

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
6 Fax: 310.553.0687

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

9
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 SUMMARY OF EXECUTED
SIDE LETTERS WITH RETAIL
LANDLORDS**

[No Hearing Required]

17
18
19 **PLEASE TAKE NOTICE** that on April 6, 2018, the Court entered its *Final Order*
20 *Authorizing (1) the Conduct of Inventory Liquidation, Store Closing or Similar Themed Sales;*
21 *and (2) the Assumption of Consulting Agreement* [Docket No. 115] (the “Final Order”), Paragraph
22 19 of which specifically authorized the Debtor and Debtor in Possession B&B Bachrach, LLC,
23 (the “Debtor”) to enter into side letters (each, a “Side Letter”) with the landlords affected by the
24 Store Closing Sales¹ governing the conduct of the respective Store Closing Sale.

25
26 ¹ All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the *Emergency*
27 *Motion for Interim and Final Order: (1) Authorizing the Conduct of Inventory Liquidation, Store Closing or Similar*
28 *Themed Sales; (2) Approving the Assumption of the Consulting Agreement with Liquidation Consultant Great*
American Group, LLC/ Tiger Capital Group, LLC; and (3) Related Relief [Docket No. 17] (the “Store Closing Sale
Motion”).

1 **PLEASE TAKE FURTHER NOTICE** that pursuant to the Debtor's disclosure
2 obligations under Paragraph 19 of the Final Order, the Debtor has entered into Side Letters with
3 the following landlords to the specified retail properties:

Store No.	Mall or Shopping Center	Street Address of Retail Property	Landlord	Counsel
8	Twelve Oaks Mall	27228 Novi Road, Novi, MI 48377	Taubman Auburn Hills Assoc. Ltd. Partners 200 East Long Lake Rd., Ste. 300 Bloomfield Hills, MI 48304	Ivan Gold, Esq. Allen Matkins 3 Embarcadero Center 12th Floor San Francisco, CA 94111 igold@allenmatkins.com
12	Great Lakes Crossing Outlets	4146 Baldwin Road, Ste. 421, Auburn Hills, MI 48326	Taubman Auburn Hills Assoc. Ltd. Partners 200 East Long Lake Rd., Ste. 300 Bloomfield Hills, MI 48304	Ivan Gold, Esq. Allen Matkins 3 Embarcadero Center 12th Floor San Francisco, CA 94111 igold@allenmatkins.com
16	Fashion Mall at Keystone	8702 Keystone Crossing, Space 78, Indianapolis, IN 46240	SDG Fashion Mall LP c/o M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Ron Tucker, Esq. 225 West Washington Street Indianapolis, IN 46204 Rtucker@simon.com
18	Houston Galleria	5135 West Alabama, Space 5400, Houston, TX 77056	SA Galleria IV, LP c/o M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Ron Tucker, Esq. 225 West Washington Street Indianapolis, IN 46204 Rtucker@simon.com
21	Opry Mills Mall	433 Opry Mills Drive, Space 311, Nashville, TN 37214	Opry Mills Mall LP c/o M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Ron Tucker, Esq. 225 West Washington Street Indianapolis, IN 46204 Rtucker@simon.com
25	Mayfair Mall	2500 N. Mayfair Road, #432B, Wauwatosa, WI 53226	Mayfair Mall, LLC c/o General Growth Properties 110 N. Wacker Dr. Chicago Chicago, IL 60606	Ivan Gold, Esq. Allen Matkins 3 Embarcadero Center 12th Floor San Francisco, CA 94111 igold@allenmatkins.com

