

In re:
B&B Liquidating, LLC
Debtor

Case No. 18-11744-NB
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0973-2

User: admin
Form ID: pdf042

Page 1 of 1
Total Noticed: 1

Date Rcvd: Feb 23, 2018

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Feb 25, 2018.

db +B&B Liquidating, LLC, 8723 BELLANCA DRIVE UNIT A, Los Angeles, CA 90045-4411

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.
NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Feb 25, 2018

Signature: /s/Joseph Speetjens

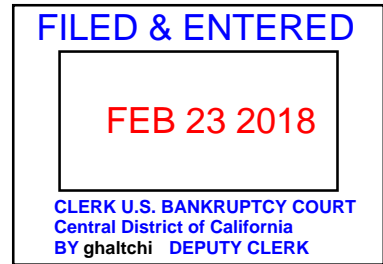
CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on February 23, 2018 at the address(es) listed below:

Brian D Huben on behalf of Creditor Starwood Retail Partners LLC hubenb@ballardspahr.com,
carolod@ballardspahr.com
Brian D Huben on behalf of Creditor Centennial Real Estate Company hubenb@ballardspahr.com,
carolod@ballardspahr.com
Brian D Huben on behalf of Creditor The Forbes Company hubenb@ballardspahr.com,
carolod@ballardspahr.com
Brian L Davidoff on behalf of Debtor B&B Liquidating, LLC bdavidoff@greenbergglusker.com,
calendar@greenbergglusker.com;jking@greenbergglusker.com
Dare Law on behalf of U.S. Trustee United States Trustee (LA) dare.law@usdoj.gov,
Kenneth.g.lau@usdoj.gov,Alvin.mar@usdoj.gov,ron.maroko@usdoj.gov
Elizabeth Weller on behalf of Creditor Dallas county dallas.bankruptcy@publicans.com
Elizabeth Weller on behalf of Creditor c/o Elizabeth Weller City of Frisco
dallas.bankruptcy@publicans.com
John P Dillman on behalf of Creditor Harris County houston_bankruptcy@publicans.com
Leo D Plotkin on behalf of Interested Party Courtesy NEF lplotkin@lsl-la.com,
hpetrilli@lsl-la.com;dsmall@lsl-la.com
Ronald M Tucker, Esq on behalf of Creditor Simon Property Group, Inc. rtucker@simon.com,
cmartin@simon.com;psummers@simon.com;Bankruptcy@simon.com
United States Trustee (LA) ustpregion16.la.ecf@usdoj.gov

TOTAL: 11

1 BRIAN L. DAVIDOFF (SBN 102654)
BDavidoff@GreenbergGlusker.com
2 KEITH PATRICK BANNER (SBN 259502)
KBanner@GreenbergGlusker.com
3 GREENBERG GLUSKER FIELDS CLAMAN
& MACHTINGER LLP
4 1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590
5 Telephone: 310.553.3610
Fax: 310.553.0687



6 Proposed General Bankruptcy Counsel for
7 Debtor and Debtor in Possession

8
9 UNITED STATES BANKRUPTCY COURT
10 CENTRAL DISTRICT OF CALIFORNIA
11 LOS ANGELES DIVISION

GREENBERG GLUSKER FIELDS CLAMAN
& MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

12 In re:
13
14 B&B Liquidating, LLC,
15
16 Debtor and Debtor in Possession.

Case No. 2:18-bk-11744-NB

Chapter 11

**ORDER ON EMERGENCY OMNIBUS
MOTION FOR ORDER AUTHORIZING
DEBTOR:**

**(1) TO REJECT CERTAIN UNEXPIRED
LEASES OF NONRESIDENTIAL REAL
PROPERTY RETROACTIVELY TO THE
PETITION DATE; AND**

**(2) TO REJECT CERTAIN UNEXPIRED
LEASES OF NONRESIDENTIAL REAL
PROPERTY PURSUANT TO REJECTION
NOTICE PROCEDURES**

Emergency Hearing

Date: February 22, 2018

Time: 2:00 p.m.

Place: Courtroom 1545

255 E. Temple Street
Los Angeles, CA 90012

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GREENBERG GLUSKER FIELDS CLAMAN
& MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

1 On the above captioned date and time, the Court considered the Emergency Omnibus
2 Motion for Order Authorizing Debtor: (1) To Reject Certain Unexpired Leases of Nonresidential
3 Real Property Retroactively to the Petition Date; and (2) To Reject Certain Unexpired Leases of
4 Nonresidential Real Property Pursuant to Notice Rejection Procedures [Docket No. 7] (the
5 “Motion”), filed by Debtor and Debtor in Possession B&B Liquidating, LLC, f/k/a B&B
6 Bachrach, LLC, (the “Debtor”) pursuant to sections 105(a) and 365(b) of title 11 of the United
7 States Code, 11 U.S.C. §§ 101 et seq. (the “Bankruptcy Code”) and Rule 6006(f) of the Federal
8 Rules of Bankruptcy Procedure (the “Bankruptcy Rules” and each a “Bankruptcy Rule”). Unless
9 otherwise defined herein, capitalized terms have the meaning ascribed to them in the Motion.

