

BID DEADLINE DATE AND TIME:
AUCTION DATE AND TIME:
SALE OBJECTION DEADLINE DATE AND TIME:
SALE HEARING DATE AND TIME:

July 22, 2019 at 5:00 p.m. (Prevailing Eastern Time)
July 24, 2019 at 9:00 a.m. (Prevailing Eastern Time)
July 24, 2019 at 10:59 a.m. (Prevailing Eastern Time)
July 24, 2019 at 11:00 a.m. (Prevailing Eastern Time)

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*Counsel for the Debtor and
Debtor in Possession*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF NEW YORK

-----X	:	
In re:	:	Chapter 11
	:	
HERB PHILIPSON'S ARMY AND NAVY	:	
STORES INC.,	:	
	:	Case No. 18-61376 (DD)
Debtor. ¹	:	
	:	
-----X	:	

**NOTICE OF AUCTION AND HEARING TO CONSIDER
APPROVAL OF THE SALE OF SUBSTANTIALLY ALL OF THE DEBTOR'S ASSETS**

¹ The last four digits of the Debtor's federal tax identification number are 4814.



NOTICE IS HEREBY GIVEN, as follows:

1. On July 2, 2019, Herb Philipson's Army and Navy Stores Inc., the above captioned debtor and debtor in possession (the "Debtor"), filed a motion (the "Motion") which in pertinent part (the "Bidding Procedures Motion") sought entry of an order (the "Bidding Procedures Order"), pursuant to sections 105, 363, and 365 of title 11 of the United States Code (the "Bankruptcy Code") and Rules 2002(a)(2) and 6004 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"): (i) approving the proposed Bidding Procedures² and the schedule to be used in connection with the proposed sale of the Acquired Assets, free and clear of all liens, claims and encumbrances, security interests and other interests, to the Successful Bidder that submits the highest and/or best offer for the Acquired Assets; (ii) scheduling an Auction and a Sale Hearing to approve the Sale of the Acquired Assets; and (iii) approving the form and manner of the notice of the Auction and Sale Hearing.³

2. A copy of each of the Motion, the Bidding Procedures, and the Bidding Procedures Order may be obtained by: (i) accessing the Debtor's claims and noticing agent's website at <https://www.kccllc.net/herbphilipsons>; (ii) accessing the website for United State Bankruptcy Court for the Northern District of New York's (the "Bankruptcy Court") at www.nynb.uscourts.gov (password required); (iii) going in person to the Office of the Clerk of the Bankruptcy Court at the Alexander Pirnie Courthouse and Federal Building, 10 Broad Street,

² Capitalized terms used herein, but not otherwise defined, shall have the meanings ascribed to them in the Motion.

³ Concurrently with the filing of the Motion, the Debtor has filed the *Debtor's Ex Parte Motion For Entry of an Order Shortening the Notice Period With Respect to Debtor's Emergency Motion For: (I) Entry of an Order (A) Approving Bidding Procedures For The Sale of Substantially all Of the Debtor's Assets, (B) Scheduling an Auction and a Sale Hearing Related Thereto, and (C) Approving the Form of Notice of the Auction and Sale Hearing; And (II) an Order (A) Approving Such Sale Free and Clear of Liens, Claims, Encumbrances and Other Interests, (B) Authorizing the Assumption and Assignment of Certain Executory Contracts And Unexpired Leases in Connection with the Sale, and (C) Granting Related Relief*, through which the Debtor, among other things, requested the Bankruptcy Court hold a hearing to consider the Motion on shortened notice on July 10, 2019 at 9:30 a.m. (Prevailing Eastern Time).

Room 236, Utica, New York 13501; or (iv) contacting Michael D. Hamersky, Esq. of Griffin Hamersky LLP, counsel to the Debtor, at 420 Lexington Avenue, Suite 400, New York, NY 10170, by telephone at (646) 998-5578 or by electronic mail to mhamersky@griffinlegal.com.

3. As set forth in the Bidding Procedures, the sale of the Acquired Assets is subject to the highest and/or best offer for all or a portion of the Acquired Assets and Bankruptcy Court approval.

