

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address Jeffrey W. Dulberg (CA Bar No. 181200) Shirley S. Cho (CA Bar No. 192616) PACHULSKI STANG ZIEHL & JONES LLP 10100 Santa Monica Blvd., 13th Fl. Los Angeles, CA 90067 Telephone: 310/277-6910 Facsimile: 310/201-0760 E-mail: jdulberg@pszjlaw.com scho@pszjlaw.com Proposed Counsel for the Official Committee of Unsecured Creditors of B&B Liquidating, LLC <input type="checkbox"/> <i>Movant(s) appearing without an attorney</i> <input checked="" type="checkbox"/> <i>Attorney for Movant(s)</i>	FOR COURT USE ONLY
UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION	
In re: B & B LIQUIDATING, LLC,	CASE NO.: 2:18-bk-11744 NB CHAPTER: 11
DECLARATION THAT NO PARTY REQUESTED A HEARING ON MOTION LBR 9013-1(o)(3)	
Debtor(s).	[No Hearing Required]

1. I am the Movant(s) or attorney for Movant(s) or employed by attorney for Movant(s).
2. On (*date*): April 5, 2018 Movant(s) filed a motion or application (Motion) entitled: Application for an Order Authorizing and Approving the Employment of Paculski Stang Ziehl & Jones LLP as Counsel for the Official Committee of Unsecured Creditors Effective as of March 15, 2018
3. A copy of the Motion and notice of motion is attached to this declaration.
4. On (*date*): April 5, 2018 Movant(s), served a copy of the notice of motion or the Motion and notice of motion on required parties using the method(s) identified on the Proof of Service of the notice of motion.
5. Pursuant to LBR 9013-1(o), the notice of motion provides that the deadline to file and serve a written response and request for a hearing is 14 days after the date of service of the notice of motion, plus 3 additional days if served by mail, or pursuant to F.R.Civ.P. 5(b)(2)(D) or (F).
6. More than 17 days have passed after Movant(s) served the notice of motion.
7. I checked the docket for this bankruptcy case and/or adversary proceeding, and no response and request for hearing was timely filed.
8. No response and request for hearing was timely served on Movant(s) via Notice of Electronic Filing, or at the street address, email address, or facsimile number specified in the notice of motion.

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

9. Based on the foregoing, and pursuant to LBR 9013-1(o), a hearing is not required.

Movant(s) requests that the court grant the motion and enter an order without a hearing.

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

Date: April 23, 2018

/s/ Jeffrey W. Dulberg
Signature

Jeffrey W. Dulberg
Printed name

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

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:
150 California Street, 15th Floor, San Francisco, CA 94111

A true and correct copy of the foregoing document entitled: **DECLARATION THAT NO PARTY REQUESTED A HEARING ON MOTION [LBR 9013-1(o)(3)]** 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 23, 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)* _____, 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)* _____, 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 23, 2018
Date

Patricia Jeffries
Printed Name

/s/ Patricia Jeffries
Signature

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

B&B Liquidating, LLC
2:18-bk-11744 NB

SERVICE BY NEF:

- Brian D Huben hubenb@ballardspahr.com, carolod@ballardspahr.com
- Brian L Davidoff b davidoff@greenbergglusker.com,
calendar@greenbergglusker.com;jking@greenbergglusker.com
- Charla L Brown charla.brown@cpa.texas.gov
- Courtney J Hull bk-chull@oag.texas.gov, sherri.simpson@oag.texas.gov
- Dare Law dare.law@usdoj.gov,
Kenneth.g.lau@usdoj.gov,Alvin.mar@usdoj.gov,ron.maroko@usdoj.gov
- Elizabeth Weller dallas.bankruptcy@publicans.com
- Hamid R Rafatjoo hrafatjoo@raineslaw.com, bclark@raineslaw.com;cwilliams@raineslaw.com
- Jeffrey W Dulberg jdulberg@pszjlaw.com
- John P Dillman houston_bankruptcy@publicans.com
- Leo D Plotkin lplotkin@lsl-la.com, hpetrilli@lsl-la.com;dsmall@lsl-la.com
- Michael E McCarthy michael.mccarthy@troutmansanders.com,
christina.lopez@troutmansanders.com;anabel.pineda@troutmansanders.com
- Ronald M Tucker rtucker@simon.com,
cmartin@simon.com;psummers@simon.com;Bankruptcy@simon.com
- Shirley Cho scho@pszjlaw.com
- United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov

