

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

In re:

FRED'S, INC., *et al.* <sup>1</sup>

Debtors.

)  
) Chapter 11  
)  
) Case No. 19-11984 (CSS)  
)  
) (Jointly Administered)  
)  
) **Ref. Docket No. 233**

**AFFIDAVIT OF SERVICE**

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

FORREST HOUKU, being duly sworn, deposes and says:

1. I am employed as a Noticing Coordinator 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 October 4, 2019, I caused to be served the "Declaration of Daniel B. Stubbs In Connection with the Debtors Motion for an Order (I) Establishing Procedures for the Sale of Debtors Real Estate Assets, (II) Authorizing the Debtors to Retain and Compensate Real Estate Brokers In Connection Therewith, (III) Approving Stalking Horse Bid Protections (IV) Approving the Sale of the Debtors Real Estate Assets Free and Clear of All Encumbrances Pursuant to Section 363 of the Bankruptcy Code and (V) Granting Related Relief," dated October 4, 2019 [Docket No. 233], by causing true and correct copies to be:
  - a. enclosed securely in separate postage pre-paid envelopes and delivered via first class mail to those parties listed on the annexed Exhibit A, and
  - b. delivered via electronic mail to those parties listed on the annexed Exhibit B.

---

<sup>1</sup> The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: Fred's, Inc. (4010); Fred's Stores of Tennessee, Inc. (9888); National Equipment Management and Leasing, Inc. (4296); National Pharmaceutical Network, Inc. (9687); Reeves-Sain Drug Store, Inc. (4510); Summit Properties-Jacksboro, LLC (9161); Summit Properties-Bridgeport, LLC (2200); and 505 N. Main Opp, LLC (5850). The Debtors' address is 2001 Bryan Street, Suite 1550, Dallas, TX 75201.

