

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

In re: Chapter 11
THE GYMBOREE CORPORATION, et al. Case No. 17-32986-KLP
Debtors. Jointly Administered

LIMITED OBJECTION OF LEGACY PLACE PROPERTIES LLC, MARKET STREET
RETAIL SOUTH LLC, W/S/M HINGHAM PROPERTIES LLC, BP PRUCENTER
ACQUISITION LLC, WARWICK MALL L.L.C. AND OWRP CARMEL, LLC TO
DEBTORS' MOTION FOR ENTRY OF AN ORDER (I) APPROVING THE ADEQUACY
OF THE DISCLOSURE STATEMENT, (II) APPROVING THE SOLICITATION AND
NOTICE PROCEDURES WITH RESPECT TO CONFIRMATION OF THE DEBTORS'
PROPOSED JOINT PLAN OF REORGANIZATION, (III) APPROVING THE FORMS
OF BALLOTS AND NOTICES IN CONNECTION THEREWITH, (IV) APPROVING
THE RIGHTS OFFERING PROCEDURES, (V) SCHEDULING CERTAIN DATES
WITH RESPECT THERETO, AND (VI) GRANTING RELATED RELIEF

Legacy Place Properties LLC, Market Street Retail South LLC, W/S/M Hingham
Properties LLC, BP PruCenter Acquisition LLC, Warwick Mall L.L.C., and OWRP Carmel,
LLC (collectively, the "Landlords") hereby file this limited objection (this "Objection") to
Debtors' Motion for Entry of an Order (I) Approving the Adequacy of the Disclosure Statement,

1 The Debtors in these chapter 11 cases, along with the last for digits of each Debtor's federal tax
identification number, include: The Gymboree Corporation (5258); Giraffe Intermediate B, Inc. (0659); Gym-Card,
LLC (5720); Gym-Mark, Inc. (6459); Gymboree Manufacturing, Inc. (6464); Gymboree Retail Stores, Inc. (6461);

Augustus C. Epps, Jr., Esquire (VSB No. 13254)
Michael D. Mueller, Esquire (VSB No. 38216)
Jennifer M. McLemore, Esquire (VSB No. 47164)
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Douglas B. Rosner, Esquire
Vanessa P. Moody, Esquire (admitted pro hac vice)
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Boston, Massachusetts 02110
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Counsel for Legacy Place Properties LLC, Market Street
Retail South LLC, W/S/M Hingham Properties LLC, BP
PruCenter Acquisition LLC, Warwick Mall L.L.C., and
OWRF Carmel, LLC.
8967218.1

Counsel for Legacy Place Properties LLC, Market Street
Retail South LLC, W/S/M Hingham Properties LLC, BP
PruCenter Acquisition LLC, Warwick Mall L.L.C., and
OWRF Carmel, LLC.

(II) Approving the Solicitation and Notice Procedures With Respect to Confirmation of the Debtors’ Proposed Joint Plan of Reorganization, (III) Approving the Forms of Ballots and Notices in Connection Therewith, (IV) Approving the Rights Offering Procedures, (V) Scheduling Certain Dates with Respect Thereto, and (VI) Granting Related Relief [Docket No. 144] (the “Motion”). In further support of this Objection the Landlords state as follows:

**Background**

1. The Landlords and certain of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) are parties to unexpired leases of nonresidential real property (collectively, the “Leases”) for the store locations listed below:

<b>Landlord</b>	<b>Location</b>	<b>Store(s)</b>
Legacy Place Properties LLC	Legacy Place Dedham, Massachusetts	Gymboree Crazy 8
Market Street Retail South LLC	MarketStreet Lynnfield Lynnfield, Massachusetts	Gymboree
W/S/M Hingham Properties LLC	Derby Street Shoppes Hingham, Massachusetts	Gymboree
BP PruCenter Acquisition LLC	Prudential Center Boston, Massachusetts	Janie and Jack
Warwick Mall L.L.C.	Warwick Mall Warwick, Rhode Island	Gymboree
OWRF Carmel, LLC	Carmel, California	Janie and Jack

2. Each of the Leases is a lease of real property located within a “shopping center” within the meaning of section 365(b)(3) of title 11 of the United States Code, 11 U.S.C. §§ 101, et seq. (the “Bankruptcy Code”). See In re Joshua Slocum Ltd., 922 F.2d 1081, 1086-87 (3d Cir. 1990).