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

1 Jeffrey W. Dulberg (CA Bar No. 181200)
Shirley S. Cho (CA Bar No. 192616)
2 PACHULSKI STANG ZIEHL & JONES LLP
10100 Santa Monica Blvd., 13th Fl.
3 Los Angeles, CA 90067
Telephone: 310/277-6910
4 Facsimile: 310/201-0760
E-mail: jdulberg@pszjlaw.com
5 scho@pszjlaw.com

6 Proposed Counsel for the Official Committee of
Unsecured Creditors of B&B Liquidating, LLC

7
8 UNITED STATES BANKRUPTCY COURT
9 CENTRAL DISTRICT OF CALIFORNIA
10 LOS ANGELES DIVISION

11 In re:
12 B&B LIQUIDATING, LLC,
13 Debtor.

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

Chapter 11

**APPLICATION FOR AN ORDER
AUTHORIZING AND APPROVING THE
EMPLOYMENT OF PACHULSKI STANG
ZIEHL & JONES LLP AS COUNSEL FOR
THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS EFFECTIVE
AS OF MARCH 15, 2018**

[No Hearing Required Per Local Bankruptcy
Rule 2014-1(b)]

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19 The Official Committee of Unsecured Creditors (the “Committee”) appointed in the above-
20 captioned bankruptcy case of B&B Liquidating, LLC (the “Debtor”) submits this application to
21 employ Pachulski Stang Ziehl & Jones LLP (“PSZ&J” or the “Firm”), effective as of March 15,
22 2018, as its counsel (the “Application”).

23 This Application is brought pursuant to section 1103(a) of title 11 of the United States Code
24 (the “Bankruptcy Code”),¹ Rule 2014 of the Federal Rules of Bankruptcy Procedure,² and Local
25 Bankruptcy Rule 2014-1 for an order authorizing the employment of the Firm. In support of this
26 Application, the Committee respectfully represents as follows:

27
28 ¹ All references to “sections” herein are to sections of the Bankruptcy Code, 11 U.S.C. §§ 101-1532, as amended, unless otherwise noted.

² All references to “Bankruptcy Rules” herein are to the provisions of the Federal Rules of Bankruptcy Procedure.

1 On March 13, 2018, the United States Trustee appointed the Committee to represent the
2 interests of all unsecured creditors for the Debtor pursuant to section 1102 of the Bankruptcy Code.
3 The members appointed to the Committee are: (i) Simon Property Group, Inc.; (ii) Pacific Silk; (iii)
4 GGP Limited Partnership; and (iv) Concorde Apparel Company LLC. The Notice of Appointment
5 was entered on March 13, 2018 [Docket No. 79].

6 On March 15, 2018, the Committee elected to retain PSZ&J to serve as counsel to the
7 Committee. PSZ&J is a firm of approximately 65 attorneys with a practice concentrated on
8 restructurings, bankruptcy reorganizations and liquidations, litigation and commercial issues.
9 PSZ&J attorneys have extensive experience representing creditors' committees, debtors, creditors,
10 trustees and other parties in interest in a wide variety of bankruptcy cases. More information about
11 PSZ&J generally and its expertise as counsel to committees specifically is available on its website at
12 www.pszjlaw.com. Subject to further order of this Bankruptcy Court, PSZ&J is expected to render,
13 among other things, the following services to the Committee:

- 14 a. to assist, advise and represent the Committee in its consultations with the
15 Debtor regarding the administration of this Case;
- 16 b. to assist, advise and represent the Committee in analyzing the Debtor's assets
17 and liabilities, participating in and reviewing any proposed asset sales, any
18 asset dispositions, and financing arrangements or proceedings;
- 19 c. to assist, advise and represent the Committee in any manner relevant to
20 reviewing and determining the Debtor's rights and obligations under leases
21 and other executory contracts;
- 22 d. to assist, advise and represent the Committee in investigating the acts,
23 conduct, assets and liabilities of the Debtor and the Debtor's financial
24 condition, business operations and any other matters relevant to this Case or to
25 the formulation of a plan;
- 26 e. to assist, advise and represent the Committee in its participation in the
27 negotiation, formulation and drafting of a plan of liquidation or
28 reorganization;
- 29 f. to provide advice to the Committee on the issues concerning the appointment
30 of a trustee or examiner under Section 1104 of the Bankruptcy Code;
- 31 g. to assist, advise and represent the Committee in the performance of all of its
32 duties and powers under the Bankruptcy Code and the Bankruptcy Rules and
33 in the performance of such other services as are in the interests of those
34 represented by the Committee;

