

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

In re:

BL RESTAURANTS HOLDING, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-10156 (CTG)

(Jointly Administered)

Hearing Date: December 6, 2021 at 10:00 a.m. (ET)

Objection Deadline: November 2, 2021 at 4:00 p.m. (ET)

**FIRST OMNIBUS (NON-SUBSTANTIVE) OBJECTION
OF THE BL RESTAURANTS GUC TRUST TO CERTAIN
(A) DUPLICATIVE CLAIMS; (B) LATE FILED CLAIMS; (C) AMENDED
AND SUPERSEDED CLAIMS; AND (D) INSUFFICIENT DOCUMENTATION CLAIMS**

*****CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE
THEIR NAMES AND CLAIMS IN THE EXHIBITS TO THE OBJECTION*****

UMB Bank, N.A., solely in its capacity as trustee (the “Trustee”) of the BL Restaurants GUC Trust (the “Trust”), by and through its undersigned counsel, hereby submits this omnibus objection (the “First Omnibus Objection”) seeking entry of an order (the “Proposed Order”) pursuant to sections 105(a) and 502 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 3007-1 of the Local Rules of Bankruptcy Practice and Procedures of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”): (A) disallowing and expunging in full the duplicate claims listed on Exhibit A; (B) disallowing and expunging in full the late filed claims listed on Exhibit B; (C) disallowing and expunging in full the amended and superseded claims listed on Exhibit C; and (D) disallowed and expunging in full the insufficient documentation claims listed on Exhibit D.

¹ The Debtors in these cases are as follows: BL Restaurants Holding, LLC; BL Restaurant Operations, LLC; BL Restaurant Franchises, LLC; and BL Hunt Valley, LLC.

In support of this First Omnibus Objection, the Trust relies on the *Declaration of Tina Vitale in Support of First Omnibus (Non-Substantive) Objection of the BL Restaurants GUC Trust to Certain (A) Duplicative Claims; (B) Late Filed Claims; (C) Amended and Superseded Claims; and (D) Insufficient Documentation Claims* (the “Declaration”), attached hereto as Exhibit 1. In further support of this First Omnibus Objection, the Trust respectfully represents as follows:

JURISDICTION

1. The Court has jurisdiction to consider and determine this matter pursuant to 28 U.S.C. §§ 157 and 1334, the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012, and Article XI of the *Amended Joint Chapter 11 Plan of Liquidation of BL Restaurants Holding, LLC and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* filed March 4, 2021 (as confirmed, the “Plan”).² This is a core proceeding pursuant to 28 U.S.C. §§ 157(b)(1) and (b)(2)(A), (B) and (O). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory bases for the relief requested herein are sections 105(a) and 502(b) of the Bankruptcy Code, Rules 3007 and 9014 of the Bankruptcy Rules, and Local Rule 3007-1.

3. Pursuant to Local Rule 9013-1(f), the Trust consents to the entry of a final judgment or order with respect to the First Omnibus Objection if it is determined that the Bankruptcy Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

² Docket No. 788. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Plan.

BACKGROUND

A. The Chapter 11 Cases

4. On January 27, 2020 (the “Petition Date”), each of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. From and after the Petition Date, each Debtor operated its business and managed its properties as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code until the closing of the sale of their operations on May 27, 2020.³

5. On April 21, 2021, the Court entered an order (the “Confirmation Order”) confirming the Plan.⁴ The Plan became effective on May 7, 2021 (the “Effective Date”).⁵

6. The Plan and Confirmation Order provide for the establishment of the Trust on the Effective Date according to the terms and conditions of the BL Restaurants GUC Trust Agreement (the “Trust Agreement”), at which time the Trustee was appointed to administer the Trust. Pursuant to section 6.3(b) of the Plan and section 3.2.14 of the Trust Agreement, the Trustee is authorized, among other things, to cause the Trust to investigate, review, object to and resolve all General Unsecured Claims filed against the Debtors’ estates.⁶

B. The Bar Dates

7. On February 24, 2020, each Debtor filed its respective schedules of assets and liabilities (the “Schedules”).⁷

³ Docket No. 452.

⁴ Docket No. 827.

⁵ Docket No. 844.

⁶ *See also* 11 U.S.C. § 502(b).

⁷ Docket Nos. 165, 167, 169, 171.

8. On February 28, 2020, the Court entered the *Order (A) Establishing Bar Dates for Filing Proofs of Claim, including Claims under 11 U.S.C. § 503(b)(9) and Administrative Expense Requests; (B) Approving the Form and Manner for Filing Proofs of Claim and Administrative Expense Requests; and (C) Approving Notice Thereof* (the “Bar Date Order”).⁸

9. The Bar Date Order established, among other deadlines, (i) April 3, 2020 as the deadline for each person or entity other than governmental units to file (a) proofs of prepetition claims, including administrative expense claims arising pursuant to section 503(b)(9) of the Bankruptcy Code (the “General Bar Date”), and (b) proofs of administrative expense claims arising on or after the Petition Date through February 29, 2020 (the “Initial Administrative Bar Date”); and (ii) July 27, 2020 as the last date for governmental units to file proofs of claim that arose before the Petition Date (the “Governmental Bar Date”).

10. The Bar Date Order also provided that holders of claim arising from the Debtors’ rejection of a real property lease or executory contract must file a proof of claim by the later of (a) the General Bar Date, (b) the deadline established by any order providing for such rejection, and (c) 35 days from the later of the date the rejection order is entered or notice of rejection is provided (the “Rejection Bar Date”).

11. On February 28, 2020, the Debtors filed their notice of the General Bar Date, Initial Administrative Bar Date, Governmental Bar Date and Rejection Bar Date.⁹

12. Additionally, the Effective Date notice set June 6, 2021 as the last date and time for each person or entity to file (a) proofs of administrative expense claims arising on or

⁸ Docket No. 228.

⁹ Docket No. 229.

after March 1, 2020; and (b) proofs of claim related to the rejection of executory contracts and unexpired leases pursuant to the Plan.¹⁰

C. The Claims Resolution Process

13. In the ordinary course of business, the Debtors maintained books and records that reflect, *inter alia*, the Debtors' liabilities and the amounts owed to their creditors. Section 6.6 of the Plan provides the Trust shall be provided with originals or copies of, or access to, all documents and business records of the Debtors necessary for the disposition of GUC Trust Assets and objections to General Unsecured Claims.

14. The register of claims prepared by Epiq Corporate Restructuring, LLC reflects that as of the date of this First Omnibus Objection more than 960 proofs of claim have been filed in the Debtors' chapter 11 cases, exclusive of claims listed on the Debtors' Schedules.