3. On June 16, 2017, the Debtors’ filed the Motion, contemporaneously with the *Joint Chapter 11 Plan of Reorganization of the Gymboree Corporation and Its Debtor Affiliates*

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Gymboree Operations, Inc. (6463); and S.C.C. Wholesale, Inc. (6588). The location of the Debtors’ service address is 71 Stevenson Street, Suite 2200, San Francisco, California 94105.

[Docket No. 140] (the “Plan”) and the *Disclosure Statement for the Joint Chapter 11 Plan of Reorganization of the Gymboree Corporation and Its Debtor Affiliates* [Docket No. 141], a modified version of which was filed on June 29, 2017 [Docket No. 226] (as modified, the “Disclosure Statement”).

4. On July 10, 2017, the Debtors filed a *Notice of Filing of Store Closing List Regarding the Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to Assume the Consulting Agreement, (II) Approving Procedures for Store Closing Sales, and (III) Granting Related Relief*, which provides for the closure of the “Crazy 8” store subject to one of the leases between Legacy Place Properties LLC and the Debtors. The other five (5) leases between the Landlords and the Debtors are not slated for closure.

#### **Limited Objection**

5. The Landlords do not oppose the Debtors’ reorganization under chapter 11 of the Bankruptcy Code; however, there are a few provisions of the Plan and the timeline leading up to confirmation of the Plan that violate the provisions of the Bankruptcy Code and/or are unduly prejudicial and burdensome to the Landlords. Although the objectionable provisions are actually set forth in the Plan, their impact will be felt by the Landlords prior to confirmation. These infirmities must be corrected now in connection with the Disclosure Statement and prior to the scheduling of a confirmation hearing on the Plan.

#### **A. The Plan Violates the Provisions of 11 U.S.C. § 365(d)(4) and Is Not Confirmable As Proposed.**

6. To be confirmed, the Plan must be feasible, see 11 U.S.C. § 1129(a)(11), and must not violate any of the provisions of the Bankruptcy Code. See Resorts Int’l Inc. v. Lowenschuss (In re Lowenschuss), 67 F.3d 1394 (9th Cir. 1995). This includes, without

limitation, the provisions of Section 365(d)(4) of the Bankruptcy Code, which provides, in relevant part, as follows:

an unexpired lease of nonresidential real property under which the debtor is the lessee shall be deemed rejected, and the [debtor-in-possession] shall immediately surrender that nonresidential real property to the lessor, if the [debtor-in-possession] does not assume or reject the unexpired lease by the earlier of (i) the date that is 120 days after the date of the order for relief; or (ii) the date of the entry of an order confirming a plan.

11 U.S.C. § 365(d)(4)(A).

7. By order dated July 11, 2017, pursuant to the terms of section 365(d)(4)(B), the Court has extended the 120-day period set forth in Section 365(d)(4)(A) to the earlier of January 8, 2018 or the date of entry of an order confirming a plan. [Docket No. 370] (the “Extension Order”). Accordingly, assuming that plan confirmation will predate January 8, 2018 (which is the expectation of the Debtors, based on the confirmation timeline proposed in the Disclosure Statement) both the Bankruptcy Code and this Court require that unexpired leases be assumed or rejected by the time of any confirmation of the Plan.

8. Notwithstanding the requirements of section 365(d)(4) of the Bankruptcy Code, as well as this Court’s above-referenced order, the Plan provides that all unexpired leases will be assumed or rejected by the date on which a confirmed Plan becomes effective (the “Effective Date”), which will be some time after the date on which the Plan is actually confirmed. While the Disclosure Statement itself is silent on the treatment of unexpired leases, the Plan provides more detail. Article V.C. of the Plan purports to entitle the Debtors, after confirmation of the Plan, to redesignate as a rejected lease an unexpired lease that was previously designated for assumption in the event that the amount required to cure arrearages under such lease is determined by the Court to be higher than the number proposed by the Debtors in their Plan Supplement (as defined in the Plan).

9. Because the Effective Date will post-date the date on which the Plan is confirmed, the Plan – as proposed – violates the provisions of section 365(d)(4) of the Bankruptcy Code and this Court’s Extension Order. As a result, the Plan is not now confirmable under section 1129(a)(1) of the Bankruptcy Code. Therefore, this Court should order the Debtors to revise the Plan to provide for the assumption/rejection of all unexpired leases on or before the date on which the Plan is confirmed. Landlords understand that the effective date of any lease assumptions and rejections may not be until the Effective Date of the Plan (subject, of course, to the statutory deadline of January 8, 2018). However, the Debtors should not be given the right now to change their elections after confirmation. The uncertainty associated with the Debtors’ right to assume or reject leases under section 365 of the Bankruptcy Code must end at confirmation as contemplated by the express language of the statute and this Court’s prior Extension Order.

