

PLEASE CAREFULLY REVIEW THE EXHIBIT ATTACHED TO THIS NOTICE TO DETERMINE WHETHER THIS NOTICE AFFECTS YOUR CLAIM

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

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In re: :
: Chapter 11
ARCTIC SENTINEL, INC. [f/k/a Fuhu, Inc.], :
: Case No. 15-12465 (CSS)
et al.,¹ :
: (Jointly Administered)
Debtors. :
: **Response Deadline: June 23, 2020 at 4:00 p.m. ET**
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EIGHTH NOTICE OF SATISFACTION OF CLAIMS

Anthony M. Saccullo, in his capacity as trustee (the “Liquidating Trustee”) of the Liquidating Trust (as defined below), by and through his undersigned attorneys, hereby files this notice (the “Notice”), identifying claims against Arctic Sentinel, Inc. (f/k/a Fuhu, Inc.) (the “Debtor” and together with its affiliated debtors, collectively, the “Debtors”) that have been satisfied in full (the “Satisfied Claims” and each a “Satisfied Claim”). A list of the Satisfied Claims is attached hereto as **Exhibit A**.

BACKGROUND

A. General Background

1. On December 7, 2015, with respect to Debtors, Arctic Sentinel, Inc. [f/k/a Fuhu, Inc.] and Arctic Sentinel Holdings, Inc. [f/k/a Fuhu Holdings, Inc.], and on December 11, 2015,

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).



with respect to Debtors Arctic Sentinel Direct, Inc. [f/k/a Fuhu Direct, Inc.] and Sentinel Arctic, Inc. [f/k/a Nabi, Inc.] (collectively, the “Petition Date”), each debtor filed a voluntary petition with this Court for relief under chapter 11 of the Bankruptcy Code.

2. On January 9, 2016, the Debtors filed their schedules of assets and liabilities (as they may be amended, the “Schedules”) [D.I. 238, 240, 242, 244].

B. The Bar Date

3. On April 25, 2016, the Court entered an order (the “Bar Date Order”) [D.I. 531] establishing, among other things, June 28, 2016 at 4:00 p.m. (Pacific Time) (the “Bar Date”) as the deadline to file proofs of claim against the Debtors (each a “Proof of Claim,” and, collectively, the “Proofs of Claim”). The Bar Date applied to claims arising prior to the Petition Date, including claims arising under section 503(b)(9) of the Bankruptcy Code, as well as all claims filed by governmental units (including all entities defined as such in section 101(27) of the Bankruptcy Code).

4. Pursuant to the Bar Date Order, Kurtzman Carson Consultants LLC (“KCC”), the court-appointed claims and noticing agent for the Debtors, mailed notice of the Bar Date (the “Bar Date Notice”) to parties in interest. The Debtors also provided notice of the Bar Date to potential creditors by publishing the Bar Date Notice in *USA Today*. The Debtors’ mailing and publishing of the Bar Date Notice in a newspaper of national circulation provided potential creditors with adequate and sufficient notice of the Bar Date.

5. In addition, bar dates for administrative claims and for claims arising from the rejection of executory contracts or unexpired leases pursuant to the Plan (defined below) were approved in the Confirmation Order (defined below). Creditors were advised of such dates in the *Notice of (I) Entry of Order Confirming the First Amended Plan of Liquidation of the Debtors*

Pursuant to Chapter 11 of the Bankruptcy Code, (II) Effective Date of the Plan, and (III) Bar Dates for Certain Administrative Claims, Professional Fee Claims and Rejection Damage Claims [D.I. 958].

6. As of the date hereof, approximately 200 Proofs of Claim have been filed in these chapter 11 cases.

C. The Plan and Establishment of the Liquidating Trust

7. On November 30, 2016, the Court entered an order (the “Confirmation Order”) [D.I. 892] confirming the *First Amended Plan of Liquidation of the Debtors Pursuant to Chapter 11 of the Bankruptcy Code*, dated October 3, 2016 (the “Plan”) [D.I. 859]. The Plan became effective on January 25, 2017 (the “Effective Date”).

