

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

TRUE RELIGION APPAREL, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-11460 (CSS)

(Jointly Administered)

**SECOND AMENDED<sup>2</sup> NOTICE OF AGENDA OF MATTERS SCHEDULED  
FOR HEARING ON AUGUST 23, 2017 AT 1:00 P.M. (EASTERN TIME)**

**The hearing will be held at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5th Floor, Courtroom No. 6, Wilmington, Delaware 19801.**

**Any party participating telephonically should make arrangements through CourtCall by telephone (866-582-6878) or facsimile (866-533-2946), no later than 12:00 p.m., one (1) business day before the hearing.**

**RESOLVED MATTERS**

1. **Cooley Retention** – Application of the Official Committee of Unsecured Creditors of True Religion Apparel, Inc., *et al.*, for Entry of an Order Authorizing the Employment and Retention of Cooley LLP as Lead Counsel *Nunc Pro Tunc* to July 12, 2017 [Filed: 7/27/17] (Docket No. 199).

Response Deadline: August 10, 2017 at 4:00 p.m. Eastern Time.

Responses Received: None.

Related Documents:

- a) Certification of No Objection Regarding Docket No. 199 [Filed: 8/11/17] (Docket No. 328).
- b) [Signed] Order Authorizing the Employment and Retention of Cooley LLP as Lead Counsel for the Official Committee of Unsecured Creditors [Filed: 8/18/17] (Docket No. 348).

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<sup>1</sup> The Debtors in these chapter 11 cases and the last four digits of each Debtor's U.S. tax identification number are as follows: TRLG Intermediate Holdings, LLC (3150); True Religion Apparel, Inc. (2633); Guru Denim Inc. (1785); True Religion Sales, LLC (3441); and TRLGGC Services, LLC (8453). The Debtors' headquarters is located at 1888 Rosecrans Avenue, Manhattan Beach, CA 90266.

<sup>2</sup> **Amended items appear in bold.**

Status: The order has been entered. No hearing is necessary.

2. **Province Retention** – Application for Entry for an Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of July 12, 2017 [Filed: 7/28/17] (Docket No. 214).

Response Deadline: August 11, 2017 at 4:00 p.m. Eastern Time.

Responses Received: None.

Related Documents:

- a) Certification of No Objection Regarding Docket No. 214 [Filed: 8/15/17] (Docket No. 334).
- b) [Signed] Order Authorizing and Approving the Employment of Province, Inc. as Financial Advisor to the Official Committee of Unsecured Creditors Effective as of July 12, 2017 [Filed: 8/18/17] (Docket No. 349).

Status: The order has been entered. No hearing is necessary.

### **MATTERS FOR WHICH CNO/COC HAS BEEN FILED**

3. **Exit Facility Motion** – Motion for the Entry of an Order Authorizing the Debtors to (I) Assume Exit Facility Commitment Letter, (II) Pay and Reimburse Related Fees and Expenses, and (III) Indemnify the Parties Thereto [Filed: 7/5/17] (Docket No. 20).

Response Deadline: July 25, 2017 at 4:00 p.m. Eastern Time. Extended to August 14, 2017 for the United States Trustee and the Official Committee of Unsecured Creditors.

Responses Received:

- a) Informal comments from United States Trustee.

Related Documents:

- a) Notice of Hearing on Motion of Debtors for Entry of an Order Authorizing the Debtors to (I) Assume Exit Facility Commitment Letter, (II) Pay and Reimburse Related Fees and Expenses, and (III) Indemnify the Parties Thereto [Filed: 7/7/17] (Docket No. 101).
- b) Certification of Counsel Regarding Revised Proposed Order Authorizing the Debtors to (I) Assume the Exit Facility Commitment Letter, (II) Pay and Reimburse Related Fees and Expenses, and (III) Indemnify the Parties Thereto [Filed: 8/21/17] (Docket No. 354).

- c) [Signed] Order Authorizing the Debtors to (I) Ratify and Implement Exit Facility Commitment Letter, (II) Pay and Reimburse Related Fees and Expenses, and (III) Indemnify the Parties Thereto [Filed: 8/21/17] (Docket No. 357).

Status: The order has been entered. No hearing is necessary.

