

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

BLITZ U.S.A., Inc., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 11-13603 (CTG)

Jointly Administered

**FINAL REPORT OF THE LIQUIDATING TRUSTEE**

In connection with the motion filed on March 6, 2023 (the “Motion”) [Docket No. 2558] seeking, *inter alia*, to close the Remaining Chapter 11 Cases,<sup>2</sup> the Blitz Liquidating Trustee appointed in the above-captioned Chapter 11 Cases hereby submits this final report pursuant to Rule 3022-1(c) of the Local Rules of Bankruptcy Practice and Procedure for the United States Bankruptcy Court for the District of Delaware (the “Local Rules”):

1. On November 9, 2011 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code with the United States Bankruptcy Court for the District of Delaware (the “Court”), thereby commencing the above-captioned Chapter 11 Cases.

2. On January 30, 2014, the Court entered its *Findings of Fact, Conclusions of Law and Order Confirming Debtors’ and Official Committee of Unsecured Creditors’ First Amended Joint Plan of Liquidation* [Docket No. 2152] (the “Confirmation Order”). Pursuant to the Plan and Confirmation Order, the Effective Date of the Plan occurred on March 20, 2014.<sup>3</sup>

3. On December 5, 2014, the Court entered a final decree and order [Docket No. 2408] closing the Chapter 11 Cases of the BAH Debtors (as defined in the Plan)—i.e., Blitz Acquisition

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, include: LAM 2011 Holdings, Inc. (8742); Blitz Acquisition Holdings, Inc. (8825); Blitz Acquisition, LLC (8979); Blitz RE Holdings, LLC (8742); Blitz U.S.A., Inc. (8104); and MiamiOK LLC (2604).

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

<sup>3</sup> See Notice of Effective Date filed on March 20, 2014 [Docket No. 2224].



Holdings, Inc. (Case No. 11-13602) and LAM 2011 Holdings, Inc. (Case No. 11-13605). As a result of the foregoing, only the Remaining Chapter 11 Cases of the following Debtors remain open as of the date hereof: (i) Blitz U.S.A., Inc. (Case No. 11-13603), (ii) MiamiOK LLC (Case No. 11-13604), (iii) Blitz Acquisition, LLC (Case No. 11-13606), and (iv) Blitz RE Holdings, LLC (Case No. 11-13607).

4. As set forth in the Motion, the Plan provided for, *inter alia*, the establishment of the Blitz Liquidating Trust for the purpose of liquidating the assets of, and reconciling claims against, the Debtors in the Remaining Chapter 11 Cases.<sup>4</sup>

5. The Liquidating Trustee respectfully submits that, to the best of the Liquidating Trustee's knowledge, information, and belief, the Liquidating Trustee has carried out its primary purpose of liquidating and distributing the assets transferred to the Blitz Liquidating Trust pursuant to the Plan. As a result of the foregoing, the Liquidating Trustee has made distributions resulting in the full payment of allowed administrative expense and priority claims and an aggregate 25% distribution on account of Allowed Class 3(a) General Unsecured Claims.

6. In addition, the Liquidating Trustee anticipates making a further and final distribution to holders of Allowed Class 3(a) General Unsecured Claims. The Liquidating Trustee projects that, as a result of the anticipated final distribution, the aggregate recovery received by holders of Allowed Class 3(a) General Unsecured Claims will be approximately 32.5%.<sup>5</sup> To the best knowledge, information, and belief of the Liquidating Trustee, after the final distribution described herein is made, all distributions to be made under the Plan on account of Claims in the Chapter 11 Cases will have been made.

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<sup>4</sup> In addition to the claims to be reconciled and addressed by the Liquidating Trustee, the Plan provided for: (i) the resolution of personal injury claims by channeling such claims into the Blitz Personal Injury Trust, and (ii) the appointment of the BAH Plan Administrator for the purposes of reconciling claims against and administering the Chapter 11 Cases of the BAH Debtors (which Chapter 11 Cases were closed pursuant to this Court's final decree and order entered on December 5, 2014, as noted above).

<sup>5</sup> The projection provided herein is for illustrative purposes only and remains subject to change, contingent upon, among other things, the administrative costs involved and Wal-Mart's funding of same.

7. To the best knowledge, information, and belief of the Liquidating Trustee, below is a summary of the professional fees and expenses incurred to administer the Remaining Chapter 11 Cases (post-confirmation) and the Blitz Liquidation Trust, as of February 28, 2023:<sup>6</sup>

<b>Professional Type</b>	<b>Firm/Company</b>	<b>Fees/Expenses</b>
Claims Agent	Kurtzman Carson Consultants LLC	71,997.73
Liquidating Trustee (LT)	Steven D. Sass, LLC	483,791.00
LT's Accountant	CBIZ, Inc.	42,730.36
LT's Counsel	Lowenstein Sandler LLP	109,738.00
LT's Delaware Counsel	Womble Bond Dickinson (US) LLP	283,252.98
	<b>TOTAL</b>	991,510.07

8. To the best knowledge, information, and belief of the Liquidating Trustee, all other expenses arising from the administration of the Remaining Chapter 11 Cases and the Blitz have been satisfied or waived, or will be paid as and when such expense come due, including, without limitation any further fees due under 28 U.S.C. § 1930 (which the Liquidating Trustee proposed to pay in the manner set forth in the Proposed Order submitted with the Motion).

9. All motions, applications, contested matters, and other proceedings that were before this Court with respect to the Remaining Chapter 11 Cases have been resolved, dismissed, or withdrawn.

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<sup>6</sup> Additional fees and expenses may be incurred in connection with prosecuting the Motion, making the anticipated distribution described herein, and winding down the Blitz Liquidating Trust.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: March 27, 2023  
Wilmington, Delaware

/s/ Steven D. Sass  
Steven D. Sass, not individually, but solely in  
his capacity as the Blitz Liquidating Trustee