

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

In re:

BERTUCCI'S HOLDINGS, INC., *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-10894 (MFW)

(Jointly Administered)

**AMENDED<sup>2</sup> NOTICE OF AGENDA OF MATTERS SCHEDULED FOR HEARING ON  
JUNE 5, 2018 AT 11:30 A.M. BEFORE THE HONORABLE MARY F. WALRATH**

**UNCONTESTED MATTERS WITH CERTIFICATE OF NO OBJECTION/  
CERTIFICATION OF COUNSEL:**

1. Application of the Official Committee of Unsecured Creditors For Entry of an Order Authorizing the Employment and Retention of Kelley Drye & Warren LLP as Lead Counsel *Nunc Pro Tunc* to April 27, 2018 [D.I. 217, filed on May 15, 2018]

Response Deadline: May 29, 2018 at 4:00 p.m. (ET)

Responses Received: None

Related Documents:

- A. Certificate of No Objection [D.I. 263, filed on May 30, 2018]
- B. Order Authorizing the Employment and Retention of Kelley Drye & Warren LLP as Lead Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to April 27, 2018 [D.I. 272, entered on May 31, 2018]

Status: On May 31, 2018, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Bertucci's Holdings, Inc. (0243), Bertucci's Holdings, LLC (8034), Bertucci's Corporation (1266), Bertucci's, Inc. (7209), Two Ovens Restaurant Corp. (4922), Bertucci's Restaurant Corp. (4750), Bertucci's of Anne Arundel County, Inc. (4761), Bertucci's of Columbia, Inc. (4758), Bertucci's of Baltimore County, Inc. (9001), Bertucci's of Bel Air, Inc. (4759), and Bertucci's of White Marsh, Inc. (4760). The Debtors' corporate headquarters and the mailing address is 155 Otis Street, Northborough, Massachusetts 01532.

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

2. Application of the Official Committee of Unsecured Creditors for Entry of an Order Authorizing Retention and Employment of Bayard, P.A. as Co-Counsel to the Official Committee of Unsecured Creditors, *Nunc Pro Tunc* to April 27, 2018 [D.I. 218, filed on May 15, 2018]

Response Deadline: May 29, 2018 at 4:00 p.m. (ET)

Responses Received: None

Related Documents:

- A. Certificate of No Objection [D.I. 264, filed on May 30, 2018]
- B. Order Authorizing Employment and Retention of Bayard, P.A. as Co-Counsel to the Official Committee of Unsecured Creditors *Nunc Pro Tunc* to April 27, 2018 [D.I. 273, entered on May 31, 2018]

Status: On May 31, 2018, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

3. Application of the Official Committee of Unsecured Creditors to Employ Protiviti Inc. as Financial Advisor Effective as of April 27, 2018 [D.I. 219, filed on May 15, 2018]

Response Deadline: May 29, 2018 at 4:00 p.m. (ET)

Responses Received: Informal comments from the United States Trustee

Related Documents:

- A. Certification of Counsel [D.I. 266, filed on May 30, 2018]
- B. Order Approving Application of the Official Committee of Unsecured Creditors to Employ Protiviti Inc. as Financial Advisor Effective as of April 27, 2018 [D.I. 274, entered on May 31, 2018]

Status: On May 31, 2018, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

4. Application of the Debtors and Debtors-In-Possession to Approve the Employment and Retention of Schulte Roth & Zabel LLP as Special Corporate Counsel *Nunc Pro Tunc* to the Petition Date Pursuant to Bankruptcy Code Sections 327(e), 328(a) and 1107(b), Bankruptcy Rules 2014(a) and 2016 and Local Rule 2014-1 [D.I. 220, filed on May 15, 2018]

Response Deadline: May 29, 2018 at 4:00 p.m. (ET)

Responses Received: None

Related Documents:

- A. Certificate of No Objection [D.I. 265, filed on May 30, 2018]
- B. Order Authorizing the Application of the Debtors and Debtors-In-Possession to Approve the Employment and Retention of Schulte Roth & Zabel LLP as Special Corporate Counsel *Nunc Pro Tunc* to the Petition Date Pursuant to Bankruptcy Code Sections 327(e), 328(a) and 1107(b), Bankruptcy Rules 2014(a) and 2016 and Local Rule 2014-1 [D.I. 269, entered on May 31, 2018]

Status: On May 31, 2018, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

- 5. Motion of the Official Committee of Unsecured Creditors For an Order Determining That the Committee is Not Required to Provide Access to Confidential or Privileged Information of the Debtors [D.I. 221, filed on May 15, 2018]

Response Deadline: May 29, 2018 at 4:00 p.m. (ET)

Responses Received: None

Related Documents:

- A. Certificate of No Objection [D.I. 267, filed on May 31, 2018]
- B. Order Determining that the Official Committee of Unsecured Creditors is not Required to Provide Access to Confidential Information or Privileged Information of the Debtors [D.I. 275, entered on May 31, 2018]

Status: On May 31, 2018, the Court entered an order granting the relief requested. Accordingly, a hearing regarding this matter is not required.