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/ Forrest Houku

Forrest Houku

Sworn to before me this

8<sup>th</sup> day of October, 2019

/s/ Cassandra Murray

Notary Public, State of New York

No. 01MU6220179

Qualified in Queens County

Commission Expires April 12, 2022

## **EXHIBIT A**

| Claim Name                            | Address Information                                                                                                                                                   |
|---------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| A.T.KEARNEY INC                       | TODD HUSEBY, PARTNER 227 WEST MONROE STREET CHICAGO IL 60606                                                                                                          |
| AON RISK INSURANCE                    | GREG CASE, CEO 1900 16TH ST. STE 1000 DENVER CO 80202                                                                                                                 |
| B W I COMPANIES                       | JIM BUNCH, CEO 4924 HICKORY HILL P.O. BOX 990 MPHS TN 38115                                                                                                           |
| BALLARD SPAHR LLP                     | ATTN: LESLIE C. HEILMAN, ESQUIRE (COUNSEL TO STORE MASTER FUNDING III, LLC) 919 N. MARKET STREET, 11TH FLOOR WILMINGTON DE 19801-3034                                 |
| BALLARD SPAHR LLP                     | ATTN: CRAIG SOLOMON GANZ, MICHAEL A DIGIACOMO,ESQS (COUNSEL TO STORE MASTER FUNDING III, LLC) 1 EAST WASHINGTON STREET, SUITE 2300 PHOENIX AZ 85004                   |
| BANK OF AMERICA NA                    | AMY WATSON 414 UNION ST NASHVILLE TN 37219                                                                                                                            |
| BAYARD, P.A.                          | (COUNSEL TO LL FRED'S OAKLAND CITY, LLC & LL FRED'S MCLEANSBORO, LLC) ATTN: EVAN T. MILLER 600 N. KING STREET, SUITE 400 WILMINGTON DE 19801                          |
| BAYER HEALTHCARE LLC                  | WERNER BAUMANN, CEO 100 BAYER ROAD PITTSBURGH PA 15205                                                                                                                |
| BIO-LAB INC                           | LAWRENCE GUTHRIE; AMANDA CARDANI 1735 NORTH BROWN RD PO BOX 300002 LAWRENCEVILLE GA 30049                                                                             |
| BRADLEY WOOLDRIDGE                    | 3254 BROWN RD SPRING HILL TN 37174                                                                                                                                    |
| CHOATE, HALL & STEWART, LLP           | ATTN: JOHN F. VENTOLA & EMILY J. HOLT (COUNSEL TO BANK OF AMERICA, N.A.) TWO INTERNATIONAL PLACE BOSTON MA 02110                                                      |
| CONAIR CORPORATION                    | RONALD T DIAMOND, CEO 1 CUMMINGS POINT ROAD STANFORD CT 69040                                                                                                         |
| DELAWARE SECRETARY OF STATE           | DIVISIONS OF CORPORATIONS, TAX DIVISION 401 FEDERAL ST, STE 4 P.O. BOX 898 DOVER DE 19903                                                                             |
| DELAWARE SECRETARY OF TREASURY        | ATTN: OFFICE, MANAGING AGENT OF GENERAL AGENT 820 SILVERLAKE BLVD, SUITE 100 DOVER DE 19904                                                                           |
| DELAWARE STATE TREASURY               | 820 SILVER LAKE BLVD. SUITE 100 DOVER DE 19904                                                                                                                        |
| DELOITTE CONSULTING LLP               | 850-2ND STREET SW SUITE 700 CALGARY AB AB T2P 1B7 CANADA                                                                                                              |
| DURACELL DISTRIBUTING INC             | THOM LACHMAN, CEO 1209 ORANGE STREET WILMINGTON DE 19801                                                                                                              |
| EMSON                                 | EDDIE MISHAN, CEO 225 5TH AVE.SUITE 800 NEW YORK NY 10001                                                                                                             |
| GOLDSTEIN & MCCLINTOCK, LLP           | (COUNSEL TO A.T. KEARNEY, INC.) ATTN: MARIA APRILE SAWCZUK, ESQ. 501 SILVERSIDE ROAD, SUITE 65 WILMINGTON DE 19809                                                    |
| GOLDSTEIN & MCCLINTOCK, LLP           | (COUNSEL TO A.T. KEARNEY, INC.) ATTN: JASON BEN, ESQ. 111 W. WASHINGTON STREET, SUITE 1221 CHICAGO IL 60602                                                           |
| GRANT THORNTON LLP                    | JEFFREY T. BRADFORD, PARTNER 100 E. WISCONSIN AVENUE MILWAUKEE WI 53020                                                                                               |
| HALLMARK MARKETING                    | CRAIG LORENZEN, SR CREDIT SUPERVISOR P.O. BOX 73642 CHICAGO IL 60673                                                                                                  |
| INTERNAL REVENUE SERVICE              | CENTRALIZED INSOLVENCY OPERATION P.O. BOX 7346 PHILADELPHIA PA 19101-7346                                                                                             |
| JAKKS PACIFIC INC.                    | STEPHEN G. BERMAN, CEO KEVIN KILLIAN KOWLOON/ HONG KONG CHINA                                                                                                         |
| JDA SOFTWARE INC                      | GIRISH RISHI, CEO 14400 N 87TH ST SCOTTSDALE AZ 85260                                                                                                                 |
| JOHN INGLESON LAW                     | (COUNSEL TO SWANSON DEVELOPMENTS, LP) ATTN: JOHN INGLESON, ESQ. 410 NORTH FRONT STREET MURFREESBORO TN 37130                                                          |
| JOHNSON & JOHNSON                     | ALEX GORSKY, CEO 199 GRANDVIEW RD SKILLMAN NJ 08558                                                                                                                   |
| LINEBARGER GOGGAN BLAIR & SAMPSON,LLP | (COUNSEL TO MCLENNAN COUNTY) P.O. BOX 17428 AUSTIN TX 78760                                                                                                           |
| LOWENSTEIN SANDLER LLP                | (PROPOSED COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS) ATTN: MICHAEL KAPLAN, ESQ & NICOLE FULFREE, ESQ ONE LOWENSTEIN DRIVE ROSELAND NJ 07068            |
| LOWENSTEIN SANDLER LLP                | (PROPOSED COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS) ATTN: JEFFREY COHEN, ESQ & GABRIEL OLIVERA, ESQ 1251 AVENUE OF THE AMERICAS NEW YORK NY 10020     |
| MAYBELLINE GARNIER                    | FREDERIC ROZE, CEO P.O. BOX 8805 LITTLE ROCK AR 72231                                                                                                                 |
| MORRIS JAMES LLP                      | (COUNSEL TO SWANSON DEVELOPMENTS, LP & EXISOR, LP) ATTN: STEPHEN M. MILLER & DOUGLAS N. CANDEUB 500 DELWARE AVENUE, SUITE 1500 P.O. BOX 2306 WILMINGTON DE 19899-2306 |
| MORTON & GERMANY, PLLC                | (COUNSEL TO EXISOR, LLC) ATTN: R. LEE WEBBER, ESQ. 5 N. B.B. KING BLVD., SUITE 201 MEMPHIS TN 38103                                                                   |
| NOVUS MEDIA LLC                       | DAVE MURPHY, CEO 2 CARLSON PARKWAY SUITE 400 4TH FLOOR PLYMOUTH MN 55447                                                                                              |
| OFFICE OF THE UNITED STATES ATTORNEY  | DISTRICT OF DELAWARE HERCULES BUILDING 1313 N. MARKET STREET, SUITE 400                                                                                               |

