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*Proposed Counsel to the Debtors
and Debtors in Possession*

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

_____)	
In re:)	Chapter 11
)	
COTTONWOOD FINANCIAL LTD., <i>et al.</i> , ¹)	Case No. 24-80035 (SWE)
)	
Debtors.)	(Joint Administration Requested)
_____)	

**DEBTORS' EMERGENCY MOTION FOR ENTRY OF AN ORDER
(I) AUTHORIZING THE REJECTION OF CERTAIN LEASES,
(II) AUTHORIZING THE ABANDONMENT
OF CERTAIN PROPERTY, AND (III) GRANTING RELATED RELIEF**

EMERGENCY RELIEF HAS BEEN REQUESTED. RELIEF IS REQUESTED NOT LATER THAN 9:30 A.M. ON FEBRUARY 28, 2024.

IF YOU OBJECT TO THE RELIEF REQUESTED OR YOU BELIEVE THAT EMERGENCY CONSIDERATION IS NOT WARRANTED, YOU MUST APPEAR AT THE HEARING IF ONE IS SET, OR FILE A WRITTEN RESPONSE PRIOR TO THE DATE THAT RELIEF IS REQUESTED IN THE PRECEDING PARAGRAPH. OTHERWISE, THE COURT MAY TREAT THE PLEADING AS UNOPPOSED AND GRANT THE RELIEF REQUESTED.

A HEARING WILL BE CONDUCTED ON THIS MATTER ON FEBRUARY 28, 2024, AT 9:30 A.M. IN EARLE CABELL FEDERAL BUILDING, 1100 COMMERCE STREET, 14TH FLOOR, COURTROOM 3, DALLAS, TEXAS, 75242.

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtors' federal tax identification number are as follows: Cottonwood Financial Ltd. (1001); Cottonwood Financial Administrative Services, LLC (7228); Cottonwood Financial Texas, LLC (9059); Cottonwood Financial Idaho, LLC (5651); Cottonwood Financial Wisconsin, LLC (7075). The Debtors' principal offices are located at 2100 W Walnut Hill Lane, Suite 300, Irving, TX 75038.

PARTICIPATION AT THE HEARING WILL ONLY BE PERMITTED BY AN AUDIO AND VIDEO CONNECTION.

AUDIO COMMUNICATION WILL BE BY USE OF THE COURT'S DIAL-IN FACILITY. YOU MAY ACCESS THE FACILITY AT 1.650.479.3207. VIDEO COMMUNICATION WILL BE BY THE USE OF THE CISCO WEBEX PLATFORM. CONNECT VIA THE CISCO WEBEX APPLICATION OR CLICK THE LINK ON JUDGE EVERETT'S HOME PAGE. THE MEETING CODE IS 476 420 189. CLICK THE SETTINGS ICON IN THE UPPER RIGHT CORNER AND ENTER YOUR NAME UNDER THE PERSONAL INFORMATION SETTING.

HEARING APPEARANCES SHOULD BE MADE ELECTRONICALLY IN ADVANCE OF ELECTRONIC HEARINGS. TO MAKE YOUR APPEARANCE, CLICK THE "ELECTRONIC APPEARANCE" LINK ON JUDGE EVERETT'S HOME PAGE. SELECT THE CASE NAME, COMPLETE THE REQUIRED FIELDS AND CLICK "SUBMIT" TO COMPLETE YOUR APPEARANCE.

The above-captioned debtors and debtors in possession (the "Debtors") respectfully state the following in support of this motion (this "Motion"):

Relief Requested

1. By this Motion, the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Order"): (a) authorizing the rejection of certain of their prepetition unexpired leases of nonresidential real property (collectively, the "Leases") set forth on Exhibit 1 to the Order, (b) authorizing the abandonment of any *de minimis* equipment, furniture, and other personal property, and (c) granting related relief.

Jurisdiction and Venue

2. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334, and this is a core matter pursuant to 28 U.S.C. § 157(b).

3. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

4. The bases for the relief requested herein are sections 105(a), 365(a), and 554(a) of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the "Bankruptcy Code"), rules 6006, and 6007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and rule 9013-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the

Northern District of Texas (the “Local Rules”), and paragraph 34 of the Procedures for Complex Cases in the Northern District of Texas (the “Complex Case Procedures”).

Background

5. The Debtors operate one of the largest privately held retail consumer finance companies in the United States. Through its Cash Store® brand, the Debtors offer their customers an array of financial products and consumer-lending services, including single payment cash advances, installment cash advances and title loans. The Debtors utilize an innovative mix of financial technology (fintech) through its online customer portal and brick-and-mortar financial products and services through its 181 retail locations across Texas, Idaho and Wisconsin.