**B. The Cure Claim Procedures Proposed in the Plan Unduly Prejudice Landlords.**

10. The procedures for cure claim objections proposed in the Plan are unnecessarily prejudicial to Landlords and should be modified. Article V.C. of the Plan provides that the Debtors will file, at least ten (10) days prior to the date set for the confirmation hearing, notices (the “Cure Notices”) setting forth the amount that the Debtors believe is required to be paid to cure all monetary defaults under each unexpired lease to be assumed under the Plan (the “Proposed Cure Amounts”). The Plan also requires that any objections to Proposed Cure Amounts be filed at least seven (7) days prior to the confirmation hearing date. This means that landlords may have as few as three (3) days (possibly only a single business day, if the deadline to file Cure Notices is on a Friday and such notices are filed on that date) to review Proposed Cure Amounts and draft and file any necessary objections thereto.

11. There is absolutely no reason to create such harried and arbitrary deadlines. Upon information and belief, the Debtors have a very good sense today of the unexpired leases that will be assumed pursuant to any confirmed plan of reorganization. At a minimum, landlords, including the Landlords, should be afforded a minimum of ten (10) days after the Cure Notices are filed and served to file objections to Proposed Cure Claims to ensure that they are not unduly prejudiced and burdened by unnecessarily challenging deadlines. There is no reason why the Debtors cannot file and serve Proposed Cure Amounts sooner to provide the Landlords a reasonable period of time to respond and the Debtors time to make final elections prior to confirmation.

**JOINDER**

12. The Landlords incorporate by reference herein each of the objections and prayers for relief set forth in other objections filed to the Disclosure Statement that are not inconsistent with this Objection.

**RESERVATION OF RIGHTS**

13. The Landlords hereby reserve their rights to raise further arguments to the Disclosure Statement and Plan at the hearing on the approval of the Disclosure Statement.

WHEREFORE, the Landlords respectfully requests that this Court (a) deny approval of the Disclosure Statement unless and until the timeline contemplated in Plan for assumption (including Proposed Cure Amounts) and rejection of leases is amended consistent with this Objection, (b) the timing for responding to the Debtors' cure notices is amended to permit the Landlords a reasonable response time, and (c) grant the Landlords such other and further relief as may be just and proper.

Respectfully Submitted,

Dated: July 17, 2017

By: /s/ Jennifer M. McLemore  
Augustus C. Epps, Jr., Esquire (VSB No. 13254)  
Michael D. Mueller, Esquire (VSB No. 38216)  
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-and-  
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400 Atlantic Avenue  
Boston, Massachusetts 02110  
Telephone: (617) 482-1776  
Facsimile: (617) 574-4112

*Counsel to the Landlords*

**CERTIFICATE OF SERVICE**

I hereby certify that on the 17th day of July, 2017, I caused a copy of the foregoing pleading to be served by regular U.S. mail or email on the Core Parties and the 2002 List Parties as shown on **Exhibit A**, and all parties receiving notices in this case through the Court's ECF system.

/s/ Jennifer M. McLemore  
Jennifer M. McLemore

# **Exhibit A**



In re: The Gymporee Corporation, et al.  
 Core/2002 Service List  
 Case No. 17-32986 (KLP)