8. Article V.B of the Plan provides for the creation of a trust (the “Liquidating Trust”) established for the benefit of the Beneficiaries.² The Plan also provides for the appointment of the Liquidating Trustee to administer the Liquidating Trust, liquidate the Liquidating Trust Assets and investigate, prosecute, settle, abandon or compromise any Causes of Action. *See* Plan, Article VI.C. The Liquidating Trust Agreement provides that the Liquidating Trust is established for, among other purposes, objecting to Claims. *See* Liquidating Trust Agreement, § 2.1(e) [D.I. 868]. Article VI.C of the Plan provides that the Liquidating Trustee has the right to object to Disputed Claims and prosecute, settle, compromise, withdraw or resolve in any manner approved by the Bankruptcy Court such objections.

² Capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Plan.

9. Pursuant to the Plan, the Liquidating Trustee has (i) 365 days after the Effective Date or (ii) such other period for objecting to Claims as may be fixed by an order of the Bankruptcy Court. Currently, the deadline to object to Claims is September 21, 2020. *See* D.I. 1432.

D. The Claims Resolution Process

10. In the ordinary course of business, the Debtors maintained books and records that reflected, among other things, the Debtors' liabilities and the amounts thereof owed to their creditors. The Liquidating Trustee and his professionals are reviewing and reconciling the Proofs of Claim with the Debtors' books and records, as well as the Debtors' Schedules and other documents filed in the bankruptcy cases.

E. The Satisfied Claims

11. The Liquidating Trustee has reviewed the Satisfied Claims listed on Exhibit A and determined that each Satisfied Claim is no longer valid because each such Satisfied Claim has already been satisfied in full, as described in detail on Exhibit A.

12. Each Claimant is not entitled to recover twice for the same claim. If the Satisfied Claims were to be allowed as filed, the result would be duplicative claims and improper recoveries by claimants.

13. To wit, the Plan provides that "Any Claim that has been paid or satisfied . . . may be adjusted or expunged on the Claims Register at the direction of the Debtors or the Liquidating Trustee, as applicable, without an objection filed and without further notice to or action, order, or approval of the Bankruptcy Court." Plan, § V.L.6. Accordingly, the Liquidating Trustee files this Notice in an abundance of caution to indicate that he intends to have KCC designate the Satisfied Claims listed on Exhibit A on the Claims Register as having been previously satisfied.

RESPONSE PROCEDURES

14. This Notice is being served on all parties listed on **Exhibit A**, so that such parties are provided an opportunity to object to the Liquidating Trustee's position that the Satisfied Claims have been satisfied.

15. By this Notice, the Liquidating Trustee requests that any party disputing that a Satisfied Claim has been satisfied file a written response (a "Response") with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and serve such Response on counsel to the Liquidating Trustee (Ballard Spahr, LLP, Attn.: Leslie Heilman, Esq., 919 N. Market St., 11th Floor, Wilmington, Delaware 19801, heilmanl@ballardspahr.com), by no later than **June 23, 2020 at 4:00 p.m. (prevailing Eastern time)** (the "Response Deadline"). The Liquidating Trustee and his representatives will review any Response received and will work with any party filing a Response to determine whether any obligation remains outstanding. In the event that the parties are unable to reach a resolution, a hearing will be held on the matter, at a date and time to be separately noticed by the Liquidating Trustee.

16. If a claimant whose claim is listed as a Satisfied Claim fails to file a Response by the Response Deadline, such claim shall be deemed satisfied, and KCC shall update the Claims Register as set forth herein without further order of the Court.

Dated: June 9, 2020
Wilmington, Delaware

Respectfully submitted,

/s/ Laurel D. Roglen

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Counsel For The Liquidating Trustee

Exhibit A
Satisfied Claims

<u>Claimant Name</u>	<u>Claimant Address</u>	<u>Claim or Schedule Number</u>	<u>Debtor</u>	<u>Claim Nature</u>	<u>Claim Amount</u> <i>(either Current or Pending or Scheduled)</i>	<u>Reason for Satisfaction</u>
BRYAN CAVE LLP	211 N. BROADWAY, SUITE 3600 ST. LOUIS, MO 63102	123	Fuhu, Inc.	Secured	\$36,106.17	Upon information and belief and after reasonable investigation, this is a zero-amount claim asserting a security interest in a \$36,106.17 retainer in claimant's possession and was satisfied by order approving the Final Fee Application authorizing Bryan Cave to apply the retainer.