6. On February 25, 2024 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. Concurrently with the filing of this Motion, the Debtors have filed a motion requesting procedural consolidation and joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b). No request for the appointment of a trustee or examiner has been made in these chapter 11 cases, and no committees have been appointed.

7. A detailed description of the Debtors and their businesses, and the facts and circumstances supporting this Motion and the Debtors’ chapter 11 cases, are set forth in the *Declaration of Karen Nicolaou, Chief Restructuring Officer, in Support of Chapter 11 Petitions and First Day Motions* (the “First Day Declaration”), filed contemporaneously herewith and incorporated herein by reference.

The Debtors' Unexpired Leases

8. As of the Petition Date, the Debtors are party to 230 leases of real property where the Debtors have conducted their businesses. The Debtors have evaluated all these leases to determine whether such leases should be rejected as part of the chapter 11 process. To that end, the Debtors have determined in a good-faith exercise of their business judgment to reject the leases listed on Exhibit 1 to the Order (the "Leases").

9. The Debtors have determined in their business judgment that the costs of the Leases exceed any marginal benefits that could potentially be achieved from assignments of such Leases. The majority of the Leases are the Debtors' retail locations—locations that are either are not profitable, are no longer operating, or are in the process of winding down operations. Prior to the proposed rejection of the Leases, the Debtors paid approximately \$1,050,000 per month to lease their store locations. If rejection of the Leases as of the Petition Date is approved, the Debtors' monthly store rental obligations will be reduced to approximately \$850,000. Given that the retail locations governed by these Leases are either already shut down prepetition or are winding down business and will no longer be operating postpetition, there is no benefit to the Debtors' estates, creditors, or parties in interest in maintaining such Leases.

10. Before the Petition Date, the Debtors notified each affected landlord in writing of their unequivocal and irrevocable decision to surrender the premises and property and turn over keys, key codes, and security codes, if any, to each affected landlord, providing the landlords with opportunity to mitigate any rejection damages arising from the rejection of the applicable Lease. This Motion shall serve as further notice to reiterate the Debtors' immediate surrender of the premises pursuant to the terms of each Lease listed in Exhibit 1, effective as of the Petition Date. Accordingly, to reduce postpetition administrative costs, and in the exercise of their sound

business judgment, the Debtors have determined that rejecting the Leases, effective as of the Petition Date, is in the best interests of the Debtors, their estates, and their creditors.

11. The Debtors do not believe there is any valuable property remaining on the premises for the Leases sought to be rejected by this motion. The property to be abandoned consist of safes secured to the ground and file cabinets. The Debtors have determined that the property is of inconsequential value to the estate, or that the cost of removing and storing such property outweighed any potential benefit of retaining such property. Accordingly, to reduce postpetition administrative costs and, in the exercise of their sound business judgment, the Debtors believe that the abandonment of the property that may be located at each of the premises, if any, is appropriate and in the best interests of the Debtors, their estates, and their creditors.

Basis for Requested Relief

I. The Rejection of Leases Is in the Best Interests of the Debtors' Estates.

12. Section 365(a) of the Bankruptcy Code provides that a debtor in possession “may assume or reject any executory contract or unexpired lease of the debtor” subject to the court’s approval. 11 U.S.C. § 365(a). Courts generally authorize debtors to assume or reject executory contracts and unexpired leases where the debtors appropriately exercise their “business judgment.” *See, e.g., In re Senior Care Centers, LLC*, 607 B.R. 580, 587 (Bankr. N.D. Tex. 2019) (“A court evaluates whether a lease should be assumed or rejected employing the business judgment standard.”) (citation omitted); *In re TM Vill., Ltd.*, No. 18-32770, 2019 WL 1004571, at *10 (Bankr. N.D. Tex. Feb. 28, 2019) (“A debtor must satisfy his fiduciary duty to . . . creditors and equity holders, by articulating some business justification for using, selling, or leasing the property outside the ordinary course of business.”) (internal quotations and alternations omitted) (citation omitted).

13. The Debtors have determined, in their sound business judgment, that rejection of the Leases set forth on Exhibit 1 attached to the Order are central to the Debtors' reorganization process. The Debtors have carefully reviewed the revenues generated and expenses incurred at the Leases and determined, in their business judgment, that the Leases are not necessary to an effective reorganization of the Debtors' business. In the sound exercise of their business judgment, the Debtors have determined that the rejection of the Leases is in the best interests of their estates and creditors.

