



CLERK, U.S. BANKRUPTCY COURT  
NORTHERN DISTRICT OF TEXAS

**ENTERED**

THE DATE OF ENTRY IS ON  
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed July 14, 2020

  
United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

In re:	§	Chapter 11
	§	
Tuesday Morning Corporation, <i>et al.</i> , <sup>1</sup>	§	Case No. 20-31476-HDH-11
	§	
Debtors.	§	Jointly Administered

**ORDER GRANTING DEBTORS' APPLICATION TO EMPLOY RYAN, LLC  
AS TAX CONSULTANT TO THE DEBTORS FOR A LIMITED PURPOSE**

Upon the *Debtors' Application to Employ Ryan, LLC as Tax Consultant to the Debtors for a Limited Purpose* (the "Application")<sup>2</sup> of Tuesday Morning Corporation, *et al.* (collectively, the "Debtors"); and the Court having jurisdiction to consider the Application and the relief requested

<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Tuesday Morning Corporation (8532) ("TM Corp."); TMI Holdings, Inc. (6658) ("TMI Holdings"); Tuesday Morning, Inc. (2994) ("TMI"); Friday Morning, LLC (3440) ("FM LLC"); Days of the Week, Inc. (4231) ("DOTW"); Nights of the Week, Inc. (7141) ("NOTW"); and Tuesday Morning Partners, Ltd. (4232) ("TMP"). The location of the Debtors' service address is 6250 LBJ Freeway, Dallas, TX 75240.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Application.

therein pursuant to 28 U.S.C. §§ 157 and 1334, and the *Order of Reference of Bankruptcy Cases and Proceedings Nunc Pro Tunc*, Miscellaneous Rule No. 33 (N.D. Tex. Aug. 3, 1984); and consideration of the Application and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been provided, and it appearing that no other or further notice need be provided; and the Court having reviewed the Application; and the Court having held a hearing on the Application; and all objections, if any, to the Application have been withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases set forth in the Application establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The Application is granted as set forth herein.
2. Pursuant to Bankruptcy Code §§ 327(a) and 328(a), the Debtors are hereby authorized to retain Ryan, LLC as tax consultant for a limited purpose under the terms and conditions set forth in the Application and the Engagement Agreement.
3. Notwithstanding anything to the contrary in the Bankruptcy Code, the Bankruptcy Rules, or the Local Bankruptcy Rules, Orders of this Court, or any guidelines regarding submission and approval of fee applications, Ryan, LLC shall be paid a flat fee of \$12,500 pursuant to the terms of the Engagement Letter without being required to file fee applications as contemplated by Bankruptcy Code §§ 330 and 331.
4. Notwithstanding any provision in the Bankruptcy Rules to the contrary, this Order shall be immediately effective and enforceable upon its entry.

5. The Debtors and Ryan, LLC are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

6. In the event of any inconsistency between the Engagement Letter, the Application and this Order, this Order shall govern.

7. Notwithstanding anything to the contrary herein, nothing in this Order authorizes the use of cash collateral or debtor-in-possession financing. Any payments authorized to be made pursuant to the Motion shall be made only to the extent authorized under the cash collateral and debtor-in-possession financing order approved by the Court in effect as of the time such payment is to be made (together with any approved budgets in connection therewith, the “DIP Order”), and such payments shall be subject to the terms, conditions, limitations, and requirements of the DIP Order in all respects.

8. This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

### END OF ORDER ###

**Submitted by:**

**HAYNES AND BOONE, LLP**

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Jarom J. Yates  
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**PROPOSED ATTORNEYS FOR DEBTORS**

United States Bankruptcy Court  
Northern District of Texas

In re:  
Tuesday Morning Corporation  
Debtor

Case No. 20-31476-hdh  
Chapter 11

**CERTIFICATE OF NOTICE**

District/off: 0539-3

User: sdugan  
Form ID: pdf012

Page 1 of 6  
Total Noticed: 1

Date Rcvd: Jul 14, 2020

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Jul 16, 2020.