**CONTESTED MATTER**

- 6. Motion of the Debtors for Entry of an Order (I) Approving Asset Purchase Agreement and Authorizing the Sale of Certain Assets of the Debtors Outside the Ordinary Course of Business, (II) Authorizing the Sale of Assets Free and Clear of All Liens, (III) Authorizing the Assumption and Assignment or Rejection of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief [D.I. 20, filed on April 15, 2018]

Response Deadline: May 30, 2018 at 4:00 p.m. (ET). Extended to May 31, 2018 at 4:00 p.m. (ET) for Snowden Holdings, Inc. Extended to June 1, 2018 at 4:00 p.m. (ET) for Westbrook Village Realty Trust.

Cure/Adequate Assurance Responses Received:

- A. Limited Objection and Reservation of Rights of Levin Management Corporation and Levin Properties, L.P. to Debtors' Possible Assumption of Leases and Cure Costs [D.I. 114, filed on April 27, 2018]
- B. Limited Objection of Landlords, 140 School Street LLC and W/S/M Hingham Properties LLC, to Motion of the Debtors and Debtors-in-Possession for Entry of an Order (A) Approving Bidding Procedures in connection with a Transaction by Public Auction; (B) Scheduling a Hearing to Consider the Transaction; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Contract Procedures; and (E) Granting Related Relief [D.I. 123, filed on April 30, 2018]
- C. Joinder of Costco Wholesale Corporation to Limited Objection of Landlords, Route 140 School Street LLC and W/S/M Hingham Properties LLC, to Motion of the Debtors and Debtors-in-Possession for Entry of an Order (A) Approving Bidding Procedures in connection with a Transaction by Public Auction; (B) Scheduling a Hearing to Consider the Transaction; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Contract Procedures; and (E) Granting Related Relief [D.I. 125, filed on April 30, 2018]
- D. Limited Objection and Reservation of Rights of Levin Management Corporation and Levin Properties, L.P. to Assumption and Cure [D.I. 189, filed on May 10, 2018]
- E. Amended Limited Objection and Reservation of Rights of Levin Management Corporation and Levin Properties, L.P. to Assumption and Cure [D.I. 191, filed on May 11, 2018]
- F. Objection of Somerset Waltham, LLC to Debtors' Notice of Possible Assumption and Proposed Cure Amounts with respect to Executory Contracts or Unexpired Leases Potentially to be Assumed and Assigned in connection with Sale of Debtors' Assets [D.I. 230, filed on May 18, 2018]
- G. Objection of Landlords, Route 140 School Street LLC and W/S/M Hingham Properties LLC, to Debtors' Potential Assumption and Assignment of Leases in connection with Sale of Debtors' Assets [D.I. 239, filed on May 23, 2018]
- H. Objection of PREIT Services, LLC, as Agent for PR Plymouth Meeting Limited Partnership, to Debtors' Proposed Assumption of Lease and Stated Cure Amount [D.I. 240, filed on May 23, 2018]

- I. Objection of 629 Cross Key Limited Liability Company to Notice of Assumption and Cure Amount with Respect to Executory Contracts or Unexpired Leases Potentially to be Assumed and Assigned in connection with Sale of Debtors' Assets [D.I. 247, filed on May 25, 2018]
- J. Objection of Landlord, New Century Associates Group, L.P., to Debtors' Proposed Cure Amount and Assumption and Assignment of Lease [D.I. 250, filed on May 30, 2018]
- K. Objection of The Children's Hospital Corporation to the Potential Assumption and Assignment of Its Expired Lease [D.I. 251, filed on May 30, 2018]
- L. Objection of Costco Wholesale Corporation to Debtors' Proposed Cure Amount [D.I. 252, filed on May 30, 2018]
- M. Frontier Drive Metro Center, LP's Objection to Debtors' Assumption and Assignment of a Scheduled Contract and the Proposed Cure Amount [D.I. 253, filed on May 30, 2018]
- N. Limited Objection and Reservation of Rights of Costa Fruit and Produce Co. to Notice of Assumption and Cure Amount with Respect to Executory Contracts or Unexpired Leases Potentially to be Assumed and Assigned in connection with Sale of Debtors' Assets [D.I. 254, filed on May 30, 2018]
- O. Ecolab, Inc.'s Limited Objection to Debtors' Notice of Assumption and Cure Amount with Respect to Executory Contracts or Unexpired Leases Potentially to be Assumed and Assigned in connection with Sale of Debtors' Assets [D.I. 259, filed on May 30, 2018]
- P. The North River Insurance Company's Limited Objection to Debtors' Notices of Sale, Assumption and Cure [D.I. 260, filed on May 30, 2018]
- Q. Limited Objection of Snowden Holdings, LLC to Debtors' Potential Assumption and Assignment of Unexpired Lease in connection with Sale of Debtors' Assets [D.I. 276, filed on May 31, 2018]
- R. Informal comments received from OWC Retail-Canton LLC
- S. Informal comments received from CLM Realty Trust

