

**AMENDED AGENDA FOR HEARING ON MOTIONS SCHEDULED
FOR JUNE 25, 2018, AT 1:00 P.M. (PREVAILING EASTERN TIME)**

I. CONTESTED MATTERS

1. **“Propco II Sale/Scheduling Motion”** Propco II Debtors' Motion for Entry of an Order (I) Establishing Bidding Procedures for the Sale of the Propco II Assets, (II) Scheduling an Auction and Hearing to Consider the Sale, (III) Approving the Form and Manner of Notice Thereof, (IV) Authorizing Certain Expense Reimbursement Provisions, (V) Establishing an Intercompany Administrative Claims Bar Date, (VI) Scheduling Hearings and Deadlines with Respect to the Propco II Debtors' Disclosure Statement and Plan Confirmation, (VII) Shortening the Objections Periods and Notice Requirements Related Thereto, and (VIII) Granting Related Relief [Docket No. 3381]

Responses Received:

- A. United States Trustee’s Objection to Propco II Debtors' Motion for Entry of an Order (I) Establishing Bidding Procedures for the Sale of the Propco II Assets, (II) Scheduling an Auction and Hearing to Consider the Sale, (III) Approving the Form and Manner of Notice Thereof, (IV) Authorizing Certain Expense Reimbursement Provisions, (V) Establishing an Intercompany Administrative Claims Bar Date, (VI) Scheduling Hearings and Deadlines with Respect to the Propco II Debtors' Disclosure Statement and Plan Confirmation, (VII) Shortening the Objections Periods and Notice Requirements Related Thereto, and (VIII) Granting Related Relief [Docket No. 3468]
- B. Reservation of Rights of the Chubb Companies with Respect to the Propco II Debtors Motion For Entry Of An Order (I) Establishing Bidding Procedures For The Sale Of The Propco II Assets, (II) Scheduling An Auction And Hearing To Consider The Sale, (III) Approving The Form And Manner Of Notice Thereof, (IV) Authorizing Certain Expense Reimbursement Provisions, (V) Establishing An Intercompany Administrative Claims Bar Date, (VI) Scheduling Hearings And Deadlines With Respect To The Propco II Debtors Disclosure Statement And Plan Confirmation, (VII) Shortening The Objection Periods And Notice Requirements Related Thereto, And (VIII) Granting Related Relief [Docket No. 3509]

Related Documents:

- A. Propco II Plan Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Propco II Plan Debtors' Proposed Joint Chapter 11 Plan, (III) Shortening the Period to File Plan Objections and the Notice Requirements Related Thereto, (IV)

Approving the Forms of Ballots and Notices in Connection Therewith, and (V) Granting Related Relief [Docket No. 3384]

- B. Propco II Plan Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement, (II) Approving the Solicitation and Notice Procedures with Respect to Confirmation of the Propco II Plan Debtors' Proposed Joint Chapter 11 Plan, (III) Shortening the Period to File Plan Objections and the Notice Requirements Related Thereto, (IV) Approving the Forms of Ballots and Notices in Connection Therewith, and (V) Granting Related Relief [Docket No. 3385]
- C. Notice of Filing of Revised Proposed Order (I) Establishing Bidding Procedures for the Sale of the Propco II Assets, (II) Scheduling an Auction and Hearing to Consider the Sale, (III) Approving the Form and Manner of Notice Thereof, (IV) Authorizing Certain Expense Reimbursement Provisions, (V) Establishing an Intercompany Administrative Claims Bar Date, (VI) Scheduling Hearings and Deadlines with Respect to the Propco II Debtors' Disclosure Statement and Plan Confirmation, (VII) Shortening the Objections Periods and Notice Requirements Related Thereto, and (VIII) Granting Related Relief [Docket No. 3517]
- D. Propco II Debtors' Reply in Support of Propco II Debtors' Motion for Entry of an Order (I) Establishing Bidding Procedures for the Sale of the Propco II Assets, (II) Scheduling an Auction and Hearing to Consider the Sale, (III) Approving the Form and Manner of Notice Thereof, (IV) Authorizing Certain Expense Reimbursement Provisions, (V) Establishing an Intercompany Administrative Claims Bar Date, (VI) Scheduling Hearings and Deadlines with Respect to the Propco II Debtors' Disclosure Statement and Plan Confirmation, (VII) Shortening the Objections Periods and Notice Requirements Related Thereto, and (VIII) Granting Related Relief [Docket No. 3518]
- E. Declaration of Emilio Amendola in Support of Propco II Debtors' Reply in Support of Propco II Debtors' Motion for Entry of an Order (I) Establishing Bidding Procedures for the Sale of the Propco II Assets, (II) Scheduling an Auction and Hearing to Consider the Sale, (III) Approving the Form and Manner of Notice Thereof, (IV) Authorizing Certain Expense Reimbursement Provisions, (V) Establishing an Intercompany Administrative Claims Bar Date, (VI) Scheduling Hearings and Deadlines with Respect to the Propco II Debtors' Disclosure Statement and Plan Confirmation, (VII) Shortening the Objections Periods and Notice Requirements Related Thereto, and (VIII) Granting Related Relief [Docket No. 3519]

