IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: BASIC FUN, INC., *et al.*,[1] Debtors.	Chapter 11 Case No. 24-11432 (CTG) (Joint Administration Requested)

NOTICE OF (I) FILING OF CHAPTER 11 BANKRUPTCY PETITIONS AND FIRST DAY PLEADINGS, AND (II) SCHEDULING OF FIRST DAY HEARING

PLEASE TAKE NOTICE that on June 28, 2024 (the "**Petition Date**"), the above-captioned debtors and debtors in possession (collectively, the "**Debtors**") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "**Chapter 11 Petitions**") with the United States Bankruptcy Court for the District of Delaware (the "**Court**").

PLEASE TAKE FURTHER NOTICE that in connection with the filing of the Chapter 11 Petitions, the Debtors filed with the Court the following motions and application (collectively, the "**First Day Pleadings**"):

1. Motion of Debtors for Entry of an Order Directing Joint Administration of Related Chapter 11 Cases [Docket No. 6; Filed: 6/29/2024];

2. Application of Debtors for Authorization to Employ and Retain Stretto, Inc. as Claims and Noticing Agent Effective as of the Petition Date [Docket No. 7; Filed: 6/29/2024];

3. Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing Debtors to File Consolidated Top 30 Creditors List, (II) Authorizing Redaction of Certain

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number or United Kingdom registration number, as applicable, are: Basic Fun, Inc. (9742), Basic Fun Holdco, LLC (0066), TGS Acquisition, LLC (3011), TBDUM, LLC (9615), and K'NEX UK Limited (1398). The location of the Debtors' principal place of business and the Debtors' mailing address is 301 Yamato Road, Suite 4200, Boca Raton, Florida 33431.

Personally Identifiable Information, and (III) Granting Related Relief [Docket No. 8; Filed: 6/29/2024];

4. Motion of Debtors for Entry of Interim and Final Orders Authorizing (I) Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, and (II) Continuation of Existing Deposit Practices [Docket No. 9; Filed: 6/29/2024];

5. Motion of Debtors for Entry of Interim and Final Orders Authorizing Payment of (I) Certain Prepetition Employee Claims, Including Wages, Salaries, and Other Compensation, (II) Certain Employee Benefits and Confirming Right to Continue Employee Benefits on Post-petition Basis, (III) Reimbursement to Employees for Prepetition Expenses, (IV) Withholding and Payroll-Related Taxes, (V) Workers' Compensation Obligations, and (VI) Prepetition Claims Owing to Administrators and Third-Party Providers [Docket No. 10; Filed: 6/29/2024];

6. Motion of Debtors for Entry of Interim and Final Orders (I) Prohibiting Utility Providers From Altering, Refusing, or Discontinuing Service, (II) Approving the Debtors' Proposed Adequate Assurance of Payment for Postpetition Services, and (III) Establishing Procedures for Resolving Requests for Additional Adequate Assurance of Payment [Docket No. 11; Filed: 6/29/2024];

7. Debtors' Motion for Entry of Interim and Final Orders Authorizing, But Not Directing, Debtors to Pay Prepetition Claims of Shippers, Freight Forwarders, and Warehousemen and Granting Related Relief [Docket No. 12; Filed: 6/29/2024];

8. Motion of Debtors for Entry of Interim and Final Orders Authorizing Payment of Prepetition Obligations Owed to Critical Vendors [Docket No. 14; Filed: 7/1/2024]; and

9. Motion of Debtors for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Senior Secured Postpetition Financing, (B) Obtain Junior Secured Postpetition Financing, and (C) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. 34; Filed: 7/1/2024] (the "**DIP Motion**").

PLEASE TAKE FURTHER NOTICE that in support of the Chapter 11 Petitions and First Day Pleadings, the Debtors rely upon the *Declaration of Frank McMahon, Chief Financial Officer of the Debtors, in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 15; Filed: 7/1/2024] (the "**First Day Declaration**"). In support of the DIP Motion, the Debtors also rely upon the *Declaration of Bruce Buchanan in Support of Motion of Debtors for Entry of*

Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Senior Secured Postpetition Financing, (B) Obtain Junior Secured Postpetition Financing, and (C) Utilize Cash Collateral, (II) Granting Liens and Superpriority Administrative Expense Claims, (III) Modifying the Automatic Stay, (IV) Scheduling a Final Hearing, and (V) Granting Related Relief [Docket No. 35; Filed: 7/1/2024] (the "**DIP Declaration**").

PLEASE TAKE FURTHER NOTICE that copies of the Chapter 11 Petitions, First Day Pleadings, First Day Declaration, and DIP Declaration are available to view at no charge via the claims and noticing agent's website (https://cases.stretto.com/basicfun).

PLEASE TAKE FURTHER NOTICE that a virtual hearing on the First Day Pleadings (the "**First Day Hearing**") has been scheduled for **July 2, 2024 at 10:00 a.m. (ET)** before the Honorable Craig T. Goldblatt via Zoom. Please refer to Judge Goldblatt's Chambers Procedures and the Court's website (http://www.deb.uscourts.gov/ecourt-appearances) for information on the method of allowed participation (video or audio), Judge Goldblatt's expectations of remote participants, and the advance registration requirements. Registration is required one-hour prior to the hearing using the *eCourtAppearances* tool available on the Court's website.

Dated: July 1, 2024
Wilmington, Delaware

POLSINELLI PC

/s/ Shanti M. Katona

Shanti M. Katona (Del. Bar No. 5352)
222 Delaware Avenue, Suite 1101
Wilmington, Delaware 19801
Telephone: (302) 252-0920
Facsimile: (302) 252-0921
skatona@polsinelli.com

-and-

Mark B. Joachim (Admitted *Pro Hac Vice*)
1401 Eye Street, N.W., Suite 800
Washington, D.C. 20005
Telephone: (202) 783-3300
Facsimile: (202) 783-3535
mjoachim@polsinelli.com

Proposed Counsel to the Debtors and Debtors in Possession