4. All interested parties are invited to make competing offers for all or a portion of the Acquired Assets in accordance with the terms of the Bidding Procedures and Bidding Procedures Order. The deadline to submit competing offers (the “Bid Deadline”) is **July 22, 2019 at 5:00 p.m. (Prevailing Eastern Time)**. Pursuant to the Bidding Procedures Order, if more than one Qualified Bid is received, the Debtor may conduct an auction (the “Auction”) for the sale of the Acquired Assets at the Alexander Pirnie Courthouse and Federal Building, 10 Broad Street, Room 106, Utica, New York 13501, on **July 24, 2019 at 9:00 a.m. (Prevailing Eastern Time)**.

5. The Bidding Procedures Order further provides that a Sale Hearing will be held on **July 24, 2019 at 11:00 a.m. (Prevailing Eastern Time)** before the Honorable Diane Davis, United States Bankruptcy Judge, at the United States Bankruptcy Court, Alexander Pirnie Courthouse and Federal Building, 10 Broad Street, Room 236, Utica, New York 13501.

6. At the Sale Hearing, the Debtor will request that the Bankruptcy Court enter an order, among other things, approving the highest and best bid for the Acquired Assets, to the Successful Bidder, pursuant to which the Debtor will transfer all of the Acquired Assets. In addition, the Debtor shall request that the Bankruptcy Court provide that the transfer of the Acquired Assets be (i) free and clear of all liens, claims and interests, except as expressly assumed by Buyer, and (ii) exempt from any stamp tax or similar tax. All rights of contract counter-parties

to object to the sale, assumption and/or assignment of executory contracts and unexpired leases are expressly reserved in accordance with the Bidding Procedures Order.

7. At the Sale Hearing, the Bankruptcy Court may enter such orders as it deems appropriate under applicable law and as required by the circumstances and equities of this Chapter 11 Case. Objections, if any, to the Sale Motion must be made in writing, must state with particularity the reasons for the objection or response, and must be filed with the Clerk of the Bankruptcy Court, with copies delivered to the Bankruptcy Court and received by the Chambers of the Honorable Diane Davis, United States Bankruptcy Judge, United States Bankruptcy Court, Alexander Pirnie Courthouse and Federal Building, 10 Broad Street, Room 236, Utica, New York 13501, must conform to the Bankruptcy Rules and the Local Rules of the Bankruptcy Court, must set forth the name of the objecting party, the nature and basis of the objection and the specific grounds therefore and must be served upon: (i) counsel to the Debtor, Griffin Hamersky LLP, Attn: Scott A. Griffin, Esq. and Michael D. Hamersky, Esq., 420 Lexington Avenue, Suite 400 New York, New York 10170 (ii) counsel to the Creditors' Committee, Lowenstein Sandler LLP, Attn: Eric Chafetz, Esq. and Jeffrey Cohen, Esq., 1251 Avenue of the Americas, New York, New York 10020; (iii) the U.S. Trustee, Attn: Guy Van Baalen, Esq. and Erin Champion, Esq., 10 Broad Street, Room 105 Utica, New York 13501; (iv) counsel to Crossroads, Locke Lord LLP, Attn: Ira S. Greene, Esq. and Michael B. Kind, Esq., Brookfield Place, 200 Vesey Street, 20th Floor, New York, New York 10281; and (v) counsel to the Philipsons, Hodgson Russ, LLP, Attn: Richard L. Weisz, Esq., 677 Broadway, Suite 301, Albany, New York 12207, so as to be actually received by **July 24, 2019 at 10:59 a.m. (Prevailing Eastern Time)**.

8. Requests for information concerning the sale of the Acquired Assets should be directed by written or telephonic request to: Michael D. Hamersky, Esq. of Griffin Hamersky LLP,

counsel to the Debtor, at 420 Lexington Avenue, Suite 400, New York, NY 10170, by telephone at (646) 998-5578 or by electronic mail to mhamersky@griffinlegal.com.

Dated: July 10, 2019
New York, New York

GRIFFIN HAMERSKY LLP

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