DESCRIPTION	NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE	COUNTRY	PHONE	FAX	EMAIL
Counsel to the ad hoc group of senior unsecured noteholders	Akin Gump Strauss Hauer & Feld LLP	Attn: Daniel H. Golden and Jason P. Rubin	One Bryant Park	Bank of America Tower	New York	NY	10036-6745		212-872-8010	212-872-1002	dgolden@akingump.com jrubin@akingump.com
Counsel to the ad hoc group of senior unsecured noteholders	Akin Gump Strauss Hauer & Feld LLP	Attn: James Savin	Robert S. Strauss Building	1333 New Hampshire Avenue, N.W.	Washington	DC	20036-1564		202-887-4417	202-887-4288	jsavin@akingump.com
Counsel to Landlord Creditors The Macerich Company, Starwood Retail Partners LLC, ARC SWWMPGA001, LLC CenterCal Properties LLC, Centennial Real Estate Company, Deutsche Asset & Wealth Management, Foursquare Properties, Inc., GEM Realty, PGIM Real Estate, Southgate Mall Associates LLP, The Forbes Company, and TTC Mall Owner, LLC	Ballard Spahr LLP	Attn: Dustin P. Branch	2029 Century Park East, Suite 800	61 Hoi Yuen Road, Room 2704, 27/Floor, Kwun Tong	Los Angeles	CA	90067-2909		424-204-4400	424-204-4350	branchd@ballardspahr.com
Top 50 Creditor Counsel to Pathlight Capital, LLC, the administrative agent under the Debtors' ABL Revolver	Choate, Hall & Stewart LLP	Attn: Carmen Chau	Aitken Vanson Centre		Kowloon				852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM ksimard@choate.com
Top 50 Creditor	Cognizant Technology Solutions	Attn: Kevin J. Simard, Jonathan D. Marshall & Jennifer C. Fenn	Two International Place		Boston	MA	02110		617-248-5000	617-248-4000	jfenn@choate.com jmarsh@choate.com
Top 50 Creditor	Concept Knitting Limited Counsel to the Texas Comptroller of Public Accounts and Texas Workforce Commission	Attn: Narayani Venkatesh-Dixit	211 Quality Circle		College Station	TX	77845		975-523-8292	979-691-7750	DKMIT@COGNIZANT.COM
Counsel to the Texas Comptroller of Public Accounts and Texas Workforce Commission	Deutsche Bank Trust Company Americas Trust and Securities Services	Attn: Carmen Chau	Tilargati, Sataish Bazar		Gazipur				852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	Deutsche Bank Trust Company Americas Trust and Securities Services	Attn: John Mark Stern, Assistant Attorney General	Bankruptcy & Collections Division MC 008	PO Box 12548	Austin	TX	78711-2548		512-475-4868	512-936-1409	john.stern@oag.texas.gov
Indenture Trustee for the Debtors' Senior Unsecured Notes	Deutsche Bank Trust Company Americas Trust and Securities Services	Attn: Corporates Team / Giraffe Acquisition Corporation	60 Wall Street, 27th Floor	MS: NYC60-2710	New York	NY	10005		866-243-9656	732-578-4635	DB@AMSTOCK.COM
Top 50 Creditor	Eastman Exports Global Clothing (P) Ltd	Attn: Rodney Gaughan	100 Plaza One, 6th Floor	MS: JCV03-0699	Jersey City	NJ	07311				
Environmental Protection Agency	Environmental Protection Agency	Attn: Carmen Chau	5/591, Sri Lakshmi Nagar Region 3 (DC, DE, MD, PA, VA, WV)	Pitchampalayam Pudur	Tirupur	Tamilnadu			852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Counsel to Washington Prime Group Inc.	Frost Brown Todd LLC	Attn: Ronald E. Gold, Esq. & A.J. Webb, Esq.	1650 Arch Street	301 East Fourth Street	Philadelphia	PA	19103-2029		215-814-5000	215-814-5103	rpublic@epa.gov rgold@fbtlaw.com
Top 50 Creditor	Fulki Enterprise Co. Ltd	Attn: Carmen Chau	3300 Great American Tower	Yuanji Rd, Shetou	Cincinnati	OH	45202		513-651-6800	513-651-6981	awebb@fbtlaw.com
Top 50 Creditor	General Lion Footwear (International) Ltd	Attn: Carmen Chau	1F, No.671-673, Sec. 1 Unit 405, 4Th Floor, Yick Tai Ind Bldg	650-652 Castle Peak Rd, Lai Chi Kok	Changhua County				852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Counsel to GGP Limited Partnership, as Direct and Indirect Owner and/or Managing Agent as Landlord	GGP Limited Partnership, as Agent	Attn: Kristen N. Pate	110 N. Wacker Drive 4F, 222, Sec.2	Jin-Shan S. Road	Chicago	IL	60606		312-960-2940	312-442-6374	krpate@ggp.com
Top 50 Creditor	Glider Co. Ltd.,	Attn: Carmen Chau	7/A, Sholashahar Light Industrial Area	Baizid Bostami Road	Taipei				852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	Glory Industries Ltd	Attn: Carmen Chau	(Yeouido-Dong, 5F), 29, Eunhaeng-Ro	Yeongdeungpo-Gu 268 Songpa-Daero, Songpa-Gu	Chittagong				852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	Hansae Co., Ltd.	Attn: Carmen Chau	Hansoll Textile Bldg.		Seoul				852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	Hansoll Textile Ltd.	Attn: Carmen Chau			Seoul				852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Counsel to Bank of America, NA, the administrative agent under the Debtors' ABL Term Loan	Hunton & Williams LLP	Attn: Tyler P. Brown & Justin F. Paget	Riverfront Plaza, East Tower	951 Byrd Street	Richmond	VA	23219		804-788-8200	804-788-8218	tpbrown@hunton.com jpaget@hunton.com
IRS Insolvency section	Internal Revenue Service	Attn: Centralized Insolvency Operation	P.O. Box 7346		Philadelphia	PA	19101-7346		800-973-0424	855-235-6787	
Internal Revenue Service	Internal Revenue Service	Attn: Suzanne Walker	400 N. 8th Street	Box 76	Richmond	VA	23219		804-916-8065	855-652-9056	Suzanne.Walker@irs.gov