II. Retroactively Effective Relief May Be Sought Where Appropriate.

14. Section 365 of the Bankruptcy Code does not specifically address whether courts may order rejection to be effective retroactively. In the Fifth Circuit, the general rule is that the effective date of rejection is the date of entry of the court order rejecting the leases. *See, e.g., In re Cafeteria Operators, L.P.*, 299 B.R. 384, 394 (Bankr. N.D. Tex. 2003) (citations omitted). However, courts have held that bankruptcy courts may retroactively reject executory contracts and unexpired leases based on a "balancing-of-the-equities" standard. *See, e.g., In re Cafeteria Operators, L.P.*, 299 B.R. 384, 394 (Bankr. N.D. Tex. 2003) (explaining that "nothing precludes a bankruptcy court, based on the equities of the case, from approving the . . . rejection of a non-residential real property lease retroactively to an earlier date" and granting retroactive relief for contract rejection where debtors were "receiving no benefit" from the lease and the contract counterparties "had unequivocal notice of Debtors' intent to reject prior to the filing of the [motions to reject the leases]"); *In re Amber's Stores, Inc.*, 193 B.R. 819, 827 (Bankr. N.D. Tex. 1996) (finding that "nothing precludes a bankruptcy court, based on the equities of the case, from approving" retroactive rejection and holding that a court may grant retroactive relief "where the equities of a case warrant, the court has the power to grant the rejection retroactively").

15. Here, the balance of equities favors the rejection of the Leases effective as of the Petition Date. Without such relief, the Debtors would potentially incur unnecessary administrative expenses related to the Leases. *See* 11 U.S.C. § 365(d)(3). The landlords will not be unduly prejudiced if the rejection is deemed effective as of the Petition Date—possession of the premises was delivered to each respective landlord on, or prior to, the Petition Date with an unequivocal and irrevocable statement of surrender and abandonment of the premises to such landlord. Further, by this Motion, the landlords are receiving notice of the Debtors’ intention to reject the Leases and tender immediate possession of the applicable premises. In the event the Debtors are unable to turn over possession of a particular premises on or before the Petition Date, as anticipated, the effective date of the rejection of such Lease shall be no earlier than the date the Debtors turn over the premises.

16. The Debtors will cause notice of this Motion to be served on the affected landlords, thereby allowing each party sufficient opportunity to respond accordingly. The Debtors have sought the relief requested as soon as possible in these chapter 11 cases and do not seek to reject the Leases effective as of the Petition Date due to any undue delay on their own part. Accordingly, the Debtors respectfully submit that the Court deem the Leases identified on Exhibit 1 to the Order rejected effective as of the Petition Date.

III. Abandonment of Personal Property Is in the Best Interests of the Debtors’ Estates.

17. Bankruptcy Code section 554(a) provides that “[a]fter notice and a hearing, the trustee may abandon any property of the estate that is burdensome to the estate or that is of inconsequential value and benefit to the estate.” 11 U.S.C. § 554(a). Any property to be abandoned at the premises of certain Leases would be of inconsequential value or burdensome to the Debtors’ estates, and the cost of retrieving, marketing, and reselling such abandoned property would outweigh any recovery the Debtors could attain for such property. Accordingly, the

abandonment of such property is in the best interests of the Debtors, their estates, and their creditors, and parties in interest will have sufficient notice of such abandonment.

Bankruptcy Rules 6006(c) and 6007(a)

18. The Debtors request that the Court enter an order providing that notice of the relief requested herein satisfies Bankruptcy Rules 6006(c) and 6007(a).

Reservation of Rights

19. Nothing contained herein or any actions taken pursuant to such relief requested is intended or shall be construed as: (a) an admission as to the amount of, basis for, or validity of any claim against a Debtor entity under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Motion or any order granting the relief requested by this Motion or a finding that any particular claim is an administrative expense claim or other priority claim; (e) a request or authorization to assume, adopt, or reject any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code, other than the relief requested in the Motion; (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; (g) a waiver or limitation of the Debtors', or any other party in interest's, rights under the Bankruptcy Code or any other applicable law; or (h) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the relief requested in this motion are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens. If the Court grants the requested relief, any payment made pursuant to the Court's order is not intended and should not be construed as

an admission as to the validity of any particular claim or a waiver of the Debtors' or any other party in interest's rights to subsequently dispute such claim.