1 h to assist, advise and represent the Committee in the evaluation of claims and
2 on any litigation matters; and

3 i. to assist, advise and represent the Committee regarding such other matters and
4 issues as may be necessary or requested by the Committee.

5 The Committee has retained PSZ&J for the primary purpose of attempting to maximize the
6 recoveries that will be made available to be distributed to the Debtor's unsecured creditors.

7 The Committee believes that PSZ&J is well qualified to render the foregoing services.
8 Copies of the biographies of the PSZ&J attorneys expected to render services in this Case are
9 attached as Exhibit A to the Declaration of Jeffrey W. Dulberg (the "Dulberg Declaration"), filed
10 concurrently herewith.

11 To the best of the Committee's knowledge, and based upon the Dulberg Declaration, neither
12 PSZ&J nor any of its attorneys have any connection with any party in interest, their attorneys or
13 accountants, other than as set forth in the Dulberg Declaration.

14 To the best of the Committee's knowledge, neither PSZ&J, nor any of its attorneys represent
15 any interest adverse to that of the Committee and the Debtor's estate and does not hold or represent
16 any interest adverse to and has no connection with the Committee, the Debtor, its creditors or any
17 party-in-interest herein in the matters on which the Firm is to be retained, except as set forth in the
18 Dulberg Declaration. Therefore, to the best of the Committee's knowledge, PSZ&J and the
19 PSZ&J's attorneys are disinterested persons within the meaning of section 101(14) of the
20 Bankruptcy Code. The Committee submits that its proposed employment of PSZ&J is in the best
21 interests of the Committee and the Debtor's estate.

22 The Committee desires to employ PSZ&J pursuant to section 1103 of the Bankruptcy Code
23 and Bankruptcy Rule 2014. The Firm has received no retainer in this Case. Neither the Committee
24 nor any of its members (or their representatives) are or will be liable for any fees or costs incurred by
25 PSZ&J in its representation of the Committee.

26 PSZ&J and the Debtor have agreed that PSZJ will be compensated at a blended rate not to
27 exceed \$700 per hour (the "Blended Rate") for all attorneys rendering services in connection with
28 the engagement.

1 As of January 1, 2018, the Firm's hourly rate ranges from between \$495 to \$875 per hour for
2 attorneys who are expected to provide services on this matter. The hourly rate for the paralegal
3 assigned to the case is \$375. The hourly rates of all of the Firm's attorneys and paraprofessionals
4 are available upon request. The Firm reserves the right to use such other professionals as it deems
5 necessary.

6 The hourly rates set forth above are for disclosure and illustrative purposes only because
7 PSZJ will bill the Debtor based on the Blended Rate for all attorneys billing to this representation.
8 Other attorneys and paralegals may from time to time serve the Debtor in connection with the
9 matters described herein.

10 PSZ&J shall file fee applications pursuant to United States Trustee Guidelines, any Order
11 that this Court may approve for interim compensation procedures, Sections 330 and 331 of the
12 Bankruptcy Code and Bankruptcy Rule 2016.

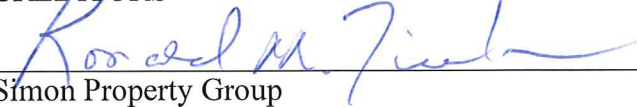
13 There is no agreement between the Firm and any other entity for the sharing of compensation
14 received or to be received for services rendered in connection with the Cases, except among the
15 partners and attorneys of the Firm.