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 Core/2002 Service List  
 Case No. 17-32986 (KLP)

DESCRIPTION	NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE	COUNTRY	PHONE	FAX	EMAIL
Top 50 Creditor	J.K. Knit Composite Ltd	Attn: Carmen Chau	Holding No: 10/1	Shop No., South Doriapur, Pichempalayam	Savar	Dhaka		Bangladesh	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	Jubileetex	Attn: Carmen Chau	4/316, Kumarasamy Nagar		Tamil Nadu			India	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	Kany Footwear Corp.	Attn: Carmen Chau	No 9 Hajling Road, Xbin 2F Jung Woo B/D, 39-8	Pudur (PO), Tirupur	Jinjiang Fujian		362200	China	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	KG Fashion Co., Ltd.	Attn: Carmen Chau	Saum Sung-Dong	Gang Nam-Gu	Seoul			Korea	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Counsel to Debtor	Kirkland & Ellis LLP	Attn: James H.M. Sprayregen, Anup Sathy, & Steven N. Serajeddini	300 North LaSalle		Chicago	IL	60654		312-862-2000	312-862-2200	anup.sathy@kirkland.com steven.serajeddini@kirkland.com joshua.sussberg@kirkland.com
Counsel to Debtor	Kirkland & Ellis LLP	Attn: Joshua A. Sussberg & Matthew C. Fagen	601 Lexington Avenue		New York	NY	10022		212-446-4800	212-446-4900	matthew.fagen@kirkland.com
Counsel to LF Centennial Pte Ltd.	Kramer Levin Natfalis & Frankel LLP	Attn: Robert T. Schmidt, Andrew M. Dove	1177 Avenue of the Americas		New York	NY	10036		212-715-9100	212-715-8000	rschmidt@kramerlevin.com adove@kramerlevin.com
Counsel to PREIT Services, LLC, as agent for Cherry Hill Center, LLC, PR Springfield/Delco Limited Partnership, PR Plymouth Meeting Limited Partnership, PR Exton Square Property, LP, PR Springfield Town Center, PR Valley View, PR Patrick Henry PR Capital City, Susquehanna Valley Mall Associates, PR Logan Valley Limited Partnership, PR Wyoming Valley Limited Partnership, PR Magnolia LLC and Morrestown Mall, LLC	Kurtzman   Steady, LLC	Attn: Jeffrey Kurtzman, Esquire	401 S. 2nd Street, Suite 200		Philadelphia	PA	19147		215-839-1222		kurtzman@kurtzmansteady.com Michael.Condyles@KutakRock.com Peter.Barrett@KutakRock.com Jeremy.Williams@KutakRock.com
Co-Counsel to Debtor	Kutak Rock LLP	Attn: Michael A. Condyles, Peter J. Barrett, & Jeremy S. Williams	901 East Byrd Street	Suite 1000	Richmond	VA	23219-4071		804-644-1700	804-783-6192	
Counsel to Westfield, LLC and Certain of its Affiliates	LeClairRyan, A Professional Corporation	Attn: Christopher L. Perkins	919 East Main Street, 24th Floor		Richmond	VA	23219		804-783-7550	804-783-7686	christopher.perkins@leclairryan.com nicolas.ferland@leclairryan.com