15. The Trust and its professionals have been reviewing and analyzing claims since the Effective Date of the Plan. This process includes identifying categories of claims that may be targeted for disallowance and expungement, reduction and/or reclassification. To reduce the number of claims, and to avoid possible double or otherwise improper recovery by claimants, the Trust anticipates filing additional omnibus objections to claims.

16. Certain of the claims set forth in this First Omnibus Objection are asserted as secured, administrative and/or priority unsecured claims ("SAP Claims"). The Trust desires to wind up the claims reconciliation process and other residual issues in the instant chapter 11 cases as expeditiously as possible for the benefit of all creditors of the Debtors' estates. To streamline the claims reconciliation process, the Trust has obtained the consent of the Plan

¹⁰ Docket No. 844.

Administrator to object to outstanding SAP Claims that were not addressed by the Debtors prior to the Effective Date.

RELIEF REQUESTED

17. By this First Omnibus Objection and for the reasons described more fully below, the Trust requests entry of the Proposed Order substantially in the form attached hereto as Exhibit 2 disallowing and expunging the claims set forth on Exhibit A through Exhibit D attached thereto pursuant to sections 105(a) and 502(b) of the Bankruptcy Code, Bankruptcy Rule 3007, Local Bankruptcy Rule 3007-1 and the Bar Date Order, as applicable.

OBJECTION

18. Section 502(a) of the Bankruptcy Code provides, in pertinent part, that “[a] claim or interest, proof of which is filed under section 501 of this title, is deemed allowed, unless a party in interest . . . objects.”¹¹ Once an objection to a claim is filed, the Court, after notice and hearing, shall determine the allowed amount of the claim.¹²

19. Section 502(b)(1) of the Bankruptcy Code provides, in part, that a claim may not be allowed to the extent that it “is unenforceable against the debtor and property of the debtor, under any agreement or applicable law.”¹³ While a properly filed proof of claim is *prima facie* evidence of the claim’s allowed amount, when an objecting party presents evidence to rebut a claim’s *prima facie* validity, the claimant bears the burden of proving the claim’s validity by a preponderance of evidence.¹⁴ The burden of persuasion with respect to the claim is always on

¹¹ 11 U.S.C. § 502(a).

¹² See 11 U.S.C. § 502(b).

¹³ 11 U.S.C. § 502(b)(1).

¹⁴ See *In re Allegheny Int’l, Inc.*, 954 F.2d 167, 173-74 (3d Cir. 1992).

the claimant.¹⁵ The failure to allege facts and to provide sufficient support for a claim deprives the claim of *prima facie* validity.¹⁶

20. For the reasons set forth below, there is ample evidence to rebut the *prima facie* validity of each Claim.

A. Duplicative Claims

21. During its review of the proofs of claim filed in these cases, the Trust determined that the proofs of claim identified as duplicate claims on Exhibit A (the “Duplicative Claims”) are identical to other proofs of claim filed by the same claimant asserting a claim for the same liability in the same amount and priority against the same Debtor.¹⁷

22. Accordingly, the Trust seeks entry of an order disallowing and expunging each of the Duplicative Claims listed on Exhibit A. Expunging the Duplicative Claims will ensure that the claimants do not receive a double recovery on account of their claims. The Trust notes that the claimants will not be prejudiced if the Duplicative Claims are disallowed and expunged, because the claimants will retain their respective surviving claims (each, a “Surviving Claim”) also identified on Exhibit A.¹⁸

¹⁵ *See id.* at 174.

¹⁶ *See, e.g., In re Jorcak*, 314 B.R. 474, 481-82 (Bankr. D. Conn. 2004) (discussing the evidentiary requirements and burden of proof with respect to the allowance of claims).

¹⁷ Local Rule 3007-1(d)(i) provides in pertinent part that a claim filed against two different debtors is not a duplicate claim unless the cases have been substantively consolidated by order of the Court. Because the Debtors were substantively consolidated under the Plan, claims filed against different Debtors but identical in amount and priority are duplicative. *See* Plan, Art. II.

¹⁸ As identified on Exhibit A, certain of the Surviving Claims have been disallowed as satisfied pursuant to a prior order of the Court. In such circumstances, the claimants will similarly not be prejudiced because they already received a distribution on account of such liability from the Debtors’ estates. As the claims reconciliation process is ongoing, the Trust reserves all rights to object to any Surviving Claims on any grounds, including pursuant to section 502(d) of the Bankruptcy Code.

B. Late Filed Claims

23. Pursuant to section 502(b)(9) of the Bankruptcy Code, a claim shall not be allowed “to the extent that ... proof of such claim is not timely filed[.]”¹⁹ During its review of the proofs of claim, the Trust determined that certain proofs of claim, identified on Exhibit B, were filed after the applicable Bar Date (the “Late Filed Claims”). In accordance with Local Rule 3007-1(e)(vi), with respect to the Late Filed Claims identified on Exhibit B that amended or superseded a previously filed claim, (a) the previously filed claim was also untimely, or (b) the previously filed claim was timely but the amending or superseding claim asserts new claims not asserted in the previously filed claims that do not relate back. Accordingly, the Trust requests that each of the Late Filed Claims be disallowed and expunged in its entirety.

C. Amended and Superseded Claims

24. The Third Circuit has held that in the absence of prejudice, bankruptcy courts should allow amendments to proofs of claim to cure a defect in a claim as filed or to describe the claim with greater particularity.²⁰ Amendments relate back to the date of the filing of the original claim.²¹

25. The Trust has reviewed the proofs of claim identified on Exhibit C (the “Amended and Superseded Claims”), and determined that they have been amended and superseded by a later filed claim (the “Surviving Claim”), filed by the same claimant for the same liability. The Trust therefore seeks to disallow and expunge the Amended and Superseded

¹⁹ 11 U.S.C. § 502(b)(9); *see also First Fidelity Bank, N.A. v. Hooker Inves. Inc. (In re Hooker Inves. Inc.)*, 937 F.2d 833, 840 (2d Cir. 1991) (enforcing the bar date and stating, *inter alia*, that “a bar date order does not function merely as a procedural gauntlet”); *In re Keene Corp.*, 188 B.R. 903, 907 (Bankr. S.D.N.Y. 1995) (stating that the “[b]ar date is akin to a statute of limitations, and must be strictly observed”).

²⁰ *See In re Edison Bros. Stores*, 2002 Bankr. LEXIS 1228 at *10 (Bankr. D. Del. May 15, 2002) (stating that amendments are to be allowed where the original claim prompted notice to the court of the existence, nature, and amount of the claim, and are not allowed when they constitute the assertion of an entirely new claim).

²¹ *See In re Metro Transp. Co.*, 117 B.R. 143, 147 (Bankr. E.D. Pa. 1990).

