

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

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In re: : Chapter 11  
: :  
SPORTS AUTHORITY HOLDINGS, INC., *et al.*,<sup>1</sup> : Case No. 16-10527 (MFW)  
: :  
Debtors. : Jointly Administered  
: :  
: : **Objection Deadline: March 22, 2016**  
: : **Hearing Date: March 29, 2016 at 1:00 p.m. (ET)**  
: :  
: : **Related to Docket No. 15, 93, 156 and 185**  
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**LIMITED OBJECTION OF OPCLK, LLC AND COCOPLUM ASSOCIATES  
TO DEBTORS’ EMERGENCY MOTION FOR INTERIM AND FINAL  
ORDERS (A) AUTHORIZING THE DEBTORS TO ASSUME THE  
CLOSING STORE AGREEMENT, (B) AUTHORIZING AND APPROVING STORE  
CLOSING SALES FREE AND CLEAR OF ALL LIENS, CLAIMS AND  
ENCUMBRANCES, (C) AUTHORIZING THE IMPLEMENTATION OF CUSTOMARY  
EMPLOYEE BONUS PROGRAM AND PAYMENTS TO NON- INSIDERS  
THEREUNDER, (D) APPROVING DISPUTE RESOLUTION  
PROCEDURES, AND (E) APPROVING THE DEBTORS’ STORE CLOSING PLAN**

OPCLK, LLC and Cocoplum Associates (“Landlords”), by and through their undersigned counsel file this limited objection to the Debtors’ Emergency Motion for Interim and Final Orders (A) Authorizing the Debtors to Assume the Closing Store Agreement, (B) Authorizing and Approving Store Closing Sales Free and Clear of all Liens, Claims and Encumbrances, (C) Authorizing the Implementation of Customary Employee Bonus Program and Payments to Non-Insiders Thereunder, (D) Approving Dispute Resolution Procedures, and

<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Sports Authority Holdings, Inc. (9008); Slap Shot Holdings, Corp. (8209); The Sports Authority, Inc. (2802); TSA Stores, Inc. (1120); TSA Gift Card, Inc. (1918); TSA Ponce, Inc. (4817); and TSA Caribe, Inc. (5664). The headquarters for the above-captioned Debtors is located at 1050 West Hampden Avenue, Englewood, Colorado 80110.

(E) Approving the Debtors' Store Closing Plan (the "Store Closing Sale Motion").

In support of this Objection, the Landlords respectfully state as follows:

1. Debtors seek a final order authorizing the implementation of certain store closing procedures and conducting store closing sales of non residential real property leased from Landlords locations in Lenexa, KS and North Port, Florida locations.

2. Landlords are currently negotiating the possibility of removing the North Port, Florida, location from the GOB sale list, and discussions continue regarding that matter.

3. The Premises are located within "shopping centers" as that term is used in

§ 365(b)(3) of the Bankruptcy Code. *See In re Joshua Slocum, Ltd.*, 922 F.2d 1081, 1086-87 (3d

Cir. 1990).

4. The Store Closing Procedures impose unreasonable conditions including, upon information and belief, the placing of a large A-Frame under the sign at the entrance of the shopping center. Landlord is willing to discuss reasonable alternatives and will work with the liquidators to reach a reasonable resolution of its concerns.

5. Furthermore, the Debtors file the Motion and seek to proceed with the GOB sales without providing for the payment of stub rent even though they filed the Petitions on the second day of March and are seeking this process outside the ordinary course of business. The rent due OPCLK. LLC for the Lenexa, KS store# 273 for March 2016 is \$94,538.48 and the rent due to Cocoplum Associates for North Port, FL store # 397 for March 2016 is \$ 79,670.52.

6. Debtors should be required to pay the stub rent in order to conduct the GOB sales particularly in light of the timing of the filing of the Petitions on the second day of the

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month and the immediate GOB sale outside the ordinary course of business. Section  
503(b)(1) of the Bankruptcy Code . 11 U.S.C. § 503(b)(1). *See In re Goody's Family  
Clothing Inc.*, 610 F.3d 812, 818 (3d Cir. 2010).

8. The Landlords hereby join any objections filed by the Debtors' other  
landlords to the Store Closing Sale Motion, to the extent such objections are not inconsistent  
with the relief sought herein and further preserve all rights to supplement this objection.

**WHEREFORE**, the Landlords respectfully request that this Honorable Court  
deny the Debtors Motion unless stub rent is required to be paid and reasonable  
accommodations are made to the Landlords regarding the store closing procedures and for  
such other and further relief as this Court deems just and proper.

Dated: March 22, 2016  
Wilmington, Delaware

/s/Rachel B. Mersky

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**CERTIFICATE OF SERVICE**

I Rachel B. Mersky, Esquire, hereby certify that on the 22<sup>nd</sup> day of March 2016, I caused a true and correct copy of the foregoing to be served upon the persons below in the manner indicated.

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