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*Counsel to the Plan Administrator*

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<b>In re</b>	:	<b>Chapter 11</b>
	:	
<b>RUNWAY LIQUIDATION</b>	:	<b>Case No. 17-10466 (SCC)</b>
<b>HOLDINGS, LLC, et al.,<sup>1</sup></b>	:	
	:	<b>Jointly Administered</b>
<b>Debtors.</b>	:	
-----X		

**CERTIFICATE OF SERVICE**

STATE OF CALIFORNIA        )  
  )  
CITY OF SAN FRANCISCO     )

I, Patricia Jeffries, am employed in the city and county of San Francisco, State of California. I am over the age of 18 and not a party to the within action; my business address is 150 California Street, 15th Floor, San Francisco, California 94111-4500.

<sup>1</sup> A list of the Post-Effective Date Debtors in these chapter 11 cases, along with the last four digits of each Post-Effective Date Debtor's federal tax identification number include: Runway Liquidation Holdings, LLC (6857); Runway Liquidation, LLC (5942); Runway Liquidation Intermediate Holdings, LLC (3673); MR Liquidation, LLC (9200); and MMH Liquidation, LLC (3854).

On October 27, 2017, I caused to be served the following document, customized for each recipient, via First Class Mail, on the Third Omnibus Objection Affected Claimants Service List attached hereto as

**Exhibit A:**

- *Notice of Objection to Filed Proofs of Claim and Deadline by which a Response must be Filed with the Bankruptcy Court*, a non-customized copy of which is attached hereto as **Exhibit B**.

On October 27, 2017, I caused to be served the following document, to be served via First Class Mail on the Third Omnibus Objection Affected Claimants Service List attached hereto as **Exhibit A:**

- *Notice of Hearing and Plan Administrator's Third Omnibus (Non-Substantive) Objection to Certain Withdrawn Claims* [Docket No. 724]

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

Executed on November 1, 2017 at San Francisco, California.

*/s/ Patricia Jeffries*

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Patricia Jeffries

**EXHIBIT A**

**Third Omnibus Objection Affected Claimants Service List**

AZ- DEPT OF REVENUE 1275 W WASHINGTON ST PHOENIX, AZ 85007	CT- DEPT OF REVENUE SVCS 450 COLUMBUS BLVD STE 1 HARTFORD, CT 06103	FL- PALM BEACH COUNTY TAX COLLECTOR PO BOX 3715 WEST PALM BEACH, FL 33402-3715
MN- DEPT OF REVENUE PO BOX 64447 BKY ST PAUL, MN 55164-0447	OH- BUREAU OF WORKERS COMP PO BOX 15567 COLUMBUS, OH 43215-0567	

**EXHIBIT B**

**Notice of Objection to Filed Proofs of Claim and Deadline**

**by which a Response must be Filed with the Bankruptcy Court (non-customized)**

Robert J. Feinstein, Esq.  
Bradford J. Sandler, Esq.  
Maria A. Bove, Esq.  
PACHULSKI STANG ZIEHL & JONES LLP  
780 Third Avenue, 34<sup>th</sup> Floor  
New York, New York 10017  
Telephone: (212) 561-7700  
Facsimile: (212) 561-7777

*Counsel to the Plan Administrator*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	:	<b>Chapter 11</b>
	:	
<b>RUNWAY LIQUIDATION HOLDINGS, LLC, et al.,<sup>1</sup></b>	:	<b>Case No. 17-10466 (SCC)</b>
	:	
<b>Debtors.</b>	:	<b>Jointly Administered</b>
-----X		

**NOTICE OF OBJECTION TO FILED PROOFS OF CLAIM AND DEADLINE  
BY WHICH A RESPONSE MUST BE FILED WITH THE BANKRUPTCY COURT**

**PLEASE TAKE NOTICE** that David MacGreevey, in his capacity as plan administrator (the “Plan Administrator”) acting on behalf of Runway Liquidation Holdings, LLC, and its affiliated post-effective date debtors (collectively, the “Post-Effective Date Debtors” and before the Effective Date of the Plan, the “Debtors”),<sup>2</sup> is objecting to your Claim(s) by the attached objection (the “Objection”).

