

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

In re:

ARCTIC SENTINEL, INC. [f/k/a Fuhu, Inc.],
et al.,¹

Debtors.

Chapter 11

Case No. 15-12465 (CSS)

(Jointly Administered)

Re: Docket No. 479

**ORDER (1) FIXING BAR DATE FOR THE FILING OF PROOFS OF CLAIM,
INCLUDING CLAIMS ARISING UNDER SECTION 503(b)(9) OF THE BANKRUPTCY
CODE, (2) FIXING BAR DATE FOR THE FILING OF PROOFS OF CLAIM BY
GOVERNMENTAL UNITS, (3) DESIGNATING FORM AND
MANNER OF NOTICE THEREOF, AND (4) GRANTING RELATED RELIEF**

Arctic Sentinel, Inc. f/k/a Fuhu, Inc., *et al.*, (the “Debtors”), the above-captioned debtors and debtors in possession, having moved (the “Motion”)² for the entry of an order, pursuant to Sections 501, 502(b)(9), and 503 of Title 11 of the United States Code (the “Bankruptcy Code”) and Rules 2002 (a)(7) and 3003 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) (i) fixing a bar date for the filing of proofs of claim, including claims arising under Section 503(b)(9) of the Bankruptcy Code, (ii) fixing a bar date for the filing of proofs of claim by governmental units, as defined in Section 101(27) of the Bankruptcy Code, and (iii) designating the form and manner of notice thereof; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. §§ 1408 and 1409; and adequate notice of

¹ The Debtors, together with the last four digits of each Debtor’s tax identification number, are: Arctic Sentinel, Inc. [f/k/a Fuhu, Inc.] (7896); Arctic Sentinel Holdings, Inc. [f/k/a Fuhu Holdings, Inc.] (9761); Arctic Sentinel Direct, Inc. [f/k/a Fuhu Direct, Inc.] (2180); and Sentinel Arctic, Inc. [f/k/a Nabi, Inc.] (4119). The location of the Debtors’ headquarters and service address is 1700 E. Walnut Ave., Suite 500, El Segundo, CA 90245.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.



the Motion having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. All claims, as defined in Section 101(5) of the Bankruptcy Code, arising prior to the Petition Date for the applicable Debtor, including claims arising under Section 503(b)(9) of the Bankruptcy Code, any claims against the Debtors' estates based on the Debtors' primary, secondary, direct, indirect, fixed, secured, unsecured, contingent, guaranteed, disputed, undisputed, liquidated, unliquidated, matured, unmatured, legal or equitable liability, or otherwise (each a "Claim"), except as otherwise provided for or specifically excepted herein, shall be filed with Kurtzman Carson Consultants, LLC (the "Claims Agent"), at the office of the Claims Agent as set forth in the Bar Date Notice in writing, identifying the particular Debtor against which the claim is asserted, together with supporting documentation, substantially conforming with Official Bankruptcy Form 410, or as otherwise prescribed or authorized under the Bankruptcy Rules, so that the proof of Claim is **actually received** by the Claims Agent on or before **4:00 p.m. prevailing Pacific time on June 28, 2016** (the "Claims Bar Date").
3. All governmental units (which shall include all entities defined as such in Section 101(27) of the Bankruptcy Code, including any such entities that hold a Claim arising from prepetition tax years or periods or prepetition transactions to which a Debtor was a party) holding or wishing to assert Claims against the Debtors arising before the Petition Date for the applicable Debtor, are required to file a proof of Claim on account of any claim such governmental unit holds or wishes to assert against the Debtors, so that the proof of Claim is

actually received by the Claims Agent on or before **4:00 p.m. prevailing Pacific Time on June 28, 2016** (the “Governmental Unit Bar Date”).

