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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. § February 14, 2017 @ 11:00 a.m.

**DEBTOR’S WITNESS AND EXHIBIT
LIST FOR FEBRUARY 14, 2017 HEARING**

TPP Acquisition, Inc. d/b/a The Picture People (“TPP” or the “Debtor”) hereby submits this Witness and Exhibit List for the February 14, 2017 Hearing on the *Debtor’s Expedited Motion for Entry of an Order (I) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan of Liquidation, (II) Conditionally Approving Disclosure Statement, (III) Establishing Procedures for Solicitation and Tabulation of Votes on Plan and (IV) Approving Related Matters* [Docket No. 446] (the “Solicitation Procedures Motion”).



WITNESSES

The Debtor designates the following individuals who may be called as witnesses at the February 14, 2017 Hearing (exclusive of those that may be used for impeachment purposes):

1. Stuart Noyes, Chief Restructuring Officer of the 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 February 14, 2017 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.	First Amended Disclosure Statement Under 11 U.S.C. § 1125 in Support of the Debtor’s and Official Committee of Unsecured Creditors’ First Amended Joint Plan of Liquidation for TPP Acquisition, Inc. d/b/a The Picture people Under Chapter 11 of the United States Bankruptcy Code [Docket No. 453]							

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
2.	[Proposed] Order Approving Debtor's Expedited Motion for Entry of an Order (I) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan of Liquidation, (II) Conditionally Approving Disclosure Statement, (III) Establishing Procedures for Solicitation and Tabulation of Votes on Plan and (IV) Approving Related Matters (the " <u>Solicitation Procedures Order</u> ") (<i>Exhibit A to the Solicitation Procedures Motion</i>)							
3.	[Proposed] Notice of Hearing to Consider Final Approval of Disclosure Statement and Confirmation of Chapter 11 Plan of Liquidation of the Debtor Under Chapter 11 of the Bankruptcy Code (<i>Exhibit 1 to the Solicitation Procedures Order</i>)							
4.	[Proposed] Forms of Ballots (<i>Exhibit 2 to the Solicitation Procedures Order</i>)							
5.	[Proposed] Notice of Unimpaired Non-Voting Status Under Joint Chapter 11 Plan of Liquidation of the Debtor and the Committee (<i>Exhibit 3 to the Solicitation Procedures Order</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
6.	[Proposed] Notice of Impaired Non-Voting Status Under Joint Chapter 11 Plan of Liquidation of the Debtor and the Committee <i>(Exhibit 4 to the Solicitation Procedures Order)</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 additional demonstrative exhibits as it deems appropriate in connection with the February 14, 2017 Hearing. 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 February 14, 2017 Hearing.

RESPECTFULLY SUBMITTED this 9th day of February, 2017.

HAYNES AND BOONE, LLP

By: /s/ Robert D. Albergotti

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