Counsel to Westfield, LLC and Certain of its Affiliates	LeClairRyan, A Professional Corporation	Attn: Nicolas A. Ferland, Esq., Ilian Markus, Esq.	545 Long Wharf Drive, 9th Floor		New Haven	CT	06511		203-672-3211	203-672-3232	lian.markus@leclairryan.com
Top 50 Creditor	Li & Fung	Attn: Carmen Chau	7/F HK Spinners Industrial Building, Phases I & II	800 Cheung Sha Wan Road	Kowloon			Hong Kong	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	Lim Line Apparel Co. Ltd.	Attn: Carmen Chau	844/60 Soi Watchannai, New Road	Bangkok, Bangkokhlaoe	Bangkok			Thailand	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Counsel to Kaufman County, Tarrant County, City of Frisco, Smith County, Dallas County, Allen ISD & Lewisville ISD	Linebarger Goggan Blair & Sampson, LLP	Attn: Elizabeth Weller	2777 N. Stemmons Freeway, Suite 1000		Dallas	TX	75207		214-880-0089	469-221-5003	dallas.bankruptcy@publicans.com
Counsel to Cypress-Fairbanks ISD, Fort Bend County, Galveston County, Harris County, and Montgomery County	Linebarger Goggan Blair & Sampson, LLP	Attn: John P. Dillman	PO Box 3064		Houston	TX	77253-3064		713-844-3400	713-844-3503	houston.bankruptcy@publicans.com
Top 50 Creditor	Mawra Fashions Ltd	Attn: Carmen Chau	Tejpirbari, Sreepur		Gazipur			Bangladesh	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Counsel to Credit Suisse AG, Cayman Islands Branch, the administrative agent under the Debtors' Senior Secured Term Loan	McGuireWoods LLP	Attn: Dion W. Hayes, Esq., Sarah B. Boehm, Esq., & K. Elizabeth Steg, Esq.	Gateway Plaza	800 E. Canal Street	Richmond	VA	23219		804-775-1000	804-698-2255	dhayes@mcguirewoods.com sboehm@mcguirewoods.com bsieg@mcguirewoods.com
Counsel to Credit Suisse AG, Cayman Islands Branch, the administrative agent under the Debtors' Senior Secured Term Loan	McClay LLP	Attn: Dennis F. Dunne, Esq., Evan R. Fleck, Esq., & Michael W. Price, Esq.	28 Liberty Street		New York	NY	10005-1413		212-530-5000	212-822-5567	ddunne@milbank.com efleck@milbank.com mprice@milbank.com
Counsel to Bank of America, NA, the administrative agent under the Debtors' ABL Term Loan	Morgan, Lewis & Bockius LLP	Attn: Julia Frost-Davis, Robert A.J. Barry, & Amelia C. Joiner	One Federal St. Unit		Boston	MA	02110		617-951-8000	617-341-7701	julia.frost-davis@morganlewis.com robert.barry@morganlewis.com amelia.joiner@morganlewis.com
Top 50 Creditor	Nam Po Footwear Ltd.	Attn: Carmen Chau	No.1501,151F, Prosperity Center	25 Chong Yip Street, Kwun Tong	Kowloon			Hong Kong	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM
Top 50 Creditor	Namyang International Co., Ltd.	Attn: Carmen Chau	Rm# 2501, Samsung-Trade Center	159-1, Samsung-Dong, Kangnam-Gu	Seoul			Korea	852-2806-7980	852-3929-1329	CARMENCHAU@LFSOURCING.COM