Status: This matter is going forward.

2. “Sale Hearing” Debtors' Motion for Entry of an Order (I) Establishing Bidding Procedures for the Remaining Toys Delaware Real Estate Assets, (II) Approving the Sale of Certain Real Estate Assets, and (III) Granting Related Relief [Docket No. 2787]

Responses Received:

- A. Objection of Brixmor Hall Road LLC to (A) Debtors' Motion for Entry of an Order (I) Establishing Bidding Procedures for the Remaining Toys Delaware Real Estate Assets, (II) Approving the Sale of Certain Real Estate Assets, and (III) Granting Related Relief and (B) Notice of Successful and Backup Bidders with Respect to the Auction of Certain of the Toys Delaware's Real Estate Assets [Docket No. 3467]
- B. Statement and Reservation of Rights of Washington Prime Group Inc. to the Proposed Assumption and Assignment and the Proposed Cure Amount for the Lease Associated with White Oaks Plaza, LLC (Store No. 6003) [Docket No. 3469]
- C. Objection of Washington Prime Group Inc. to the Proposed Assumption and Assignment and the Proposed Cure Amount for the Lease Associated with The Plaza at Buckland Hills (Store No. 7532) [Docket No. 3471]
- D. Limited Objection of DDR Corp., Phillips International Holding Corp., and Regency Centers L.P. to the Notice of Successful and Backup Bidder with Respect to the Auction of Certain of the Toys Delaware's Real Estate Assets [Docket No. 3476]
- E. Objection of BT Hull Street, LLC to (A) Debtors' Proposed Assumption and Assignment of Unexpired Lease Relating to Store No. 6570 and (B) Debtors' Proposed Form of Adequate Assurance of Future Performance by Successful and Backup Bidders [Docket No. 3482]
- F. Objection of Hart Pacific Commons LLC to Proposed Sale, Assumption and Assignment of Lease, and Adequate Assurance of Future Performance [Docket No. 3486]
- G. Objection of 6711 Glen Burnie Retail, LLC to the Debtors' Proposed Assumption and Assignment of Unexpired Lease Relating to Store No. 8350. [Docket No. 3450]
- H. CBL & Associates Management, Inc.'s Objection to (1) Debtors' Proposed Assumption and Assignment of Unexpired Lease Relating to Store No. 6033 and (2) the Debtors' Propose Form of Adequate Assurance of Future Performance of Such Lease by the Designated Successful Bidder [Docket No. 3475]

Related Documents:

- A. Order (I) Establishing Bidding Procedures for the Remaining Real Estate Assets of Toys Delaware and (II) Granting Related Relief [Docket No. 3056]
- B. Non-Auction Sale Notice With Respect to Jersey City [Docket No. 3108]
- C. Amended Notice of Bid Deadline and Potential Sale Hearing [Docket No. 3279]
- D. Notice of Qualified Bidders [Docket No. 3331]
- E. Notice of Successful and Backup Bidders With Respect to the Auction of Certain of the Toys Delaware's Real Estate Assets [Docket No. 3410]
- F. Notice of Filing of Proposed Order (I) Authorizing the Sale of Certain Real Estate Assets Free and Clear of All Interests, (II) Approving the Assumption and Assignment of Leases, (III) Authorizing Entry Into Lease Termination Agreements, and (IV) Granting Related Relief [Docket No. 3464]
- G. Notice of Filing of Revised Proposed Order (I) Authorizing the Sale of Certain Real Estate Assets Free and Clear of All Interests, (II) Approving the Assumption and Assignment of Leases, (III) Authorizing Entry Into Lease Termination Agreements, and (IV) Granting Related Relief [Docket No. 3526]
- H. Declaration of Emilio Amendola in Support of Entry of an Order (I) Authorizing the Sale of Certain Real Estate Assets Free and Clear of All Interests, (II) Approving the Assumption and Assignment of Leases, (III) Authorizing the Entry Into Lease Termination Agreements, and (IV) Granting Related Relief [Docket No. 3529]

Status: This matter is going forward with respect to uncontested Sales only. Outstanding cure objections will be addressed at the next omnibus hearing date on July 19, 2018 consistent with Docket No. 3056. Outstanding Sale objections will be addressed at the next omnibus hearing or such other date as mutually agreed between the Debtor and the objecting party.

