

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re

OPEN ROAD FILMS, LLC, a Delaware
limited liability company, *et al.*,¹

Debtors.

Chapter 11

Case No.: 18-12012 (LSS)

(Jointly Administered)

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) ss:
COUNTY OF KINGS)

I, John Burlacu, declare:

1. I am over the age of 18 years and not a party to these chapter 11 cases.
2. I am employed by Donlin, Recano & Company, Inc. (“DRC”), 6201 15th Avenue, Brooklyn, NY 11219.
3. On the 13th day of November, 2018, at my direction and under my supervision, employees of DRC caused to serve the following:
 - (i) *Order Approving the Debtors’ Motion, Pursuant to Section 107(B) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1, for Entry of an Order Authorizing Them to Redact and File Under Seal Certain Information Contained in Proposed Key Employee Retention Plan Submitted in Connection with the Debtors’ Motion for Entry of an Order Authorizing the Implementation of a Key Employee Retention Program, Approving the Terms Thereof, and Granting Related Relief (Dkt. No. 346);*

¹ The Debtors and the last four digits of their respective federal taxpayer identification numbers are as follows: Open Road Films, LLC (4435-Del.); Open Road Releasing, LLC (4736-Del.); OR Productions LLC (5873-Del.); Briarcliff LLC (7304-Del.); Open Road International LLC (4109-Del.); and Empire Productions LLC (9375-Del.). The Debtors’ address is 2049 Century Park East, 4th Floor, Los Angeles, CA 90067.

- (ii) *Order Authorizing the Implementation of a Key Employee Retention Program, Approving the Terms Thereof, and Granting Related Relief* (Dkt. No. 348);
- (iii) *Order, Pursuant to Bankruptcy Code Section 105(A) and Bankruptcy Rule 9019, Approving Settlement with Showtime Networks, Inc. and IM Global, LLC* (Dkt. No. 349); and
- (iv) *Order Granting Debtors' Motion for Entry of an Order, Pursuant to Bankruptcy Code Section 365, Authorizing Rejection of Executory Contracts and Unexpired Leases* (Dkt. No. 366),

via Electronic Mail upon the parties as set forth on Exhibit 1, attached hereto.

4. On the 13th day of November, 2018, at my direction and under my supervision, employees of DRC caused to serve the following:

- (i) *Order Approving the Debtors' Motion, Pursuant to Section 107(B) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1, for Entry of an Order Authorizing Them to Redact and File Under Seal Certain Information Contained in Proposed Key Employee Retention Plan Submitted in Connection with the Debtors' Motion for Entry of an Order Authorizing the Implementation of a Key Employee Retention Program, Approving the Terms Thereof, and Granting Related Relief* (Dkt. No. 346); and
- ii) *Order Authorizing the Implementation of a Key Employee Retention Program, Approving the Terms Thereof, and Granting Related Relief* (Dkt. No. 348),

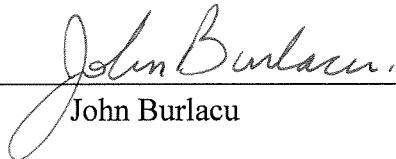
via First Class U.S. Mail upon the parties as set forth on Exhibit 2, attached hereto.

5. On the 13th day of November, 2018, at my direction and under my supervision, employees of DRC caused to serve the *Order Granting Debtors' Motion for Entry of an Order, Pursuant to Bankruptcy Code Section 365, Authorizing Rejection of Executory Contracts and Unexpired Leases* (Dkt. No. 366) via First Class U.S. Mail upon the parties as set forth on Exhibit 3, attached hereto.
6. On the 13th day of November, 2018, at my direction and under my supervision, employees of DRC caused to serve the *Order, Pursuant to Bankruptcy Code Section 105(A) and Bankruptcy Rule 9019, Approving Settlement with Showtime Networks, Inc. and IM Global, LLC* (Dkt. No. 349) via First Class U.S. Mail upon the parties as set forth on Exhibit 4, attached hereto.

- 7. On the 13th day of November, 2018, at my direction and under my supervision, employees of DRC caused to serve the *Notice of (I) Adjourned (A) Omnibus Hearing and (B) Sale Hearing and (II) Further Extension of Designation Cut-Off Date* (Dkt. No. 367) via Electronic Mail upon the parties as set forth on Exhibit 5; via Federal Express Overnight Delivery upon the parties as set forth in Exhibit 6; and via United States Postal Service Overnight Delivery upon the parties as set forth on Exhibit 7, attached hereto.

- 8. On the 13th day of November, 2018, at my direction and under my supervision, employees of DRC caused to serve the *Notice of Amended Agenda of Matters Scheduled for Hearing on November 14, 2018 at 1:30 P.M. (ET)* (Dkt. No. 368) via Electronic Mail upon the parties as set forth on Exhibit 8; via facsimile upon the parties as set forth on Exhibit 9; via Federal Express Overnight Delivery upon the parties as set forth in Exhibit 10; and via United States Postal Service Overnight Delivery upon the parties as set forth on Exhibit 11, attached hereto.

