) any right to an equitable remedy for

<sup>4</sup> “**Governmental Unit**” has the meaning given to it in section 101(27) of the Bankruptcy Code.

<sup>5</sup> For the avoidance of doubt, the General Bar Date shall also serve as the bar date for Governmental Units in accordance with section 502(b)(9) of the Bankruptcy Code

breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured as of the Petition Date.

**ANY PERSON OR ENTITY THAT IS REQUIRED TO FILE A TIMELY PROOF OF CLAIM IN THE FORM AND MANNER SPECIFIED BY THE BAR DATE ORDER AND WHO FAILS TO DO SO ON OR BEFORE THE APPLICABLE BAR DATE: (I) SHALL NOT, WITH RESPECT TO SUCH CLAIM, BE TREATED AS A CREDITOR OF THE DEBTORS FOR THE PURPOSES OF VOTING UPON ANY PLAN IN THIS PROCEEDING; AND (II) SHALL NOT RECEIVE OR BE ENTITLED TO RECEIVE ANY PAYMENT OR DISTRIBUTION OF PROPERTY FROM THE DEBTORS OR THEIR SUCCESSORS OR ASSIGNS WITH RESPECT TO SUCH CLAIM.**

Acts or omissions of the Debtors, if any, that occurred prior to the Petition Date, including acts or omissions related to any indemnity agreements, guarantees, or services provided to or rendered by the Debtors, may give rise to claims against the Debtors notwithstanding the fact that such claims (or any injuries on which they are based) may be contingent or may not have matured or become fixed or liquidated prior to the Petition Date. Therefore, any person or entity that holds or asserts a claim or a potential claim against the Debtors, no matter how remote or contingent, must file a Proof of Claim on or before the General Bar Date.

Questions concerning the contents of this Bar Date Notice and requests for Proof of Claim should be directed to Donlin Recano at (212) 771-1128. Please note that Donlin Recano's staff is not permitted to give legal advice. You should consult your own attorney for assistance regarding any other inquiries, such as questions concerning the completion or filing of a Proof of Claim.

Dated: \_\_\_\_\_, 2016  
Wilmington, Delaware

Respectfully submitted,

By: /s/  
YOUNG CONAWAY STARGATT & TAYLOR, LLP  
Robert S. Brady (No. 2847)  
Sean T. Greecher (No. 4484)  
Maris J. Kandestin (No. 5294)  
Elizabeth S. Justison (No. 5911)  
1000 North King Street  
Wilmington, DE 19801  
Telephone: (302) 571-6600  
Facsimile: (302) 571-1253

*Attorneys for the Debtors and  
Debtors in Possession*