4. **Second Rejection Motion** – Second Motion for the Entry of an Order Authorizing the Debtors to (A) Reject Certain Unexpired Leases Pursuant to 11 U.S.C. § 365, (B) Abandon Any Remaining Personal Property Located at the Leased Premises Pursuant to 11 U.S.C. § 554; and (C) Fix a Bar Date for Claims of Counterparties [Filed: 7/31/17] (Docket No. 255).

Response Deadline: August 14, 2017 at 4:00 p.m. Eastern Time. Extended to August 16, 2017 at 4:00 p.m. Eastern Time for The Macerich Company and ePlus Group, Inc.

Responses Received: Informal comments from The Macerich Company.

Related Documents:

- a) Certification of Counsel Regarding Revised Proposed Second Order Authorizing the Debtors (A) to Reject Certain Unexpired Leases Pursuant to 11 U.S.C. § 365, (B) Abandon Any Remaining Personal Property Located at the Leased Premises, and (C) Fixing a Bar Date for Claims of Counterparties [Filed: 8/17/17] (Docket No. 342).
- b) [Signed] Second Order Authorizing the Debtors (A) to Reject Certain Unexpired Leases Pursuant to 11 U.S.C. § 365, (B) Abandon Any Remaining Personal Property Located at the Leased Premises, and (C) Fixing a Bar Date for Claims of Counterparties [Filed: 8/21/17] (Docket No. 356).

Status: The order has been entered. No hearing is necessary.

#### **MATTERS GOING FORWARD (INCLUDING INFORMAL COMMENTS)**

5. **PSZ&J Retention** – Application Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Filed: 7/5/17] (Docket No. 49).

Response Deadline: July 25, 2017 at 4:00 p.m. Eastern Time. Extended to July 31, 2017 for the United States Trustee.

Responses Received: Informal comments from the United States Trustee.

Related Documents:

- a) Notice of Hearing on Application Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Filed: 7/7/17] (Docket No. 92).
- b) Supplemental Declaration of Dalibor Snyder in Support of Application Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 for Authorization to Employ and Retain Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Filed: 7/25/17] (Docket No. 185).
- c) **Certification of Counsel Regarding Revised Proposed Order Pursuant to Section 327(a) of the Bankruptcy Code, Rule 2014 of the Federal Rules of Bankruptcy Procedure and Local Rule 2014-1 Authorizing the Employment and Retention of Pachulski Stang Ziehl & Jones LLP as Counsel for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Filed: 8/23/17] (Docket No. 368).**

Status: **This matter is resolved. A revised proposed order has been filed under certification of counsel. The Debtors request entry of the revised proposed order attached to the certification of counsel.**

6. **Rejection Motion** – Motion for the Entry of an Order Authorizing the Debtors to (A) Reject Certain Executory Contracts and Unexpired Leases Pursuant to 11 U.S.C. § 365, (B) Abandon Any Remaining Personal Property Located at the Leased Premises Pursuant to 11 U.S.C. § 554; and (c) Fix a Bar Date for Claims of Counterparties [Filed: 7/5/17] (Docket No. 21).

Pending Objection:

- a) Limited Objection of The Guardian Life Insurance Co. of America to (I) the Debtors' Motion for the Entry of an Order Authorizing the Debtors to (A) Reject Certain Executory Contracts and Unexpired Leases Pursuant to 11 U.S.C. § 365, (B) Abandon Any Remaining Personal Property Located at the Leased Premises Pursuant to 11 U.S.C. § 554, and (C) Fix a Bar Date for Claims of Counterparties, and (II) the Debtors' Motion for an Order Establishing Procedures for (i) the Rejection of Executory Contracts and Unexpired Leases of Nonresidential Real Property, and (ii) the Abandonment of Any Personal Property That Remains on the Premises and Cross Motion for Timely Payment of Administrative Rent, for Application of the Security Deposit Upon Rejection, and for Related Relief [Filed: 7/25/17] (Docket No. 189).

Replies Filed:

- a) Debtors' Reply to the Objection of Guardian Life Insurance Co. and in Support of Motion to Reject Certain Executory Contracts and Unexpired Leases Pursuant to 11. U.S.C. § 365 and Cross Motion for Timely Payment of Administrative Rent, for Application of the Security Deposit Upon Rejection, and for Related Relief [Filed: 8/3/17] (Docket No. 287).