4. The following claims are *excepted* from the provisions of this Order and are not required to be filed on or before the Claims Bar Date or the Governmental Unit Bar Date, unless otherwise ordered by the Court:

a. claims already duly filed with the Claims Agent or with the Clerk of the Bankruptcy Court, where such claim is filed in writing, together with supporting documentation, substantially conforming with Official Bankruptcy Form 410 or as otherwise prescribed or authorized under the Bankruptcy Rules;

b. claims listed in the Debtors’ schedules of assets and liabilities and statement of financial affairs [D.I. 238, 240, 242, 244] (the “Schedules”), if and only if (i) the claimant does not dispute the amount, nature, and priority of its claim as designated in the Schedules, (ii) such claim is not designated in the Schedules as “contingent,” “unliquidated,” “subject to adjustment,” “disputed,” or “unknown” (or assigned a zero amount), and (iii) such claimant does not dispute that its claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;

c. claims arising on or after the Petition Date for the applicable Debtor; and

d. claims arising prior to the Petition Date for the applicable Debtor that have already been paid, including claims paid pursuant to a first-day order, claims paid upon the cure of defaults under an executory contract or unexpired lease, and claims paid in connection with the sale of substantially all of the Debtors’ assets.

5. The holder of any proof of Claim required to be filed pursuant to the provisions of this Order and not filed on or before the Claims Bar Date or the Governmental Unit Bar Date, as

applicable, shall be forever barred and prohibited from assertion of such Claim against the Debtors, the Debtors' estates, and any successor to the Debtors under a confirmed plan of reorganization and/or liquidation or structured dismissal or otherwise (the "Plan"), and the holder of such Claim shall be forever barred and prohibited from voting on any Plan filed in these Chapter 11 cases or participating in any distribution in these cases including, but not limited to, any distribution under a confirmed Plan and in a subsequent Chapter 7 liquidation of the Debtors' estates.

6. In the event a claim listed in the Debtors' Schedules is altered as a result of any amendment to the Schedules, the holder of such altered claim shall be permitted to file proof of such Claim until the later of (i) the Claims Bar Date, or (ii) twenty-one (21) days after the Debtors provide notice of the amended Schedules to the holder of the altered claim.

7. The following procedures shall apply to the filing of any claim under Section 503(b)(9) of the Bankruptcy Code ("503(b)(9) Claims Procedures"):

a. 503(b)(9) Claimants must use the Claim Form, attached to the Bar Date Notice as Exhibit 1, to indicate that a 503(b)(9) Claim is being asserted. As set forth in the Claim Form, each 503(b)(9) Claim against the Debtors must include: (i) the amount of the 503(b)(9) Claim; (ii) the particular Debtor against which the 503(b)(9) Claim is asserted; (iii) the date of delivery of the goods that the 503(b)(9) Claimant contends the Debtor received within 20 days before the Petition Date; (iv) documentation, including invoices, receipts, bills of lading, and the like, identifying the particular goods for which the 503(b)(9) Claim is being asserted; (v) an identification of which goods (if any) were subject to a demand for reclamation asserted under Section 546 of the Bankruptcy Code; and (vi) documentation or other evidence that the goods with respect to which the

503(b)(9) Claim is being filed were sold to the Debtor in the ordinary course of the Debtor's business;

b. All of the required information shall be sent to the Claims Agent, substantially in the form of the Claim Form, **so as to be received** on or before the Claims Bar Date;

c. Nothing in these 503(b)(9) Claims Procedures shall affect the rights and remedies and/or defenses of the Debtors, claimants, or any other party in interest with regard to avoidance of any claim or obligation; and it is further

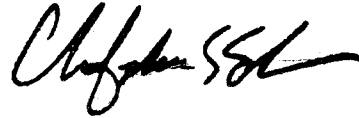
8. In accordance with Bankruptcy Rule 2002, the Debtors are hereby authorized to cause notice of the Claims Bar Date in a form substantially of that annexed to the Motion as Exhibit A, which form is hereby approved, to be given by first-class mail, postage prepaid or by e-mail, as applicable, on or before April 29, 2016, upon (i) all known creditors, (ii) all parties listed on the Debtors' master mailing matrix; (iii) all entities having filed a notice of appearance and demand for papers; and (iv) the Office of the United States Trustee.

9. The Debtors are hereby authorized to cause notice of Claims Bar Date and the Governmental Unit Bar Date, in a form substantially of that annexed to the Motion as Exhibit B, to be published in the national edition of the USA Today or a similar paper of national circulation.

10. The Claims Agent shall prominently display the Claims Bar Date and shall post the Bar Date Notice on its website at: <http://www.kccllc.net/fuhu>.

11. This Court shall retain jurisdiction to interpret, implement, and enforce the terms and provisions of this Order.

Dated: April 25, 2016



Honorable Christopher S. Sontchi
United States Bankruptcy Judge