**YOU SHOULD LOCATE YOUR NAME AND YOUR CLAIM(S) ON THE SCHEDULES ATTACHED HERETO. PLEASE TAKE NOTICE THAT, AS A RESULT OF THE OBJECTION, YOUR CLAIM(S) MAY BE DISALLOWED, EXPUNGED, RECLASSIFIED, REDUCED, OR OTHERWISE AFFECTED. THEREFORE, PLEASE READ THIS NOTICE AND THE ACCOMPANYING OBJECTION VERY CAREFULLY AND DISCUSS THEM WITH YOUR ATTORNEY. IF YOU DO NOT HAVE AN ATTORNEY, YOU MAY WISH TO CONSULT ONE.**

<sup>1</sup> A list of the Post-Effective Date Debtors in these chapter 11 cases, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number include: Runway Liquidation Holdings, LLC (6857); Runway Liquidation, LLC (5942); Runway Liquidation Intermediate Holdings, LLC (3673); MR Liquidation, LLC (9200); and MMH Liquidation, LLC (3854).

<sup>2</sup> All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Objection.

**Important Information Regarding the Objection**

Grounds for the Objection. By the Objection, the Plan Administrator is seeking to disallow your Claim listed in the table below on the grounds that your Claim has been previously withdrawn through the filing of a pleading or through the entry of a Court order indicating withdrawal of the Claim. The Claim subject to the Objection may also be found on the schedule attached to the Objection, a copy of which has been provided with this notice.

Claimant Name	Claim No.	Debtor	Asserted Claim Amount	Basis For Objection	Proposed Treatment

Objection Procedures. On September 28, 2017, the United States Bankruptcy Court for the Southern District of New York (the “Court”) entered an order [Docket No. 710] approving procedures for filing and resolving objection to Claims asserted against the Debtors in the chapter 11 cases (the “Objection Procedures”). *Please review the Objection Procedures to ensure your response to the Objection, if any, is timely and correctly filed and served.*

**Resolving the Objection**

Resolving the Objections. To facilitate the consensual resolution of the Objection, certain of the Plan Administrator’s personnel and advisors will be available to discuss and potentially resolve the Objection to disputed Claims without the need for filing a formal response or attending a hearing. To facilitate such a discussion, please contact Jason S. Pomerantz of Pachulski Stang Ziehl & Jones LLP, counsel to the Plan Administrator, by (i) emailing jspomerantz@pszjlaw.com or (ii) calling (310) 277-6910 within twenty (20) calendar days after the date of this notice. Please have your Proof(s) of Claim and any related material available for such discussions.

Parties Required to File a Response. If you are not able to consensually resolve the Objection filed with respect to your Claim as set forth above, you must file a response (each, a “Response”) with the Court in accordance with the procedures described below.

Response Contents. Each Response must contain the following (at a minimum):

- a. a caption stating the name of the Court, the name of the Debtors, the case number, the title of the Objection to which the Response is directed, and, if applicable, the Proof of Claim number(s) related thereto from the Claims Register;
- b. a concise statement setting forth the reasons why the Court should not grant the Objection with respect to such Claim, including the factual and legal bases upon which the claimant will rely in opposing the Objection;
- c. a copy of any other documentation or other evidence of the Claim, to the extent not already included with the Proof of Claim, upon which the claimant will rely in opposing the Objection; *provided, however,* that the claimant need not disclose

confidential, proprietary, or otherwise protected information in the Response; *provided further, however,* that the claimant shall disclose to the Plan Administrator all information and provide copies of all documents that the claimant believes to be confidential, proprietary, or otherwise protected and upon which the claimant intends to rely in support of its Claim, subject to appropriate confidentiality constraints; and

- d. the following contact information for the responding party:
- i. the name, address, telephone number, and email address of the responding claimant or the name, address, telephone number, and email address of the claimant’s attorney or designated representative to whom the attorneys for the Plan Administrator should serve a reply to the Response, if any; or
  - ii. the name, address, telephone number, and email address of the party with authority to reconcile, settle, or otherwise resolve the Objection on the claimant’s behalf.

