

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

In re:)	
)	Chapter 11
)	
BLUESTEM BRANDS, INC., <i>et al.</i> , ¹)	Case No. 20-10566 (MFW)
)	
Debtors.)	(Joint Administration Requested)
)	

NOTICE OF AGENDA FOR FIRST DAY HEARING

Date and Time of Hearing: MARCH 10, 2020 AT 9:00 A.M. (ET)

Location: UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 5th FLOOR, COURTROOM NO. 4, WILMINGTON, DELAWARE 19801

PETITIONS AND RELATED PLEADINGS

1. Voluntary Chapter 11 Petitions
 - A. Bluestem Brands, Inc. [20-10566]
 - B. Haband Company LLC [20-10567]
 - C. Orchard Brands Sales Agency, LLC [20-10568]
 - D. Blair LLC [20-10569]
 - E. Home Forever LLC [20-10570]
 - F. Gold Violin LLC [20-10571]
 - G. Norm Thompson Outfitters LLC [20-10572]
 - H. Value Showcase LLC [20-10573]
 - I. Northstar Holdings Inc. [20-10574]
 - J. Bluestem Sales, Inc. [20-10575]
 - K. Appleseed’s Holdings, Inc. [20-10576]
 - L. Bluestem Enterprises, Inc. [20-10577]
 - M. Bluestem Fulfillment, Inc. [20-10578]
 - N. Orchard Brands International, Inc. [20-10579]
 - O. Orchard Brands Corporation [20-10580]
 - P. Draper’s & Damon’s LLC [20-10581]

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Bluestem Brands, Inc. (5164); Appleseed’s Holdings, Inc. (9117); Blair LLC (1670); Bluestem Enterprises, Inc. (1237); Bluestem Fulfillment, Inc. (5931); Bluestem Sales, Inc. (1539); Draper’s & Damon’s LLC (2759); Gold Violin LLC (0873); Haband Company LLC (8496); Home Forever LLC (2324); Johnny Appleseed’s, Inc. (5560); Norm Thompson Outfitters LLC (8344); Northstar Holdings Inc. (6823); Orchard Brands Corporation (6322); Orchard Brands International, Inc. (8962); Orchard Brands Sales Agency, LLC (8855); Value Showcase LLC (2920); WinterSilks, LLC (0688). The service address for each of the above Debtors is 7075 Flying Cloud Drive, Eden Prairie, MN 55344.

- Q. Johnny Appleseed's Inc. [20-10582]
- R. WinterSilks, LLC [20-10583]

- 2. Declaration of Thomas L. Fairfield in Support of Chapter 11 Petitions and First Day Motions [D.I. 16]

MATTERS GOING FORWARD

- 3. Debtors' Motion for Entry of an Order (I) Directing the Joint Administration of Chapter 11 Cases and (II) Granting Related Relief [D.I. 2]

Status: This matter will be going forward.

- 4. Debtors' Application for Appointment of Prime Clerk LLC as Claims and Noticing Agent [D.I. 3]

Status: This matter will be going forward.

- 5. Debtors' Motion for Entry of Interim and Final Orders (I) Extending Time to File Schedules and Statements of Financial Affairs, (II) Authorizing the Debtors to File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (III) Authorizing the Debtors to File a Consolidated List of the Debtors' Thirty Largest Unsecured Creditors, (IV) Authorizing the Debtors to Redact Certain Personally Identifiable Information, and (V) Granting Related Relief [D.I. 4]

Status: This matter will be going forward on an interim basis.

- 6. Debtors' Motion for Interim and Final Orders (I) Determining Adequate Assurance of Payment for Future Utility Services, (II) Approving Adequate Assurance Procedures, (III) Prohibiting Utility Companies From Altering, Refusing or Discontinuing Service, and (IV) Granting Related Relief [D.I. 5]

Status: This matter will be going forward on an interim basis.

- 7. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Maintain and Renew Insurance and Surety Bond Programs and (B) Satisfy Certain Obligations Related Thereto and (II) Granting Related Relief [D.I. 6]

Status: This matter will be going forward on an interim basis.

- 8. Debtors' Motion for Entry of Interim and Final Orders (I) Approving Notification and Hearing Procedures for Certain Transfers of and Declarations of Worthlessness With Respect to Common Stock, and (II) Granting Related Relief [D.I. 7]

Status: This matter will going forward on an interim basis.

9. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Continue Performing Under Receivables Program, (II) Modifying the Automatic Stay, and (III) Granting Related Relief [SEALED D.I. 8; REDACTED D.I. 17]

Related Document:

- A. Debtors' Motion for Entry of an Order Authorizing the Debtors to (I) Redact Certain Commercially Sensitive Information in Connection with the Debtors' Receivables Motion and (II) Granting Related Relief [D.I. 9]

Status: This matter will be going forward on an interim basis.

10. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but not Directing the Debtors to Maintain and Administer Their Existing Customer Programs and Honor Certain Prepetition Obligations Related Thereto and (II) Granting Related Relief [D.I. 10]

Status: This matter will be going forward on an interim basis.

11. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Pay Certain Prepetition Claims of Critical Vendors and (II) Granting Related Relief [D.I. 11]

Status: This matter will be going forward on an interim basis.

12. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Satisfy Prepetition Employee Obligations, and (B) Continue Employee Programs, and (II) Granting Related Relief [D.I. 12]

Status: This matter will be going forward on an interim basis.

13. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Prepetition Claims of (A) Lien Claimants, (B) Foreign Vendors, and (C) 503(b)(9) Claimants and (II) Granting Related Relief [D.I. 13]

Status: This matter will be going forward on an interim basis.

14. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but not Directing, the Debtors to Continue to (A) Operate Their Existing Cash Management System, Bank Accounts, and Business Forms, and (B) Perform Intercompany Transactions, (II) Granting Administrative Expense Priority to the Postpetition Intercompany Transactions, (III) Authorizing the Debtors' Banks to Honor All Related Payment Requests, (IV) Waiving the Investment Guidelines of Section 345(b) of the Bankruptcy Code, and (V) Granting Related Relief [D.I. 14]

Status: This matter will be going forward on an interim basis.

15. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status,

(IV) Granting Adequate Protection to the Prepetition Term Loan Lenders, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [D.I. 15]

Related Document:

A. Declaration of David E. Burns in Support of the Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection to the Prepetition Term Loan Lenders, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [D.I. TBD]

Status: This matter will be going forward on an interim basis.

16. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Taxes and Fees and (II) Granting Related Relief [D.I. 37]

Status: This matter will be going forward on an interim basis.

Dated: March 9, 2020
Wilmington, Delaware

/s/ Joseph M. Mulvihill

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