

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

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In re:)	Chapter 11	
)		
TZEW HOLDCO LLC, <i>et al.</i> , ¹)	Case No. 20-10910 (CSS)	
)		
Debtors.)	(Jointly Administered)	
)		

**NOTICE OF AGENDA FOR TELEPHONIC HEARING SCHEDULED FOR
MAY 26, 2020 AT 3:00 P.M. (PREVAILING EASTERN TIME), BEFORE THE
HONORABLE CHRISTOPHER S. SONTCHI BANKRUPTCY JUDGE, AT THE
UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE,
LOCATED AT 824 NORTH MARKET STREET, 5th FLOOR, COURTROOM NO. 6,
WILMINGTON, DELAWARE 19801**

**ANY PARTY WISHING TO PARTICIPATE IN THE HEARING
MUST APPEAR THROUGH BOTH COURTCALL AND ZOOM.**

**TO APPEAR BY VIDEO CONFERENCE VIA ZOOM,
PARTIES SHOULD USE THE FOLLOWING INSTRUCTIONS:**

Join Zoom Hearing: <https://www.zoomgov.com/j/1609918924>

Meeting ID: 160 991 8924

**TO APPEAR TELEPHONICALLY VIA COURTCALL, PARTIES MUST MAKE PRIOR
ARRANGEMENTS WITH COURTCALL BY
TELEPHONE (866-582-6878) OR FACSIMILE (866-533-2946)**

ADJOURNED MATTER:

1. Debtors’ Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to Section 364 of the Bankruptcy Code; (II) Authorizing the Debtors to Use Cash Collateral; (III) Granting Liens and

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Apex Parks Group, LLC (5579); Apex Real Property Holdings, LLC (1013); Speedzone Beverage Company, LLC (2339); Speedzone Holdings, LLC (7913); Speedzone Management, LLC (2937); TZEW Holdco LLC (0252); and TZEW Intermediate Corp. (1058). The location of the Debtors’ service address in these chapter 11 cases is: 3405 Michelson Drive, Irvine, CA 92612.



Superpriority Administrative Expense Claims; (IV) Granting Adequate Protection to the Prepetition Lenders; (V) Modifying the Automatic Stay; (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Filed: 4/13/20] ([Docket No. 26](#)).

Response Deadline: April 30, 2020, at 4:00 p.m. ET (extended until May 4, 2020 at 4:00 p.m. for Okaloosa County, Florida and until May 5, 2020 at 4:00 p.m. for the Official Committee of Unsecured Creditors)

Responses Received: None as of the date of this Notice of Agenda.

Related Documents:

- a. [Signed] Interim Order (I) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to Section 364 of the Bankruptcy Code; (II) Authorizing the Debtors to Use Cash Collateral; (III) Granting Liens and Superpriority Administrative Expense Claims; (IV) Granting Adequate Protection to the Prepetition Lenders; (V) Modifying the Automatic Stay; (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Filed: 4/14/20] ([Docket No. 59](#)).
- b. Notice of Entry of Interim Order and Final Hearing Regarding Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to Section 364 of the Bankruptcy Code; (II) Authorizing the Debtors to Use Cash Collateral; (III) Granting Liens and Superpriority Administrative Expense Claims; (IV) Granting Adequate Protection to the Prepetition Lenders; (V) Modifying the Automatic Stay; (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Filed: 4/15/20] ([Docket No. 76](#)).
- c. Re-Notice of Final Hearing Regarding Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Secured Financing Pursuant to Section 364 of the Bankruptcy Code; (II) Authorizing the Debtors to Use Cash Collateral; (III) Granting Liens and Superpriority Administrative Expense Claims; (IV) Granting Adequate Protection to the Prepetition Lenders; (V) Modifying the Automatic Stay; (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Filed: 5/8/20] ([Docket No. 206](#)).

Status: The Debtors' first amendment to their request for postpetition financing is scheduled to be heard at this hearing on an interim basis. A final hearing on all pending postpetition financing motions will be scheduled at a date to be provided by the Court.

MATTERS GOING FORWARD:

2. Debtors' Motion Seeking Entry of Orders (I)(A) Approving Bidding Procedures, (B) Scheduling an Auction and Sale Hearing, (C) Approving the Form and Manner of Notice Thereof, (D) Establishing Procedures for the Assumption and Assignment of Contracts and Leases, (II)(A) Approving Asset Purchase Agreement Among the Debtors and the Purchaser, (B) Approving Sale of Substantially All Assets Free and Clear of All Liens,

Claims, Encumbrances and Other Interests Pursuant to Bankruptcy Code Sections 105, 363(b), (f) and (m), (C) Approving Assumption, Assignment and Sale of Certain Executory Contracts and Unexpired Leases Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Bankruptcy Code Sections 363 and 365, and (D) Determining the Amounts Necessary to Cure Such Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [Filed: 4/13/20] ([Docket No. 27](#)).