<u>Claimant Name</u>	<u>Claimant Address</u>	<u>Claim or Schedule Number</u>	<u>Debtor</u>	<u>Claim Nature</u>	<u>Claim Amount</u> <i>(either Current or Pending or Scheduled)</i>	<u>Reason for Satisfaction</u>
CANON FINANCIAL SERVICES, INC.	5600 BROKEN SOUND BLVD. BOCA RATON, FL 33487	300042	Fuhu, Inc.	Secured	\$7,333.18	Scheduled Claim was satisfied and superseded by filed claim (Claim No. 16 - Expunged as "Satisfied" per the First Notice of Satisfaction [DI 1117])
NEW YORK STATE DEPARTMENT OF TAXATION AND FINANCE	BANKRUPTCY SECTION P.O. BOX 5300 ALBANY, NY 12205-0300	104	Fuhu, Inc.	Priority Unsecured	\$38,740.24	Upon information and belief, and after reasonable investigation, this claim is believed to have been satisfied post-petition by the filing of the Debtors' sales tax returns on or about September, 2016 and certain post-petition payments made in September and November, 2016, respectively. The scheduled clam has also been satisfied

<u>Claimant Name</u>	<u>Claimant Address</u>	<u>Claim or Schedule Number</u>	<u>Debtor</u>	<u>Claim Nature</u>	<u>Claim Amount</u> <i>(either Current or Pending or Scheduled)</i>	<u>Reason for Satisfaction</u>
						and superseded by filed claim (Claim 104).
DEPARTMENT OF THE TREASURY – INTERNAL REVENUE SERVICE	P.O. BOX 7346 PHILADELPHIA, PA 19101-7346 31 HOPKINS PLAZA, RM 1150 BALTIMORE, MD 21201	34	Fuhu Direct, Inc.	General Unsecured	\$0.00	Upon information and belief, and after reasonable investigation, this „zero amount“ claim is believed to have been satisfied post-petition by the filing of the Debtors’ Form 1120 tax return on or about October, 2016 showing no income for the period in question.

<u>Claimant Name</u>	<u>Claimant Address</u>	<u>Claim or Schedule Number</u>	<u>Debtor</u>	<u>Claim Nature</u>	<u>Claim Amount</u> <i>(either Current or Pending or Scheduled)</i>	<u>Reason for Satisfaction</u>
DEPARTMENT OF THE TREASURY – INTERNAL REVENUE SERVICE	P.O. BOX 7346 PHILADELPHIA, PA 19101-7346 31 HOPKINS PLAZA, RM 1150 BALTIMORE, MD 21201	35	Nabi, Inc.	General Unsecured	\$0.00	Upon information and belief, and after reasonable investigation, this claim is believed to have been satisfied post-petition by the filing of the Debtors' Form 1120 tax return on or about October, 2016 showing no income for the period in question.

<u>Claimant Name</u>	<u>Claimant Address</u>	<u>Claim or Schedule Number</u>	<u>Debtor</u>	<u>Claim Nature</u>	<u>Claim Amount (either Current or Pending or Scheduled)</u>	<u>Reason for Satisfaction</u>
DEPARTMENT OF THE TREASURY – INTERNAL REVENUE SERVICE	P.O. BOX 7346 PHILADELPHIA, PA 19101-7346 31 HOPKINS PLAZA, RM 1150 BALTIMORE, MD 21201	197	Fuhu, Inc.	General Unsecured	\$0.00	Upon information and belief, and after reasonable investigation, this „zero amount“ claim is believed to have been satisfied post-petition by the filing of the Debtors‘ Form 1120 tax return on or about October, 2016 showing no income for the period in question.
WELLS FARGO FINANCIAL LEASING	2700 S. PRICE ROAD, 3RD FLOOR CHANDLER, AZ 85286	300050	Fuhu, Inc.	Secured	\$1,038.45	Scheduled claim was satisfied and superseded by filed claim (Claim 41 previously expunged as duplicate of Claim 94 [see D.I. 1151]).