16 Pursuant to Local Bankruptcy Rule 2014-1(b)(4), a hearing is not required in connection with
17 the Application unless requested by the United States Trustee, a party in interest, or otherwise
18 ordered by the Court. Pursuant to Local Bankruptcy Rule 2014-1(b)(3), any response to the
19 Application and request for hearing must be in the form prescribed by Local Bankruptcy Rule 9013-
20 1(o)(1) and must be filed with the Court and served upon the Committee, its proposed counsel, and
21 the United States Trustee no later than fourteen (14) days from the date of service of notice of the
22 filing of the Application.

23 **WHEREFORE**, the Committee requests that this Court approve the employment of PSZ&J,
24 effective as of March 15, 2018, as its counsel, to render services as described above with
25 compensation to be paid as an administrative expense in such amounts as this Court may hereafter
26 determine and allow.

1 Dated: April 5, 2018

2 OFFICIAL COMMITTEE OF UNSECURED
3 CREDITORS

4 
5 _____
6 Simon Property Group
7 Ronald Tucker

8 Solely in its capacity as Chair of the
9 Committee and not in any other capacity
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PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW
LOS ANGELES, CALIFORNIA

DECLARATION OF JEFFREY W. DULBERG

I, Jeffrey W. Dulberg, declare and state as follows:

I am an attorney duly admitted to practice by the State of California and am admitted before this Court.

I make this declaration in support of the application (the "Application") filed by the Official Committee of Unsecured Creditors (the "Committee") to employ Pachulski Stang Ziehl & Jones LLP ("PSZ&J" or the "Firm") as counsel to the Committee. Capitalized terms not otherwise defined herein have the meaning given them in the Application.

I am a partner in the Firm and am duly admitted and licensed to practice law in the State of California and am admitted to practice before this Court. The name, address, telephone number and fax number of the Firm are as follows:

Pachulski Stang Ziehl & Jones LLP
10100 Santa Monica Blvd., 13th Floor
Los Angeles, CA 90067
Telephone: (310) 277-6910
Facsimile: (310) 201-0760

PSZ&J is a firm of approximately 65 attorneys with a practice concentrated on restructurings, bankruptcy reorganizations and liquidations, litigation and commercial issues. PSZ&J attorneys have extensive experience representing creditors' committees, debtors, creditors, trustees and other parties in interest in a wide variety of bankruptcy cases. Copies of the resumes of PSZ&J's attorneys expected to provide services in this matter are attached hereto as **Exhibit A**.

The services to be rendered by PSZ&J in this Case are, among other things, the following:

- a. to assist, advise and represent the Committee in its consultations with the Debtor regarding the administration of this Case;
- b. to assist, advise and represent the Committee in analyzing the Debtor's assets and liabilities, participating in and reviewing any proposed asset sales, any asset dispositions, and financing arrangements or proceedings;
- c. to assist, advise and represent the Committee in any manner relevant to reviewing and determining the Debtor's rights and obligations under leases and other executory contracts;
- d. to assist, advise and represent the Committee in investigating the acts, conduct, assets and liabilities of the Debtor and the Debtor's financial condition, business operations and any other matters relevant to the Case or to the formulation of a plan;

- e. to assist, advise and represent the Committee in its participation in the negotiation, formulation and drafting of a plan of liquidation or reorganization;
- f. to provide advice to the Committee on the issues concerning the appointment of a trustee or examiner under Section 1104 of the Bankruptcy Code;
- g. to assist, advise and represent the Committee in the performance of all of its duties and powers under the Bankruptcy Code and the Bankruptcy Rules and in the performance of such other services as are in the interests of those represented by the Committee;
- h. to assist, advise and represent the Committee in the evaluation of claims and on any litigation matters; and
- i. to assist, advise and represent the Committee regarding such other matters and issues as may be necessary or requested by the Committee.

PSZ&J and the Debtor have agreed that PSZJ will be compensated at a blended rate not to exceed \$700 per hour (the “Blended Rate”) for all attorneys rendering services in connection with the engagement.

Subject to Court approval in accordance with section 330(a) of the Bankruptcy Code, compensation will be payable to PSZ&J on an hourly basis, plus reimbursement of actual, necessary expenses and other charges incurred by PSZ&J.

