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Debtors in Possession*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: : Chapter 11
 :
SquareTwo Financial Services : Case No. 17-10659 (JLG)
Corporation, et al.,¹ :
 : (Jointly Administered)
Debtors. :
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AMENDED² NOTICE OF HEARING ON CERTAIN FILED MOTIONS AND ORDERS

PLEASE TAKE NOTICE that on March 19, 2017 (the “**Petition Date**”), the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that, on March 21, 2017, the Court held a hearing on various forms of “first day” relief requested by the Debtors and on March 27 and March 28, 2017, entered the following interim orders (the “**Interim First Day Orders**”):

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s federal taxpayer identification number and/or Canadian equivalent are as follows: Astrum Financial, LLC (2265); Autus, LLC (2736); CA Internet Marketing, LLC (7434); CACH, LLC d/b/a Fresh View Funding (6162); CACV of Colorado, LLC (3409); CACV of New Jersey, LLC (3499); Candeo, LLC (2809); CCL Financial Inc. (7548); Collect Air, LLC (7987); Collect America of Canada, LLC (7137); Healthcare Funding Solutions, LLC (2985); Metropolitan Legal Administration Services, Inc. (6811); Orsa, LLC (2864); Preferred Credit Resources Limited (0637); ReFinance America, Ltd. (4359); SquareTwo Financial Canada Corporation (EIN: 1034; BN: 0174); SquareTwo Financial Corporation (1849); and SquareTwo Financial Services Corporation d/b/a Fresh View Solutions (5554). The Debtors’ executive headquarters are located at 6300 South Syracuse Way, Suite 300, Centennial, CO 80111.

² Amendments to the notice are noted herein in bold.

- Interim Order Granting Debtors' Motion for Entry of an Order (I) Approving Postpetition Financing; (II) Authorizing Use of Cash Collateral; (III) Granting Adequate Protection to Prepetition Secured Parties; (IV) Scheduling a Final Hearing; and (V) Granting Related Relief [Docket No. 60] (the "**DIP Order**");
- Interim Order: (A) Authorizing Payment of Local Court Costs and Recording and Garnishment Fees; and (B) Granting Related Relief [Docket No. 61];
- Interim Order Authorizing Payment of Prepetition Canadian General Unsecured Claims in the Ordinary Course of Business and Granting Related Relief [Docket No. 62];
- Interim Order Authorizing: (A) Continued Use of the Debtors' Cash Management System and Procedures; (B) Maintenance and Continued Use of Existing Bank Accounts; (C) Modification of Certain U.S. Trustee Operating Guidelines Relating to Bank Accounts; (D) Modifying the Requirements of Section 345(b) of the Bankruptcy Code on an Interim and Final Basis; and (E) Continuation of Intercompany Transactions and Accordance of Administrative Expense Status to Intercompany Claims [Docket No. 63];
- Interim Order: (A) Authorizing Payment of Certain Sales, Use and Other Taxes, and Regulatory and Other Fees; and (B) Granting Related Relief [Docket No. 64];
- **Interim Order: (A) Authorizing Debtors to Pay (I) Prepetition Employee Wages, Salaries and Other Compensation, (II) Prepetition Employee Business Expenses, and (III) Other Miscellaneous Employee Expenses and Employee Benefits; and (B) Granting Related Relief [Docket No. 80]; and**
- **Interim Order Authorizing Debtors to: (A) Continue Using their Existing Collections System; (B) Employ and Retain Certain Related Law Firms in the Ordinary Course of Business *Nunc Pro Tunc* to the Petition Date; and (C) Granting Related Relief [Docket No. 81].**

PLEASE TAKE FURTHER NOTICE that, on March 19, 2017 and on March 27, 2017, as applicable, the Debtors also filed the following motions (the "**Second Day Motions**"):

- Debtors' Motion for Order: (A) Approving and Authorizing Certain Plan Investor Protections; and (B) Granting Related Relief [Docket No. 17];
- Debtors' Motion for Order Authorizing Rejection of Aircraft Lease with The Huntington National Bank *Nunc Pro Tunc* to the Petition Date and

Granting Related Relief [Docket No. 18];