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

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

Store No.	Mall or Shopping Center	Street Address of Retail Property	Landlord	Counsel
31	Stonebriar Center	1038 Stonebriar Centre, Frisco, TX 75034	Stonebriar Mall, LLC c/o General Growth Properties 110 N. Wacker Dr. Chicago Chicago, IL 60606	Ivan Gold, Esq. Allen Matkins 3 Embarcadero Center 12th Floor San Francisco, CA 94111 igold@allenmatkins.com
37	Southlake Mall	2046 Southlake Mall, Merrillville, IN 46410	Starwood 5000 Solution Center Box 775000 Chicago, IL 60677	Brian D. Huben Ballard Spahr LLP 2029 Century Park East Suite 800 Los Angeles, CA 90067 hubenb@ballardspahr.com
64	Somerset Collection	2800 W. Big Beaver North, Troy, MI 48084	The Forbes Company 100 Galleria Officecenter. Ste 427 Southfield, MI 48034	Brian D. Huben Ballard Spahr LLP 2029 Century Park East Suite 800 Los Angeles, CA 90067 hubenb@ballardspahr.com
76	Galleria Dallas	13350 Dallas Parkway, Dallas, TX 75240	Galleria Mall Investors LP c/o M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Ron Tucker, Esq. 225 West Washington Street Indianapolis, IN 46204 Rtucker@simon.com
79	Woodfield Mall	5 Woodfield Mall, Schaumburg, IL 60173	Woodfield Mall LLC c/o M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Ron Tucker, Esq. 225 West Washington Street Indianapolis, IN 46204 Rtucker@simon.com
82	Menlo Park Mall	55 Parsonage Road, Space 1535B, Edison, NJ 08837	Shopping Center Assoc. c/o M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Ron Tucker, Esq. 225 West Washington Street Indianapolis, IN 46204 Rtucker@simon.com

Store No.	Mall or Shopping Center	Street Address of Retail Property	Landlord	Counsel
89	Fashion Center at Pentagon	1100 S. Hayes Street, Space Y02, Arlington, VA 22202	Fashion Centre Associates, LLC c/o M.S. Management Associates Inc. 225 West Washington Street Indianapolis, IN 46204-3438	Ron Tucker, Esq. 225 West Washington Street Indianapolis, IN 46204 Rtucker@simon.com

PLEASE TAKE FURTHER NOTICE that the Side Letters identified above govern procedures and obligations relating to the Store Closing Sales conducted at the identified retail properties, which may include, but are not limited to: (i) banners and signage; (ii) store closing sale hours; (iii) inventory augmentation; (iv) whether auctions and/ or “fire sales” are permitted; (v) permitted sale themes (i.e. “going out of business” or “liquidation sale”); (vi) gift card acceptance; (vii) sale procedures for FF&E; (viii) condition of premises upon vacating; and (ix) dispute resolution process in the event one arises between the Debtor and the landlord.

DATED: April 9, 2018

GREENBERG GLUSKER FIELDS
CLAMAN & MACHTINGER LLP

By: /s/Brian L. Davidoff

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

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

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 SUMMARY OF EXECUTED SIDE LETTERS WITH RETAIL LANDLORDS** 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*) April 9, 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:

- Brian L Davidoff bdavidoff@greenbergglusker.com, calendar@greenbergglusker.com;jking@greenbergglusker.com
- John P Dillman houston_bankruptcy@publicans.com
- Brian D Huben hubenb@ballardspahr.com, carolod@ballardspahr.com
- Dare Law dare.law@usdoj.gov, Kenneth.g.lau@usdoj.gov,Alvin.mar@usdoj.gov,ron.maroko@usdoj.gov
- Michael E McCarthy michael.mccarthy@troutmansanders.com, christina.lopez@troutmansanders.com;anabel.pineda@troutmansanders.com
- Leo D Plotkin lplotkin@lsl-la.com, hpetrilli@lsl-la.com;dsmall@lsl-la.com
- Hamid R Rafatjoo hrafatjoo@raineslaw.com, bclark@raineslaw.com;cwilliams@raineslaw.com
- Ronald M Tucker rtucker@simon.com, cmartin@simon.com;psummers@simon.com;Bankruptcy@simon.com
- United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov
- Elizabeth Weller dallas.bankruptcy@publicans.com

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) April 9, 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.

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*) April 9, 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.

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.

April 9, 2018	Julie King	/s/ Julie King
Date	Printed Name	Signature

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