Notice

20. The Debtors will provide notice of this motion to the following parties or their counsel: (a) the U.S. Trustee for the Northern District of Texas; (b) the holders of the 30 largest unsecured claims against the Debtors (on a consolidated basis); (c) the proposed lender(s) under the proposed debtor in possession credit facility; (d) the lenders under the Debtors' prepetition term loan agreement; (e) the counterparties to the Leases; (f) United States Attorney's Office for the Northern District of Texas; (g) the Internal Revenue Service; (h) the state attorneys general for states in which the Debtors conduct business; and (i) any party that has requested notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Debtors submit that no other or further notice is needed.

WHEREFORE, the Debtors respectfully request that the Court enter an order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

Respectfully submitted this 25th day of February, 2024.

GRAY REED

By: /s/ Lydia R. Webb

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Aaron M. Kaufman (TX Bar No. 24060067)

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*Proposed Counsel to the Debtors
and Debtors in Possession*

Certificate of Service

I certify that on February 25, 2024, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Lydia R. Webb

Lydia R. Webb

Exhibit A

Proposed Order

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

In re:

COTTONWOOD FINANCIAL LTD., *et al.*,¹

Debtors.

§
§
§
§
§
§
§

Chapter 11

Case No. 24-80035 (SWE)

(Joint Administration Requested)

Re: Docket No. __

**ORDER (I) AUTHORIZING THE REJECTION OF
CERTAIN LEASES, (II) AUTHORIZING THE ABANDONMENT
OF CERTAIN PROPERTY, AND (III) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”),² of the above-captioned debtors and debtors in possession (the “Debtors”) for entry of an order (this “Order”), (a) authorizing the rejection of certain Leases set forth on **Exhibit 1** hereto, (b) authorizing the abandonment of any *de minimis* equipment, furniture, and other personal property, and (c) granting related relief, all as more fully

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtors’ federal tax identification number are as follows: Cottonwood Financial Ltd. (1001); Cottonwood Financial Administrative Services, LLC (7228); Cottonwood Financial Texas, LLC (9059); Cottonwood Financial Idaho, LLC (5651); Cottonwood Financial Wisconsin, LLC (7075). The Debtors’ principal offices are located at 2100 W Walnut Hill Lane, Suite 300, Irving, TX 75038.

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

set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion, and all objections, if any, to the Motion having been withdrawn, resolved, or overruled; and the Court having determined that the legal and factual bases set forth in the Motion and the record of the hearing on such motion establish just cause for the relief granted herein; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefore, IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Leases set forth on **Exhibit 1** hereto are rejected effective as of the Petition Date.
3. The Debtors are authorized to abandon property, if any, that may be located at the premises and all such property is deemed abandoned effective as of the Petition Date. The applicable counterparty to each Lease may effectuate its rights and remedies with respect to such property. The automatic stay, to the extent applicable, is modified to allow for such utilization or disposition.

4. Approval of this Order will not prevent the Debtors from seeking to assume or reject an executory contract or unexpired lease by separate motion or pursuant to a chapter 11 plan.

5. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

6. All rights and defenses of the Debtors are preserved, including all rights and defenses of the Debtors with respect to a claim for damages arising as a result of an executory contract or lease rejection, including any right to assert an offset, recoupment, counterclaim, or deduction. In addition, nothing in this Order or the Motion shall limit the Debtors' ability to subsequently assert that any particular executory contract or lease is terminated and is no longer an executory contract or unexpired lease, respectively.

7. Notwithstanding the relief granted in this Order pursuant to the Motion and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the amount of, basis for, or validity of any claim against a Debtor entity under the Bankruptcy Code or other applicable nonbankruptcy law; (b) a waiver of the Debtors' or any other party in interest's right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified or defined in this Order or the Motion or a finding that any particular claim is an administrative expense claim or other priority claim; (e) a request or authorization to assume, adopt, or reject any prepetition agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code; (f) an admission as to the validity, priority, enforceability, or perfection of any lien on, security interest in, or other encumbrance on property of the Debtors' estates; (g) a waiver or limitation of the Debtors' or any other party in interest's rights under the Bankruptcy Code or any other applicable

law; or (h) a concession by the Debtors that any liens (contractual, common law, statutory, or otherwise) that may be satisfied pursuant to the Motion are valid, and the rights of all parties in interest are expressly reserved to contest the extent, validity, or perfection or seek avoidance of all such liens.

8. The contents of the Motion satisfy the requirements of Bankruptcy Rule 6003(b).

9. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of Bankruptcy Rules 6006(c) and 6007(a), and the Local Rules are satisfied by such notice.