Related Documents:

- a) [Signed] Order Authorizing the Debtors to (A) Reject Certain Executory Contracts and Unexpired Leases Pursuant to 11 U.S.C. § 365, (B) Abandon Any Remaining Personal Property Located at the Leased Premises; and (c) Fixing a Bar Date for Claims of Counterparties [Filed: 8/1/17] (Docket No. 258).

**Status: The limited objection and related cross-motion of The Guardian Life Insurance Co. of America [Docket No. 189] are resolved. The parties will submit a form of order. The balance of the relief requested in the motion was resolved with entry of the Court's order at Docket No. 258.**

7. **AFCO Motion** – Debtors' Motion Requesting the Entry of Order Authorizing the Debtors to Enter Into Postpetition Insurance Premium Financing Agreements [Filed: 8/17/17] (Docket No. 344).

Response Deadline: At the hearing.

Responses Received: None as of the date hereof.

Related Documents:

- a) Motion of Debtors for Order Fixing Hearing Date and Shortening Time Regarding Debtors' Motion Requesting the Entry of Order Authorizing the Debtors to Enter Into a Postpetition Insurance Premium Financing Agreement [Filed: 8/17/17] (Docket No. 345).
- b) [Signed] Order Fixing Hearing Date and Shortening Time Regarding Debtors' Motion Requesting the Entry of Order Authorizing the Debtors to Enter Into a Postpetition Insurance Premium Financing Agreement [Filed: 8/18/17] (Docket No. 346).
- c) Notice of Hearing on Debtors' Motion Requesting<sup>the</sup> Entry of Order Authorizing the Debtors to Enter Into Postpetition Insurance Premium Financing Agreements [Filed: 8/18/17] (Docket No. 351).

Status: This matter will go forward.

8. **Solicitation Motion** – Debtors’ Motion for an Order (I) Approving the Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Including (A) Approving Form and Content of Solicitation Package; (B) Establishing Record Date and Approving Procedures for Distribution of Solicitation Packages; (C) Approving Forms of Ballots; (D) Establishing Voting Deadline for Receipt of Ballots and (E) Approving Procedures for Vote Tabulations; (V) Establishing Deadline and Procedures for Filing Objections to Confirmation of Plan; and (VI) Granting Related Relief [Filed: 7/5/17] (Docket No. 19).

Solicitation Motion Response Deadline: August 14, 2017 at 4:00 p.m. Eastern Time. Extended to August 18, 2017 at 4:00 p.m. Eastern Time for the Official Committee of Unsecured Creditors.

Disclosure Statement Response Deadline: August 14, 2017 at 4:00 p.m. Eastern Time. Extended to August 19, 2017 for the Official Committee of Unsecured Creditors.

Solicitation Order and Cure Notice Response Deadline: August 16, 2017 at 4:00 p.m. Eastern Time.

Responses Received:

- a) Informal comments from the Agents for the First and Second Lien Holders.
- b) Informal comments from Ad Hoc Group of Lenders.
- c) Informal comments from United States Trustee.
- d) Objection of The Macerich Company, The Forbes Company, and The Related Companies to (1) Disclosure Statement for Debtors’ Joint Chapter 11 Plan of Reorganization; (2) Debtors’ Motion for an Order (I) Approving the Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Including (A) Approving Form and Content of Solicitation Package; (B) Establishing Record Date and Approving Procedures for Distribution of Solicitation Packages; (C) Approving Forms of Ballots; (D) Establishing Voting Deadline for Receipt of Ballots and (E) Approving Procedures for Vote Tabulations; (V) Establishing Deadline and Procedures for Filing Objections to Confirmation of Plan; and (VI) Granting Related Relief; and (3) Notice of Filing of (A) Revised Proposed Order Re Motion for Order (I) Approving Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, etc. and (B) Form of Cure Notice [Filed: 8/14/17] (Docket No. 331).
- e) Reservation of Rights of the Official Committee of Unsecured Creditors to Debtors’ Motion for an Order (I) Approving the Disclosure Statement; (II)

Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Including (A) Approving Form and Content of Solicitation Package; (B) Establishing Record Date and Approving Procedures for Distribution of Solicitation Packages; (C) Approving Forms of Ballots; (D) Establishing Voting Deadline for Receipt of Ballots and (E) Approving Procedures for Vote Tabulations; (V) Establishing Deadline and Procedures for Filing Objections to Confirmation of Plan; and (VI) Granting Related Relief [Filed: 8/14/17] (Docket No. 332).

