

**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 Picture People,	§	Case No. 16-33437-hdh-11
	§	
Debtor.	§	HEARING DATE AND TIME:
	§	March 16, 2017 @ 1:30 p.m.

NOTICE OF HEARING TO CONSIDER FINAL APPROVAL OF SECOND AMENDED DISCLOSURE STATEMENT AND CONFIRMATION OF SECOND AMENDED JOINT CHAPTER 11 PLAN OF LIQUIDATION OF THE DEBTOR AND THE COMMITTEE UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

PLEASE TAKE NOTICE THAT on February 14, 2017, TPP Acquisition, Inc. d/b/a The Picture People (“TPP” or the “Debtor”), debtor-in-possession in the above captioned bankruptcy proceeding, and the Official Committee of Unsecured Creditors (the “Committee”) filed the *Debtor’s and Official Committee of Unsecured Creditors’ Second 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. 468] (as modified, amended, or supplemented from time to time, the “Plan”)¹ and the *Second Amended Disclosure Statement Under 11 U.S.C. § 1125 in Support of the Debtor’s and Official Committee of Unsecured Creditors’ Second 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. 469] (as modified, amended, or supplemented from time to time, the “Disclosure Statement”).

PLEASE TAKE FURTHER NOTICE THAT:

- 1. Disclosure Statement and Plan Hearing.** A hearing will be held before the Honorable Harlin D. Hale, Earle Cabell Federal Building, 1100 Commerce Street, 14th Floor, Courtroom No. 3, Dallas, Texas 75242, on **Thursday, March 16, 2017 at 1:30 p.m. (Prevailing Central Time)** (the “Hearing”) to consider entry of an order, among other things, determining that the Disclosure Statement contains “adequate information” within the meaning ascribed to such term in section 1125 of the Bankruptcy Code, approving the Disclosure Statement, and confirming the Plan. The Debtor and Committee may modify the Plan, if necessary, prior to, during, or as a result of the Hearing, in accordance with the terms of the Plan. Any modifications to the Plan will be filed with the Court prior to the Hearing.
- 2. Copies of the Plan and Disclosure Statement.** Any party in interest that wishes to obtain a copy of the Plan and Disclosure Statement should contact Kurtzman Carson Consultants LLC, Re: TPP Acquisition, Inc., 2335 Alaska Avenue, El Segundo, CA 90245, or by email at tpinfo@kccllc.com or by telephone at 877.634.7164. Interested parties may also examine and download the Plan and Disclosure Statement free of charge at <http://www.kccllc.net/tp>.
- 3. Objection Deadline and Procedures.** Objections, if any, to approval of the Disclosure Statement and/or the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the amount and nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection to the Disclosure Statement and/or the Plan and/or proposed modification to the Plan; and (d) be filed, together with proof of service, with the Court and served so that they are actually received by the following parties no later than **March 9, 2017, at 4:00 p.m. (Prevailing Central Time)**: (i) counsel for the Debtor, Robert D. Albergotti and Jarom J. Yates, Haynes and Boone LLP, 2323 Victory Avenue, Suite 700, Dallas, Texas 75219, robert.albergotti@haynesboone.com and jarom.yates@haynesboone.com; (ii) co-counsel for the Committee, Samuel Newman and Michael S. Neumeister, Gibson, Dunn & Crutcher LLP, 333 South Grand Avenue, Los Angeles, CA 90071-3197, snewman@gibsondunn.com and mneumeister@gibsondunn.com; and Wade Emmert, Emmert & Parvin LLP, 1701 N. Market St., Suite 404, Dallas, TX 75202, wade@emmertparvin.com; and (iii) the Office of the United States Trustee for the Northern District of Texas, 1100 Commerce Street, Room 976, Dallas, Texas 75242, Attn: Nancy Resnick, nancy.s.resnick@usdoj.gov. Failure to file and serve

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Plan



any objection to the Disclosure Statement and/or the Plan in conformity with the foregoing procedures may result in the objecting party not being heard at the hearing.

4. **Record Date for Voting Purposes.** Holders of claims in Class 2 (Allowed Other Secured Claims), Class 3 (Allowed Secured Tax Claims), Class 4 (Allowed Priority Non-Tax Claims) and Class 5 (Allowed General Unsecured Claims) as of **February 14, 2017** (the "Record Date") are entitled to vote on the Plan.
5. **Voting Procedures.** If you are entitled to vote on the Plan, you will receive a solicitation package which will include a copy of (a) this Notice, (b) the Disclosure Statement and Plan (in electronic format), (c) the Solicitation Procedures Order, (d) a ballot, and (e) a return envelope. Please carefully review the voting instructions. **Failure to follow the voting instructions may disqualify your vote.**
6. **Voting Deadline.** The deadline to vote on the Plan is **March 9, 2017, at 4:00 p.m. (Central Time)** (the "Voting Deadline"). The Debtor's balloting voting agent, Kurtzman Carson Consultants LLC (the "Balloting Agent"), must **actually receive** your Ballot by the Voting Deadline. **Otherwise your vote will not be counted.**
7. **Parties in Interest Not Entitled to Vote.** Holders of Claims in Class 1 (Senior Secured Lender Allowed Claims) and Interests in Class 6 (Interests) are not entitled to vote on the Plan. Such holders will receive a Notice of Non-Voting Status instead of a Solicitation Package. If you have timely filed a proof of claim and disagree with the Debtor's classification of, objection to, or request for estimation of, your claim and believe that you should be entitled to vote on the Plan, then you must serve the Debtor, and file with the Court, a motion (a "Rule 3018(a) Motion") for entry of an order pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") temporarily allowing your claim in a different amount or in a different class for purposes of voting to accept or reject the Plan. All Rule 3018(a) Motions must be filed **on or before March 6, 2017**. As to any creditor filing a Rule 3018(a) Motion, such creditor's vote will not be counted except as may be otherwise ordered by the Court. Creditors may contact Kurtzman Carson Consultants LLC at 877.634.7164 to receive an appropriate Ballot for any claim for which a proof of claim has been timely filed and a Rule 3018(a) Motion has been granted. **Rule 3018(a) Motions that are not timely filed and served in the manner set forth above will not be considered.**
8. **ARTICLE IX OF THE PLAN CONTAINS CERTAIN EXCULPATIONS, RELEASES AND INJUNCTIONS. YOU ARE ENCOURAGED TO REVIEW THE TERMS OF THE PLAN.**
9. **Additional Information.** For more information about the solicitation procedures, or for copies of the Plan or Disclosure Statement, parties should contact the Debtor's Balloting Agent, Kurtzman Carson Consultants LLC, at tppinfo@kccllc.com or 877.634.7164. The Plan, Disclosure Statement, and related documents may be examined and downloaded free of charge at <http://www.kccllc.net/tpp>.
10. The Hearing may be adjourned from time to time without further notice to parties in interest other than by an announcement in Court of such adjournment on the date scheduled for the Hearing or as indicated in any notice of agenda of matters scheduled for hearing filed by the Debtor with the Court.

Dated: February 15, 2017

HAYNES AND BOONE, LLP

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