As of January 1, 2018, the Firm’s hourly rate ranges from between \$495 to \$875 per hour for attorneys who are expected to provide services on this matter. The hourly rate for the paralegal assigned to the case is \$375. The hourly rates of all of the Firm’s attorneys and paraprofessionals are available upon request. The Firm reserves the right to use such other professionals as it deems necessary.

The hourly rates set forth above are for disclosure and illustrative purposes only because PSZ&J will bill the Committee based on the Blended Rate for all attorneys billing to this representation. Other attorneys and paralegals may from time to time serve the Committee in connection with the matters described herein.

PSZ&J represents that the Firm has received no retainer from the Debtor or the Committee or any payment during the one year period prior to the filing of Debtor’s petition. No compensation has been paid or promised to be paid from a source other than the estate in this Case. Neither the

1 Committee nor its members (or any of their representatives) are or will be liable for fees or costs
2 incurred by PSZ&J in its representation of the Committee.

3 PSZ&J has made the following investigation of disinterestedness prior to submitting this
4 declaration. PSZ&J has undertaken a full and thorough review of its computer data base which
5 contains the names of clients and other parties interested in particular matters. The Firm requires all
6 of its professionals, before accepting the representation of a new client, or the representation of an
7 existing client in a new matter, to perform a conflicts check through the PSZ&J data base and to
8 enter into that data base conflict information regarding new clients or new matters. Thus, a review
9 of said computerized data base should reveal any and all actual or potential conflicts of interest with
10 respect to any given representation. In particular, an employee of Firm, under my supervision, ran
11 the Debtor's current names, the name of the owner of the Debtor, the immediate past and present
12 officers of the Debtor, the Debtor's equity holders, and all creditors of the Debtor. The Firm's data
13 base and found no potential conflict.

14 Subject to the disclosures set forth below, PSZ&J has no connection with the Debtor, their
15 creditors, the U.S. Trustee or any party-in-interest herein in the matters upon which PSZ&J is to be
16 retained.

17 **PSZ&J's Retention in the B&B Bachrach, LLC Case**

18 On April 28, 2017, B&B Bachrach, LLC ("Bachrach") filed a voluntary petition for relief
19 under chapter 11 of the Bankruptcy Code, under case number Case No.: 2:17-bk-15292 (NB) (the
20 "Bachrach Case"). PSZ&J represented the Official Committee of Unsecured Creditors in the
21 Bachrach Case, which was the predecessor company to the current Debtor prior to its reorganization
22 in chapter 11.

23 On September 28, 2017, PSZ&J filed its *First and Final Application of (I) Pachulski Stang*
24 *Ziehl & Jones LLP for Approval of Compensation and Reimbursement of Expenses as Counsel for*
25 *the Official Committee of Unsecured Creditors, and (II) for Reimbursement of Expenses Incurred by*
26 *Committee Members* [Bachrach Case Docket No. 279], which the Court granted by entry of an order
27 on November 13, 2017 [Docket No. 308] (the "First Fee Order").
28

1 Pursuant to the First Fee Order, PSZ&J was awarded final fees of \$132,715.00 and expenses
2 of \$3,362.87; \$1,369.86 of which was related to committee member expenses. PSZ&J has received
3 \$134,708.01 on account of the First Fee Order, and has waived its administrative claim of
4 \$22,128.45.

5 **Other Disclosures**

6 PSZ&J has represented, represents, and in the future will likely represent many committees
7 in matters unrelated to the Debtor and this Case, whose members may be creditors and/or committee
8 members in this Case. The Firm, however, is not representing any of those entities in this Case and
9 will not represent any members of these committees in any claims that they may have collectively or
10 individually against the Debtor.

11 Similarly, PSZ&J has represented, represents, and in the future will likely represent debtors,
12 creditors' committees, trustees or other parties against creditors of the Debtor, including members of
13 the Committee, in cases or proceedings that are unrelated to this Case.

14 PSZ&J is currently involved in cases, and in the future will be involved in cases in which
15 professionals involved in this Case are involved. The Firm, however, is not representing any of
16 those entities in this Case and will not represent such entities in this Case.

17 PSZ&J and certain of its partners, of counsel and associates represented, represent, and in the
18 future will likely represent certain of the creditors of the Debtor in connection with matters unrelated
19 to the Debtor and this Case. At this time, the Firm is not aware of any such representations. If the
20 Firm identifies any such representations, the Firm shall make disclosures as may be appropriate at
21 that time. The Firm, however, is not representing and will not represent any of those entities in this
22 Case.

