

In re:)
) Chapter 11
CBC Restaurant Corp., et al.,) Case No. 23-10245 (KBO)
) (Jointly Administered)
Debtors.)
) **Hearing Date: TBD**
) **Re: D.I. 289, 469, 511**

JOINDER OF GARFIELD I, LLC IN SUPPLEMENTAL OBJECTION OF WESTFIELD, LLC AND ITS LANDLORD AFFILIATES TO THE PROPOSED ASSUMPTION AND ASSIGNMENT OF WESTFIELD LEASES PURSUANT TO THE ASSUMPTION AND ASSIGNMENT PROCEDURES AND NOTICE OF SELECTION OF PROPOSED STALKING HORSE PURCHASER (CORBAK ACQUISITION LLC) AND FILING OF PROPOSED STALKING HORSE ASSET PURCHASE AGREEMENT

Garfield I, LLC (“Garfield” or “Landlord”), by and through its undersigned counsel, hereby joins in (the “Joinder”) the *Supplemental Objection of Westfield, LLC and Its Landlord Affiliates* (“Westfield”) to Debtors’ Motion for Entry of Orders (I)(A) Approving Bidding Procedures for the Sale of all or Substantially all of the Debtors’ Assets, etc. [D.I. 289] (the “Motion”) and Notice of Selection of Proposed Stalking Horse Purchaser (Corbak Acquisition LLC) and Filing of Proposed Stalking Horse Asset Purchase Agreement, [D.I. 469] (the “Supplemental Objection”).

In support of its Joinder, Garfield shows as follows:

BACKGROUND

1. Garfield is the landlord on a non-residential lease agreement with the Debtors for a Corner Bakery location in Hinsdale, Illinois (the “Hinsdale Lease”).¹
2. On May 22, 2023, Garfield filed its *Limited Objection of Garfield I, LLC to Schedule of Cure Amounts*. [D.I. 488]. It therein reserved its rights with regard to, *inter alia*, objecting to adequate assurance issues.
3. On May 19, 2023, the Debtors filed the *Notice of Selection of Proposed Stalking Horse Purchaser (Corbak Acquisition LLC) and Filing of Proposed Stalking Horse Asset Purchase Agreement*. [D.I. 469].

¹ A copy of the Hinsdale Lease is available from undersigned counsel up to any hearing relating to this Objection.



assurance information to the Landlords (the "Adequate Assurance Letter").

5. On May 23, 2023, Westfield filed its supplemental objection. D.I. 511.

JOINDER

6. Landlord hereby joins in, ratifies, and adopts as if it were its own, except as to any factual differences that real solely to the Hinsdale Lease, Westfield's Supplemental Objection as overall timing limitations to be imposed upon lease designation rights and the need for the provision of further, more meaningful adequate assurance information relating to the Bidder, and also including the joinders contained in Westfield's Supplemental Objection.

7. The Landlord reserves its right to supplement this Joinder and to make such other and further objections as it may deem necessary or appropriate, including, but not limited to, any proposed Sale Order.

WHEREFORE, the Landlord respectfully request that the Court enter an order: (i) sustaining this Joinder to Supplemental Objection; (ii) approving the Sale order and the assumption and assignment of the Hinsdale Lease only if consistent with this Joinder to Supplemental Objection, and (iii) granting the Landlord such other and further relief as this Court deems just and proper.

Date: May 25, 2023
Wilmington, DE

SULLIVAN HAZELTINE ALLINSON LLC

/s/ E.E. Allinson, III

Elihu E. Allinson, III (No. 3746)
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and

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Michael P. O'Neil
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Attorneys for Garfield I, LLC

CERTIFICATE OF SERVICE

I, Elihu E. Allinson, III, hereby certify that on the 25th day of May 2023, a copy of the *Joinder of Garfield I, LLC in Supplemental Objection of Westfield, LLC and Its Landlord Affiliates to the Proposed Assumption and Assignment of Westfield Leases Pursuant to the Assumption and Assignment Procedures and Notice of Selection of Proposed Stalking Horse Purchaser (Corbak Acquisition LLC) and Filing of Proposed Stalking Horse Asset Purchase Agreement* was electronically filed and served via CM/ECF on all parties requesting electronic notification in this case in accordance with Del. Bankr. L.R. 9036-1(b) and on the parties listed below via Electronic Mail:

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| <p><u>Proposed Counsel for the Debtors:</u></p> <p>Mette H. Kurth Culhane Meadows PLLC 3411 Silverside Road Baynard Building, Suite 104-13 Wilmington, DE 19810</p> <p>Lynnette R Warman Culhane Meadows PLLC 100 Crescent Ct., Suite 700 Dallas, TX 75201</p> <p><u>U.S. Trustee:</u></p> <p>Linda J. Casey Office of United States Trustee 844 King Street, Suite 2207, Lockbox 35 Wilmington, DE 19801</p> <p><u>Counsel to SSCP:</u></p> <p>Holland N. O'Neil</p> <p>Mark C. Moore</p> <p>Tim Mohan</p> <p>Foley & Lardner LLP</p> <p>2021 McKinney Avenue, Suite 1600</p> <p>Dallas, TX 75201</p> | <p><u>Counsel to the Official Committee of Unsecured Creditors:</u></p> <p>Jason M. Torf</p> <p>Thomas R. Fawkes</p> <p>Tucker Ellis LLP 233 S. Wacker Dr., Suite 6950 Chicago, IL 60606-9997</p> <p>Thomas R. Fawkes Tucker Ellis LLP 233 South Wacker Drive, Suite 6950 Chicago, IL 60606</p> <p>Christopher M. Samis Potter Anderson & Corroon LLP 1313 N. Market Street, 6th Floor Wilmington, DE 19801</p> |
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May 25, 2023

/s/ E.E. Allinson III

Elihu E. Allinson, III