10. The requirements of Bankruptcy Rule 6006(f) have been satisfied.

11. The terms and conditions of this Order are immediately effective and enforceable upon its entry.

12. The Debtors are authorized to take all reasonable actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

13. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

END OF ORDER

Submitted by:

Jason S. Brookner (TX Bar No. 24033684)
Aaron M. Kaufman (TX Bar No. 24060067)
Lydia R. Webb (TX Bar No. 24083758)

GRAY REED

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*Proposed Counsel to the Debtors
and Debtors in Possession*

Exhibit 1

Rejected Leases

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
AGP Assets Inc c/o SVN/DFW Summit 3000 Race St, Ste 100 FT Worth TX 76111 (v) (817) 288-5525 (e) jeff.watson@svn.com	Cottonwood Financial Texas LLC	C/S#0765 3050 W Camp Wisdom Rd, Ste 200 Grand Prairie TX 75052	Safe; Filing cabinet(s)	February 25, 2024
Baco Investments Inc 1225 Port Houston St Houston TX 77029 (v) (832) 874-5577 (e) bacoinvestments@actionragsusa.com	Cottonwood Financial Texas LLC	C/S#0789 11400 Gulf Fwy, Ste A Houston TX 77034	Safe; Filing cabinet(s)	February 25, 2024
Bellaire Bissonnet Ltd PO Box 56783 Houston TX 77256-6783 (v) (713) 621-3079 (e) jay@jaykaplaninc.com	Cottonwood Financial Texas LLC	C/S#7106 5212 Bellaire Blvd Bellaire TX 77401	Safe; Filing cabinet(s)	February 25, 2024
BJL Properties LLC PO Box 684 Liberty Lake WA 99019 (v) (509) 998-1773 (e) bjl4321@aol.com	Cottonwood Financial Idaho LLC	C/S#0803X 675 Kootenai Cut Off Rd, Ste D Ponderay ID 83852	Safe; Filing cabinet(s)	February 25, 2024
Boekweg Real Estate Holdings LLC c/o Reid Peevey Commercial Real Estate 2420 Wycon Drive, Suite 301 Waco TX 76712 (v) (254) 709-0456 (e) randy@reidpeevey.com	Cottonwood Financial Texas LLC	C/S#7229 231 Enterprise Blvd, Ste 1 Hewitt TX 76643	Safe; Filing cabinet(s)	February 25, 2024

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
<p>Buckner Jubilee Investments Group LLC c/o The Weitzman Group 3102 Maple Ave, Ste 500 Dallas TX 75201</p> <p>(v) (214) 720-3634 (e) cbrown@weitzmangroup.com</p>	<p>Cottonwood Financial Texas LLC</p>	<p>C/S#0723 9208 E R L Thornton Fwy, Ste 207B Dallas TX 75228</p>	<p>Safe; Filing cabinet(s)</p>	<p>February 25, 2024</p>
<p>CA New Plan Fixed Rate Partnership LP c/o Brixmor Property Group Attn: General Counsel 450 Lexington Ave, FL 13 New York NY 10017</p> <p>w/COPY TO: CA New Plan Fixed Rate Partnership LP c/o Brixmor Property Group Attn: VP of Legal Svcs 1525 Faraday Ave, Ste 350 Carlsbad CA 92008</p> <p>(v) (713) 660-4352 (e) angela.hernandez@brixmor.com</p>	<p>Cottonwood Financial Texas LLC</p>	<p>C/S#7140R 12520 Westheimer Rd, Ste E Houston TX 77077</p>	<p>Safe; Filing cabinet(s)</p>	<p>February 25, 2024</p>
<p>Carney Texarkana LP c/o Carney Mgt Co Inc 4500 Bowling Blvd, Ste 250 Louisville KY 40207</p> <p>(v) (502) 893-3366 (e) mcarney@carneymanagement.com</p>	<p>Cottonwood Financial Texas LLC</p>	<p>C/S#7194 410 Walton Drive Texarkana TX 75501</p>	<p>Safe; Filing cabinet(s)</p>	<p>February 25, 2024</p>
<p>Chanthol S Baer 2105 W Gay Ave Gladewater TX 75647</p> <p>(v) (903) 452-1091 (e) chantholsam@yahoo.com</p>	<p>Cottonwood Financial Texas LLC</p>	<p>C/S#7509 101 E Upshur Ave Gladewater TX 75647</p>	<p>Safe; Filing cabinet(s)</p>	<p>February 25, 2024</p>