- T. Informal comments received from WIN Properties, Inc.
- U. Informal comments received from Simon Property Group
- V. Informal comments received from Westbrook Village Realty Trust
- W. Informal comments received from 793-805 Main Street Realty Trust
- X. Informal comments received from Hing Wah Realty
- Y. Informal comments from Unifirst Corporation

Other Responses

- Z. Limited Objection of the Official Committee of Unsecured Creditors to Motion of the Debtors for Entry of an Order Approving Asset Purchase Agreement and Authorizing the Sale of Certain Assets of the Debtors Outside the Ordinary Course of Business [D.I. 261, filed on May 30, 2018]
- AA. Informal comments from CIT Bank, N.A.

Related Documents:

- BB. Declaration of Brian Connell in Support of the Debtors' Chapter 11 Petitions and First Day Pleadings [D.I. 3, filed on April 15, 2018]
- CC. Notice of Possible Assumption and Proposed Cure Amount with respect to Executory Contracts or Unexpired Leases Potentially to be Assumed and Assigned in connection with Sale of Debtors' Assets [D.I. 111, filed on April 26, 2018]
- DD. Order (A) Approving Bidding Procedures in connection with a Transaction by Public Auction; (B) Scheduling a Hearing to Consider the Transaction; (C) Approving the Form and Manner of Notice Thereof; (D) Approving Contract Procedures; and (E) Granting Related Relief [D.I. 182, entered on May 7, 2018]
- EE. Notice of Sale of Certain Assets at Auction [D.I. 183, filed on May 7, 2018]
- FF. Notice of Assumption and Cure Amount with respect to Executory Contracts or Unexpired Leases Potentially to be Assumed and Assigned in connection with Sale of Debtors' Assets [D.I. 184, filed on May 7, 2018]

- GG. Notice of Filing Proposed Order (I) Approving Asset Purchase Agreement and Authorizing the Sale of Certain Assets of the Debtors Outside the Ordinary Course of Business, (II) Authorizing the Sale of Assets Free and Clear of All Liens, (III) Authorizing the Assumption and Assignment or Rejection of Certain Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief [D.I. 242, filed on May 23, 2018]
- HH. Signature Page of Objection of PREIT Services, LLC, As Agent for PR Plymouth Meeting Limited Partnership, to Debtors' Proposed Lease and Stated Cure Amount [D.I. 243, filed on May 23, 2018]
- II. **Notice of Change of Auction Location [D.I. 281, filed on June 1, 2018]**
- JJ. **Limited Objection Of Federal Realty Investment Trust To Proposed Sale [D.I. 284, filed on June 4, 2018]**
- KK. **Notice of Successful Bidder [D.I. 287, filed on June 4, 2018]**
- LL. **Notice of Successful Bidder Asset Purchase Agreement [D.I. 288, filed on June 4, 2018]**
- MM. **Order (I) Approving Asset Purchase Agreement and Authorizing the Sale of Certain Assets of the Debtors Outside of the Ordinary Course of Business, (II) Authorizing the Sale of Assets Free and Clear of All Liens, (III) Authorizing the Assumption and Assignment or Rejection of Certain Executory Contracts and Unexpired Leases and (IV) Granting Related Relief [D.I. 289, filed on June 4, 2018]**

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**Status: All informal and formal objections have been resolved. This matter is going forward.**

Dated: June 5, 2018  
Wilmington, Delaware

**LANDIS RATH & COBB LLP**



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Adam G. Landis (No. 3407)  
Kerri K. Mumford (No. 4186)  
Kimberly A. Brown (No. 5138)  
Jennifer L. Cree (No. 5919)  
919 Market Street, Suite 1800  
Wilmington, Delaware 19801  
Telephone: (302) 467-4400  
Facsimile: (302) 467-4450  
Email: landis@lrclaw.com  
mumford@lrclaw.com  
brown@lrclaw.com  
cree@lrclaw.com

*Counsel to the Debtors  
and Debtors-In-Possession*