- f) Reservation of Rights of the Official Committee of Unsecured Creditors to Debtors' Motion for an Order (I) Approving the Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Including (A) Approving Form and Content of Solicitation Package; (B) Establishing Record Date and Approving Procedures for Distribution of Solicitation Packages; (C) Approving Forms of Ballots; (D) Establishing Voting Deadline for Receipt of Ballots and (E) Approving Procedures for Vote Tabulations; (V) Establishing Deadline and Procedures for Filing Objections to Confirmation of Plan; and (VI) Granting Related Relief [Filed: 8/16/17] (Docket No. 336).
  
- g) Joinder of Simon Property Group, Inc. Objection of The Macerich Company, The Forbes Company, and The Related Companies to (1) Disclosure Statement for Debtors' Joint Chapter 11 Plan of Reorganization; (2) Debtors' Motion for an Order (I) Approving the Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Including (A) Approving Form and Content of Solicitation Package; (B) Establishing Record Date and Approving Procedures for Distribution of Solicitation Packages; (C) Approving Forms of Ballots; (D) Establishing Voting Deadline for Receipt of Ballots and (E) Approving Procedures for Vote Tabulations; (V) Establishing Deadline and Procedures for Filing Objections to Confirmation of Plan; and (VI) Granting Related Relief; and (3) Notice of Filing of (A) Revised Proposed Order Re Motion for Order (I) Approving Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, etc. and (B) Form of Cure Notice [Filed: 8/16/17] (Docket No. 337).

Related Documents:

- a) Debtors' Joint Chapter 11 Plan of Reorganization [Filed: 7/5/17] (Docket No. 17).
  
- b) Disclosure Statement for Debtors' Joint Chapter 11 Plan of Reorganization [Filed: 7/5/17] (Docket No. 18).

- c) Notice of Hearing on Debtors' Motion for an Order (I) Approving the Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Including (A) Approving Form and Content of Solicitation Package; (B) Establishing Record Date and Approving Procedures for Distribution of Solicitation Packages; (C) Approving Forms of Ballots; (D) Establishing Voting Deadline for Receipt of Ballots and (E) Approving Procedures for Vote Tabulations; (V) Establishing Deadline and Procedures for Filing Objections to Confirmation of Plan; and (VI) Granting Related Relief [Filed: 7/7/17] (Docket No. 89).
- d) Notice of Hearing on Disclosure Statement for Debtors' Joint Chapter 11 Plan of Reorganization [Filed: 7/12/17] (Docket No. 158).
- e) Notice of Adjournment of Disclosure Statement Hearing to August 23, 2017 at 1:00 p.m. (Prevailing Eastern Time) [Filed: 7/28/17] (Docket No. 217).
- f) Notice of Filing of (A) Revised Proposed Order Re Motion for Order (I) Approving Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, etc. and (B) Form of Cure Notice [Filed: 8/2/17] (Docket No. 285).
- g) Debtors' First Amended Joint Chapter 11 Plan of Reorganization [Filed: 8/22/17] (Docket No. 358).
- h) Disclosure Statement for Debtors' First Amended Joint Chapter 11 Plan of Reorganization [Filed: 8/22/17] (Docket No. 359).
- i) Notice of Filing of Blackline Version of Debtors' First Amended Joint Chapter 11 Plan of Reorganization [Filed: 8/22/17] (Docket No. 360).
- j) Notice of Filing of Blackline Version of Debtors' Disclosure Statement for First Amended Joint Chapter 11 Plan of Reorganization [Filed: 8/22/17] (Docket No. 361).
- k) Notice of Filing of (A) Required Loan Documentation Notice; and (B) Blacklines of Revised Proposed Forms of (1) Exhibit A of Solicitation Motion; (2) Exhibit B of Solicitation Motion; (3) Exhibit C of Solicitation Motion; (4) Cure Notice; and (5) Order re Motion for Order (I) Approving Disclosure Statement; (II) Scheduling Confirmation Hearing; (III) Approving Form and Manner of Notice of Confirmation Hearing; (IV) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan, Etc. [Filed: 8/22/17] (Docket No. 362).
- l) **Notice of Filing of Proposed Committee Support Letter in Connection with the Solicitation of the Debtors' First Amended Joint Chapter 11 Plan of Reorganization [Filed: 8/22/17] (Docket No. 364).**