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
Cypress Shopping Center LLC c/o Spigel Properties Inc 70 NE Loop 410, Ste 185 San Antonio TX 78216 (v) (210) 801-8514 (e) tori@spigelproperties.com	Cottonwood Financial Texas LLC	C/S#7211 12220 Jones Rd, Ste E Houston TX 77070	Safe; Filing cabinet(s)	February 25, 2024
Danny Foix 2620 Southwest Pkwy Wichita Falls TX 76308 (v) (940) 733-7177 (e) dfgasman@nts-online.net	Cottonwood Financial Texas LLC	C/S#0718 3900 Sheppard Access Rd Wichita Falls TX 76306	Safe; Filing cabinet(s)	February 25, 2024
DCTN3 Texas Portfolio No. 1 LLC c/o N3 Real Estate 1240 N Kimball Ave Southlake TX 76092 (v) (817) 552-6795 (e) crodriguez@n3realestate.com	Cottonwood Financial Texas LLC	C/S#0740 2025 S Dumas Ave, Ste 300A Dumas TX 79029	Safe; Filing cabinet(s)	February 25, 2024
Deer Park Station LP c/o The Weitzman Group 1800 Bering Dr, Ste 550 Houston TX 77057 (v) (713) 781-7111 (e) creed@weitzmangroup.com	Cottonwood Financial Texas LLC	C/S#7204 9001 Spencer Highway, Ste C La Porte TX 77571	Safe; Filing cabinet(s)	February 25, 2024
EG Hulen/Oakmont LLC c/o Cassco Mgt Co LLC 4200 S Hulen St, Ste 614 FT Worth TX 76109 (v) (817) 731-7396 (e) sheryl@casscoland.com	Cottonwood Financial Texas LLC	C/S#0751 6270 Oakmont Blvd FT Worth TX 76132	Safe; Filing cabinet(s)	February 25, 2024

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
Eldridge Crossing Ltd c/o Property Commerce Mgt Co 8811 Gaylord Dr, Ste 200 Houston TX 77024 (v) (832) 804-8508 (e) mroberts@propertycommerce.com	Cottonwood Financial Texas LLC	C/S#7132 12621 FM 1960 Rd W Houston TX 77065	Safe; Filing cabinet(s)	February 25, 2024
EQYInvest Owner I Ltd LLP c/o Global Realty & Mgt TX Inc 15866 Champion Forest Dr Spring TX 77379 (v) (281) 840-5363 (e) eglackman@gfinvestments.com	Cottonwood Financial Texas LLC	C/S#7197 1456 Fry Rd Houston TX 77084	Safe; Filing cabinet(s)	February 25, 2024
Estes Center LLC Attn: Mark Nelon 6257 Glennox Lane Dallas TX 75214 (v) (214) 871-9746 (e) hcigeneral@sbcglobal.net	Cottonwood Financial Texas LLC	C/S#0755 710 Estes Dr, Ste 104 Longview TX 75602	Safe; Filing cabinet(s)	February 25, 2024
Frankford Crossing Shopping Center Dallas TX LP c/o Glazer Properties 270 Commerce Dr Rochester NY 14623-3506 (v) (585) 359-3000 (e) gburnham@glazer.com	Cottonwood Financial Texas LLC	C/S#0791 4701 Frankford Rd, Ste 213 Dallas TX 75287	Safe; Filing cabinet(s)	February 25, 2024

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
GMA IDAHO LLC c/o Thornton Oliver Keller Commercial RE 250 S 5th ST, 2nd Floor Boise ID 83702 (v) (208) 947-0809 (e) debbie@tokcommercial.com	Cottonwood Financial Idaho LLC	C/S#0808 7476 W State St Boise ID 83703	Safe; Filing cabinet(s)	February 25, 2024
Hal R. Dixon Trust c/o Black Realty Management Inc 801 W Riverside Avenue, Suite 510 Spokane WA 99201 (v) (509)-622-3519 (e) jlarsen@blackrealtymgt.com	Cottonwood Financial Idaho LLC	C/S#0811X 3134 E Mullan Ave, Ste D Post Falls ID 83854	Safe; Filing cabinet(s)	February 25, 2024
Harrison Brothers Properties c/o KM Realty Management LLC 5555 San Felipe St, Ste 510 Houston TX 77056 (v) (713) 275-2614 (e) amada@kmrealty.net	Cottonwood Financial Texas LLC	C/S#7201 16702 Stuebner Airline Rd, Ste C Spring TX 77379	Safe; Filing cabinet(s)	February 25, 2024
I Southwest REC Ltd Attn: Mark Cohen 5330 Alpha Rd, Ste 200 Dallas TX 75240 (v) (972) 991-9590 (e) mark@centerpointcp.com	Cottonwood Financial Texas LLC	C/S#0714R 1707 S Valley Mills Drive Waco TX 76711	Safe; Filing cabinet(s)	February 25, 2024
Jack Brown Family III LP PO Box 28159 Austin TX 78755 (v) (512) 413-9060 (e) paulbjbc@aol.com	Cottonwood Financial Texas LLC	C/S#7206 9139 Grissom Road San Antonio TX 78251	Safe; Filing cabinet(s)	February 25, 2024