op +Ryan, LLC, Three Galleria Tower, 13155 Noel Road, Suite 100, Dallas, TX 75240-5050

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
NONE. TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS \*\*\*\*\*

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

**I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.**

**Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.**

Date: Jul 16, 2020

Signature: /s/Joseph Speetjens

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**CM/ECF NOTICE OF ELECTRONIC FILING**

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on July 14, 2020 at the address(es) listed below:

Adam B. Nach on behalf of Creditor 32nd Indian School Investors, LLC adam.nach@lane-nach.com  
Andrew Ball Zollinger on behalf of Creditor CR Plantation Commons, LLC  
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Andrew G. Edson on behalf of Creditor Vestar California XXII, LLC  
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Form ID: pdf012Page 2 of 6  
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Date Rcvd: Jul 14, 2020

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Dana S. Plon on behalf of Creditor Highland Pineville Quakertown K Associates, L.P. dplon@sirlinlaw.com

Daniel P. Winikka on behalf of Interested Party Ferncroft Summerville Plaza, LLC danw@lfdslaw.com, craigs@lfdslaw.com,dawnw@lfdslaw.com,cherylc@lfdslaw.com

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David Michael Blau on behalf of Creditor RPT Realty, L.P. dblau@clarkhill.com

David Michael Blau on behalf of Creditor Vestar Bowles Crossing, LLC dblau@clarkhill.com

David Michael Blau on behalf of Creditor Vestar California XXII, LLC dblau@clarkhill.com

David Michael Blau on behalf of Creditor Mission Bay R2G Owner LLC dblau@clarkhill.com

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Eboney D. Cobb on behalf of Creditor Johnson County ecobb@pbfc.com, ecobb@pbfc.com;ecobb@ecf.inforuptcy.com

Elizabeth Weller on behalf of Creditor Tarrant County dallas.bankruptcy@publicans.com, dora.casiano-perez@lgbs.com;Melissa.palo@lgbs.com

District/off: 0539-3

User: sdugan  
Form ID: pdf012Page 3 of 6  
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Date Rcvd: Jul 14, 2020

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

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Laura Jane Monroe on behalf of Creditor Lubbock Central Appraisal District, et al  
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Melissa Emily Valdez on behalf of Creditor Arlington Independent School District, et al  
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Michael P. Cooley on behalf of Creditor Centerpoint Owner, LLC mpcooley@reedsmith.com,  
jkrasnic@reedsmith.com;srhea@reedsmith.com  
Michael P. Cooley on behalf of Creditor Deutsche Asset & Wealth Management  
mpcooley@reedsmith.com, jkrasnic@reedsmith.com;srhea@reedsmith.com  
Michael P. Cooley on behalf of Creditor Federal Realty Investment Trust  
mpcooley@reedsmith.com, jkrasnic@reedsmith.com;srhea@reedsmith.com  
Michael P. Cooley on behalf of Creditor ARC TSKCYM0001, LLC mpcooley@reedsmith.com,  
jkrasnic@reedsmith.com;srhea@reedsmith.com  
Michael P. Cooley on behalf of Creditor New Market Properties, LLC mpcooley@reedsmith.com,  
jkrasnic@reedsmith.com;srhea@reedsmith.com  
Michael P. Cooley on behalf of Creditor Gateway Miramar LLC mpcooley@reedsmith.com,  
jkrasnic@reedsmith.com;srhea@reedsmith.com  
Michael P. Cooley on behalf of Creditor Weingarten Realty Investors mpcooley@reedsmith.com,  
jkrasnic@reedsmith.com;srhea@reedsmith.com  
Michael P. Cooley on behalf of Creditor The Weitzman Group mpcooley@reedsmith.com,  
jkrasnic@reedsmith.com;srhea@reedsmith.com  
Michelle E. Shriro on behalf of Creditor RED Development, LLC mshriro@singerlevick.com,  
scotton@singerlevick.com;tguillory@singerlevick.com  
Michelle E. Shriro on behalf of Creditor Kimco Realty Corporation mshriro@singerlevick.com,  
scotton@singerlevick.com;tguillory@singerlevick.com  
Nicole C. Kenworthy on behalf of Creditor Prince George's County, Maryland  
NKenworthy@mrllaw.net  
Owen M. Sonik on behalf of Creditor Klein Independent School District osonik@pbfc.com,  
tpope@pbfc.com;osonik@ecf.inforuptcy.com;mvaldez@pbfc.com;mvaldez@pbfc.com  
Patricia B. Tomasco on behalf of Creditor BRF Finance Co., LLC pattytomasco@quinnemanuel.com,  
barbarahowell@quinnemanuel.com  
Patrick H. Autry on behalf of Creditor H-E-B, LP pau@branscombpc.com, waspcreek@gmail.com  
Patrick H. Autry on behalf of Creditor H.E. Butt Store Property Company No. One  
pau@branscombpc.com, waspcreek@gmail.com  
Patrick Joseph Schurr on behalf of Creditor Forum Shopping Center, LLC  
patrick.schurr@solidcounsel.com, kari.stanish@solidcounsel.com