23 PSZ&J is currently involved in cases, and in the future will be involved in cases in which
24 professionals involved in this Case are involved. PSZ&J has represented or represents committees,
25 debtors, or other entities in chapter 11 matters unrelated to the Debtor in which, Greenberg Glusker
26 the Debtor's counsel, or The Clear Thinking Group, the Committee's proposed financial advisor, is
27 or was involved. The Firm, however, is not representing any of those entities in this Case.
28

1 PSZ&J is not, and has never been a creditor, an equity security holder or an insider of the
2 Debtor.

3 PSZ&J is not and has never been an investment banker for any outstanding security of the
4 Debtor.

5 PSZ&J is not, and was not, within three (3) years before the date of the filing of the petitions
6 herein, an investment banker for a security of the Debtor, or an attorney for such investment banker
7 in connection with the offer, sale or issuance of any security of the Debtor.

8 PSZ&J is not, and was not, within two (2) years before the date of the filing of the petitions
9 herein, a director, officer or employee of the Debtor or of any investment banker for any security of
10 the Debtor.

11 PSZ&J neither holds nor represents an interest materially adverse to the interests of the estate
12 or of any class of creditors or equity security holders by reason of any direct or indirect relationship
13 to, connection with, or interest in, the Debtor or an investment banker for any security of the Debtor,
14 or for any other reason.

15 The members of the firm are familiar with the Bankruptcy Code, the Bankruptcy Rules, and
16 the Local Rules and shall comply with them.

17 To the best of my knowledge, after conducting or supervising the investigation described
18 above, I declare under penalty of perjury under the laws of the United States of America that the
19 foregoing is true and correct.

20 Executed on the 5th day of April, 2018, at Los Angeles, California.

21
22 /s/ Jeffrey W. Dulberg
Jeffrey W. Dulberg

EXHIBIT A



10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067-4003

Jeffrey W. Dulberg

Tel: 310.277.6910 | jdulberg@pszjlaw.com

EDUCATION

Swarthmore College (B.A.
1991)

University of California, Los
Angeles (J.D. 1995)

Moot Court Honors Program

BAR AND COURT ADMISSIONS

1995, California

Mr. Dulberg has substantial experience representing debtors, creditors, trustees, asset purchasers, and committees in chapter 11 cases throughout the country. Mr. Dulberg has served as lead counsel for several large debtors, including Z Gallerie (reorganization of national home furnishings retailer; 2010 Winner "Chapter 11 Reorganization of the Year" - The M&A Advisor and 2010 Winner "Turnaround of the Year" – Turnaround Management Association), Barbeques Galore (the world's largest specialty barbeque retailer), People's Choice Home Loan (formerly a major national subprime loan originator), and The Parent Company / eToys (a leading commerce, content, and new media company). He was co-counsel in Contessa Foods, a food processor and retailer of frozen seafood products, which was deemed "Transaction of the Year, Mid-Size Company" by the Turnaround Management Association. Mr. Dulberg has also represented creditors' committees in Hot Dog on a Stick, No Fear, Jays Foods, and SEGA GameWorks, among others.

He has handled numerous out-of-court and commercial matters, including a wide variety of sales, and appeals before the Bankruptcy Appellate Panel of the Ninth Circuit. Mr. Dulberg lectures frequently on chapter 11 issues and he has spoken nationwide regarding these matters. Mr. Dulberg is a graduate of Swarthmore College and received his J.D. from UCLA, where he was a teaching assistant with the Department of Political Science. In 2010, 2011 and 2012, he was named a "Super Lawyer" in the field of Bankruptcy & Creditor/Debtor Rights in a peer survey conducted by *Law & Politics* and the publishers of *Los Angeles* magazine, an honor bestowed on only 5% of Southern California attorneys. Mr. Dulberg is admitted to practice in California and is a resident in our Los Angeles office.

Representations

Chapter 11 debtors: Z Gallerie; Meridian Sports Clubs *dba* Bodies in Motion; The Parent Company; Barbeques Galore; People's Choice Home Loan; Prime Measurement Products; Olympia Group; RFB Cellular; Trend Technologies;



Jeffrey W. Dulberg (Cont.)