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
James A Kissler LLC c/o Colliers International 755 W Front Street, Suite 300 Boise ID 83702 (v) (208) 345-6321 (e) lisa.weise@colliers.com	Cottonwood Financial Idaho LLC	C/S#0818 3780 W State St Boise ID 83703	Safe; Filing cabinet(s)	February 25, 2024
JANPAC LLC 16800 W Cleveland Ave New Berlin WI 53151 (v) (262) 923-7300 (e) amancuso@wisconsinvision.com	Cottonwood Financial Wisconsin LLC	C/S#0238 1256 N Port Washington Rd Grafton WI 53024	Safe; Filing cabinet(s)	February 25, 2024
JBL Clear Lake LLC (<i>et al</i>) c/o JBL Asset Mgt LLC 2028 Harrison St, Ste 202 Hollywood FL 33020 (v) (954) 323-8757 (e) george@jblmgt.com Parent Co: Highland Shopping Center LLC LL (<i>et al</i>): JBL Clear Lake LLC (64.9%) and JBL Clear Lake Harvest LLC (35.1%)	Cottonwood Financial Texas LLC	C/S#7139 1006 Bay Area Blvd Houston TX 77058	Safe; Filing cabinet(s)	February 25, 2024
KRG Houston Sawyer Heights LLC c/o Kite Realty Group LP Attn: Legal Dept 30 S Meridian St, Ste 1100 Indianapolis IN 46204 (v) (713) 496-3877 (e) estensgaard@kiterealty.com	Cottonwood Financial Texas LLC	C/S#7124 1901 Taylor St, Ste A Houston TX 77007	Safe; Filing cabinet(s)	February 25, 2024

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
LBIF Holdings LLC c/o CSM Groups 10190 Katy Freeway, Suite 350 Houston TX 77043 (v) (713) 266-8799 (e) f.yousuf@csmgroupp.org	Cottonwood Financial Texas LLC	C/S#7111R2 9375 W FM 1097, Ste 300 Willis TX 77318	Safe; Filing cabinet(s)	February 25, 2024
Lee Cowan 22334 Briarcliff Drive Spicewood TX 78669 W/COPY TO: Lee Cowan 304 Errol Drive Spicewood TX 78669 (v) (512) 636-3872 (e) lscowan44@gmail.com	Cottonwood Financial Texas LLC	C/S#7514 100 E Marshall Ave Longview TX 75601	Safe; Filing cabinet(s)	February 25, 2024
LeRoy Investments LLC c/o LTR Investments LLC 6415 County Road C Sun Prairie WI 53590 (v) (680) 393-4468 (e) support@ltrinvest.com	Cottonwood Financial Wisconsin LLC	C/S#0229 1515 Madison Ave Fort Atkinson WI 53538	Safe; Filing cabinet(s)	February 25, 2024
LTD West Belt Group Ltd c/o Bluebonnet Properties 1001 S Dairy Ashford Rd, Ste 175 Houston TX 77077 (v) (713) 924-8499 (e) support@bbpmmc.com	Cottonwood Financial Texas LLC	C/S#0769 9404 W Sam Houston Pkwy S, Ste D Houston TX 77099	Safe; Filing cabinet(s)	February 25, 2024