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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Peter C. DApice on behalf of Creditor Eastgate Center Propco, LLC dapice@sbeplaw.com  
 Richard G. Grant on behalf of Creditor Aurilius LLC d/b/a Ravenna Design Group d/b/a Ravenna Pottery rgrant@rgglaw.com, grantecf@gmail.com  
 Richard T. Davis on behalf of Creditor Cafaro Management Company rdavis@cafarocompany.com  
 Robert L. LeHane on behalf of Creditor SITE Centers Corp. KDWBankruptcyDepartment@kelleydrye.com  
 Robert L. LeHane on behalf of Creditor Regency Centers, L.P. KDWBankruptcyDepartment@kelleydrye.com  
 Ronald Eric Gold on behalf of Creditor Rolling Hills Development Company, LLC rgold@fbtlaw.com, awebb@fbtlaw.com;eseverini@fbtlaw.com;sbryant@ecf.inforuptcy.com  
 Ronald Eric Gold on behalf of Creditor L M & B Properties LLC rgold@fbtlaw.com, awebb@fbtlaw.com;eseverini@fbtlaw.com;sbryant@ecf.inforuptcy.com  
 Ronald Eric Gold on behalf of Creditor Commercial Property Associates, LLC rgold@fbtlaw.com, awebb@fbtlaw.com;eseverini@fbtlaw.com;sbryant@ecf.inforuptcy.com  
 Ronald Eric Gold on behalf of Creditor Washington Prime Group Inc. rgold@fbtlaw.com, awebb@fbtlaw.com;eseverini@fbtlaw.com;sbryant@ecf.inforuptcy.com  
 Ronald J. Johnson on behalf of Creditor Richka, LLC ronjohnson@rjjohnsonlaw.com, kreyes@rjjohnsonlaw.com  
 Ronald M. Tucker on behalf of Creditor Simon Property Group rtucker@simon.com, cmartin@simon.com, bankruptcy@simon.com, antimm@simon.com  
 Sean Thomas Wilson on behalf of Creditor Teachers Insurance and Annuity Association of America kdwbankruptcydepartment@kelleydrye.com;mvicinanza@ecf.inforuptcy.com  
 Sean Thomas Wilson on behalf of Creditor Regency Centers, L.P. kdwbankruptcydepartment@kelleydrye.com;mvicinanza@ecf.inforuptcy.com  
 Sean Thomas Wilson on behalf of Creditor SITE Centers Corp. kdwbankruptcydepartment@kelleydrye.com;mvicinanza@ecf.inforuptcy.com  
 Shawn M. Christianson on behalf of Creditor Oracle America, Inc. schristianson@buchalter.com, cmcintire@buchalter.com  
 Sid J. Garabato on behalf of Claims Agent Epiq Corporate Restructuring, LLC rjacobs@ecf.epiqsystems.com  
 Stephen Ari Metz on behalf of Creditor Saul Holdings Limited Partnership smetz@offitkurman.com  
 Stephen Barganier Porterfield on behalf of Creditor Monarch at Montgomery, LLC sporterfield@sirote.com, pcastleberry@sirote.com  
 Stephen D. Lerner on behalf of Interested Party Board of Directors of Tuesday Morning Corporation stephen.lerner@squirepb.com, sarah.conley@squirepb.com, stephen-lerner-2073@ecf.pacerpro.com  
 Stephen W. Sather on behalf of Creditor SYNERGY CENTER, LTD. ssather@bn-lawyers.com, gmagnuson@bn-lawyers.com;elliott@bn-lawyers.com  
 Steven W. Kelly on behalf of Creditor AmCap Northpoint II LLC skelly@s-d.com  
 Steven W. Kelly on behalf of Creditor AmCap Harmony LLC skelly@s-d.com  
 Tara LeDay on behalf of Creditor Texas Taxing Authorities tleday@mvbalaw.com, vcovington@mvbalaw.com;alocklin@mvbalaw.com;pbowers@mvbalaw.com;tleday@ecf.courtdrive.com  
 Tara LeDay on behalf of Creditor Williamson County tleday@mvbalaw.com, vcovington@mvbalaw.com;alocklin@mvbalaw.com;pbowers@mvbalaw.com;tleday@ecf.courtdrive.com  