Track 'n Trail

Creditors' committees: Hot Dog on a Stick; No Fear; Select Snacks/Jay's Foods; Pike Nursery; Sega GameWorks; Mercury Plastics; Custom Food Products (trade committee);

Secured creditors in Meruelo Maddux Properties

Creditors/landlord representations: The Sylmark Group, Mid-Valley Properties

Professional Affiliations

Board of Directors, Los Angeles

Bankruptcy Forum Member, Turnaround

Management Association Member,

American Bankruptcy Institute

Member, California Bankruptcy Forum

Programs and Lectures

NACM/West Coast Apparel & Footwear Credit Association, American Bankruptcy Institute, Turnaround Management Association, Valley Credit Professionals, Credit Managers Association, Los Angeles Bankruptcy Forum, Commercial Real Estate Women, International Women's Insolvency & Restructuring Confederation (IWIRC), Crew Network



10100 Santa Monica Blvd.
13th Floor
Los Angeles, CA 90067-4003

Shirley S. Cho

Tel: 310.277.6910 | scho@pszjlaw.com

EDUCATION

University of California,
Berkeley (B.A., *magna cum laude*, 1994)

University of California,
Hastings College of the Law
(J.D. 1997)

BAR AND COURT ADMISSIONS

California, 1997

New York, 2002

CLERKSHIPS

Law clerk, Judge John E.
Ryan (Bankr. C.D. Cal.
1997-98)

Ms. Cho specializes in corporate reorganization, insolvency, and bankruptcy law. She has represented some of the largest companies in America in connection with their corporate restructuring efforts, as well as acquirers of assets out of bankruptcy, and dozens of official committees of unsecured creditors across a variety of industries. Ms. Cho has significant experience representing U.S. debtors involved in cross-border proceedings and has also represented foreign creditors, including Fortune Global top 20 companies, to successfully pursue their claims in chapter 11.

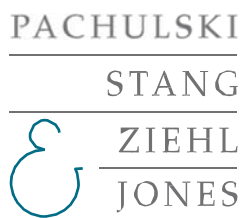
Ms. Cho is listed among *The Best Lawyers in America* and *Super Lawyers* in the practice area of Bankruptcy and Creditor Debtor Rights / Insolvency and Reorganization Law as well as being listed among the Top Women Attorneys in Southern California for Bankruptcy. Ms. Cho was part of a team of two attorneys who won the Chapter 11 Reorganization of the Year (Lower Middle Market) by the M&A Advisor for her work on behalf of the creditors' committee of The Walking Company.

An active member of the community, Ms. Cho serves on the Board of Trustees of the University of California Hastings College of the Law, and the Executive Committee of the Board of Directors of Asian Americans Advancing Justice-LA. Ms. Cho has also served as the past co-chair of the American Bankruptcy Institute Battleground West and the co-chair of the Annual Association of Insolvency & Restructuring Advisors Conference. Ms. Cho is a member of the California and New York bars.

Representations

Chapter 11 debtors: American Suzuki; CyberDefender Corporation; Rhodes Homes; William Lyon Homes; Solyndra

Creditors' committees: New Cal-Neva Lodge; Anna's Linens; Martifer Solar; Wet Seal; Orchard Supply Hardware Stores; Rodeo Creek Gold; Contract Research Solutions; Aletheia Research & Management; Nevada Cancer



Shirley S. Cho (Cont.)

Brown's); Souper Salad/Grandy's; ISE Corporation; MMFX Corporation; Gas City; The Walking Company; S&K Famous Brands; Fleetwood Enterprises; Daphne's Greek Cafe

DIP lender: New Century Financial Corporation (\$150 million credit facility)

Asset purchasers: Steering division of Delphi Corporation (estimated value \$700 million); East Orange General Hospital (estimated value \$100+ million)

Professional Affiliations

Board of trustees, University of California Hastings College of the Law (2017-)

Board member, Asian Americans Advancing Justice (fka Asian Pacific American Legal Center)

Executive Advisory Board Member, American Bankruptcy Institute Bankruptcy Battleground West