10 Based upon the Court’s review of the Motion, the accompanying Memorandum of Points
11 and Authorities, the *Declaration of Brian Lipman in Support of First Day Motions*, the
12 *Declaration of Brian Allen of Clear Thinking Group LLC, Financial Advisor to the Debtor in*
13 *Support of First Day Motions*, the evidentiary record, and argument of counsel; it appearing that
14 this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing
15 that due and adequate notice of the Motion having been given under the circumstances; and after
16 due deliberation and good cause appearing therefor, based upon findings of fact and conclusions
17 of law stated in the Court’s Memorialization of Tentative Rulings (Docket No. 35) as modified or
18 supplemented orally on the recorded in open court pursuant to Rule 52(a) of the Federal Rules of
19 Civil Procedure, as incorporated into Bankruptcy Rule 7052 and applied to contested matters by
20 Bankruptcy Rule 9014(c),

21 IT IS ORDERED THAT:

- 22 1. The Motion is granted.
- 23 2. As to the Vacated Stores, as so identified in the Motion, Debtor is authorized to
24 reject and does hereby reject the leases relating to the Vacated Stores (the “Vacated Store
25 Leases”) retroactively/*nunc pro tunc* to February 16, 2018, the date of the Debtor’s bankruptcy
26 filing.
- 27 3. As to the Closing Stores, the Head Office, and the Distribution Center, as so
28 defined and identified in the Motion, the Debtor is authorized to reject each subject lease pursuant

1 to section 365 of the Bankruptcy Code, with rejection effective pursuant to the Rejection Notice
2 Procedures set forth in paragraph 4, hereof.

3 4. For the leases relating to the Closing Stores, the Head Office and the Distribution
4 Center, rejection shall be governed by the following Rejection Notice Procedures:

5 a. Rejection Notice: At any time, the Debtor may file a notice pursuant to section
6 365 of the Bankruptcy Code (the "Rejection Notice"), which shall set forth the following
7 information, to the best of the Debtor's knowledge, as applicable: (i) the street address of
8 the property, including the name of the mall or shopping center complex, as applicable;
9 (ii) the name and address of the landlord (the "Landlord"); (iii) the date on which the
10 Debtor will vacate (or has vacated) the premises; and (iv) the proposed effective date of
11 the rejection for the lease, which date may not be before 5 business days following the
12 filing of the Rejection Notice (the "Proposed Rejection Date").

13 b. Service of Rejection Notice. The Debtor shall cause the Rejection Notice to be
14 served by overnight mail, email, or electronic transmission through the Court's NEF
15 system (for those parties who have consented to such service pursuant to Local
16 Bankruptcy Rule 9036-1) to the following parties (the "Rejection Notice Parties"): (i) the
17 Landlord (and Landlord's counsel, if known), at the address set forth in the applicable
18 lease; (ii) any known third party having an interest in personal property located at the
19 leased premises; (iii) any party known to assert a lien in any property at the subject
20 premises; (iv) the United States Trustee; (v) counsel to Siena Lending Group, LLC; and
21 (vi) any other parties in interest who are required to be given notice pursuant to
22 Bankruptcy Rule 2002.

23 c. Rejection of the Lease. The effective date of a rejection of a Lease which is the
24 subject of a Rejection Notice shall not occur until the later of (i) the Proposed Rejection
25 Date, and (ii) the date the Debtor relinquishes control of the Premises by notifying the
26 affected Landlord in writing of the Debtor's surrender of the premises (with a copy to
27 Landlord's counsel, if known) and turn over keys, key codes, and securities codes, if any,
28 to the affected Landlord (such applicable date, the "Rejection Date"). Upon occurrence of

GREENBERG GLUSKER FIELDS CLAMAN
& MACHTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

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& MACTINGER LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590

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the Rejection Date, the lease will be deemed rejected pursuant to section 365 of the
Bankruptcy Code without further notice or Court order.

d. Rejection Damages Proofs of Claim. Any Landlord of a premises, the lease for
which is rejected pursuant to the Rejection Notice Procedures, must file a proof of claim
relating to the rejection of such Lease, if any, by the later of (i) 30 days after the Rejection
Date, and (ii) any applicable claims bar date established in this chapter 11 case. If no
proof of claim is timely filed with respect to such rejection damages, such Landlord shall
be barred from asserting a claim for rejection damages and from participating in any
distributions on account of rejection damages that may be made in connection with this
chapter 11 case.

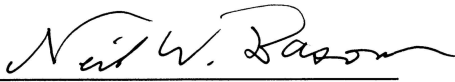
e. Treatment of Security Deposits. If the Debtor has deposited funds with a
Landlord as a security deposit or other arrangement under a lease rejected pursuant to the
Rejection Notice Procedures, the Landlord may assert a setoff in its proof of claim, but
may not otherwise exercise any setoff against such a deposit without the prior authority of
the Court or agreement of the Debtor.

5. Notwithstanding any provision of the Bankruptcy Code or the Bankruptcy Rules to
the contrary, this Order shall be immediately effective and enforceable upon its entry.

6. The Court shall retain jurisdiction with respect to any matters, claims, rights or
disputes arising from or related to the implementation of this Order.

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Date: February 23, 2018


Neil W. Bason
United States Bankruptcy Judge