 Tara Beth Annweiler on behalf of Creditor American National Insurance Company tannweiler@greerherz.com, tannweiler@greerherz.com  
 Thomas Rice on behalf of Creditor LDG, Inc. trice@pulmanlaw.com, mvilla@pulmanlaw.com  
 Timothy M. Reardon on behalf of Creditor 1128 Boardman-Poland Road, LLC treardon@brouse.com  
 Travis A. McRoberts on behalf of Interested Party Board of Directors of Tuesday Morning Corporation travis.mcroberts@squirepb.com, donna.miller@squirepb.com;docketingrequest@squirepb.com;sarah.conley@squirepb.com;travis-a-mcroberts-1747@ecf.pacerpro.com  
 United States Trustee ustpreion06.da.ecf@usdoj.gov  
 Victor W. Newmark on behalf of Creditor Branch Island Walk Associates, LP bankruptcy@evict.net  
 Victor W. Newmark on behalf of Creditor Georgetown Shopping Center, LLC bankruptcy@evict.net  
 Victor W. Newmark on behalf of Creditor Cross Country Plaza, LLC bankruptcy@evict.net  
 Wanda Borges on behalf of Creditor Punch Studio, LLC ecfcases@borgeslawllc.com  
 Weldon L. Moore, III on behalf of Creditor Southern California Gas Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Oklahoma Gas and Electric Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Commonwealth Edison Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Florida Power & Light Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Georgia Power Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Gulf Power Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor UNS Gas, Inc. wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor PECO Energy Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor San Diego Gas and Electric Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Virginia Electric and Power Company dba Dominion Virginia Power wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Tucson Electric Power Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Delmarva Power & Light Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Arizona Public Service Company wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor CenterPoint Energy Resources Corp. wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor American Electric Power wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Salt River Project wmoore@csmlaw.net  
 Weldon L. Moore, III on behalf of Creditor Baltimore Gas and Electric Company wmoore@csmlaw.net



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The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Weldon L. Moore, III on behalf of Creditor UNS Electric, Inc. wmoore@csmllaw.net  
Weldon L. Moore, III on behalf of Creditor The Potomac Electric Power Company  
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William J. Factor on behalf of Creditor Kohl's, Inc. wfactor@seyfarth.com,  
nbouchard@wfactorlaw.com  
William J. Levant on behalf of Creditor Ashland Hanover, LLC WLevant@kaplaw.com  
William L. Siegel on behalf of Creditor Clearview Richardson, L.P. bsiegel@cowlesthompson.com,  
brodela@cowlesthompson.com;lvelazquez@cowlesthompson.com  
William Louis Wallander on behalf of Creditor JPMorgan Chase Bank, N.A. bwallander@velaw.com  
William Marcus Brakefield on behalf of Creditor Grace Northport, LLC  
mbrakefield@hubbardfirm.com

TOTAL: 207