

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: X
: Chapter 11
:
SEQUENTIAL BRANDS GROUP, INC., *et* : Case No. 21-11194 (JTD)
*al.*¹ :
: (Jointly Administered)
Debtors. :
: Ref. Docket No. 283
X

**CERTIFICATION OF NO OBJECTION REGARDING DEBTORS' MOTION
FOR ENTRY OF AN ORDER AUTHORIZING THE DEBTORS TO (I) REJECT
1407 BROADWAY OFFICE LEASE AND (II) ABANDON ANY PERSONAL
PROPERTY THAT REMAINS AT THE PREMISES**

The undersigned hereby certifies that:

1. On November 5, 2021, the above-captioned debtors and debtors in possession (the “Debtors”) filed the *Debtors' Motion for Entry of an Order Authorizing the Debtors to (I) Reject 1407 Broadway Office Lease and (II) Abandon any Personal Property that Remains at the Premises* [Docket No. 283] (the “Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”).
2. Pursuant to the notice of Motion, responses were due to be filed on, or prior to, November 24, 2021, at 4:00 p.m. (ET) (the “Objection Deadline”).

¹ The Debtors, along with the last four digits of each Debtor's tax identification number, are: Sequential Brands Group, Inc. (2789), SQBG, Inc. (9546), Sequential Licensing, Inc. (7108), William Rast Licensing, LLC (4304), Heeling Sports Limited (0479), Brand Matter, LLC (1258), SBG FM, LLC (8013), Galaxy Brands LLC (9583), The Basketball Marketing Company, Inc. (7003), American Sporting Goods Corporation (1696), LNT Brands LLC (3923), Joe's Holdings LLC (3085), Gaiam Brand Holdco, LLC (1581), Gaiam Americas, Inc. (8894), SBG-Gaiam Holdings, LLC (8923), SBG Universe Brands, LLC (4322), and GBT Promotions LLC (7003). The Debtors' corporate headquarters and the mailing address for each Debtor is 105 E. 34th Street, #249, New York, NY 10016.

3. The undersigned certifies that the Bankruptcy Court's docket has been reviewed in this case and no answer, objection or other responsive pleading to the Motion appears thereon.

4. Accordingly, the Debtors respectfully request entry of the Proposed Order attached hereto as **Exhibit 1** at the Bankruptcy Court's convenience.

Dated: November 29, 2021

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/s/ Timothy P. Cairns

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Counsel to the Debtors and Debtors in Possession

EXHIBIT 1

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<p>In re:</p> <p>SEQUENTIAL BRANDS GROUP, INC., <i>et al.</i>,</p> <p style="text-align: center;">Debtors.¹</p>	<p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p> <p>:</p>	<p>Chapter 11</p> <p>Case No. 21-11194 (JTD)</p> <p>Jointly Administered</p> <p>Ref. Docket No. 283</p>
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**ORDER AUTHORIZING THE DEBTORS TO
(I) REJECT THE 1407 BROADWAY OFFICE LEASE AND
(II) ABANDON ANY PERSONAL PROPERTY THAT REMAINS AT THE PREMISES**

This Court has considered the *Debtors’ Motion for Entry of an Order Authorizing the Debtors to (I) Reject the 1407 Broadway Office Lease and (II) Abandon any Personal Property that Remains at the Premises* (the “Motion”)², the First Day Declaration, and the statements of counsel and the evidence adduced with respect to the Motion at any hearing before this Court (the “Hearing”). This Court has found that (i) this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409, (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b) and (iv) notice of the Motion and the Hearing was sufficient under the circumstances. After due deliberation, this Court has determined that (i) the relief requested in the Motion is in the best interests of the Debtors, their estates and their creditors; (ii) the Debtors have exercised reasonable business

¹ The Debtors, along with the last four digits of each Debtor’s tax identification number, are: Sequential Brands Group, Inc. (2789), SQBG, Inc. (9546), Sequential Licensing, Inc. (7108), William Rast Licensing, LLC (4304), Heeling Sports Limited (0479), Brand Matter, LLC (1258), SBG FM, LLC (8013), Galaxy Brands LLC (9583), The Basketball Marketing Company, Inc. (7003), American Sporting Goods Corporation (1696), LNT Brands LLC (3923), Joe’s Holdings LLC (3085), Gaiam Brand Holdco, LLC (1581), Gaiam Americas, Inc. (8894), SBG-Gaiam Holdings, LLC (8923), SBG Universe Brands, LLC (4322), and GBT Promotions LLC (7003). The Debtors’ corporate headquarters and the mailing address for each Debtor is 1407 Broadway, 38th Floor, New York, NY 10018.

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

judgment in determining that the 1407 Broadway Office Lease should be rejected pursuant to section 365 of the Bankruptcy Code; and (iii) good and sufficient cause having been shown;

ACCORDINGLY, IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. Pursuant to section 365(a) of the Bankruptcy Code and Bankruptcy Rules 6006 and 6007, the 1407 Broadway Office Lease is rejected as of the Surrender Date.
3. Pursuant to section 554(a) of the Bankruptcy Code, the Remaining Property located at the Premises as of the Surrender Date is hereby abandoned, with such abandonment being effective as of the Surrender Date.
4. All objections and responses to the Motion that have not been overruled, withdrawn, waived, settled, continued, or resolved, and all reservations of rights included therein, are hereby overruled and denied.
5. Notice of the Motion was fair and equitable under the circumstances and complied in all respects with section 102(1) of the Bankruptcy Code and Bankruptcy Rules 2002 and 6006. Service of the Motion is sufficient notice of the abandonment of any Remaining Property.
6. Within two business days after entry of this Order, the Debtors will serve this Order on the Landlord.
7. The Landlord must file a claim under section 502 of the Bankruptcy Code or other claim in connection with the 1407 Broadway Office Lease or the rejection, breach or termination of such 1407 Broadway Office Lease in accordance with the Bar Date Order. The failure to file a timely claim shall forever prohibit the Landlord from receiving any distribution on account of such claims from the Debtors' estate or otherwise.
8. Notwithstanding the relief granted herein and any actions taken hereunder, nothing in this Order shall be deemed or construed to be: (a) an admission as to the validity of any claim against the Debtors, (b) a waiver of the Debtors' or any appropriate party-in-interest's

rights to dispute the amount of, basis for, or validity of any claim, (c) a promise or requirement to pay any particular claim; (d) a waiver of the Debtors' or any other party-in-interest's rights under the Bankruptcy Code or any other applicable nonbankruptcy law, (e) an implication or admission that any particular claim is of a type specified or defined in this Motion or any order granting the relief requested by this Motion, (f) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code, or (g) a concession by the Debtor or any other party in interest that any liens (contractual, common law, statutory, or otherwise) satisfied pursuant to this Motion are valid and the Debtor and all other parties in interest expressly reserve their rights to contest the extent, validity, or perfection, or to seek avoidance of all such liens.

9. Notwithstanding any provision in the Bankruptcy Rules to the contrary: (a) this Order shall be effective immediately and enforceable upon its entry; (b) the Debtors are not subject to any stay in the implementation, enforcement or realization of the relief granted in this Order; and (c) the Debtors are authorized and empowered, and may in their discretion and without further delay, take any action necessary or appropriate to implement this Order.

10. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

11. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation and/or interpretation of this Order.