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7 Proposed General Bankruptcy Counsel for
Debtor and Debtor in Possession

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

13 In re:
14 B&B Liquidating, LLC,

15
16 Debtor and Debtor in Possession.

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

Chapter 11

**NOTICE OF APPLICATION OF DEBTOR
PURSUANT TO SECTION 327(a) OF THE
BANKRUPTCY CODE AND RULE 2014
OF THE FEDERAL RULES OF
BANKRUPTCY PROCEDURE TO
EMPLOY CLEAR THINKING GROUP
LLC AS FINANCIAL ADVISOR AS OF
THE PETITION DATE**

[NO HEARING REQUIRED UNLESS
REQUESTED PER L.B.R. 2014-1(B)]

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

1 **TO THE HONORABLE NEIL W. BASON, UNITED STATES BANKRUPTCY**
2 **JUDGE, THE UNITED STATES TRUSTEE, ALL PARTIES-IN-INTEREST HEREIN,**
3 **AND THEIR RESPECTIVE COUNSEL:**

4 **PLEASE TAKE NOTICE** that Debtor and Debtor in Possession B&B Liquidating, LLC,
5 f/k/a B&B Bachrach, LLC, (the “Company” or the “Debtor”) has filed its application (the
6 “Application”) to this Court for entry of an order pursuant to section 327(a) of title 11 of the
7 United States Code, 11 U.S.C. §§ 101, et seq. (the “Bankruptcy Code”) and Rule 2014(a) of the
8 Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules” and each, a “Bankruptcy Rule”),
9 authorizing the employment of Clear Thinking Group LLC (“CTG”) as its financial advisor as of
10 February 16, 2018, the date on which the Debtor commenced this chapter 11 case.

11 As set forth in detail in the Application CTG will provide financial advisory services to
12 the Debtor through the course of its liquidation, including, but not limited, to the following:

- 13 a. preparing a budget for the Debtor’s liquidation in the chapter 11 case;
- 14 b. soliciting bids from liquidation firms;
- 15 c. overseeing the updating of the cash flow each week; reviewing of the weekly cash
16 flow and assess the weekly variances and oversee the drafting of appropriate
17 variance reports;
- 18 d. providing ongoing advisement to the Debtor regarding the bankruptcy and
19 liquidation process, including the inventory liquidation sales at the various retail
20 locations;
- 21 e. overseeing and assisting the Debtor and counsel in the preparation of the
22 Statement of Financial Affairs and the required bankruptcy schedules; and
- 23 f. overseeing the preparation of the monthly operating reports to be submitted to the
24 U.S. Trustee.

25 A copy of the engagement agreement between CTG and the Debtor is attached to the as
26 Exhibit 2 to the *Declaration of Brian Allen* (the “Allen Declaration”) accompanying the
27 Application.

28 The Debtor seeks to employ CTG at its regular billing rates, which the Debtor is informed

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1 generally range from \$150 to \$250 for analysts and consultants and from \$350 to \$500 for
2 managers, managing directors, and partners, subject to the Court’s approval of CTG’s
3 compensation and reimbursement of costs as provided by the Bankruptcy Code, the Bankruptcy
4 Rules and the Local Bankruptcy Rules. The current hourly rates for the professionals expected to
5 be most active in this case are as follows:

PROFESSIONAL	POSITION	HOURLY RATE
Lee A. Diercks	Partner	\$500
AR Williams	Managing Director	\$400
Brian Allen	Managing Director	\$400

