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PROPOSED ATTORNEYS FOR DEBTOR

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re: § Chapter 11
§
TPP ACQUISITION, INC. d/b/a The § Case No. 16-33437-hdh-11
Picture People, §
§
Debtor. §

**AMENDED REQUEST FOR EMERGENCY
CONSIDERATION OF CERTAIN “FIRST DAY” MATTERS**

On September 2, 2016, the above captioned debtor (the “Debtor”) filed a petition for relief under Chapter 11 of the Bankruptcy Code. Counsel for the Debtor believes that this case qualifies as a “Complex Chapter 11 Case.” The Debtor needs emergency consideration of the following initial case matters:

- (i) *Notice of Designation as Complex Chapter 11 Bankruptcy Case* [Docket No. 4];
- (ii) *Debtor’s Emergency Motion for Entry of Interim and Final Orders Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, and 507 and Fed. R. Bankr. P. 2002, 4001 and 9014 (I) Authorizing Debtor and Debtor in Possession to Obtain Postpetition Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Liens and Super-Priority Claims, (IV) Granting Adequate Protection to Prepetition Lenders, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief* [Docket No. 5];
- (iii) *Debtor’s Emergency Motion for Entry of Interim and Final Orders Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, and 507 and Fed. R. Bankr. P. 2002, 4001 and 9014 (I) Authorizing Debtor and Debtor in Possession to Obtain Postpetition*



- Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Liens and Super-Priority Claims, (IV) Granting Adequate Protection to Prepetition Lenders, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Docket No. 6];*
- (iv) *Debtors' Emergency Motion for an Order Authorizing the Debtor to (I) Pay Certain Prepetition Wages, Other Compensation and Reimbursable Employee Expenses, and (II) Continue Employee Benefits Programs [Docket No. 8];*
 - (v) *Debtor's Emergency Motion for an Order (I) Authorizing Continued Use of Existing Business Forms and Records, (II) Authorizing Maintenance of Existing Corporate Bank Accounts and Cash Management System, (III) Authorizing Payment of Prepetition Costs and Fees Associated with Customer Credit and Debit Card Transactions, and (IV) Waiving Certain U.S. Trustee Requirements [Docket No. 9];*
 - (vi) *Debtor's Emergency Motion for Entry of Order Authorizing the Debtor to Honor Certain Prepetition Obligations to Customers and to Otherwise Continue Customer Programs in the Ordinary Course of Business [Docket No. 10];*
 - (vii) *Debtor's Emergency Motion for an Order Pursuant to 11 U.S.C. §§ 105(a) and 363(c) Authorizing the Debtor to (I) Continue its Insurance Policies, and (II) Pay Insurance Premiums Thereon [Docket No. 11];*
 - (viii) *Debtor's Emergency Motion for an Order Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 507(a)(8) (I) Authorizing the Debtor to Pay Certain Prepetition Taxes and (II) Directing Financial Institutions to Honor and Process Related Checks and Transfers [Docket No. 12];*
 - (ix) *Debtor's Emergency Motion Pursuant to 11 U.S.C. §§ 105 and 363 for Authority to Pay or Honor Prepetition Obligations to Certain Shippers, Warehousemen and Miscellaneous Lien Claimants [Docket No. 14];*
 - (x) *Motion for an Extension of Time to File Schedules of Assets and Liabilities, Schedule of Executory Contracts, and Statement of Financial Affairs [Docket No. 15];*
 - (xi) *Debtor's Expedited First Omnibus Motion to Reject Certain Unexpired Real Property Leases Pursuant to Bankruptcy Code § 365 and Bankruptcy Rule 6006 [Docket No. 16]; and*
 - (xii) *Debtor's Application for Entry of an Order, Pursuant to 28 U.S.C. § 156(c), Authorizing the Retention and Appointment of Kurtzman Carson Consultants LLC as Claims, Noticing, and Balloting Agent Nunc Pro Tunc to the Petition Date [Docket No. 17].*

RESPECTFULLY SUBMITTED this 2nd day of September, 2016.

HAYNES AND BOONE, LLP

By: /s/ Robert D. Albergotti
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CERTIFICATE OF CONFERENCE

The undersigned hereby certifies that on September 1, 2016 he conferred with counsel for Monroe Capital Partners Fund, LP and Monroe Capital Corporation, the Debtor's pre-petition secured lenders and proposed debtor-in-possession lenders (the "Lenders"), regarding the relief requested in the Request for Emergency Consideration of Certain "First Day" Matters, and the Lenders do not oppose emergency consideration of the matters set forth herein. On September 1, 2016 counsel for the Debtor also conferred with the Office of the United States Trustee regarding the relief requested in the Request for Emergency Consideration of Certain "First Day" Matters. The Office of the United States Trustee does not generally oppose emergency consideration but objects to emergency consideration of the Debtor's Expedited First Omnibus Motion to Reject Certain Unexpired Real Property Leases Pursuant to Bankruptcy Code § 365 and Bankruptcy Rule 6006, and reserves the right to object to emergency consideration of certain other of the motions upon review of the relief requested in the motions.

/s/ Robert D. Albergotti
Robert D. Albergotti

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
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In re:	§	Chapter 11
	§	
TPP ACQUISITION, INC. d/b/a The	§	Case No. 16-33437-hdh-11
Picture People,	§	
	§	
Debtor.	§	

**ORDER GRANTING AMENDED REQUEST FOR EMERGENCY
CONSIDERATION OF CERTAIN “FIRST DAY” MATTERS**

Came on for consideration the Amended Request for Emergency Consideration of Certain “First Day” Matters, dated September 2, 2016 (the “Request”), of TPP Acquisition, Inc. d/b/a The Picture People (“TPP” or the “Debtor”), as debtor-in-possession, which requests entry of an order authorizing expedited hearings on certain initial case matters. Upon consideration of the Request, the Court finds that the relief requested in the Request is in the best interest of the Debtor, its estate, and its creditors. The Court also finds that given the circumstances and the nature of the relief requested, no further notice need be given.

Therefore,

IT IS HEREBY ORDERED THAT:

1. The Request is GRANTED.

The following matters are scheduled before the Honorable Judge Harlin D. Hale for a hearing on Wednesday, September 7, 2016 at 10:00 a.m. Central Time at the Earl Cabell Federal Building, 1100 Commerce Street, 14th Floor, Courtroom No. 3, Dallas, Texas 75242:

- (i) *Notice of Designation as Complex Chapter 11 Bankruptcy Case* [Docket No. 4];
- (ii) *Debtor's Emergency Motion for Entry of Interim and Final Orders Order Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, and 507 and Fed. R. Bankr. P. 2002, 4001 and 9014 (I) Authorizing Debtor and Debtor in Possession to Obtain Postpetition Financing, (II) Authorizing Use of Cash Collateral, (III) Granting Liens and Super-Priority Claims, (IV) Granting Adequate Protection to Prepetition Lenders, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief* [Docket No. 5];
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END OF ORDER

Submitted by:

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