Claims, which have been superseded by the later filed Surviving Claim also identified on Exhibit C.

26. Unless the Amended and Superseded Claims are disallowed, the claimants listed on Exhibit C will receive an excess recovery from the Debtors' estates. The claimants affected by this First Omnibus Objection will not be prejudiced if the Amended and Superseded Claims are expunged, because each will retain the corresponding Surviving Claim against the Estates that is identified on Exhibit C.²²

D. Insufficient Documentation Claims

27. The Trust has identified the claims listed on Exhibit D as lacking necessary supporting documentation for the existence and/or amount of the underlying claim (the "Insufficient Documentation Claims"). The Insufficient Documentation Claims are not prima facie valid. Pursuant to Bankruptcy Rule 3001(c), a claimant that files a proof of claim based on a writing must file an original or duplicate of the writing with the proof of claim or otherwise explain that the writing has been lost or destroyed. Only a proof of claim filed in accordance with Bankruptcy Rule 3001 constitutes prima facie evidence of its validity and amount.

28. Even if the Insufficient Documentation Claims are entitled to a presumption of validity, the Trust has reviewed the Debtors' books and records and has been unable to identify any outstanding obligations to the claimants that filed the Insufficient Documentation Claims. The Trust, therefore, requests entry of an order expunging the Insufficient Documentation Claims on Exhibit D.

²² As identified on Exhibit C, certain of the Surviving Claims have been withdrawn by the claimant. In such circumstances, the claimants will similarly not be prejudiced as they have indicated that the liability is no longer due and owing by the Debtors' estates. As the claims reconciliation process is ongoing, the Trust reserves all rights to object to the Surviving Claims on any grounds, including pursuant to section 502(d) of the Bankruptcy Code.

RESPONSES TO OMNIBUS OBJECTIONS

29. To contest an objection, a claimant must file and serve a written response to this First Omnibus Objection (a “Response”) so that it is received no later than **November 2, 2021 at 4:00 p.m. (Prevailing Eastern Time)** (the “Response Deadline”). Every Response must be filed with the Office of the Clerk of the United States Bankruptcy Court for the District of Delaware: 824 North Market Street, Wilmington, Delaware 19801, and served on the following entities, so that the Response is received no later than the Response Deadline, at the following addresses:

Womble Bond Dickinson (US) LLP
1313 North Market Street, Suite 1200
Wilmington, Delaware 19801
Attn: Matthew P. Ward
Morgan L. Patterson

- and -

Kelley Drye & Warren LLP
3 World Trade Center
175 Greenwich Street
New York, New York 10007
Attn: Jason R. Adams
Lauren S. Schlüssel
Connie Choe

30. Every Response to this First Omnibus Objection must contain, at a minimum, the following information:

- i. a caption setting forth the name of the Court, the name of the Debtors, the case number, and the title of objection to which the Response is directed;
- ii. the name of the claimant, his/her/its claim number, and a description of the basis for the amount of the Claim;
- iii. the specific factual basis and supporting legal argument upon which the party will rely in opposing this First Omnibus Objection;
- iv. any supporting documentation, to the extent it was not included with the Proof of Claim previously filed with the clerk or claims agent, upon which

the party will rely to support the basis for and amounts asserted in the Proof of Claim; and

- v. the name, address, telephone number, email address and fax number of the person(s) (which may be the claimant or the claimant's legal representative) with whom counsel for the Trust should communicate with respect to the Claim or the First Omnibus Objection and who possesses authority to reconcile, settle, or otherwise resolve the objection to the disputed claim on behalf of the claimant.

31. If a claimant fails to file and serve a timely Response by the Response Deadline, the Trust will present to the Court an appropriate order disallowing such claimant's claim, as set forth in Exhibit A through Exhibit D, without further notice to the claimant.

REPLIES TO RESPONSES

32. Consistent with Local Rule 9006-1(d), the Trust may, at its option, file and serve a reply to a Response no later than 4:00 p.m. (Prevailing Eastern Time) one (1) day prior to the deadline for filing the agenda for any hearing to consider this First Omnibus Objection.

SEPARATE CONTESTED MATTERS

33. To the extent a Response is filed regarding any claim listed in this First Omnibus Objection and the Trust is unable to resolve the Response, the objection by the Trust to each such claim asserted herein shall constitute a separate contested matter as contemplated by Bankruptcy Rule 9014. Any order entered by the Court regarding an objection asserted in this First Omnibus Objection shall be deemed a separate order with respect to each claim.

RESERVATION OF RIGHTS

34. The Trust hereby reserves the right to object in the future to any of the claims that are the subject of this First Omnibus Objection on any ground, and to amend, modify, and/or supplement this First Omnibus Objection, including, without limitation, to object to amended or newly-filed claims. Notwithstanding anything contained in this First Omnibus

Objection or the attached exhibits, nothing herein shall be construed as a waiver of any rights that the Trust may have to exercise rights of setoff against the holders of such claims.

NOTICE

35. Notice of this Motion shall be provided to: (i) the Office of the United States Trustee for the District of Delaware; (ii) each of the claimants whose claim is subject to this First Omnibus Objection; and (iii) all entities requesting notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Trustee submits that no further notice is required.

COMPLIANCE WITH LOCAL RULE 3007-1

36. The undersigned representatives of Womble Bond Dickinson (US) LLP certify that they have reviewed the requirements of Local Rule 3007-1 and that the First Omnibus Objection substantially complies with that Local Rule. To the extent that the First Omnibus Objection does not comply in all respects with the requirements of Local Rule 3007-1, Womble Bond Dickinson (US) LLP believes such deviations are not material and respectfully requests that any such requirement be waived.

WHEREFORE, the Trust respectfully requests the entry of the Proposed Order, substantially in the form attached hereto as Exhibit 2, granting the relief requested and granting such other and further relief as the Court deems just and proper.