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11 **PLEASE TAKE FURTHER NOTICE** that CTG seeks compensation pursuant to
12 section 330 of the Bankruptcy Code to be paid pursuant to a carve-out” (the “Carve-Out”) from
13 the secured claim of Siena Lending Group LLC’s (“Siena”) pursuant to the *Stipulation Regarding*
14 *Continuance of Financing of Debtor and Debtor in Possession, Priority of Advances Made,*
15 *Modification of the Automatic Stay and Adequate Protection* (the “Financing Stipulation”)
16 entered into between the Debtor and Siena and attached to the *Emergency Motion for Interim and*
17 *Final Orders Approving Stipulation with Siena Lending Group LLC; (1) Authorizing Post-*
18 *Petition Financing; (2) Authorizing Debtor's Use of Cash Collateral; and (3) Related Relief*
19 [Docket No. 21] (the “Financing Motion”). The Court approved the Financing Motion on an
20 interim basis on February 22, 2018 [Docket No. 36] and the Debtor filed an amended budget to
21 accompany the Financing Stipulation on February 28, 2018 [Docket No. 65] (the “Budget”)
22 which reflects the weekly Carve-Out payable to CTG. The Application seeks to draw down from
23 the Carve Out pursuant to a procedure consistent with that approved in *In re Knudsen Corp.*, 84
24 B.R. 668 (9th Cir. B.A.P. 1988).

25 **PLEASE TAKE FURTHER NOTICE** that a copy of the Application may obtained for a
26 fee by accessing PACER through the Court’s website at www.cacb.uscourts.gov or by contacting
27 Greenberg Glusker, attn: Keith Patrick Banner, Esq., at 310-201-7469 or
28 kbanner@greenbergglusker.com.

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1 **PLEASE TAKE FURTHER NOTICE** that pursuant to the *Order Granting Emergency*
2 *Motion for Order Limiting Scope of Notice* [Docket No. 44] (the “Order Limiting Notice”), the
3 Application constitutes a Limited Notice Matter and therefore this Notice is being served only on
4 the Limited Service List, as such terms are defined in the Order Limiting Notice.

5 **PLEASE TAKE FURTHER NOTICE** that in accordance with Local Bankruptcy Rule
6 2014-1(b)(C), no hearing on this Application is required unless requested by the United States
7 Trustee or a party in interest, or as otherwise ordered by the court.

8 **PLEASE TAKE FURTHER NOTICE** that any response and request for a hearing on
9 this Application must be in the form required by Local Bankruptcy Rule 9013-1(f)(1) and must be
10 filed with the Court and served on Debtor, through Debtor’s counsel, the Official Committee of
11 Unsecured Creditors and the United States Trustee not later than 14 days from the date of service
12 of this Notice. If you fail to file a written response within 14 days from the date of the service of
13 this Notice, the Court may treat such failure as a waiver of your right to oppose the Application
14 and may grant the requested relief.

15 DATED: March 22, 2018

GREENBERG GLUSKER FIELDS CLAMAN
& MACHTINGER LLP

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18 By: /s/Brian L. Davidoff

BRIAN L. DAVIDOFF
KEITH PATRICK BANNER
Proposed General Bankruptcy Counsel for
Debtor and Debtor in Possession

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PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
1900 Avenue of the Stars, 21st Fl. Los Angeles, CA 90067

A true and correct copy of the foregoing document entitled (*specify*): **NOTICE OF APPLICATION OF DEBTOR PURSUANT TO SECTION 327(a) OF THE BANKRUPTCY CODE AND RULE 2014 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE TO EMPLOY CLEAR THINKING GROUP LLC AS FINANCIAL ADVISOR AS OF THE PETITION DATE** will be served or was served (**a**) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (**b**) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) March 22, 2018, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) March 22, 2018, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

See Noticing Agent's separate Certificate of Service

Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) March 22, 2018, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

See Noticing Agent's separate Certificate of Service

Service information continued on attached page

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

March 22, 2018
Date

Julie King
Printed Name

/s/ Julie King
Signature

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

1. **TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):**

- Shirley Cho scho@pszjlaw.com
- Brian L Davidoff b davidoff@greenbergglusker.com,
calendar@greenbergglusker.com;jking@greenbergglusker.com
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- United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov
Elizabeth Weller dallas.bankruptcy@publicans.com

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.