

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: CBL & ASSOCIATES PROPERTIES, INC., et al., Debtor.¹	§ § § § § § § § §	Chapter 11 Case No. 20-35226 (DRJ) (Jointly Administered) Ref. Docket Nos. 1365, 1369 & 1370
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AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

SHARNA WILSON, being duly sworn, deposes and says:

1. I am employed as a Case Manager by Epiq Corporate Restructuring, LLC, located at 777 Third Avenue, New York, New York 10017. I am over the age of eighteen years and am not a party to the above-captioned action.
2. On August 9, 2021, I caused to be served the following:
 - a. A revised version of “Debtors’ Witness and Exhibit List for Hearing on August 11, 2021,” dated August 9, 2021 [Docket No. 1365], annexed hereto as Exhibit A, (the “Revised Debtor’s Witness”),
 - b. “Debtors’ Witness and Exhibit List for Hearing on August 11, 2021,” dated August 9, 2021 [Docket No. 1365], (the “Exhibit List”),
 - c. “Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and its Affiliated Debtors (with Technical Modifications),” dated August 9, 2021 [Docket No. 1369], (the “3rd Amended Joint Plan”), and
 - d. “Notice of Filing Redlines for Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and its Affiliated Debtors,” dated August 9, 2021 [Docket No. 1370], (the “Notice of Filing”),

¹ A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://dm.epiq11.com/CBLProperties>. The Debtors’ service address for the purposes of these chapter 11 cases is 2030 Hamilton Place Blvd., Suite 500, Chattanooga, Tennessee 37421.

by causing true and correct copies of the:

- a. Revised Debtors' List, 3rd Amended Joint Plan and Notice of Filing to be enclosed securely in separate postage pre-paid envelopes and delivered via first class mail to those parties listed on the annexed Exhibit B, and
 - b. Exhibit List, 3rd Amended Joint Plan and Notice of Filing to be delivered via electronic mail to those parties listed on the annexed Exhibit C.
3. All envelopes utilized in the service of the foregoing contained the following legend:
"LEGAL DOCUMENTS ENCLOSED. PLEASE DIRECT TO THE ATTENTION OF
ADDRESSEE, PRESIDENT OR LEGAL DEPARTMENT."

/s/ Sharna Wilson

Sharna Wilson

Sworn to before me this
10th day of August, 2021

/s/ Panagiota Manatakis

Notary Public, State of New York

No. 01MA6221096

Qualified in Queens County

Commission Expires April 26, 2022

EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
CBL & ASSOCIATES	§	Case No. 20-35226 (DRJ)
PROPERTIES, INC., et al.,	§	
	§	(Jointly Administered)
Debtors.¹	§	

**DEBTORS' WITNESS AND EXHIBIT LIST
FOR HEARING ON AUGUST 11, 2021**

CBL & Associates Properties, Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), file this witness and exhibit list (the “**Witness and Exhibit List**”) for the hearing scheduled for August 11, 2021 at 9:00 a.m. (Prevailing Central Time) (the “**Hearing**”):

WITNESSES

The Debtors may call any of the following witnesses at the Hearing:

1. Farzana Khaleel, Executive Vice President, Chief Financial Officer and Treasurer, CBL & Associates Properties, Inc.;
2. Barak Klein, Senior Managing Director, Moelis & Company;
3. Mark A. Renzi, Managing Director, Berkley Research Group, LLC;
4. Jane Sullivan, Executive Vice President, Epiq Corporate Restructuring, LLC;
5. Any witness called or listed by any other party; and
6. Any rebuttal witnesses.

¹ A complete list of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors' claims and noticing agent at <https://dm.epiq11.com/CBLProperties>. The Debtors' service address for the purposes of these chapter 11 cases is 2030 Hamilton Place Blvd., Suite 500, Chattanooga, Tennessee 37421.

EXHIBITS

The Debtors may offer into evidence any one or more of the following exhibits:

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
1.	Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. 1163)				
2.	Notice of Filing of Amended Restructuring Support Agreement Among the Debtors, the Consenting Bank Lenders and Consenting Noteholders (Docket No. 980)				
3.	Prepetition Restructuring Support Agreement (Docket No. 3 – attached as Exhibit B)				
4.	Disclosure Statement for Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. 1164)				
5.	Notice of Filing of Second Amended Plan Supplement for Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. 1324)				
6.	Second Amended and Restated Certificate of Designations, Number, Voting Powers, Preferences and Rights of 7.375% Series D Cumulative Redeemable Preferred Stock of CBL & Associates Properties, Inc.				
7.	Certificate of Designations, Number, Voting Powers, Preferences and Rights of 6.625% Series E Cumulative Redeemable Preferred Stock of CBL & Associates Properties, Inc.				
8.	Minutes of the Special Meeting of the Board of Directors of CBL & Associates Properties, Inc., dated August 14, 2020 [Redacted]				
9.	Minutes of the Virtual Special Meeting of the Board of Directors of CBL & Associates Properties, Inc., dated March 12, 2021 [Redacted]				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
10.	Current Reports on Form 8-K filed with the SEC by CBL & Associates Properties, Inc., dated September 29, 2020				
11.	Minutes of the Special Meeting of the Board of Directors of CBL & Associates Properties, Inc., dated October 14, 2020, Approving the Appointment of the Special Committee [Redacted]				
12.	Declaration of Jane Sullivan of Epiq Corporate Restructuring, LLC, regarding Voting and Tabulation of Ballots Cast on the Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. 1354)				
13.	Affidavit of Service of Solicitation Materials (Docket No. 1234)				
14.	Publication Notice of Confirmation Hearing in the National Edition of the New York Times on July 9, 2021 (Docket No. 1357)				
15.	Publication Notice of Confirmation Hearing in the Chattanooga Times Free Press on July 9, 2021 (Docket No. 1358)				
16.	Minutes of the Meeting of the Special Committee of the Board of Directors of CBL & Associates Properties, Inc., dated April 13, 2021				
17.	Notice of Classification of Property-Level Guarantee Claims (Docket No. 1316)				
18.	Notice of Filing of Plan Supplement for Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. 1315)				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
19.	Notice of Filing of Amended Plan Supplement for Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. 1322)				
20.	Declaration of Jane Sullivan of Epiq Corporate Restructuring, LLC, Regarding Solicitation of the Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. TBD)				
21.	Notice of Filing of Third Amended Plan Supplement for Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. TBD)				
22.	Second Notice of Classification of Property-Level Guarantee Claims (Docket No. TBD)				
23.	Declaration of Farzana Khaleel in Support of Confirmation of Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. TBD)				
24.	Declaration of Mark A. Renzi in Support of Confirmation of Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. TBD)				
25.	Declaration of Barak Klein in Support of Confirmation of Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (Docket No. TBD)				
26.	Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (with Technical Modifications) (Docket No. TBD)				
	Any pleading or other document filed with the Court on the docket of the above-captioned chapter 11 cases				

EXHIBIT NO.	DESCRIPTION	OFFERED	OBJECTION	ADMITTED	DATE
	Any exhibit necessary to rebut the evidence of testimony of any witness offered or designated by any other party				
	Any exhibit listed by any other party				

RESERVATION OF RIGHTS

The Debtors reserve the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above, and further reserve the right to supplement this list at any time prior to the hearing.

Dated: August 9, 2021
Houston, Texas

Respectfully submitted,

/s/ Alfredo R. Pérez

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-and-

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*Attorneys for Debtors
and Debtors in Possession*

Certificate of Service

I hereby certify that on August 9, 2021, a true and correct copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Alfredo R. Pérez

Alfredo R. Pérez

CBL & Associates Properties, Inc.

The related exhibits associated with this Witness and Exhibit List have been excluded from service due to the size of the document.

The exhibits can be found for review and downloaded free of charge at the website of the Debtors' Claims and Noticing Agent, ("Epiq"), at <https://dm.epiq11.com/case/cbj/dockets>. The exhibits are located within Docket No. 1365.

You may also request a copy of the exhibits by contacting Epiq directly to email CBLPropertiesinfo@epiqglobal.com.

EXHIBIT B

Claim Name	Address Information
A & H MECHANICAL CONTRACTING INC	ATTN CINDY PO BOX 38 COLLINSVILLE IL 62234
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IMPERIAL COUNTY	TREASURER - TAX COLLECTOR ATTN KAREN VOGEL 940 W MAIN ST, STE 106 EL CENTRO CA 92243
INTERNAL REVENUE SERVICES	(CENTRALIZED INSOLVENCY OPERATION) PO BOX 7346 PHILADELPHIA PA 19101-7346
INTERNAL REVENUE SERVICES	(DEPARTMENT OF THE TREASURY) 1500 PENNSYLVANIA AVE NW WASHINGTON DC 20220
INTERNAL REVENUE SERVICES	(LOCAL OFFICE) 1100 COMMERCE ST, RM 121 DALLAS TX 75242
JOHNSON POPE BOKOR RUPPEL & BURNS LLP	(COUNSEL TO CHEYENNE PARTNERS ONE LLC) ATTN ANGELINA E LIM, ESQ 401 E JACKSON ST, STE 3100 TAMPA FL 33602
KONE INC	ATTN PAULA ROYER PO BOX 3491 CAROL STREAM IL 60132-3491
MILLER-MCCOY INC	ATTN R WAYNE MCCOY 915 CREEKSIDE RD CHATTANOOGA TN 37406
SCHINDLER ELEVATOR CORPORATION	ATTN DAVID O'BRIEN PO BOX 93050 CHICAGO IL 60673-3050
TEXAS STATE SECURITIES BOARD	THOMAS JEFFERSON RUSK STATE OFFICE BDLG 208 E 10TH ST AUSTIN TX 78701
WESTERN WATERPROOFING COMPANY INC	D/B/A WESTERN SPECIALTY CONTRACTORS ATTN JENNIFER BALLENGEE 1637 N. WARSON RD ST LOUIS MO 63132

Total Creditor count 12

EXHIBIT C

CBL Associates Properties, Inc.

Case No. 20-35226

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CBL Associates Properties, Inc.

Case No. 20-35226

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