Dated: Wilmington, Delaware
October 19, 2021

WOMBLE BOND DICKINSON (US) LLP

/s/ Morgan L. Patterson

Matthew P. Ward (DE No. 4471)
Morgan L. Patterson (DE No. 5388)
1313 North Market Street, Suite 1200
Wilmington, Delaware 19801
Tel: (302) 252-4320
Fax: (302) 252-4330

- and -

KELLEY DRYE & WARREN LLP

Eric R. Wilson (admitted *pro hac vice*)
Jason R. Adams (admitted *pro hac vice*)
Lauren S. Schlüssel (admitted *pro hac vice*)
3 World Trade Center
175 Greenwich Street
New York, New York 10007
Tel: (212) 808-7800
Fax: (212) 808-7897

Counsel to the BL Restaurants GUC Trust

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

In re:

BL RESTAURANTS HOLDING, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 20-10156 (CTG)

(Jointly Administered)

Hearing Date: December 6, 2021 at 10:00 a.m. (ET)

Objection Deadline: November 2, 2021 at 4:00 p.m. (ET)

**NOTICE OF FIRST OMNIBUS (NON-SUBSTANTIVE)
OBJECTION OF THE BL RESTAURANTS GUC TRUST TO CERTAIN
(A) DUPLICATIVE CLAIMS; (B) LATE FILED CLAIMS; (C) AMENDED AND
SUPERSEDED CLAIMS; AND (D) INSUFFICIENT DOCUMENTATION CLAIMS**

PLEASE TAKE NOTICE that on October 19, 2021, UMB Bank, N.A., solely in its capacity as trustee (the “Trustee”) of the BL Restaurants GUC Trust (the “Trust”) filed the attached *First Omnibus (Non-Substantive) Objection of the BL Restaurants GUC Trust to Certain (A) Duplicative Claims; (B) Late Filed Claims; (C) Amended and Superseded Claims; and (D) Insufficient Documentation Claims* (the “First Omnibus Objection”) with the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Courtroom #7, Wilmington, Delaware 19801 (the “Court”), objecting to your claim(s) in these bankruptcy cases. **Substantive rights may be affected. Your claim(s) may be disallowed and expunged as a result of the First Omnibus Objection. Therefore, you should read the First Omnibus Objection carefully.** If you do not want the Court to disallow and/or expunge your claim(s), then you or your attorney must (i) file a written response (a “Response”) to the First Omnibus Objection with the Court, as set forth in the First Omnibus Objection, and (ii) serve the

¹ The Debtors in these cases are as follows: BL Restaurants Holding, LLC; BL Restaurant Operations, LLC; BL Restaurant Franchises, LLC; and BL Hunt Valley, LLC.

Response so that it is actually received by the undersigned counsel to the Trust on or before **November 2, 2021 at 4:00 p.m. (Prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that if no Response to the First Omnibus Objection is timely filed, served, and received in accordance with the above procedures, an order may be entered granting the relief requested in the First Omnibus Objection without further notice or hearing. If a Response to the First Omnibus Objection is timely filed, served and received in accordance with the above procedures, a hearing on the First Omnibus Objection and the Response will be held before the Honorable Craig T. Goldblatt at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 3rd Floor, Courtroom #7, Wilmington, Delaware 19801, on **December 6, 2021 at 10:00 a.m. (Prevailing Eastern Time)** (the "Hearing"). Only a Response made in writing and timely filed and received will be considered by the Bankruptcy Court at the Hearing.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE FIRST OMNIBUS OBJECTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: Wilmington, Delaware
October 19, 2021

WOMBLE BOND DICKINSON (US) LLP

/s/ Morgan L. Patterson

Matthew P. Ward (DE No. 4471)
Morgan L. Patterson (DE No. 5388)
1313 North Market Street, Suite 1200
Wilmington, Delaware 19801
Tel: (302) 252-4320
Fax: (302) 252-4330

- and -

KELLEY DRYE & WARREN LLP

Eric R. Wilson (admitted *pro hac vice*)
Jason R. Adams (admitted *pro hac vice*)
Lauren S. Schlüssel (admitted *pro hac vice*)
3 World Trade Center
175 Greenwich Street
New York, New York 10007
Tel: (212) 808-7800
Fax: (212) 808-7897

Counsel to the BL Restaurants GUC Trust

EXHIBIT 1
(Declaration)

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

In re:

BL RESTAURANTS HOLDING, LLC, et al.,¹

Debtors.

Chapter 11

Case No. 20-10156 (CTG)

(Jointly Administered)

**DECLARATION OF TINA VITALE IN SUPPORT OF FIRST OMNIBUS
(NON-SUBSTANTIVE) OBJECTION OF THE BL RESTAURANTS GUC TRUST TO
CERTAIN (A) DUPLICATIVE CLAIMS; (B) LATE FILED CLAIMS; (C) AMENDED
AND SUPERSEDED CLAIMS; AND (D) INSUFFICIENT DOCUMENTATION CLAIMS**

I, Tina Vitale, hereby declare under penalty of perjury:

1. I am a Senior Vice President, Corporate Trust Services with UMB Bank, National Association, the trustee (the “Trustee”) of the BL Restaurants GUC Trust (the “Trust”) established pursuant to the *Amended Joint Chapter 11 Plan of Liquidation of BL Restaurants Holding, LLC and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code*. I am authorized to make this declaration in support of the *First Omnibus (Non-Substantive) Objection of the BL Restaurants GUC Trust to Certain (A) Duplicative Claims; (B) Late Filed Claims; (C) Amended and Superseded Claims; and (D) Insufficient Documentation Claims* (the “First Omnibus Objection”).²

2. Pursuant to the Plan, the Trust is authorized and empowered to, among other things, prosecute and resolve objections to unsecured claims filed in the Debtors’ cases. To prevent any inefficiencies that may arise from a bifurcated process, the Trust has obtained the consent of the Plan Administrator to object to secured, administrative and/or priority claims.

¹ The Debtors in these chapter 11 cases are as follows: BL Restaurants Holding, LLC; BL Restaurant Operations, LLC; BL Restaurant Franchises, LLC; and BL Hunt Valley, LLC.

² Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to them in the corresponding First Omnibus Objection.

3. On behalf of the Trust, I reviewed the First Omnibus Objection, and I am directly or through other personnel, agents and attorneys, familiar with the information contained therein, and in the exhibits attached thereto. To the best of my knowledge, information and belief, and based on the information and records available to me, the information contained in the First Omnibus Objection and the exhibits attached thereto is true and accurate.

A. Duplicate Claims

4. To the best of my knowledge and belief, and based on the information and records available to me, the claims listed in the column titled “Duplicative Claim” on Exhibit A to the Proposed Order are claims that arose when a claimant filed a proof of claim against the same Debtor in the same nature or classification, and in the same amount, as the proof of claim listed in the column titled “Surviving Claim” on Exhibit A to the Proposed Order. As the Debtors’ estates have been consolidated for purposes of receiving distributions under the Plan, claims filed against different Debtors but identical in amount and priority are also duplicative in nature. The Duplicative Claims should be disallowed.

B. Late Filed Claims

5. To the best of my knowledge and belief, and based on the information and records available to me, the claims listed on Exhibit B to the First Omnibus Objection are claims that were filed after the applicable Bar Date, and thus should be disallowed.