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DESCRIPTION	NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE	COUNTRY	PHONE	FAX	EMAIL
Attorney General Top 50 Creditor	National Association of Attorneys General Next Collections Ltd Office of the Attorney General of Virginia	Attn: Karen Cordy Attn: Carmen Chau	2030 M St., N.W. 1323-1325 Beron	8th Floor Ashulia, Savar	Washington Dhaka	DC	20036	Bangladesh	202-326-6025 852-2806-7980	202-331-1427 852-3929-1329	kcordy@naag.org CARMENCHAU@FSOURCING.COM
Office of the Attorney General of Virginia	Office of the United States Attorney for the Eastern District of Virginia United States Trustee Eastern District of Virginia	Attn: Kenneth T. Cuccinelli II	900 E. Main St		Richmond	VA	23219		804-786-2071	804-786-1991	
Office of the United States Attorney for the Eastern District of Virginia United States Trustee Eastern District of Virginia	Trustee Trustee of the United States	Attn: Hugh M. Bernstein Attn: Robert Van Arsdale & Judy A. Robbins	600 East Main Street 101 West Lombard Street 701 E. Broad St., Ste. 4304	Suite 1800 Suite 2625	Richmond Baltimore Richmond	VA	23219-2447 21201 23219		804-819-5400 410-962-7771 804-771-2310		usavae-usattys@usdoj.gov Hugh.M.Bernstein@usdoj.gov Robert.B.Van.Arsdale@usdoj.gov Judy.Robbins@usdoj.gov
Top 50 Creditor	Oracle America, Inc.	Attn: Phyllis Savage	Attn: Lease Administration	1001 Sunset Blvd	Rocklin	CA	95765		916-315-5845	650-506-7114	PHYLISS.SAVAGE@ORACLE.COM CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Pan Pacific Co Ltd.	Attn: Carmen Chau	12, Digital-Ro 31-Gil Cs 576, Baniarchala (Bagher Bazar)	Guro-Gu Babanipur, Gazipur	Seoul			Korea	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Panwin Designs Limited	Attn: Carmen Chau		Chang Shiang Rd., Sadar	Gazipur			Bangladesh	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Pao Yuan Garments Corp.	Attn: Carmen Chau	No.3, Lane 616, Sec. 2nd Unit 801-3, 8/F, 9 Wing Kong Street	Cheung Sha Wan	New Taipei City Kowloon			Taiwan Hong Kong	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Pearl Global (HK) Limited Pension Benefit Guaranty Corporation	Attn: Carmen Chau	1200 K Street, NW		Washington	DC	20005-4026			202-326-4113	
Pension Benefit Guaranty Corporation	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	Office of the Chief Counsel Attn: Elizabeth Banda Calvo, Dustin L. Banks	1919 S. Shiloh Rd.	Suite 310	Garland	TX	75042		972-278-8282	817-860-6509	dbanks@pbfc.com
Counsel to Arlington, City of Grapevine, Grapevine-Colleyville ISD, City of Highland Village	Perdue, Brandon, Fielder, Collins & Mott, L.L.P.	Attn: Elizabeth Banda Calvo, Eboney Cobb	500 East Border Street, Suite 640		Arlington	TX	76010		817-461-3344	817-860-6509	ecobb@pbfc.com
Top 50 Creditor	Pro-Hot Enterprise Co., Ltd., PT. Unif Kyung Seung International	Attn: Carmen Chau	4 Fl., No.12, Lane 181, Sec. 2 Jl. Sumatra Blok D 17 B1 (KBN) Cakung	Jui Zong Road, Nei Hu District	Taipei City			Taiwan	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	PT. Bina Busana Internusa	Attn: Carmen Chau	Jl Inspekti Cakung Drain Km2		Jakarta			Indonesia	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Pt. Dan Liris PT. Mondrian, Jl Kh Hasyim Ashari	Attn: Carmen Chau	Kelurahan Baranar, Kecamatan Grogol		Dki Jakarta			Indonesia	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Radar Top Ltd., Royal Classic Mills ( P ) Ltd	Attn: Carmen Chau	No 171 By Pass Klaten Flat C9, Blk C 3/F., Hong Kong Ind.Ctr.	Klaten 489-491 Castle Peak Road	Central Java Central Java			Indonesia	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
US Secretary of Treasury Securities and Exchange Commission Headquarters Securities and Exchange Commission Philadelphia Division	Secretary of Treasury Securities and Exchange Commission Securities and Exchange Commission	Attn: General Counsel Attn: Sharon Binger Regional Director	31, Pullyamara Thottam 1500 Pennsylvania Ave, N.W.	Mangalam Road	Kowloonhong Tirupur	Tamilnadu	20220	Hong Kong India	852-2806-7980	202-622-6464	CARMENCHAU@FSOURCING.COM CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Seyang Corporation	Attn: Carmen Chau	100 F St., N.E. 2F Seyang B/D, 424-6 Dogok- Dong		Washington	DC	20549		202-551-6061	202-772-9180	secbankruptcy@sec.gov
Top 50 Creditor	Shartex International Trading	Attn: Carmen Chau	10F,Block A 328 Dongmak-Ro, Mapo-Gu		Philadelphia	PA	19103		215-597-3100		philadelphia@sec.gov
Top 50 Creditor	Shinwon Corporation	Attn: Carmen Chau	Shinwon Bldg 225 West Washington Street		Seoul			Korea	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Counsel to Simon Property Group, Inc. Top 50 Creditor	Simon Property Group, Inc. Sonia And Sweaters Ltd.	Attn: Ronald M. Tucker, Esq. Attn: Carmen Chau	604, Kondobagh, Talpur 33 Soi Phetkasame 33/1 Phetkasame Road	Ashulia Road Savar Bang-Whua, Phasychareon	Dhaka	IN	46204	Bangladesh	317-263-2346 852-2806-7980	317-263-7901 852-3929-1329	rtucker@simon.com CARMENCHAU@FSOURCING.COM
Top 50 Creditor State of WV Department of Environmental Protection	Springfield Garment Co. Ltd. State of WV Department of Environmental Protection	Attn: Carmen Chau	601 57th Street, S.E.		Bangkok Charleston	WV	25304	Thailand	852-2806-7980	304-926-0480	CARMENCHAU@FSOURCING.COM