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
MaxCap Investment Group LLC c/o Escom Properties Inc 3700 74th Ave N Brooklyn Park MN 55443 (v) (763) 424-0153 (e) blandry@escomproperties.com	Cottonwood Financial Wisconsin LLC	C/S#0228 146 Crossroads Dr Plover WI 54467	Safe; Filing cabinet(s)	February 25, 2024
North Shopping Center LLC c/o Republic Central Realty Inc 400 N Sam Houston Pkwy E, Ste 105 Houston TX 77060-3531 (v) (713) 410-7771 (e) ignacio@rcrcorp.com	Cottonwood Financial Texas LLC	C/S#7217 5675 Treaschwig Road Spring TX 77373	Safe; Filing cabinet(s)	February 25, 2024
PFNE Ltd c/o Sabre Realty Mgt Inc 16475 Dallas Pkwy, Ste 800 Addison TX 75001 (v) (972) 931-7400 (e) carla@sabrerealty.com	Cottonwood Financial Texas LLC	C/S#0782 3797 Forest Ln, Ste 105A Dallas TX 75244	Safe; Filing cabinet(s)	February 25, 2024
Pleasant Holdings LLC c/o Genesis Investment Properties 2439 Kuser Road Hamilton NJ 08650 (v) 609-571-6352 (e) ceicholtz@genesis-ip.com	Cottonwood Financial Wisconsin LLC	C/S#0231 7115 Durand Ave, Ste D2 Sturtevant WI 53177	Safe; Filing cabinet(s)	February 25, 2024
Pocatello F & G LP c/o Frazee Enterprises 2907 Shelter Island Dr, Ste 105 #276 San Diego CA 92106 (v) (619) 225-1740 (e) tmartin@frazeeproperties.com	Cottonwood Financial Idaho LLC	C/S#0813 705 Yellowstone Ave, Ste B Pocatello ID 83201	Safe; Filing cabinet(s)	February 25, 2024

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
QEH Houston 290 LLC c/o Wulfe Mgt Svcs Inc 1800 Post Oak Blvd, 6 BLVD PL, Ste 400 Houston TX 77056 (v) (713) 621-2229 (e) asims@wulfe.com	Cottonwood Financial Texas LLC	C/S#7108 7844 W Tidwell Rd, Ste 100 Houston TX 77040	Safe; Filing cabinet(s)	February 25, 2024
Red River Pizza Properties LP PO Box 353 Tioga TX 76271 (v) (940) 437-5590 (e) garriottrej@gmail.com	Cottonwood Financial Texas LLC	C/S#0735 960 N Beach St FT Worth TX 76111	Safe; Filing cabinet(s)	February 25, 2024
RH Three LP c/o Gregory Commercial Inc PO Box 7084 Dallas TX 75209 (v) (214) 369-1960 (e) susan.gregcom@gmail.com	Cottonwood Financial Texas LLC	C/S#0731 13249 Montfort Dr Dallas TX 75240	Safe; Filing cabinet(s)	February 25, 2024
San Angelo WM LLC c/o Venture Commercial Management LLC 8235 Douglas Avenue, Suite 720 Dallas TX 75225 (v) (214) 378-1212 (e) mwright@venturedfw.com	Cottonwood Financial Texas LLC	C/S#7224 5150 Southland Blvd, Ste A San Angelo TX 76904	Safe; Filing cabinet(s)	February 25, 2024
SBV - Fox River LLC 100 N Pond Drive, Suite F Walled Lake MI 48390 (v) 414-390-1403 (e) alee@midamericagr.com	Cottonwood Financial Wisconsin LLC	C/S#0252 1180 W Sunset Dr Ste 100 Waukesha WI 53189	Safe; Filing cabinet(s)	February 25, 2024

Counterparty	Debtor Counterparty	Description of Lease	Abandoned Personal Property	Rejection Date
Spring Family Plaza LLC 1004 Kirby Drive Houston TX 77019 (v) (713) 807-7339 (e) springfamilyplaza@gmail.com	Cottonwood Financial Texas LLC	C/S#7145 9466 Hammerly Blvd, Ste A Houston TX 77080	Safe; Filing cabinet(s)	February 25, 2024
TCB-Bear Creek LLC c/o Newport Capital Partners Holding LLC 353 N Clark St, Ste 3625 Chicago IL 60654 (v) (312) 724-7035 (e) alan@newportcapitalptrs.com	Cottonwood Financial Texas LLC	C/S#7207 4927 Highway 6 Houston TX 77084	Safe; Filing cabinet(s)	February 25, 2024
The Oaks of Rockport Venture Ltd 800 Wilcrest Dr, Ste 245 Houston TX 77042 (v) (832) 444-6777 (e) louis@src-properties.com	Cottonwood Financial Texas LLC	C/S#7133 2345 Highway 35 N Rockport TX 78382	Safe; Filing cabinet(s)	February 25, 2024
TxProp 1 LLC 5196 Hwy 276 W, Ste B LB 96 Royse City TX 75189 (v) (214) 240-9041 (e) lcrosby@safaridallas.com	Cottonwood Financial Texas LLC	C/S#7528 305-A South Greer Blvd Pittsburg TX 75686	Safe; Filing cabinet(s)	February 25, 2024