C. Amended and Superseded Claims

6. To the best of my knowledge and belief, and based on the information and records available to me, the claims listed in the column titled “Amended Claim” on Exhibit C to the Proposed Order are claims that have been amended and superseded by a later-filed claim with respect to the same liability, and thus should be disallowed and expunged.

D. Insufficient Documentation Claims

7. To the best of my knowledge and belief, the claims listed on Exhibit D to the Proposed Order (a) do not provide sufficient information to indicate the existence, validity or amount of the claims, and (b) do not attach any documentation or reference to documentation that would indicate the existence validity or amount of a debt or claim. Additionally, the Debtors' books and records do not provide a basis for the existence, validity or amount of a claim. Therefore, the claims listed on Exhibit D should be disallowed.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best my knowledge, and belief, and based on the information and records available to me.

Dated: October 15, 2021



Tina Vitale, Senior Vice President,
Corporate Trust Services
UMB Bank, N.A., solely in its capacity as
Trustee of the BL Restaurants GUC Trust

EXHIBIT 2
(Proposed Order)

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

In re:

BL RESTAURANTS HOLDING, LLC, et al.,¹

Debtors.

Chapter 11

Case No. 20-10156 (CTG)

(Jointly Administered)

Re: Docket No. ____

**ORDER SUSTAINING FIRST OMNIBUS (NON-SUBSTANTIVE)
OBJECTION OF THE BL RESTAURANTS GUC TRUST TO CERTAIN
(A) DUPLICATIVE CLAIMS; (B) LATE FILED CLAIMS; (C) AMENDED AND
SUPERSEDED CLAIMS; AND (D) INSUFFICIENT DOCUMENTATION CLAIMS**

Upon consideration of the *First Omnibus (Non-Substantive) Objection of the BL Restaurants GUC Trust to Certain (A) Duplicative Claims; (B) Late Filed Claims; (C) Amended and Superseded Claims; and (D) Insufficient Documentation Claims* (the “First Omnibus Objection”); and the Court having considered the Declaration in support of the First Omnibus Objection; and it appearing that notice of the First Omnibus Objection was good and sufficient upon the particular circumstances and that no other or further notice need be given; and the Court having considered the First Omnibus Objection, any responses thereto, the Proposed Order and the claims listed on Exhibit A through Exhibit D attached hereto; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby

FOUND AND DETERMINED THAT:

1. The First Omnibus Objection is a core proceeding under 28 U.S.C. § 157(b)(2); and

¹ The Debtors in these chapter 11 cases are as follows: BL Restaurants Holding, LLC; BL Restaurant Operations, LLC; BL Restaurant Franchises, LLC; and BL Hunt Valley, LLC.

2. Each holder of a claim listed on Exhibit A through Exhibit D attached hereto was properly and timely served with a copy of the First Omnibus Objection, the Proposed Order, the accompanying exhibits, and the notice; and

3. Any entity known to have an interest in the claims subject to the First Omnibus Objection has been afforded reasonable opportunity to respond to, or be heard regarding, the relief requested in the First Omnibus Objection; and

4. The relief requested in the First Omnibus Objection is in the best interests of the Debtors' creditors, the estates, and other parties in interest; and it is therefore

ORDERED, that the First Omnibus Objection is SUSTAINED; and is further

ORDERED, that each of the Duplicative Claims listed on the attached Exhibit A is hereby disallowed and expunged in its entirety, without prejudice to the treatment of any claim listed in the "Surviving Claim" column on Exhibit A; and it is further

ORDERED, that each of the Late Filed Claims listed on the attached Exhibit B is hereby disallowed and expunged in its entirety; and it is further

ORDERED, that each of the Amended and Superseded Claims listed on the attached Exhibit C is hereby disallowed and expunged in its entirety, without prejudice to the treatment of any claim listed in the "Surviving Claim" column on Exhibit C; and it is further

ORDERED, that each of the Insufficient Documentation Claims listed on the attached Exhibit D is hereby disallowed and expunged in its entirety; and it is further

ORDERED, that nothing in the First Omnibus Objection or this Order shall be construed as an allowance of any Claim, including, but not limited to, any of the Surviving Claims, and all of the Trust's rights and the rights of other parties in interest to object to any of the claims or any other claims (filed or not) which may be asserted against the Debtors on any

other grounds are preserved. Additionally, should one or more of the grounds of objection stated in the First Omnibus Objection be dismissed, the Trust's rights to object on other stated grounds or on any other grounds that the Trust discovers during the pendency of these cases are further preserved; and it is further

ORDERED, that without limiting the generality of the foregoing, the Trust's rights to object to any of the claims pursuant to section 502(d) of the Bankruptcy Code are preserved; and it is further

ORDERED, that the rights of the Trust to setoff, counterclaim and recoupment including, but not limited to, in respect of security deposits, against the allowed amount of any claims are preserved; and it is further

ORDERED, that this Court shall retain jurisdiction over any matters related to or arising from the First Omnibus Objection or the implementation of this Order; and it is further

ORDERED, that each Claim and the objections by the Trust to such Claim, as set forth on Exhibit A through Exhibit D hereto, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014 and Local Rule 3007-1. This Order shall be deemed a separate Order with respect to each Claim. Any stay of this Order pending appeal by any claimants whose Claims are subject to this Order shall only apply to the contested matter which involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters listed in the First Omnibus Objection or this Order.

