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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, §  
§ Hearing Date and Time:  
Debtor. § September 16, 2016 @ 8:30 a.m.

**DEBTOR’S WITNESS AND EXHIBIT LIST FOR SEPTEMBER 16, 2016 HEARING**

TPP Acquisition, Inc. d/b/a The Picture People (“TPP” or the “Debtor”) hereby submits  
this Witness and Exhibit List for the September 16, 2016 Hearing on the following matters:

- (i) *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] (the “First Omnibus Lease Rejection Motion”);
- (ii) *Debtor’s Expedited Second Omnibus Motion to Reject Certain Unexpired Real Property Leases Pursuant to Bankruptcy Code § 365 and Bankruptcy Rule 6006 Nunc Pro Tunc to the Petition Date* [Docket No. 39] (the “Second Omnibus Lease Rejection Motion”); and
- (iii) *Debtor’s Emergency Motion for Order Under 11 U.S.C. §§ 105(a) and 366 (I) Prohibiting Utility Companies From Altering or Discontinuing Service on Account of Prepetition Invoices, (II) Approving Deposit Account as Adequate Assurance of Payment, and (III) Establishing Procedures for Resolving Requests by Utility Companies for Additional Assurance of Payment* [Docket No. 13] (the “Utility Motion”).



**WITNESSES**

The Debtor designates the following individuals who may be called as witnesses at the September 16, 2016 Hearing (exclusive of those that may be used for impeachment purposes):

1. Stuart Noyes, Chief Restructuring Officer of Debtor

The Debtor reserves the right to call any witnesses designated by any other party.

**EXHIBITS**

The Debtor designates the following exhibits that may be used at the September 16, 2016 Hearing (exclusive of those that may be used for impeachment purposes):

Exhibit Number	DESCRIPTION	J U D I C I A L  N O T I C E	M A R K E D	O F F E R E D	O B J E C T	A D M I T	D A T E	Disp. After Trial
1.	Statement of Background Information and Declaration of Stuart Noyes, Chief Restructuring Officer of TPP Acquisition, Inc. d/b/a The Picture People, in Support of Debtor’s Chapter 11 Petition and First-Day Motions [Docket No. 3]							
2.	List of Unexpired Leases Debtor is Seeking to Reject Pursuant to First Omnibus Lease Rejection Motion ( <i>Exhibit A to the First Omnibus Lease Rejection Motion</i> )							

Exhibit Number	DESCRIPTION	J U D I C I A L  N O T I C E	M A R K E D	O F F E R E D	O B J E C T	A D M I T	D A T E	Disp. After Trial
3.	List of Unexpired Leases Debtor is Seeking to Reject Pursuant to Second Omnibus Lease Rejection Motion ( <i>Exhibit A to the Second Omnibus Lease Rejection Motion</i> )							
4.	Lease Rejection Data Chart(s)							
5.	August 29, 2016 Letters to Landlords at Rejected Store Locations							
6.	September 2, 2016 Letters to Landlords at Rejected Store Locations							
7.	September 6, 2016 Letters to Landlords at Rejected Store Locations							
8.	List of Debtor's Utilities ( <i>Exhibit A to the Utility Motion</i> )							

The Debtor asks that the Court take judicial notice of the pleadings and transcripts filed (including any and all schedules, amendments, exhibits, and other attachments thereto) in the proceedings before this Court. The Debtor reserves the right to use any exhibits presented by any other party. The Debtor reserves the right to amend and/or supplement this exhibit list. The

Debtor also reserves the right to use exhibits not listed herein for impeachment purposes at the September 16, 2016 Hearing.

RESPECTFULLY SUBMITTED this 13th day of September, 2016.

**HAYNES AND BOONE, LLP**

By: /s/ Robert D. Albergotti

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