- 3. "Cushman Application" Debtors' Application for Entry of an Order Pursuant to Sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Employment and Retention of Cushman & Wakefield U.S., Inc. as Co-Real Estate Advisor *Nunc Pro Tunc* to May 22, 2018 [Docket No. 3323]

Responses Received:

- A. Objection to Debtors' Application for Entry of an Order Pursuant to Sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Employment and Retention of Cushman & Wakefield U.S., Inc. as Co-Real Estate Advisor *Nunc Pro Tunc* to May 22, 2018 [Docket No. 3466]

Related Documents:

- A. Notice of Filing of Revised Proposed Order Pursuant to Sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Employment and Retention of Cushman & Wakefield U.S., Inc. as Co-Real Estate Advisor *Nunc Pro Tunc* to May 22, 2018 [Docket No. 3515]
- B. First Supplemental Declaration of Adam Spies in Support of Debtors' Application for Entry of an Order Pursuant to Sections 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014(a) and 2016 and Local Rules 2014-1 and 2016-1 Authorizing the Employment and Retention of Cushman & Wakefield U.S., Inc. as Co-Real Estate Advisor *Nunc Pro Tunc* to May 22, 2018 [Docket No. 3516]

Status: This matter is going forward.

- 4. "Motion to Expedite" Brea Union Plaza, LLC's Motion for Expedited Hearing on Motion for Stay Pending Appeal of the Supplemental Order (I) Authorizing the Sale of Certain Real Estate Assets Free and Clear of All Interests, (II) Approving the Assumption and Assignment of Leases, and (III) Granting Related Relief [Docket No. 3298]; Certification [Docket No. 3473]

Responses Received:

- A. Debtors' Objection to Brea Union Plaza I LLC's Notice of Motion and Motion for Stay Pending Appeal of the Supplemental Order (I) Authorizing the Sale of Certain Real Estate Assets Free and Clear of All Interests, (II) Approving the Assumption and Assignment of Leases, and (III) Granting Related Relief [Docket No. 3298]; Memorandum of Points and Authorities [Docket No. 3521]

Related Documents:

- A. Declaration of Gayle Aertker in Support of Debtors' Objection to Brea Union Plaza I LLC's Notice of Motion and Motion for Stay Pending Appeal of the Supplemental Order (I) Authorizing the Sale of Certain Real Estate Assets Free and Clear of All Interests, (II) Approving the Assumption and Assignment of Leases, and (III) Granting Related Relief [Docket No. 3298]; Memorandum of Points and Authorities [Docket No. 3530]

Status: This matter is going forward.

5. “Motion for Stay Pending Appeal” Brea Union Plaza, LLC’s Notice of Motion and Motion for Stay Pending Appeal of the Supplemental Order (I) Authorizing the Sale of Certain Real Estate Assets Free and Clear of All Interests, (II) Approving the Assumption and Assignment of Leases, and (III) Granting Related Relief [Docket No. 3298]; Memorandum of Points and Authorities [Docket No. 3472]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

6. “Goldin Application” Application to Employ Goldin Associates, LLC as Financial Advisors *Nunc Pro Tunc* to February 9, 2018 [Docket No. 3266]

Responses Received:

- A. Objection of the United States Trustee to Application of Debtor Wayne Real Estate Parent Company, LLC For Entry of An Order Authorizing the Retention and Employment of Goldin Associates, LLC as Financial Advisor to the Debtor and Debtor In Possession Wayne Real Estate Parent Company, LLC, Effective *Nunc Pro Tunc* to February 9, 2018 [Docket No. 3388]

Related Documents: None

Status: This matter is going forward.