Exhibit A - Duplicative Claims

| Claimant | Duplicate Claim | Duplicate Claim Debtor | Duplicate Claim Amount | Surviving Claim | Surviving Claim Debtor | Surviving Claim Amount | Reason for Disallowance |
|-------------------------------------|------------------------|-------------------------------|-------------------------------|------------------------|-------------------------------|-------------------------------|--|
| Action Heating and Air Inc | 180 | BL Restaurants Holding, LLC | \$276.00 | 168 | BL Restaurant Operations, LLC | \$276.00 | The Duplicative claim is duplicative of the Surviving claim. |
| Campbell, Megan R. | 377 | BL Restaurant Operations, LLC | \$527.85 | 376* | BL Restaurant Operations, LLC | \$527.85 | The Duplicative claim is duplicative of the Surviving claim. |
| City of Winter Park Florida | 177 | BL Restaurants Holding, LLC | \$5,874.74 | 165 | BL Restaurant Operations, LLC | \$5,874.74 | The Duplicative claim is duplicative of the Surviving claim. |
| Faria, John D. Jr. | 20008 | BL Restaurant Operations, LLC | \$1,850.00 | 10106 | BL Restaurant Operations, LLC | \$1,850.00 | The Duplicative claim is duplicative of the Surviving claim. |
| FCS Inc | 271 | BL Restaurants Holding, LLC | \$275.00 | 257 | BL Restaurant Operations, LLC | \$275.00 | The Duplicative claim is duplicative of the Surviving claim. |
| Foster, Frank | 361 | BL Restaurant Operations, LLC | \$89.58 | 362 | BL Restaurants Holding, LLC | \$89.58 | The Duplicative claim is duplicative of the Surviving claim. |
| Fowler, Courtney | 10201 | BL Restaurant Operations, LLC | \$208.87 | 20030 | BL Restaurant Operations, LLC | \$208.87 | The Duplicative claim is duplicative of the Surviving claim. |
| Gabrie, Sammy A | 20024 | BL Restaurants Holding, LLC | \$209.88 | 10178* | BL Restaurants Holding, LLC | \$209.88 | The Duplicative claim is duplicative of the Surviving claim. |
| Hillsborough County Tax Collector | 236 | BL Restaurant Operations, LLC | \$8,791.84 | 211* | BL Restaurant Operations, LLC | \$8,791.84 | The Duplicative claim is duplicative of the Surviving claim. |
| Keter Environmental Services Inc | 65 | BL Restaurants Holding, LLC | \$18,025.37 | 66 | BL Restaurant Operations, LLC | \$18,025.37 | The Duplicative claim is duplicative of the Surviving claim. |
| Mid South Maintenance of TN | 141 | BL Restaurants Holding, LLC | \$412.69 | 86 | BL Restaurants Holding, LLC | \$412.69 | The Duplicative claim is duplicative of the Surviving claim. |
| Rite-Air Mechanical | 181 | BL Restaurants Holding, LLC | \$840.00 | 169 | BL Restaurant Operations, LLC | \$840.00 | The Duplicative claim is duplicative of the Surviving claim. |
| S & W Refrigeration LLC | 226 | BL Restaurants Holding, LLC | \$314.61 | 223 | BL Restaurants Holding, LLC | \$314.61 | The Duplicative claim is duplicative of the Surviving claim. |
| Soda Service & Alpine Refrigeration | 144 | BL Restaurants Holding, LLC | \$1,480.73 | 145* | BL Restaurants Holding, LLC | \$1,480.73 | The Duplicative claim is duplicative of the Surviving claim. |
| Wamsganz, Paige | 270 | BL Restaurant Operations, LLC | \$160.23 | 256 | BL Restaurant Operations, LLC | \$160.23 | The Duplicative claim is duplicative of the Surviving claim. |
| Wilkinson Neshaminy Investments LP | 10248 | BL Restaurants Holding, LLC | \$479,350.07 | 10247 | BL Restaurant Operations, LLC | \$479,350.07 | The Duplicative claim is duplicative of the Surviving claim. |
| Duplicative Claims: | 16 | | | | | | |
| Duplicative Claim Amount: | \$518,687.46 | | | | | | |
| | | | | | | | |

* Surviving Claim was disallowed as satisfied. See Docket No. 696.

Exhibit B: Late Filed Claims

| Claimant | Date Filed | Claim Number | Claim Amount | Claim Priority | Reason for Disallowance |
|---|-------------------|---------------------|---------------------|-----------------------|--|
| Airgas USA LLC | 4/7/2020 | 10351 | \$353.00 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Baker Commercial Landscaping Inc | 3/19/2021 | 10441 | \$530.00 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Basden, Shatyrra | 4/25/2020 | 10374 | \$308.67 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Brown, Mario | 4/5/2020 | 10347 | Undetermined | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| City of Forth Collins Utilities | 9/28/2020 | 409 | \$2,716.04 | Priority | Claim filed after July 27, 2020 Governmental Bar Date. |
| Collins Plumbing | 3/30/2021 | 10442 | \$6,124.90 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Dostal, Ashley | 6/26/2020 | 10405 | \$385.49 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| EAN Services LLC | 4/6/2020 | 10419 | \$1,738.37 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| EEC Acquisitions LLC | 6/18/2020 | 10403 | \$5,028.18 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Evelyn, Escobar | 9/29/2020 | 411 | \$133.57 | Admin | Claim filed after April 3, 2020 Initial Administrative Bar Date. |
| Everett, Rene | 9/17/2020 | 10427 | Undetermined | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Forcier, Paul | 3/5/2021 | 10439 | \$400.00 | Priority | Claim filed after April 3, 2020 General Bar Date. |
| Foster, Frank | 4/13/2020 | 362 | \$89.58 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Good Karma Broadcasting LLC | 4/27/2020 | 375 | \$3,717.90 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Hahn Plumbing and Heating | 4/24/2020 | 10373 | \$304.43 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Holt Plumbing Co LLC | 6/30/2020 | 400 | \$141.26 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Honest Professionals, The | 6/22/2020 | 10404 | \$548.55 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Interstate Gas Supply Inc | 11/12/2020 | 414 | \$28,883.94 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Lorraine, Charles | 4/6/2020 | 339 | \$986.00 | General Unsecured | Claim filed after April 1, 2020 General Bar Date. |
| Lorraine, Charles | 4/6/2020 | 343 | Undetermined | Admin | Claim filed after April 3, 2020 Initial Administrative Bar Date. |
| LPF Geneva Commons LLC | 4/1/2021 | 10443* | \$203,328.02 | General Unsecured | Claim filed after May 27, 2020 Rejection Bar Date. |
| McCallum, Christopher | 3/22/2021 | 20085 | \$10,000.00 | Admin | Claim filed after April 3, 2020 Initial Administrative Bar Date. |
| Missouri Table & Chair, LLC | 4/13/2020 | 360 | \$87,534.00 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Ogletree Deakins PC | 7/10/2020 | 10414 | \$68,359.41 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Salguero, Alexis | 4/14/2020 | 10362* | \$1,561.54 | Priority | Claim filed after April 3, 2020 General Bar Date. |
| Sanchez, Miguel A | 7/7/2020 | 405 | \$870.33 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Siano, Kristine | 4/8/2020 | 348 | \$1,124.23 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Siano, Nicole | 4/8/2020 | 349 | \$528.17 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Sicurella, Zachary M | 4/27/2020 | 374 | \$400.00 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| State of California Employment Dev Dept | 1/28/2021 | 420 | \$2,066.83 | Admin | Claim filed after July 27, 2020 Governmental Bar Date. |

* Claim amends previously filed claim that was either (a) also late filed, or (b) asserts a new basis for liability that does not relate back to earlier filed claim.