Co-chair, American Bankruptcy Institute Battleground West (2014, 2015)

Programs and Lectures

American Bar Association

Publications

The Role of Insolvency Practitioners in the United States
Presented to the INSOL International Seoul One-Day Seminar, February 2017

Trustees: When Retaining Counsel, Don't Forget About Special Counsel
23 *Journal of the National Association of Bankruptcy Trustees* 22 (No. 3 Fall 2013)

Delaware Bankruptcy Court Weighs in on Intercreditor Agreements
31 *American Bankruptcy Institute Journal* 14 (No. 6 July 2012), July 2012

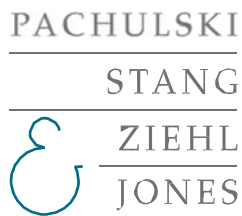
"Chapter 11 Bankruptcy After BAPCPA - A Closer Look at Critical Trade, Exclusivity, and Dismissal/Conversion," 63 *Consumer Finance Law Quarterly Report* (Spring/Summer 2009)

Coauthor, *A Comparison Shopping Guide for 363 Sales* (ABI 2009)

Coauthor, "Clear Channel Muddies the Waters of Section 363(m) Mootness Protection," 22 *Bankruptcy Strategist* 1 (No. 2 Dec. 2008)

"The Intersection of Critical Vendor Orders and Bankruptcy Code Section 503(b)(9)," 29 *California Bankruptcy Journal* 1 (2007)

"The Southern District of New York Adds Its Two Cents to the *Catapult* Debate," 4 *ABI Technology & Telecommunications Committee Newsletter* (No. 2 June 2007)



Conversion," published in materials for American Bar Association Annual Meeting (2006)

"The Danger Zone: Fiduciary Duty Issues Impacting Directors and Officers in the Zone of Insolvency and Beyond," published in materials for Strategies for Distressed Companies Conference (CLE Int'l Nov. 2001)

"What To Do When Your Payor Goes Under," published in materials for American Hospitals & Health Systems Law Institute Conference (2000)

"Continuing Economic Reform in the People's Republic of China: Bankruptcy Legislation Leads the Way," 19 *Hastings International & Comparative Law Review* 739 (1996)

Coauthor, "U.S.-Canadian Cross-Border Insolvencies -- A Survey of Recent Ancillary Proceedings," published in materials for Canadian-American Symposium on Cross-Border Insolvency Law (ABI Feb. 2005)

Coauthor, "A Model for Canadian Cross-Border Insolvency: *Core-Mark International, Inc.*," 22 *Bankruptcy Strategist* 1 (No. 6 Apr. 2005)

Coauthor, "The Zone of Insolvency: When Has a Company Entered Into It and, Once There, What Are the Board's Duties?" published in materials for Bankruptcy 2002: Views From the Bench (ABI 2002)

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:
10100 Santa Monica Blvd., 13th Floor, Los Angeles, CA 90067

A true and correct copy of the foregoing document entitled (*specify*): **APPLICATION FOR AN ORDER AUTHORIZING AND APPROVING THE EMPLOYMENT OF PACHULSKI STANG ZIEHL & JONES LLP AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF MARCH 15, 2018** 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 5, 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 _____, 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 5, 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.

<u>By Overnight federal Express Delivery</u> The Honorable Neil W. Bason United States Bankruptcy Court Central District of California 255 E. Temple Street, Suite 1552 / Ctrm. 1545 Los Angeles, CA 90012	<u>By Overnight federal Express Delivery</u> Office of the United States Trustee Dare Law, Esq. 915 Wilshire Blvd., Suite 1850 Los Angeles, CA 90017
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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 5, 2018
Date

Patricia Jeffries
Printed Name

/s/ Patricia Jeffries
Signature

In re: B&B Liquidating, LLC

Case 2:18-bk-11744-NB

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
- John P Dillman houston_bankruptcy@publicans.com
- Brian D Huben hubenb@ballardspahr.com, carolod@ballardspahr.com
- Courtney J Hull bk-chull@oag.texas.gov, sherri.simpson@oag.texas.gov
- 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
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- United States Trustee (LA) ustpregion16.la.ecf@usdoj.gov
- Elizabeth Weller dallas.bankruptcy@publicans.com