

WINDELS MARX LANE & MITTENDORF, LLP  
Attorneys for Alan Nisselson, Chapter 7 Trustee  
156 West 56<sup>th</sup> Street  
New York, New York 10019  
Tel. (212) 237-1000 / Fax. (212) 262-1215  
Attorneys appearing: Leslie S. Barr ([lbarr@windelsmarx.com](mailto:lbarr@windelsmarx.com))

Hearing Date: November 9, 2021 at 10:00 a.m.  
Objections Due: November 2, 2021 at 4:00 p.m.  
Related Dkt. No. 210

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re

HELIOS AND MATHESON ANALYTICS  
INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 7

Case Nos. 20-10242-dsj

(Jointly Administered)

**CERTIFICATE OF NO OBJECTION (AND NO HIGHER OR BETTER OFFERS)  
REGARDING TRUSTEE’S MOTION FOR ORDER: (A) APPROVING ASSET  
PURCHASE AGREEMENT FOR THE SALE OF ASSETS OF MOVIEPASS, INC.;  
(B) APPROVING SALE PROCEDURES AND GRANTING RELATED RELIEF,  
INCLUDING A BREAKUP FEE AND EXPENSE REIMBURSEMENT;  
(C) APPROVING THE FORM AND MANNER OF NOTICE; AND  
(D) GRANTING OTHER RELATED RELIEF (DKT. NO. 210)**

Pursuant to Local Bankruptcy Rule 9075-2, the undersigned hereby certifies that, as of this date, no objection, responsive pleading, or request for a hearing, regarding the *Notice of Remote Hearing on Trustee’s Motion* (the “**Notice**”), and *Trustee’s Motion for Order: (a) Approving Asset Purchase Agreement for the Sale of Assets of MoviePass, Inc.; (b) Approving Sale Procedures and Granting Related Relief, Including a Breakup Fee and Expense Reimbursement (c) Approving the Form and Manner of Notice; and (d) Granting Related Relief* (Dkt. No. 210) (the “**Motion**”), with a hearing date and time of November 9, 2021 at 10:00 a.m. (the “**Hearing**”), has been filed or received by the undersigned.

<sup>1</sup>The Debtors in the jointly administered Chapter 7 cases, together with the last four digits of each Debtor’s federal tax identification number, are as follows: Helios and Matheson Analytics, Inc., a/k/a MovieFone (9913), Zone Technologies, Inc., a/k/a Red Zone, a/k/a Zone Intelligence, (5124), and MoviePass, Inc. (9893).



Pursuant to the Notice and Motion, objections were to be filed and served on the undersigned, on behalf of the Trustee, no later than 4:00 p.m. on November 2, 2021 (the “*Objection Deadline*”). In making this certification, the undersigned has reviewed the docket of this case and is filing this Certificate of No Objection not less than forty-eight (48) hours after the expiration of the Objection Deadline.

In addition, pursuant to the Notice, November 5, 2021 at 5:00 p.m. was the deadline by which parties were required to make a higher or better offer to purchase the Acquired Assets, as described and defined in the Motion (the “*Bid Deadline*”). As of the Bid Deadline, neither the Trustee nor Cassel Salpeter & Co., Inc., the Trustee’s financial advisor, received any higher or better offers for the Acquired Assets.

Trustee respectfully requests that an Order granting the Motion be entered without further pleading or hearing, and has emailed a proposed Order to Chambers.

Dated: New York, New York  
November 5, 2021

Respectfully submitted,

WINDELS MARX LANE & MITTENDORF  
*Attorneys for Alan Nisselson, Chapter 7 Trustee*

By: /s/ Leslie S. Barr  
Leslie S. Barr ([lbarr@windelsmarx.com](mailto:lbarr@windelsmarx.com))  
156 West 56<sup>th</sup> Street  
New York, New York 10019  
Tel. (212) 237-1000 / Fax. (212) 262-1215