Exhibit B: Late Filed Claims

| Claimant | Date Filed | Claim Number | Claim Amount | Claim Priority | Reason for Disallowance |
|---|---------------------|---------------------|---------------------|-----------------------|---|
| United States Liability Insurance Comp | 10/9/2020 | 10428 | \$8,384.41 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| United Telephone Company of Texas, Inc. dba Centurylink | 5/1/2020 | 387 | \$620.68 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Wilbers Law Firm for Ventrice Long, The | 3/12/2021 | 422 | \$11,831.11 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| Yokley, Timothy | 2/1/2021 | 419 | \$2,100.00 | General Unsecured | Claim filed after April 3, 2020 General Bar Date. |
| | | | | | |
| Late Filed Claims: | 34 | | | | |
| Late Filed Claim Amount: | \$451,098.61 | | | | |
| | | | | | |

* Claim amends previously filed claim that was either (a) also late filed, or (b) asserts a new basis for liability that does not relate back to earlier filed claim.

Exhibit C: Amended and Superseded Claims

| Claimant | Amended Claim | Amended Claim Amount | Amended Claim Priority | Surviving Claim | Surviving Claim Amount | Surviving Claim Priority | Reason for Disallowance |
|---|-----------------------|-----------------------------|-------------------------------|------------------------|-------------------------------|---------------------------------|--|
| Allen ISD | 10423 | \$4,935.35 | Secured | 10434* | \$0.00 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| City of Allen | 10426 | \$1,654.25 | Secured | 10433* | \$0.00 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| Cypress-Fairbanks ISD | 381 | \$4,373.86 | Secured | 415* | \$0.00 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| Dallas County | 10424 | \$31,448.92 | Secured | 10432* | \$0.00 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| Entercom Communications Corp. | 90 | \$3,363.30 | General Unsecured | 10440 | \$9,334.55 | General Unsecured | The Surviving Claim amends and supersedes the Amended Claim. |
| Harris County Et Al | 14 | \$6,029.78 | Secured | 416* | \$0.00 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| Irving ISD | 10422 | \$8,639.76 | Secured | 10431* | \$0.00 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| Johnson, Algeron | 10360 | \$347.14 | General Unsecured | 20017 | \$350.63 | General Unsecured | The Surviving Claim amends and supersedes the Amended Claim. |
| Larimer County Treasurer | 294 | \$28,810.32 | Secured | 384 | \$14,405.15 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| Mathai Manassas Holdings LLC | 354 | \$1,373,114.80 | General Unsecured | 10446 | \$164,369.00 | General Unsecured | The Surviving Claim amends and supersedes the Amended Claim. |
| Montgomery County | 13 | \$4,500.96 | Secured | 412* | \$0.00 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| National Business Products | 10402 | \$28,500.00 | General Unsecured | 10449 | \$0.00 | General Unsecured | The Surviving Claim amends and supersedes the Amended Claim. |
| Riverroad Waste Solutions Inc | 20068 | \$5,611.64 | Admin | 20067 | \$5,580.61 | Admin | The Surviving Claim amends and supersedes the Amended Claim. |
| Riverroad Waste Solutions Inc | 10322 | \$6,393.03 | General Unsecured | 20067 | \$5,715.77 | General Unsecured | The Surviving Claim amends and supersedes the Amended Claim. |
| Tarrant County | 10421 | \$22,464.37 | Secured | 10430* | \$0.00 | Secured | The Surviving Claim amends and supersedes the Amended Claim. |
| United Healthcare Insurance Company | 391 | \$316.80 | Priority | 418 | \$0.00 | Priority | The Surviving Claim amends and supersedes the Amended Claim. |
| Vidi Cutlery Inc | 164 | \$439.90 | General Unsecured | 407 | \$402.80 | General Unsecured | The Surviving Claim amends and supersedes the Amended Claim. |
| Amended/Superseded Claims: | 17 | | | | | | |
| Amended/Superseded Claim Amount: | \$1,530,944.18 | | | | | | |

* Surviving Claim was withdrawn by claimant.

Exhibit D: Insufficient Documentation Claims

| Claimant | Claim No. | Claim Amount | Claim Priority | Reason for Disallowance |
|--|------------------|---------------------|-----------------------|--|
| 5 Second Rule Band LLC | 19 | \$700.00 | General Unsecured | Claim asserts "Services Performed," but provide no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| A 1 Restaurant Equipment Inc. | 10195 | \$992.33 | General Unsecured | Claim asserts "Goods Sold/Services," but provide no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| A 1 Services Inc. | 10198 | \$158.93 | General Unsecured | Claim asserts "Goods Sold/Services," but provide no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Adams, Nicholas E. | 10310 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance" but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| All Clear Security LLC | 18 | \$2,640.00 | General Unsecured | Claim asserts "Services Performed Security of Facility in City of Hampton," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| American Express Travel Related Services | 10055 | \$148,993.74 | General Unsecured | Claim provides no documentation to substantiate the amount or existence of the claim. Further, although Debtors' books and records reflect \$460,747.06 as due and owing to claimant, such amount is proposed to be allowed under claim no. 10054. Accordingly, the claim should be disallowed. |
| American Express Travel Related Services | 10058 | \$105.74 | General Unsecured | Claim provides no documentation to substantiate the amount or existence of the claim. Further, although Debtors' books and records reflect \$460,747.06 as due and owing to claimant, such amount is proposed to be allowed under claim no. 10054. Accordingly, the claim should be disallowed. |
| Ashbrook, Jenifer | 10105 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Bagin, Kristin | 10288 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance" but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Barnes, Brooker | 10087 | Undetermined | Admin/Priority | Claim asserts "Bank Debt/Credit Facility," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Bonn, Sarah | 20016 | Undetermined | Admin | Claim provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Brackin Schwartz, PLLC | 253 | \$796.22 | General Unsecured | Claim asserts "Lawyer Fees," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |

Exhibit D: Insufficient Documentation Claims

| Claimant | Claim No. | Claim Amount | Claim Priority | Reason for Disallowance |
|---|------------------|---------------------------------------|-----------------------|---|
| Brown, Kelsey | 10108 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Bumbry, Teshelle | 10101 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Butler, Rhett | 20026 | Undetermined | Admin | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Caruso, Melissa | 10123 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Clerkley, Dannetta | 302 | Undetermined | Priority | Claim asserts "Personal Injury," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Clerkley, Dannetta | 307 | Undetermined | Admin | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect an amount owing to claimant. Accordingly, the claim should be disallowed. |
| Coe, Justin M | 10337 | \$184.48 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Consolidated Utility District of Rutherford | 158 | \$1,438.24 | General Unsecured | Claim asserts "Utility Services," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Cross, Jonathan | 286 | \$536.00 | General Unsecured | Claim asserts "Class Action Settlement," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| CSS Clean Star Services | 10152 | \$1,184.28 | General Unsecured | Claim asserts "Contract/Executory Contract," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| D.L., a Minor (ClauDean Kizart, Parent) | 10254 | Undetermined | General Unsecured | Claim asserts "Litigation - Pers. Injury/Workers Comp.," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Dean Technologies Inc. | 10050 | \$411.35 + Unliquidated Amounts | General Unsecured | Claim asserts "Goods Sold/Services," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |

Exhibit D: Insufficient Documentation Claims

| Claimant | Claim No. | Claim Amount | Claim Priority | Reason for Disallowance |
|-------------------------|------------------|---|-----------------------|---|
| Del Mechanical LLC | 10134 | \$1,435.35 | General Unsecured | Claim asserts "Goods Sold/Services," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Everdyke, Corrine | 10086 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Feliciano, Robert | 20012 | Undetermined | General Unsecured | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect an amount owing to claimant. Accordingly, the claim should be disallowed. |
| Finocchiaro, Masina | 10110 | \$1,677.92 + Unliquidated Amounts | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Givens, Tajah | 10193 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Grace Guadagnino | 10166 | Undetermined | General Unsecured | Claim asserts "Bank Debt/Credit Facility," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Grisales, Nathalia C | 10125 | \$1,408.88 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Hardin, Aja J. | 163 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Harms, Christopher | 10206 | Undetermined | Secured/Priority | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Johnson, Broderick | 288 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Jones, Jessica | 243 | \$492.51 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| K&D Factory Service Inc | 126 | \$2,572.90 | General Unsecured | Claim asserts "Services Performed," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |

Exhibit D: Insufficient Documentation Claims

| Claimant | Claim No. | Claim Amount | Claim Priority | Reason for Disallowance |
|-----------------------|------------------|---------------------|-----------------------|---|
| Kitterle, Shannan | 20007 | Undetermined | Admin | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of a claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Kitterle, Shannan | 10098 | Undetermined | General Unsecured | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of a claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Lombardo, Joseph | 10173 | \$827.00 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Maestas, Bernadette | 10212 | Undetermined | General Unsecured | Claim asserts "Litigation - Pers. Injury/Workers Comp.," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Maher, Caroline | 10094 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Malone, Shaykel | 10090 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Martin-Brongo, Jordan | 281 | \$522.28 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Martinez, Kristi | 20035 | Undetermined | Administrative | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of a claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Martinez, Kristi | 10219 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Mcbride, Amber | 10308 | \$529.84 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Media Masters LLC | 10039 | \$750.00 | General Unsecured | Claim provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Media Masters LLC | 20083 | \$500.00 | Admin | Claim provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |

Exhibit D: Insufficient Documentation Claims

| Claimant | Claim No. | Claim Amount | Claim Priority | Reason for Disallowance |
|----------------------------|------------------|---------------------|-----------------------|---|
| Moore, Kaitlin | 246 | Undetermined | General Unsecured | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of a claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Nashville Electric Service | 10048 | \$6,298.54 | General Unsecured | Claim asserts "Utilities," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Parker, Dallas D | 10126 | Undetermined | General Unsecured | Claim asserts "Past Payroll Check Never Received," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Picone, Emily | 313 | \$1,229.55 | General Unsecured | Claim asserts "Unfair Pay," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Quintana, Yasmin I | 10117 | \$400.01 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Rain, Bethany | 10319 | Undetermined | Secured/Admin | Claim asserts "Bank Debt/Credit Facility," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Rigby, Melissa | 10200 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Romano, Patricia | 10112 | Undetermined | General Unsecured | Claim asserts "Litigation - Pers. Injury/Workers Comp" but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Ropke, Alana | 10124 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance" but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Sanderson, Alaina | 10225 | Undetermined | General Unsecured | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Scali, Kristen | 10071 | \$500.00 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Slattery, Mary | 10137 | Undetermined | General Unsecured | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of a claim. Additionally, Debtors' books and records do not reflect an amount owing to claimant. Accordingly, the claim should be disallowed. |

Exhibit D: Insufficient Documentation Claims

| Claimant | Claim No. | Claim Amount | Claim Priority | Reason for Disallowance |
|---|------------------|-------------------------------------|-----------------------|---|
| State of Connecticut Unclaimed Property | 320 | Undetermined | General Unsecured | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of a claim. Additionally, Debtors' books and records do not reflect an amount owing to claimant. Accordingly, the claim should be disallowed. |
| Stocks, Christina | 325 | Undetermined | General Unsecured | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of a claim. Additionally, Debtors' books and records do not reflect an amount owing to claimant. Accordingly, the claim should be disallowed. |
| Tapia, Alissa M | 10221 | \$897.50+ Unliquidated Amount | General Unsecured | Claim asserts "Litigation - Employee/Retiree Related," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Traxler, Alaina | 10121 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance" but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Tyler Christoffer DeWitt | 10332 | \$780.00 | General Unsecured | Claim asserts "Customer Claims," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Umstetter, Nicholas | 10164 | Undetermined | General Unsecured | Claim asserts "Bank Debt/Credit Facility," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Umstetter, Nick | 20018 | Undetermined | Administrative | Claim does not indicate an amount due and provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Vanguard Fire & Security Systems Inc | 129 | \$587.00 | General Unsecured | Claim asserts "Services Performed," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Vazquez, Peter | 10161 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Vincent, Alison L. | 10163 | \$994.37 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Wahlgren, Emily | 10129 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Waisanen, Mallory | 10186 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |

Exhibit D: Insufficient Documentation Claims

| Claimant | Claim No. | Claim Amount | Claim Priority | Reason for Disallowance |
|---|--|---------------------|-----------------------|--|
| White Glove | 10118 | Undetermined | General Unsecured | Claim asserts "Customer Claims," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Wiffen, Cory J. | 10091 | \$950.00 | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Wilder, Kelli N | 10160 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Williams, Preston S | 10036 | Undetermined | General Unsecured | Claim asserts "Employee - Wages, Benefits, Severance," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Windstream | 10049 | \$78,732.36 | General Unsecured | Claim asserts "Utilities," but provides no information to substantiate the amount or existence of the claim. Additionally, Debtors' books and records do not reflect any amount owing to claimant. Accordingly, the claim should be disallowed. |
| Lee, Tamara | 20031 | Undetermined | Admin | Claim asserts "There is a balance of monies owed I was supposed to recieve July this year," but provides no information to substantiate the amount or existence of the claim. Further, although Debtors' books and records reflect \$49.19 as due and owing to claimant, such amount is proposed to be allowed under claim no. 10202. Accordingly, the claim should be disallowed. |
| Insufficient Documentation Claims: | 78 | | | |
| Insufficient Documentation Claim Amount: | \$159,165.31 + Unliquidated Amounts | | | |