

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

In re:)	
)	Chapter 11
Z GALLERIE, LLC, <i>et al.</i> , ¹)	Case No. 19-10488 (LSS)
)	
Debtors.)	(Jointly Administered)
)	
)	Related to Docket Nos. 4, 5, 7, 8, 9, 10, 11, 12, 13,
)	14, 22, 26, 53, 54, 55, 56, 57, 58, 59, 74, and 75

**OMNIBUS NOTICE OF SECOND DAY HEARING TO BE HELD ON
APRIL 10, 2019 AT 10:00 A.M. (PREVAILING EASTERN TIME)**

PLEASE TAKE NOTICE that on March 11, 2019 (the “Petition Date”), the above-captioned debtors (collectively, the “Debtors”) each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the District of Delaware.

PLEASE TAKE FURTHER NOTICE that the following motions (collectively, the “Interim/Final Relief Motions”) were either approved on an interim basis and/or will be heard on a final basis at a hearing scheduled for **April 10, 2019 at 10:00 a.m. (Prevailing Eastern Time)** (the “Second Day Hearing”) before the Honorable Laurie Selber Silverstein, United States Bankruptcy Judge, United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom No. 2, Wilmington, Delaware 19801:

1. **Creditor Matrix Motion.** *Debtors’ Motion Seeking Entry of an Order (I) Authorizing the Debtors to File a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (II) Authorizing the Debtors to Redact Certain Personal Identification Information for Individual Creditors, and (III) Granting Related Relief [Docket No. 4];*

2. **SOFA/Schedules Extension Motion.** *Debtors’ Motion Seeking Entry of an Order (I) Extending Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts and Unexpired Leases, and Statements of Financial Affairs and (II) Granting Related Relief [Docket No. 5];*

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are Z Gallerie, LLC (3816) and Z Gallerie Holding Company, LLC (5949). The location of the Debtors’ service address is: 1855 West 139th Street, Gardena, CA 90249.

3. **Cash Management Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, and (C) Maintain Existing Business Forms, and (II) Granting Related Relief [Docket No. 7];*
4. **Customer Programs Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Maintain and Administer Their Existing Customer Programs and Honor Certain Prepetition Obligations Related Thereto and (II) Granting Related Relief [Docket No. 8];*
5. **Utilities Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Determining Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Providers From Altering, Refusing, or Discontinuing Utility Services, (III) Establishing Procedures for Determining Adequate Assurance of Payment, (IV) Authorizing Fee Payments to Engie for Services Performed, (V) Requiring Utility Providers to Return Deposits for Utility Services No Longer in Use, and (VI) Granting Related Relief [Docket No. 9];*
6. **Taxes Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Prepetition Taxes and Fees and (II) Granting Related Relief [Docket No. 10];*
7. **Comprehensive Vendors Motion.** *Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing (A) Debtors to Pay Certain Prepetition Claims of Trade Claimants and Other Vendors, and (B) Procedures Related Thereto, (II) Granting Administrative Priority for Outstanding Orders, and (III) Granting Related Relief [Docket No. 11];*
8. **Insurance Motion.** *Debtors' Motion Seeking Entry of an Order (I) Authorizing the Debtors to (A) Pay Their Obligations Under Insurance Policies Entered into Prepetition, (B) Continue to Pay Brokerage Fees, and (C) Renew, Supplement, Modify, or Purchase Insurance Coverage, and (II) Granting Related Relief [Docket No. 12];*
9. **Store Closing Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing Debtors to Reject Certain Unexpired Leases of Nonresidential Real Property, (II) Approving Procedures for Store Closing Sales, (III) Authorizing Customary Bonuses to Employees of Closing Stores, and (IV) Granting Related Relief [Docket No. 13];*

10. **Wages Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing, but Not Directing, the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, Reimbursable Employee Expenses, and Non-Insider Employee Incentive Programs, and (B) Continue Employee Benefits Programs and (II) Granting Related Relief* [Docket No. 14];
11. **Bidding Procedures Motion.** *Debtors' Motion Seeking Entry of an Order (I) Approving the Bidding Procedures, (II) Scheduling the Bid Deadlines and the Auction, (III) Approving the Form and Manner of Notice Thereof, and (IV) Granting Related Relief* [Docket No. 22]; and
12. **DIP Financing Motion.** *Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Obtain Postpetition Financing, (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Status, (IV) Granting Adequate Protection to the Prepetition Lenders, (V) Modifying Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief* [Docket No. 26].