II. UNCONTESTED MATTERS

7. “Removal Extension” Debtors' Motion for Entry of an Order (I) Enlarging the Period Within Which the Debtors May Remove Civil Actions and (II) Granting Related Relief [Docket No. 3318]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

8. “Intercompany Receivables” Debtors' Motion for Entry of an Order (I) Authorizing Certain Debtors to Transfer Intercompany Receivables Related to the Central European Sale and (II) Granting Related Relief [Docket No. 3376]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

9. “IP Amendment” Selling Debtors' Motion for Entry of an Order (I) Amending the U.S. Intellectual Property Bidding Procedures Order to Include International and Private Brands Intellectual Property Assets and Extend the Sale Timeline and (II) Granting Related Relief [Docket No. 3378]

Responses Received: None

Related Documents:

- A. Notice of Filing of Revised Proposed Order (I) Amending the U.S. Intellectual Property Bidding Procedures Order to Include International and Private Brands Intellectual Property Assets and Extend the Sale Timeline and (II) Granting Related Relief [Docket No. 3527]

Status: This matter is going forward.

10. “Asia Sale Motion” Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to Take Any Corporate Action Necessary to Enter Into a Sale and Purchase Agreement Related to the Asia Business, (II) Authorizing the Debtors to Provide Bid Protections in Connection With the Asia Sale and Purchase Agreement, and (III) Granting Related Relief [Docket No. 3379]

Responses Received: None

Related Documents:

- A. Notice of Filing of Revised Proposed Order (I) Authorizing the Debtors to Take Any Corporate Action Necessary to Enter Into a Sale and Purchase Agreement Related to the Asia Business, (II) Authorizing the Debtors to Provide Bid Protections in Connection With the Asia Sale and Purchase Agreement, and (III) Granting Related Relief [Docket No. 3528]

Status: This matter is going forward.

11. “Hirschler Application” Application for Entry of an Order Authorizing Employment and Retention of Hirschler Fleischer, P.C. as Counsel to Elise S. Frejka Effective as of May 29, 2018 [Docket No. 3302]

Responses Received: None

Related Documents:

- A. Certification of No Objection Regarding the Application for Entry of an Order Authorizing Employment and Retention of Hirschler Fleischer, P.C. as Counsel to Elise S. Frejka, Esq. in her Capacity as the Consumer Privacy Ombudsman [Docket No. 3457]

Status: This matter is going forward.

III. ADJOURNED MATTERS

12. “Applications for Compensation” Various Applications for Interim Compensation [Docket Nos. 1859, 1860, 1861, 1862, 1863, 1865, 1866, 1868, 1871, 1873, 1874, 1875, 1883, 1884, 1890, 1894, 1896, 1903, 1916, 1917, 1976, 2329 and 2596]

Responses Received:

- A. Kids II, Inc., Kids II Far East Limited, and Just Play, LLC’s Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2301]
- B. Joinder of MAM USA and MAM Canada to Kids II, Inc. Kids II Far East Limited, and Just Play LLC’s Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2330]
- C. SquareTrade, Inc. JOINDER in Kids II, Inc., Kids II Far East Limited and Just Play, LLC’s Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2362]
- D. Munchkin, Inc.’s JOINDER in Kids II, Inc., Kids II Far East Limited and Just Play, LLC’s Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2363]
- E. Funrise, Inc. (USA)’s Notice of Joinder in Kids II, Inc., Kids II Far East Limited, and Just Play, LLC’s Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2394]
- F. ShopperTrak RCT Corporation’s Joinder in Kids II, Kids II Far East Limited, and Just Play, LLC’s Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2406]
- G. Joinder of the Artsana Companies to Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2474]
- H. Joinder of The Step2 Holding Company, LLC, The Step2 Company, LLC, Step2 Direct, Step2 Discovery, and Backyard Discovery to Kids II, Inc., Kids II Far East Limited, and Just Play, LLC’s Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2554]
- I. Joinder by Kent International Inc., USA Helmet Sub Kent Intl, Inc., and Kazam, LLC to Kids II, Inc., Kids II Far East Limited, and Just Play, LLC’s Omnibus Objection to Interim Applications for Compensation and Reimbursement of Expenses [Docket No. 2569]

Related Documents:

- A. Agreed Order Authorizing Payment on an Interim Basis of Certain Professional Fees [Docket No. 2925]

Status: This matter is being adjourned to the omnibus hearing scheduled for July 19, 2018 at 1:00 p.m.

13. “Motion to Compel Assumption” Motion to Compel Assumption or Rejection of Security Guard Service Agreement [Docket No. 1944]

Responses Received: None

Related Documents: None

Status: This matter is being adjourned to the omnibus hearing scheduled for July 19, 2018 at 1:00 p.m.

