

In re:

Debtors.

Plaintiff,

-against-

WAL-MART STORE INC., WAL-MART STORES EAST LP, WAL-MART STORES EAST, INC., MNSP SERVICES CORPORATION D/B/A OLDEN AVENUE EXXON AND TIGER MART, STEWART'S SHOPS CORPORATION, PALMETTO DISTRIBUTORS OF ORANGEBURG, LLC, EXPRESS LANE, LLC, JEFFREY W. CARROLL, FOLEY'S INC., DISCOVERY PLASTICS, WAL-MART, SAM'S CLUB, BLITZ, CARMEN LOPEZ, SANTIAGO ROSA, JESUS SANTIAGO ROSA, LANDON BEADORE, PAUL BEADORE, MELISSA WEEKS, MIGUEL BARRERA, CHAD FUNCHESS, JERRY C. BARNETT, DANIEL R. FULTON, CHRISTOPHER BOLIN, HOLLY COLEMAN BOLING, JASMINE ALEXIS BALLEW, KAREN BRITT PEELER, JASMINE BALLEW, ROBERT JACOBY, KAREN GUENIOT-KORNEGAY, ROBYN SMITH, RICHARD YIM, CHRISTOPHER DRONEY, CURTIS AND KENNETH WARD, SHERRI PURVIS, AMANDA BURCH, WADE GUILFORD, LORI SHICKEL



11136031111090000000000032

and John Does 1-1000,)
Defendants.

**AGENDA FOR FIRST DAY HEARING
AND INDEX OF FIRST DAY PLEADINGS²**

A. Voluntary Petitions:

1. Voluntary Petition of Blitz Acquisition Holdings, Inc.
2. Voluntary Petition of LAM 2011 Holdings, LLC
3. Voluntary Petition of Blitz Acquisition, LLC
4. Voluntary Petition of Blitz RE Holdings, LLC
5. Voluntary Petition of Blitz U.S.A., Inc.
6. Voluntary Petition of F3 Brands LLC

B. Declaration of Rocky Flick, President and Chief Executive Officer of Blitz U.S.A., Inc., in Support of Debtors' Chapter 11 Petitions and First Day Motions [Docket No. 13; Adv. Docket No. 2; Filed November 9, 2011]

C. First Day Motions:

7. Debtors' Motion for Entry of an Order Directing Joint Administration of Their Chapter 11 Cases [Docket No. 2; Filed November 9, 2011]
8. Debtors' Motion for Entry of an Order Authorizing the Retention and Employment of Kurtzman Carson Consultants LLC as Notice and Claims Agent for the Debtors and Debtors in Possession *Nunc Pro Tunc* to the Petition Date [Docket No. 3; Filed November 9, 2011]
9. Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Continue Using the Cash Management System, (B) Maintain Existing Bank Accounts and Business Forms, and (C) Continue Intercompany Arrangements and (II) Granting Intercompany Claims Administrative Priority [Docket No. 4; Filed November 9, 2011]
10. Debtors' Motion for Entry of an Order Authorizing the Debtors to (A) Pay Prepetition Wages, Salaries and Other Compensation and Reimbursable Expenses, (B) Pay and Honor Obligations Related to Employee Medical and

² Copies of all pleadings referenced herein are available at no charge online at the following address: www.kccllc.net/Blitz.

Similar Benefits and (C) Continue Their Employee Medical and Similar Benefits [Docket No. 5; Filed November 9, 2011]

11. Debtors' Motion for Entry of an Order Authorizing the Debtors to Continue Prepetition Insurance Coverage [Docket No. 6; Filed November 9, 2011]
12. Debtors' Motion for Entry an Order Authorizing the Debtors to Pay Certain Prepetition Taxes and Fees [Docket No. 7; Filed November 9, 2011]
13. Debtors' Motion for Entry of Interim and Final Orders Determining Adequate Assurance of Payment for Future Utility Services [Docket No. 8; Filed November 9, 2011]
14. Debtors' Motion for Entry of Interim and Final Orders Authorizing the Debtors to Maintain and Administer Customer Programs and Honor Prepetition Obligations Related Thereto [Docket No. 9; Filed November 9, 2011]
15. Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing, but not Directing, the Debtors to Pay Certain Prepetition Claims of (A) Critical Vendors and (B) Lien Claimants and (II) Granting Certain Related Relief [Docket No. 10; Filed November 9, 2011]
16. Debtors' Motion for Entry of Interim and Final Orders (A) Authorizing the Debtors to Obtain Postpetition Financing on a Senior Secured and Superpriority Basis, (B) Authorizing the Use of Cash Collateral, (C) Granting Adequate Protection to Certain Prepetition Secured Parties, (D) Granting Related Relief, and (E) Scheduling Final Hearing Thereon [Docket No. 14; Filed November 9, 2011]

D. Adversary Proceeding

I. Matters Requested to Go Forward:

17. Blitz U.S.A., Inc., *et al.*'s Motion for a Temporary Restraining Order and Preliminary Injunction Staying the PCGC Litigation and Future PCGC Actions Against Certain Third-Parties [Adv. Docket No. 4; Filed November 9, 2011]

II. Related Documents:

18. Verified Complaint for Declaratory and Injunctive Relief [Adv. Docket No. 1; Filed November 9, 2011]
19. Memorandum of Law in Support of Blitz U.S.A., Inc., *et al.*'s Motion for a Temporary Restraining Order and Preliminary Injunction Staying the PCGC Litigation and Future PCGC Actions Against Certain Third-Parties [Adv. Docket No. 5; Filed November 9, 2011]

20. Declaration of James R. King in Support of Blitz U.S.A., Inc., *et al.*'s Motion for a Temporary Restraining Order and Preliminary Injunction Staying The PCGC Litigation and Future PCGC Actions Against Wal-Mart, Inc. and Blitz's Other Retailers [Adv. Docket No. 3;- filed November 9, 2011]
21. Emergency Motion of Blitz U.S.A., Inc., *et al.* to Schedule an Expedited Hearing on Their Motion for a Temporary Restraining Order and Preliminary Injunction Staying the PCGC Litigation and Future PCGC Actions Against Certain Third Parties [Adv. Docket No. 6; Filed November 9, 2011]

Dated: November 9, 2011
Wilmington, Delaware

RICHARDS, LAYTON & FINGER, P.A.



Daniel J. DeFranceschi (DE No. 2732)

Michael J. Merchant (DE No. 3854)

Julie A. Finocchiaro (DE No. 5303)

Amanda R. Steele (DE No. 5530)

One Rodney Square

920 North King Street

Wilmington, Delaware 19801

Telephone: (302) 651-7700

Facsimile: (302) 651-7701

Email: DeFranceschi@rlf.com

Merchant@rlf.com

Finocchiaro@rlf.com

Steele@rlf.com

*Proposed Counsel to the Debtors
and Debtors in Possession*