

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

In re:	§	Chapter 11
	§	
CBL & ASSOCIATES	§	
PROPERTIES, INC., et al.,	§	Case No. 20-35226 (DRJ)
	§	
Debtors.¹	§	(Jointly Administered)
	§	Re: Docket No. 1397

**CERTIFICATION OF COUNSEL REGARDING
FINAL DECREE CLOSING CERTAIN CASES**

The undersigned hereby certifies as follows:

1. On August 11, 2021, the United States Bankruptcy Court for the Southern District of Texas (the “**Bankruptcy Court**”) entered the *Proposed Findings of Fact, Conclusions of Law, and Order (I) Confirming Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors and (II) Granting Related Relief* [Docket No. 1397] (the “**Confirmation Order**”) confirming the *Third Amended Joint Chapter 11 Plan of CBL & Associates Properties, Inc. and Its Affiliated Debtors (with Technical Modifications)* [Docket No. 1369] (as amended, supplemented, and modified, including pursuant to the Bankruptcy Court’s order entered on October 26, 2021, at Docket No. 1521, the “**Plan**”).² The Effective Date of the Plan occurred on November 1, 2021 [Docket No. 1545].
2. Pursuant to section 5.14 of the Plan, the Reorganized Debtors may, as of the Effective Date, seek authority from the Bankruptcy Court to close certain of the Chapter 11 Cases in accordance with the Bankruptcy Code and Bankruptcy Rules. Accordingly, the Reorganized Debtors hereby submit, in the form attached hereto as **Exhibit A**, a proposed final decree and order (the “**Proposed Final Decree and Order**”) closing each of the Chapter 11 Cases listed on **Exhibit 1** attached thereto.
3. With the Proposed Final Decree and Order, the Reorganized Debtors are seeking to close seventy-two (72) of the Chapter 11 Cases, none of which have any claims outstanding.

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.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan.

4. The Proposed Final Decree and Order has been reviewed by the U.S. Trustee which has indicated no objection to its entry.

[Remainder of page intentionally left blank]

WHEREFORE the Reorganized Debtors respectfully request that the Bankruptcy Court enter the Proposed Final Decree and Order at its earliest convenience.

Dated: November 22, 2021
Houston, Texas

/s/ Alfredo R. Pérez.
WEIL, GOTSHAL & MANGES LLP
Alfredo R. Pérez (15776275)
700 Louisiana Street, Suite 1700
Houston, Texas 77002
Telephone: (713) 546-5000
Facsimile: (713) 224-9511
Email: Alfredo.Perez@weil.com

– and –

WEIL, GOTSHAL & MANGES LLP
Ray C. Schrock, P.C. (admitted *pro hac vice*)
Garrett A. Fail (admitted *pro hac vice*)
Moshe A. Fink (admitted *pro hac vice*)
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Email: Ray.Schrock@weil.com
Garrett.Fail@weil.com
Moshe.Fink@weil.com

*Attorneys for Debtors
and Debtors in Possession*

Certificate of Service

I hereby certify that on November 22, 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

EXHIBIT A

Proposed Final Decree and Order