Response Deadline: May 7, 2020, at 5:00 p.m. ET

Responses Received:

- a. Objection and Reservation of Rights of Puente Castleton LLC to Debtors' Motion Seeking Entry of Orders (I)(A) Approving Bidding Procedures, (B) Scheduling an Auction and Sale Hearing, (C) Approving the Form and Manner of Notice Thereof, (D) Establishing Procedures for the Assumption, Assignment and Sale of Contracts and Leases, (II)(A) Approving Asset Purchase Agreement Among the Debtors and the Purchaser, (B) Approving Sale of Substantially all Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Bankruptcy Code Sections 105, 363(b), (f) and (m), (C) Approving Assumption, Assignment and Sale of Certain Executory Contracts and Unexpired Leases Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Bankruptcy Code Sections 363 and 365, and (D) Determining the Amounts Necessary to Cure Such Executory Contracts and Unexpired Leases, and (III) Granting Related Relief [Filed: 5/11/20] ([Docket No. 215](#)).

Adequate Assurance Objection Deadline: May 8, 2020, at 4:00 p.m. ET

Adequate Assurance Objections:

- a. Objection of BK of Destin, Inc. to Adequate Assurance and Reservation of Rights [Filed: 5/8/20] ([Docket No. 207](#)).
- b. Huish Landlords Objection to Adequate Assurance of Future Performance and Reservation of Rights [Filed: 5/12/20] ([Docket No. 219](#)).

Cure Objection Deadline: May 4, 2020, at 4:00 p.m. ET

Supplemental Cure Objection Deadline: May 8, 2020, at 4:00 p.m. ET

Cure Objections:

- a. Broadspire Services, Inc.'s Objection to Proposed Cure Amounts Presented in Debtors' Notice to Contract Parties [Filed: 5/4/20] ([Docket No. 144](#)).
- b. Objection and Reservation of Rights of Certain Landlords Concerning Notice to Contract Parties to Potentially Assumed, Assigned and Sold Executory Contracts and Unexpired Leases [Filed: 5/4/20] ([Docket No. 145](#)).

- c. Limited Objection of the Krausz Companies, Inc. to Debtors' Notice to Contract Parties to Potentially Assumed, Assigned and Sold Executory Contracts and Unexpired Leases [Filed: 5/4/20] ([Docket No. 146](#)).
- d. Objection of BK of Destin, Inc. to Cure Amount [Filed: 5/4/20] ([Docket No. 148](#)).
- e. Broadspire Services, Inc.'s Supplemental Objection to Debtors' Notice to Contract Parties Regarding Adequate Assurance of Future Performance [Filed: 5/7/20] ([Docket No. 201](#)).

Related Documents:

- a. [Proposed] Order Approving Asset Purchase Agreement Among the Debtors and the Purchaser, (II) Approving Sale of Substantially all Assets Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Bankruptcy Code Sections 105, 363(b), (f) and (m), (III) Approving Assumption, Assignment and Sale of Certain Executory Contracts and Unexpired Leases Free and Clear of All Liens, Claims, Encumbrances and Other Interests Pursuant to Bankruptcy Code Sections 363 and 365, and (IV) Determining the Amounts Necessary to Cure Such Executory Contracts and Unexpired Leases, and (V) Granting Related Relief [Filed:4/13/20] ([Docket No. 27, Exhibit B](#)).
- b. [Signed] Order (A) Approving Bidding Procedures, (B) Scheduling an Auction and a Sale Hearing, (C) Approving the Form and Manner of Notice Thereof, (D) Establishing Notice and Procedures for the Assumption Assignment and Sale of Contracts and Leases, and (E) Granting Related Relief [Filed: 4/25/20] ([Docket No. 115](#)).
- c. Notice to Contract Parties to Potentially Assumed, Assigned and Sold Executory Contracts and Unexpired Leases [Filed: 4/27/20] ([Docket No. 117](#)).
- d. Notice of Sale By Auction and Sale Hearing [Filed: 4/27/20] ([Docket No. 118](#)).
- e. Supplemental Notice to Contract Parties to Potentially Assumed, Assigned and Sold Executory Contracts and Unexpired Leases [Filed: 4/30/20] ([Docket No. 130](#)).
- f. Notice of Successful Bidder [Filed: 5/12/20] ([Docket No. 221](#)).
- g. Notice of First and Second Amendment to Asset Purchase Agreement [Filed: 5/21/20] ([Docket No. 245](#)).

Status: This matter will go forward.

- 3. Debtors' Motion Seeking Interim and Final Approval of First Amendment to Debtors' Postpetition Secured Financing Pursuant to Sections 105(a), 363, and 364 of the Bankruptcy Code [Filed: 5/19/20] ([Docket No. 240](#)).

Response Deadline: None.

Responses Received: None as of the date of this Notice of Agenda.

Related Documents:

- a. [Proposed] Interim Order Approving First Amendment to Debtors' Postpetition Secured Financing [Filed: 5/19/20] ([Docket No. 240, Exhibit 1](#)).
- b. Notice of Debtors' Motion Seeking Interim and Final Approval of First Amendment to Debtors' Postpetition Secured Financing Pursuant to Sections 105(a), 363, and 364 of the Bankruptcy Code [Filed: 5/19/20] ([Docket No. 240](#)).

Status: This matter will go forward with respect to an interim order.

Dated: May 21, 2020

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Timothy P. Cairns

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