- Debtors' Motion for Order: (A) Authorizing Debtors to Honor and Pay Certain Prepetition Obligor Refunds; and (B) Granting Related Relief [Docket No. 19];
- Debtors' Motion for Order Authorizing Debtors to Employ and Retain Professionals Used in the Ordinary Course of Business Pursuant to Sections 105(a), 327(e), 328 and 330 of the Bankruptcy Code [Docket No. 69];
- Debtors' Motion for Order: (A) Prohibiting Utility Companies from Altering or Discontinuing Services; (B) Providing Utility Companies with Adequate Assurance of Payment; and (C) Establishing Procedures for Resolving Requests for Additional Assurance of Payment [Docket No. 70];
- Debtors' Motion for an Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Monthly Compensation and Reimbursement of Expenses of Professionals [Docket No. 71];
- Debtors' Application for an Order Authorizing Employment and Retention of Prime Clerk LLC as Administrative Advisor *Nunc Pro Tunc* to the Petition Date [Docket No. 72];
- Debtors' Application Pursuant to 11 U.S.C. §§ 327(a) and 328(a), Fed. R. Bankr. P. 2014(a) and 2016, and Local Rules 2014-1 and 2016-1 for Authority to Employ and Retain Keefe, Bruyette & Woods, Inc. and Miller Buckfire & Co., LLC as Investment Bankers *Nunc Pro Tunc* to the Petition Date [Docket No. 73];
- Debtors' Application to Employ and Retain Thornton Grout Finnigan LLP as Canadian Insolvency Counsel to Debtors and Debtors in Possession Pursuant to Sections 327(a), 328(a) and 1107(b) of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1 Effective *Nunc Pro Tunc* to the Petition Date [Docket No. 74];
- Debtors' Application to Employ and Retain Willkie Farr & Gallagher LLP as Counsel to Debtors and Debtors in Possession Pursuant to Sections 327(a), 328(a) and 1107(b) of the Bankruptcy Code, Bankruptcy Rule 2014 and Local Rule 2014-1 *Nunc Pro Tunc* to the Petition Date [Docket No. 75]; and
- Debtors' Application Pursuant to 11 U.S.C. § 327(a), Fed. R. Bankr. P. 2014(a) and 2016, and Local Rules 2014-1 and 2016-1 for Authority to Employ and Retain Ernst & Young LLP as Tax Advisor *Nunc Pro Tunc* to the Petition Date [Docket No. 76].

PLEASE TAKE FURTHER NOTICE that a hearing (the “**Hearing**”) to consider entry of (i) orders granting the relief provided in the Interim First Day Orders on a final basis (such orders, the “**Final First Day Orders**”) and (ii) orders granting the Second Day Motions (such orders, the “**Second Day Orders**”) has been scheduled for **April 13, 2017 at 2:00 p.m. (prevailing Eastern Time)** before the Honorable James L. Garrity, Jr., United States Bankruptcy Judge, in Courtroom 601 at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004.

PLEASE TAKE FURTHER NOTICE that responses or objections, if any, to entry of the Final First Day Orders on a final basis, and/or the Second Day Orders must be made in writing, state with particularity the grounds therefor, conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, be filed with the Court (with a hard-copy delivered to the Judge’s Chambers), and be served upon: (i) SquareTwo Financial Services Corporation, 6300 South Syracuse Way, Suite 300, Centennial, CO 80111 (Attn: Alan Singer, Esq.); (ii) proposed counsel to the Debtors, Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Matthew A. Feldman, Esq. and Debra C. McElligott, Esq.); (iii) the United States Trustee for Region 2, 201 Varick Street, Suite 1006, New York, NY 10014 (Attn: Susan A. Arbeit, Esq. and Richard C. Morrissey, Esq.); (iv) Foley & Lardner LLP, 321 North Clark Street, Suite 2800, Chicago, IL 60654 (Attn: Michael J. Small, Esq.) and 777 East Wisconsin Avenue, Milwaukee, WI 53202 (Attn: Benjamin F. Ridders, Esq.), as counsel to Resurgent Holdings LLC; (v) Schulte Roth & Zabel LLP, 919 Third Avenue, New York, NY 10002 (Attn: Frederic L. Ragucci, Esq. and Adam C. Harris, Esq.), as counsel to the lenders party to the Debtors’ prepetition first lien financing agreement and counsel to Cerberus Business Finance, LLC, as agent for the Debtors’ prepetition first lien financing agreement and the Debtors’ postpetition credit facility; and (vi) Paul, Weiss, Rifkind, Wharton & Garrison LLP, 1285 Avenue of the Americas, New York, NY 10019 (Attn: Alan W. Kornberg, Esq. and Elizabeth R. McColm, Esq.), as counsel to the lenders party to the Debtors’ prepetition 1.25 lien credit agreement and certain lenders party to the Debtors’ 1.5 lien credit agreement, **so as to be actually received on or before 4:00 p.m. (prevailing Eastern Time): (a) on April 6, 2017 for all Final First Day Orders other than the DIP Order, and (b) on April 7, 2017 solely for the DIP Order** (collectively, the “**Objection Deadline**”).

PLEASE TAKE FURTHER NOTICE that if you wish to be heard with respect to any of the foregoing matters, you must attend the Hearing. The Hearing may be adjourned from time to time in open court.

PLEASE TAKE FURTHER NOTICE that if you would like to receive copies of any of the motions or applications set forth above, (a) you may access such documents online from either the Bankruptcy Court’s electronic case filing system located at www.nysb.uscourts.gov (a PACER password is required) or the website of the Debtors’ claims agent at <http://cases.primeclerk.com/squaretwo>, or (b) you may contact Gabriel Brunswick, Esq. at Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019, or by telephone at (212) 728-8000.

Dated: March 28, 2017
New York, New York

WILLKIE FARR & GALLAGHER LLP
*Proposed Counsel for the Debtors and
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By: /s/ Paul V. Shalhoub

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