In re: The Symbiose Corporation, et al.  
 Core/2002 Service List  
 Case No. 17-32986 (KLP)

DESCRIPTION	NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE	COUNTRY	PHONE	FAX	EMAIL
Top 50 Creditor	Suntech Garments Limited	Attn: Carmen Chau	45/F, Huali International Building	No.67, Zhujiang Road	Nanjing, Jiangsu			China	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	TA Trading Co., Ltd	Attn: Carmen Chau	194, Dongli-Ro	Gwangjin-Gu	Seoul			Korea	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Counsel to The Marion Plaza, Inc. dba Eastwood Mall, Governor's Square Companu dba Governor's Square, Huntington Mall Company dba Huntington Mall, Kentucky Oaks Mall Company dba Kentucky Oaks Mall, Meadowbrook Mall Company dba Meadowbrook Mall, Cafaro-Peachcreek Joint Venture Partnership dba Peachcreek Joint Venture Partnership dba Sandusky Mall, Sandusky Mall Company dba Sandusky Mall, The Cafaro Northwest Partnership dba South Hill Mall, Spotsylvania Mall Company dba Spotsylvania Towne Centre	The Cafaro Company	Attn: Richard T. Davis	5577 Youngstown-Warren Rd.	Ind. Plot No#1, Avenue-1,	Niles	OH	44446		330-747-2661	330-743-2902	rdavis@cafarocompany.com
Top 50 Creditor	Tip Top Fashions Ltd	Attn: Carmen Chau	Block-E	Section-11, Mirpur	Dhaka			Bangladesh	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Tongxiang Colax Industrial	Attn: Carmen Chau	No.3033, East Huan Cheng Road	Wu Tong Industrial Zone	Tong Xiang	Zhe Jiang		China	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Tooku Trading Corp Ltd. (gmi)	Attn: Carmen Chau	Unit 1305, 13/F, Prosperity Place 6 Shing Yip Street	Kwun Tong	Kowloon			Hong Kong	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Top Rise Garment Factory (O/B Top Rise Industrial Co., Ltd.)	Attn: Carmen Chau	Flat A & B, 8/F., Lucky Factory Building	63-65 Hung To Road, Kwun Tong	Kowloon			Hong Kong	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
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Counsel to KIR Pasadena II, LP and Copperwood Village, LP	Troutman Sanders LLP	Attn: Jonathan L. Hauser	222 Central Park Ave., Suite 2000		Virginia Beach	VA	23462		757-687-7768	757-687-1505	jonathan.hauser@troutmansanders.com
Top 50 Creditor	Vijay Garments Limited	Attn: Carmen Chau	Plot No D-3(2), Mepz-Seq	Tambaram, Chennai	Tamil Nadu			India	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Virginia Department of Taxation	Virginia Department of Taxation	Attn: Office of Customer Services	P. O. Box 1115		Richmond	VA	23218-1115				matt.barr@well.com
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Counsel to Pathlight Capital, LLC, the administrative agent under the Debtors' ABL Revolver	Whiteford Taylor Preston, LLP	Attn: Christopher A. Jones	3190 Fairview Park Drive, Suite 800		Falls Church	VA	22042-4510		703-280-9263	703-280-8942	cajones@wtplaw.com
Top 50 Creditor	Winga Garment Factory	Attn: Carmen Chau	Unit 25-28A, 11/F., Profit Industrial Building	1-15 Kwai Fong Crescent,	New Territories			Hong Kong	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
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Top 50 Creditor	Worldmax Garment Limited	Attn: Carmen Chau	7/F., Trust Center		Kowloon			Hong Kong	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Xiamen Wellbest Co., Ltd	Attn: Carmen Chau	29F, Lixin Plaza	No.90 Hubin South Road, Xiamen	Fujian			China	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Yumark Enterprises Corp.	Attn: Carmen Chau	14 Fl, 67, Sec 2	Tun Hwa S.Rd.	Taipei	tw		Taiwan	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM
Top 50 Creditor	Zhangjiagang Dongdu Textile	Attn: Carmen Chau	No. 638 Jiangang Dadao		Zhangjiagang	Jiangsu,		China	852-2806-7980	852-3929-1329	CARMENCHAU@FSOURCING.COM

Addendum to Exhibit A

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