14. “Impact 503(b)(9)” Motion of Impact International, Inc. for Allowance and to Direct Immediate Payment of Administrative Expense Claim Pursuant to 11 U.S.C. § 503(b)(9) [Docket No. 2298]

Responses Received: None

Related Documents: None

Status: This matter is being adjourned to the omnibus hearing scheduled for July 19, 2018 at 1:00 p.m.

15. “Kitex Motion for Relief” Motion of Kitex USA LLC for Relief from the Automatic Stay to Terminate Open Orders and Allow Sale of Toys "R" Us Private Label Merchandise [Docket No. 3026]

Responses Received: None

Related Documents: None

Status: This matter is being adjourned to the omnibus hearing scheduled for July 19, 2018 at 1:00 p.m.

IV. UNCONTESTED AFFILIATE MATTERS

16. “Kirkland Application” Propco I Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Kirkland & Ellis LLP and Kirkland & Ellis International LLP as Attorneys for the Propco I Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date [Case No. 18-31429; Docket No. 129]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

17. “Prime Clerk Notice Application” Propco I Debtors' Application for Entry of an Order (I) Authorizing Propco I Debtors to Employ and Retain Prime Clerk LLC as Claims and Noticing Agent, Effective *Nunc Pro Tunc* to the Petition Date and (II) Granting Related Relief [Case No. 18-31429; Docket No. 130]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

18. “Prime Clerk Advisor Application” Propco I Debtors' Application an Order Authorizing the Employment and Retention of Prime Clerk LLC as Administrative Advisor *Nunc Pro Tunc* to the Petition Date [Case No. 18-31429; Docket No. 131]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

19. “Alvarez Application” Propco I Debtors' Application to Employ and Retain Alvarez & Marsal North America, LLC as Restructuring Advisors to the Propco I Debtors and Debtors in Possession Pursuant to Sections 327(A) and 328 of the Bankruptcy Code Effective *Nunc Pro Tunc* to the Petition Date [Case No. 18-31429; Docket No. 132]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

20. “Kutak Application” Propco I Debtors’ Application for Entry of an Order Authorizing the Retention and Employment of Kutak Rock LLP as Co-Counsel for the Propco I Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date [Case No. 18-31429; Docket No. 133]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

21. “Interim Comp Motion” Propco I Debtors' Motion for Entry of an Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief [Case No. 18-31429; Docket No. 140]

Responses Received: None

Related Documents:

- A. Notice of Filing of Revised Proposed Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief [Docket No. 238]

Status: This matter is going forward.

22. “Motion to Extend Assumption/Rejection Deadline” Propco I Debtors' Motion for Entry of an Order Extending the Time Within Which the Propco I Debtors Must Assume or Reject Unexpired Leases of Nonresidential Real Property [Case No. 18-31429; Docket No. 195]

Responses Received:

- A. Landlord Dan Floit's Opposition Propco I Debtors' Motion for Entry of An Order Extending The Time Within Which The Propco I Debtors Must Assume Or Reject Unexpired Leases Of Nonresidential Real Property [Docket No. 234]

Related Documents:

- A. Propco I Debtors' Reply to Landlord Dan Floit's Opposition Propco I Debtors' Motion for Entry of an Order Extending the Time Within Which the Propco I Debtors Must Assume or Reject Unexpired Leases of Nonresidential Real Property [Docket No. 240]

Status: This matter is going forward.

23. “Removal Period Extension” Propco I Debtors' Motion for Entry of an Order (I) Enlarging the Period Within Which the Propco I Debtors May Remove Civil Actions and (II) Granting Related Relief [Case No. 18-31429; Docket No. 200]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

24. “Klehr Harrison Application” Application of the Propco I Debtors for Entry of an Order Authorizing the Retention and Employment of Klehr Harrison Harvey Branzburg, LLP

as Attorneys for the Propco I Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date [Case No. 18-31429; Docket No. 157]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

25. “Crowley Application” Application of the Propco I Debtors for Entry of an Order Authorizing the Retention and Employment of Crowley, Liberatore, Ryan & Brogan, P.C. as Co-Counsel for the Propco I Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date [Case No. 18-31429; Docket No. 158]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

26. “Goldin Application” Application of the Propco I Debtors for Entry of an Order Authorizing the Retention and Employment of Goldin Associates, LLC as Financial Advisors to the Propco I Debtors and Debtors in Possession Effective *Nunc Pro Tunc* to the Petition Date [Case No. 18-31429; Docket No. 160]

Responses Received: None

Related Documents: None

Status: This matter is going forward.

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Richmond, Virginia
Dated: June 25, 2018

/s/ Peter J. Barrett

KUTAK ROCK LLP

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