PLEASE TAKE FURTHER NOTICE that objections, if any, to the Interim/Final Relief Motions must comply with the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the District of Delaware. Objections, if any, to the Interim/Final Relief Motions must be filed with the Court and served upon each of the parties set forth below **on or before April 3, 2019 by 4:00 p.m. (Prevailing Eastern Time)**: (a) the Debtors, 1855 West 139th Street, Gardena, CA 90249, Attn: Mark Weinsten; (b) proposed counsel to the Debtors, (c) proposed counsel to the Debtors, Kirkland & Ellis LLP, 601 Lexington Avenue, New York, New York 10022, Attn: Joshua A. Sussberg (joshua.sussberg@kirkland.com) and 300 North LaSalle Street, Chicago, Illinois 60654, Attn: Justin Bernbrock (justin.bernbrock@kirkland.com) and Joshua Altman (joshua.altman@kirkland.com) and Klehr Harrison Harvey Branzburg LLP, 919 North Market Street, Suite 1000, Wilmington, Delaware 19801, Attn: Domenic E. Pacitti and Michael W. Yurkewicz; (d) counsel to KeyBank National Association, Buchanan Ingersoll & Rooney PC, 919 North Market Street, Suite 1500, Wilmington, Delaware 19801, Attn: Mary Caloway and Buchanan Ingersoll & Rooney PC, 50 S. 16th Street, Suite 3200, Philadelphia, PA 19102, Attn: Mark Pfeiffer; (e) counsel to any statutory committee appointed in these cases; (f) counsel to KKR Credit Advisors (US) LLC, Proskauer Rose LLP, Eleven Times Square, New York, NY 10036-8299, Attn: Vincent Indelicato and Chris Theodoridis and Morris, Nichols, Arshat & Tunnell, LLP, 1201 N. Market Street, Suite 1800, Wilmington, DE 19801, Attn: Curtis S. Miller and Matthew B. Harvey, and (g) Office of The United States Trustee, 844 King Street, Suite 2207, LockBox 35, Wilmington, Delaware 19801, Attn: Jaclyn Weissgerber.

PLEASE TAKE FURTHER NOTICE that copies of the Interim/Final Relief Motions and the interim orders entered with respect to the Interim/Final Relief Motions can be obtained through the Court's website at <https://ecf.deb.uscourts.gov>, referencing Case No. 19-10488 (LSS), and on the website of the Debtors' notice and claims agent, Stretto, at <http://cases.stretto.com/zgallerie>. Further information may be obtained by calling (855) 276-9008 or emailing TeamZGallerie@stretto.com.

PLEASE TAKE FURTHER NOTICE that the Second Day Hearing may be continued or adjourned thereafter from time to time without further notice other than an announcement of the adjourned date or dates at the Second Day Hearing or at a later hearing. The Debtors will file an agenda before the Second Day Hearing, which may modify or supplement the motions and applications to be heard at the Second Day Hearing.

PLEASE TAKE FURTHER NOTICE that you need not appear at the hearing if you do not object to the relief requested in any of the Interim/Final Relief Motions.

PLEASE TAKE FURTHER NOTICE THAT IF YOU DO NOT WANT THE COURT TO GRANT THE RELIEF REQUESTED IN THE INTERIM/FINAL RELIEF MOTIONS, OR IF YOU WANT THE COURT TO CONSIDER YOUR VIEW ON THE INTERIM/FINAL RELIEF MOTIONS, THEN YOU OR YOUR ATTORNEY MUST ATTEND THE SECOND DAY HEARING. IF YOU OR YOUR ATTORNEY DO NOT TAKE THESE STEPS, THE COURT MAY DECIDE THAT YOU DO NOT OPPOSE THE RELIEF SOUGHT IN THE INTERIM/FINAL RELIEF MOTIONS AND MAY ENTER ORDERS GRANTING THE RELIEF REQUESTED IN THE INTERIM/FINAL RELIEF MOTIONS.

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Dated: March 15, 2019
Wilmington, Delaware

/s/ Domenic E. Pacitti

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Proposed Co-Counsel for the Debtors and Debtors in Possession