I declare under penalty of perjury that the foregoing is true and correct to the best of my personal knowledge. Executed this 14th day of November, 2018, Brooklyn, New York.



 John Burlacu

Sworn before me this
14th day of November, 2018



 Notary Public

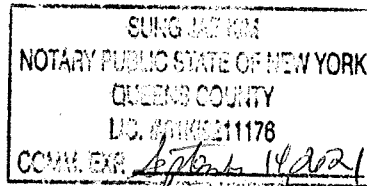


EXHIBIT 1

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Open Road Films, LLC, et al.
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Exhibit Pages

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EXHIBIT 2

**Open Road Films, LLC, et al.
Exhibit Pages**

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 KASIMA LLC
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EXHIBIT 4

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Open Road Films, LLC, et al.

Electronic Mail

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000112P001-1400S-055
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EXHIBIT 9

**Facsimile
Exhibit Page**

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000059P002-1400S-055
BANK OF AMERICA, N.A.
TIFFANY SHIN/AGENCY MANAGEMENT
HOUGHTON BANK. CTR MC WA3-132-01-01
10623 NE 68TH STREET
KIRKLAND WA 98033
Fax#: 415-343-0561

000004P001-1400S-055
INTERNAL REVENUE SERVICE
CENTRALIZED INSOLVENCY OPERATION
PO BOX 7346
PHILADELPHIA PA 19101-7346
Fax#: (267) 941-1015

000005P003-1400S-055
INTERNAL REVENUE SERVICE
CENTRALIZED INSOLVENCY OPERATION
2970 MARKET STREET
MAIL STOP 5-Q30 133
PHILADELPHIA PA 19104-5016
Fax#: (267) 941-1015

000006P002-1400S-055
OFFICE OF THE U.S. TRUSTEE
LINDA RICHENDERFER
844 KING STREET
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WILMINGTON DE 19801
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000143P001-1400S-055
STEPHEN SILVERMAN LAW
STEPHEN E SILVERMAN
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EXHIBIT 10

Open Road Films, LLC, et al.
Federal Express
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000017P001-1400S-055
 BANK OF AMERICA AS ADMIN. AGENT
 333 S HOPE ST
 13TH FL
 LOS ANGELES CA 90071

004024P001-1400A-055
 CELLA LANGE AND CELLA LLP
 BRIAN L CELLA ESQ
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 WALNUT CREEK CA 94596

004028P001-1400A-055
 COZEN OCONNOR
 MARK FELGER
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000008P001-1400S-055
 DELAWARE SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 401 FEDERAL STREET, SUITE 4
 DOVER DE 19901

004014P001-1400A-055
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 THEODORE J TACCONELLI
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 STE 1000
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004029P001-1400A-055
 FOLEY AND LARDNER LLP
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 STE 3300
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004025P001-1400A-055
 MARK M SHARF PC
 MARK M SHARF ESQ
 HOWARD HUGHES CTR
 6080 CENTER DRIVE 6TH FLOOR
 LOS ANGELES CA 90045

000011P001-1400S-055
 MICHIGAN DEPT. OF TREASURY, TAX POL. DIV.
 ATTN: LITIGATION LIAISON
 430 WEST ALLEGAN STREET
 2ND FLOOR, AUSTIN BUILDING
 LANSING MI 48922

000125P001-1400S-055
 ONE HUNDRED TOWERS LLC
 CBRE INC
 ATTN: VICE PRESIDENT, PROPERTY MANAGEMENT
 2049 CENTURY PARK EAST
 STE 1950
 LOS ANGELES CA 90067-3283

000126P001-1400S-055
 ONE HUNDRED TOWERS LLC
 JP MORGAN ASSET MGT. GLOBAL REAL ASSETS
 REAL ESTATE AMERICAS ATTN: BRIAN OKRENT, CEO
 2029 CENTURY PARK EAST
 SUITE 4150
 LOS ANGELES CA 90067

000127P001-1400S-055
 ONE HUNDRED TOWERS LLC
 ALLEN MATKINS LECK GAMBLE MALLORY & NATSIS LL
 ATTN: ANTON N. NATSIS, ESQ.
 1901 AVENUE OF THE STARS
 SUITE 1800
 LOS ANGELES CA 90067

000013P001-1400S-055
 SOCIAL SECURITY ADMINISTRATION
 OFFICE OF THE GEN. COUNSEL, REGION 3
 300 SPRING GARDEN STREET
 PHILADELPHIA PA 19123

000012P002-1400S-055
 US EPA REG. 3, OFFICE OF REG. COUNSEL
 ATTN: BANKRUPTCY DEPT.
 1650 ARCH STREET
 PHILADELPHIA PA 19103

EXHIBIT 11

Open Road Films, LLC, et al.
USPS Express Mail
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FRANCHISE TAX BOARD
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PO BOX 2952
SACRAMENTO CA 95812