| Claim Name                                      | Address Information                                                                                                                                                                                      |
|-------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| OFFICE OF THE UNITED STATES ATTORNEY            | WILMINGTON DE 19801                                                                                                                                                                                      |
| OFFICE OF THE UNITED STATES TRUSTEE             | ATTN: BENJAMIN A. HACKMAN, ESQ. 844 KING STREET, SUITE 2207 LOCK BOX 35<br>WILMINGTON DE 19801                                                                                                           |
| P & L DEVELOPMENTS LLC                          | JOHN J FRANCIS, CCO 609-2 CANTIAGUE ROCK RD WESTBURY NY 11590                                                                                                                                            |
| PARKER, HUDSON, RAINER & DOBBS LLP              | ATTN: ERIC W. ANDERSON, BRYAN E. BATES (COUNSEL TO REGIONS BANK, AS<br>ADMINISTRATIVE AGENT, CO-COLLATERAL AGENT, AND LENDER) 303 PEACHTREE STREET<br>NE, SUITE 3600 ATLANTA GA 30308                    |
| PFIZER INC                                      | JOHN P SIMLETON, SR CREDIT RISK ANALYST 9289 OAKENGATE COVE CORDOVA TN 38016                                                                                                                             |
| PPS DATA LLC                                    | JEFF JOHNSON, PRESIDENT 5241 S. ST. STREET 2 MURRAY UT 84107                                                                                                                                             |
| RB HEALTH (US) LLC                              | RAKESH KAPOOR, CEO 399 INTERPACE PARKWAY P.O. BOX 225 PARSIPPANY NJ 70540                                                                                                                                |
| RECKITT BENCKISER                               | RAKESH KAPOOR, CEO 399 INTERPACE PARKWAY PO BOX 225 PARSIPPANY NJ 70540                                                                                                                                  |
| RETAIL TECH                                     | ROBERT SPINNER, CEO 1501 PARK ROAD CHANHASSEN MN 55317                                                                                                                                                   |
| REYNOLDS CONSUMER                               | LANCE MITCHELL, CEO 1900 W FIELD COURT LAKE FOREST IL 60045                                                                                                                                              |
| RICHARD H SAIN                                  | 2719 JAMES EDMON CT MURFREESBORO TN 37129                                                                                                                                                                |
| RICHARDS, LAYTON & FINGER, P.A.                 | ATTN: JOHN H. KNIGHT & DAVID T. QUEROLI (COUNSEL TO BANK OF AMERICA AND<br>REGIONS BANK, AS ADMIN AGENT, CO-COLLATERAL AGENT, AND LENDER) ONE RODNEY<br>SQUARE 920 NORTH KING STREET WILMINGTON DE 19801 |
| RUBBERMAID INCORPORATED                         | JEFFERY P KEOHANE, DIR SALES 9999 EAST 121 STREET FISHERS IN 46037                                                                                                                                       |
| SECURITIES & EXCHANGE COMMISSION                | NEW YORK REGIONAL OFFICE ATTN: ANDREW CALAMARI, REGIONAL DIRECTOR 200 VESEY<br>STREET, SUITE 400 NEW YORK NY 10281-1022                                                                                  |
| SECURITIES & EXCHANGE COMMISSION                | 100 F STREET, NE WASHINGTON DC 20549                                                                                                                                                                     |
| SULLIVAN HAZELTINE ALLINSON LLC                 | ATTN: WILLIAM A. HAZELTINE, ESQ. (COUNSEL TO FOODWORLD ALABAMA, LLC) 901 NORTH<br>MARKET STREET, SUITE 1300 WILMINGTON DE 19801                                                                          |
| THOMPSON COBURN LLP                             | ATTN: FRANCIS X. BUCKLEY, JR., ESQUIRE (COUNSEL TO NOVUS MEDIA LLC) 55 EAST<br>MONROE STREET, 37TH FLOOR CHICAGO IL 60603                                                                                |
| UNILEVER HPC - USA                              | ALAN JOPE, CEO 5250 E. RAINES RD. MEMPHIS TN 38118                                                                                                                                                       |
| UNITED STATES DEPARTMENT OF HEALTH AND<br>HUMAN | SERVICES ATTN: JOHN J SIEMIETKOWSKI 1100 L STREET NW, ROOM 7020 WASHINGTON DC<br>20005                                                                                                                   |
| US ATTORNEY'S OFFICE                            | 101 EAST PARK BLVD STE 500 PLANO TX 75074                                                                                                                                                                |
| US ATTORNEY'S OFFICE                            | 110 N COLLEGE ST STE 700 TYLER TX 75702                                                                                                                                                                  |
| US DEPT HEALTH & HUMAN SERVICES                 | CENTERS FOR MEDICARE & MEDICAID THE HUBERT H. HUMPHERY BUILDING 200<br>INDEPENDENCE AVE., S.W. WASHINGTON DC 20001                                                                                       |
| US DEPT HEALTH & HUMAN SERVICES                 | OFFICE OF THE GENERAL COUNSEL, REGION VI COUNSEL ACTING CHIEF, MERVIN TURNER<br>DEPUTY CHIEF COUNSEL, DEBBIE ANNE BELCHER 1301 YOUNG STREET, ROOM 1138 DALLAS<br>TX 75202                                |
| UXC ECLIPSE (USA) LLC                           | BRIAN DEMING, PRESIDENT 1775 TYSONS BLVD. TYSONS VA 22102                                                                                                                                                |
| WOMBLE BOND DICKINSON (US) LLP                  | (PROPOSED COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS) ATTN:<br>MATTHEW P. WARD, ERICKA F. JOHNSON 1313 NORTH MARKET STREET, SUITE 1200<br>WILMINGTON DE 19801                              |
| WORLD AND MAIN (CRANBURY)                       | BRYAN YEAZEL, CEO 324A HALF ACRE ROAD CRANBURY NJ 85120                                                                                                                                                  |