Status: The Debtors have filed a revised Plan, Disclosure Statement and Disclosure Statement Order and related ballots and notices before the hearing which reflect resolution of the Objection of The Macerich Company, The Forbes Company, and The Related Companies, the Joinder of Simon Properties Group, Inc., the Reservations of Right filed by the Official Committee of Unsecured Creditors (the “Committee”) and the informal comments of the United States Trustee and others. The resolution with the Committee reflects an agreement in principle reached for its overall support of the Debtors’ reorganization reached by the Debtors, the ad hoc group of unaffiliated prepetition first and second lien lenders, the Committee and the Debtors’ equity holders and is subject to documentation. This matter will go forward on an uncontested basis.

Dated: August 23, 2017

**PACHULSKI STANG ZIEHL & JONES LLP**

/s/ Laura Davis Jones

Laura Davis Jones (DE Bar No. 2436)

David M. Bertenthal (CA Bar No. 167624)

James E. O’Neill (Bar No. 4042)

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[Proposed] Counsel to the Debtors and Debtors in Possession

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

TRUE RELIGION APPAREL, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 17-11460 (CSS)

(Jointly Administered)

**CERTIFICATE OF SERVICE**

I, Laura Davis Jones, hereby certify that on the 23rd day of August, 2017, I caused a copy of the following document(s) to be served on the individuals on the attached service list(s) in the manner indicated:

**Second Amended Notice of Agenda of Matters Scheduled for Hearing on August 23, 2017 at 1:00 p.m. (Eastern Time)**

*/s/ Laura Davis Jones*

\_\_\_\_\_  
Laura Davis Jones (DE Bar No. 2436)

<sup>1</sup> The Debtors in these chapter 11 cases and the last four digits of each Debtor's U.S. tax identification number are as follows: TRLG Intermediate Holdings, LLC (3150); True Religion Apparel, Inc. (2633); Guru Denim Inc. (1785); True Religion Sales, LLC (3441); and TRLGGC Services, LLC (8453). The Debtors' headquarters is located at 1888 Rosecrans Avenue, Manhattan Beach, CA 90266.

<b>Recipient</b>	<b>Firm/Company</b>	<b>E-mail</b>
<u>Counsel to The Macerich Company, The Forbes Company, and The Related Companies</u> Dustin P. Branch, Esq. Leslie C. Heilman, Esq. Laurel D. Roglen, Esq.	Ballard Spahr LLP	branchd@ballardspahr.com heilmanl@ballardspahr.com roglenl@ballardspahr.com
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AFCO Credit Corp.	AFCO Credit Corp.	sandiego@afco.com
<u>Counsel Simon Property Group, Inc.</u> Ronald M. Tucker, Esq.	Simon Property Group, Inc.	rtucker@simon.com

**True Religion Apparel**

2002 Service List, Email Delivery  
Case No.: 17-11460 (CSS)  
Document No.: 214141  
07 – Overnight Delivery  
02 – Express Mail  
08 – Facsimile  
102 – Email Delivery

*(Counsel to the Debtors)*

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**Overnight Delivery**

*(Second Lien Agent)*

Wilmington Trust, National Association  
50 South Sixth Street, Suite 1290  
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**Overnight Delivery**

*(Debtors)*

Attn: President or General Counsel  
True Religion Apparel, Inc.  
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Manhattan Beach, CA 90266

**Overnight Delivery**

*(Top 30 Unsecured Creditor)*

Leonard Blakesly  
Continental Rosecrans Aviation, LP  
2041 Rosecrans Avenue 200  
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**Overnight Delivery**

*(Top 30 Unsecured Creditor)*  
Import & Export Questions  
US Customs  
1300 Pennsylvania Avenue NW  
Washington, DC 20229

**Overnight Delivery**

*(Top 30 Unsecured Creditor)*  
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Indianapolis, IN 46278

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**Express Mail Delivery**

*(Top 30 Unsecured Creditor)*

President or General Counsel  
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