Notice and Service. Your Response must be filed with the Court and served so as to be *actually received* by **4:00 p.m. (prevailing Eastern Time) on November 16, 2017** (the “Response Deadline”) by the following parties (the “Notice Parties”):

Plan Administrator	Counsel to the Plan Administrator	United States Trustee
David MacGreevey c/o Zolfo Cooper, LLC 1114 Avenue of the Americas, 41st Floor New York, NY 10036	Pachulski Stang Ziehl & Jones, LLP 780 Third Avenue, 34 <sup>th</sup> Floor New York, NY 10017 Attn: Robert J. Feinstein  -and-  Pachulski Stang Ziehl & Jones LLP 10100 Santa Monica Blvd., 13 <sup>th</sup> Floor Los Angeles, CA 90067 Attn: Jason S. Pomerantz	Office of the United States Trustee for the Southern District of New York 201 Varick Street, Suite 1006 New York, NY 10014 Attn: Brian Masumoto

Failure to Respond. A Response that is not filed and served by the Response Deadline in accordance with the procedures set forth herein may not be considered by the Court at the Hearing. **Absent reaching an agreement with the Plan Administrator resolving the Objection to a Claim, failure to timely file and serve a Response as set forth herein may result in the Court sustaining the Objection without further notice or hearing.** Upon entry of an order, affected creditors will be served with a notice of entry, and a copy, of the order.

### **Hearing on the Objection**

**Date, Time, and Location.** A hearing (the “Hearing”) on the Objection will be held on December 12, 2017 at 10:00 a.m. prevailing Eastern Time, before the Honorable Shelley C. Chapman, United States Bankruptcy Judge, in Courtroom 623 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10014. The hearing may be adjourned to a subsequent date in these cases in the Court’s or Plan Administrator’s discretion. **You must attend the Hearing if you disagree with the Objection and have filed a Response.** If the Objection cannot be resolved and a hearing is determined to be necessary, the Plan Administrator shall file with the Court and serve on the affected claimants a notice of the hearing, to the extent the Plan Administrator did not file a notice of hearing previously.

**Discovery.** If the Plan Administrator determines that discovery is necessary in advance of a hearing on an Objection, the Plan Administrator will serve notice on the affected claimant and its counsel of record that the scheduled hearing will be treated as a status conference during which the parties will request that the Court issue a scheduling order to facilitate dismissal or resolution of the litigation. Such notice may be incorporated into the initial agenda letter for the hearing, or may be provided by separate notice. In accordance with Local Bankruptcy Rule 9014-2, the first hearing on any Objection contested with respect to a particular Claim will not be an evidentiary hearing and there is no need for any witnesses to appear at such a hearing unless otherwise ordered by the Court in accordance with Local Bankruptcy Rule 9014-2.

### **Additional Information**

**Additional Information.** Copies of the Objection Procedures, the Objection, order approving such Objection Procedures or any other pleadings (the “Pleadings”) filed in the chapter 11 cases are available free online at the website of Donlin Recano & Company, Inc. at <http://www.donlinrecano.com/bcbg>. You may also obtain copies of any of the Pleadings filed in the chapter 11 cases for a fee via PACER at <http://www.nysb.uscourts.gov>.



**Reservation of Rights**

**NOTHING IN ANY OBJECTION OR OBJECTION NOTICE IS OR SHALL BE DEEMED TO CONSTITUTE A WAIVER OF ANY RIGHTS OF THE DEBTORS, POST-EFFECTIVE DATE DEBTORS, OR PLAN ADMINISTRATOR, AS APPLICABLE, TO DISPUTE ANY CLAIMS, ASSERT COUNTERCLAIMS, RIGHTS OF SETOFF OR RECOUPMENT, DEFENSES, OBJECT TO CLAIMS (OR OTHER CLAIMS OR CAUSES OF ACTION OF A CLAIMANT) ON ANY GROUNDS NOT PREVIOUSLY RAISED IN AN OBJECTION, UNLESS THE COURT HAS ORDERED OTHERWISE, OR SEEK TO ESTIMATE ANY CLAIM AT A LATER DATE. AFFECTED PARTIES WILL BE PROVIDED APPROPRIATE NOTICE THEREOF AT SUCH TIME.**

Dated: October 27, 2017

PACHULSKI STANG ZIEHL & JONES LLP

*/s/ Robert J. Feinstein*

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Maria A. Bove, Esq.

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