**Total Creditor count 60**

FRED'S, INC. - Case No. 19-11984 (CSS)  
First Class Mail Additional Parties

WORLD AND MAIN (CRANBURY)  
BRYAN YEAZEL, CEO  
324A HALF ACRE ROAD  
CRANBURY, NJ 85120

BAYER HEALTHCARE LLC  
WERNER BAUMANN, CEO  
100 BAYER ROAD  
PITTSBURGH, PA 15205

## **EXHIBIT B**

FRED'S, INC. - Case No. 19-11984 (CSS)  
Electronic Mail Master Service List

|                                                                       |
|-----------------------------------------------------------------------|
| todd.huseby@atkearney.com                                             |
| deecf@dor.mo.gov                                                      |
| chris.cramer@bayer.com;<br>shirley.beach@bayer.com                    |
| acardani@kikcorp.com;<br>lawrence.guthrie@biolabinc.com               |
| jzmuda@califf.com                                                     |
| szuber@csglaw.com                                                     |
| dblau@clarkhill.com; kgrivner@clarkhill.com                           |
| bk-sphillips@oag.texas.gov                                            |
| petetashie@aol.com                                                    |
| dosdoc_web@state.de.us                                                |
| statetreasurer@state.de.us                                            |
| davis.nc@duracell.com                                                 |
| christopher.perkins@eckertseamans.com;<br>tlattomus@eckertseamans.com |
| jeff.bradford@us.gt.com                                               |
| craig.lorenzen@hallmark.com                                           |
| ghesse@huntonak.com                                                   |
| consumers@jakks.com                                                   |
| edirequests@conbr.jnj.com                                             |
| dallas.bankruptcy@publicans.com                                       |
| chegarty@morrisonsund.com                                             |
| tleday@mvalaw.com                                                     |
| david.murphy@novusmediainc.com                                        |
| hdinsmore@pldevelopment.com                                           |
| john.simelton@pfizer.com                                              |
| info@providerpay.com                                                  |
| sustainability@rb.com                                                 |
| sustainability@rb.com                                                 |
| pos@retailtecinc.com                                                  |
| kathy.gilliland@reynoldsbrands.com                                    |
| rsain@reevessain.com                                                  |
| edi.notify@newellco.com                                               |
| jglucksman@sh-law.com                                                 |
| newyork@sec.gov                                                       |
| sporterfield@sirote.com                                               |
| wmcardle@spain-gillon.com                                             |
| john.siemietkowski@usdoj.gov                                          |
| mervin.turner@hhs.gov; debbie-<br>anne.belcher@hhs.gov                |
| cwhitehead@uxceclipse.com                                             |
| bankruptcy@evict.net                                                  |
| sgerald@wtplaw.com                                                    |
| anthonyderosa@worldandmain.com                                        |