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) (Jointly Administered)

***AMENDED*[2] NOTICE OF AGENDA OF MATTERS SCHEDULED**
FOR HEARING ON AUGUST 12, 2024 AT 1:00 P.M. (ET)

This proceeding will be conducted in-person. All counsel and witnesses are expected to attend unless permitted to appear remotely via Zoom. Please refer to Judge Goldblatt's Chambers Procedures (https://www.deb.uscourts.gov/content/judge-craig-tgoldblatt) and the Court's website (http://www.deb.uscourts.gov/ecourt-appearances) for information on who may participate remotely, the method of allowed participation (video or audio), Judge Goldblatt's expectations of remote participants, and the advance registration requirements. Registration is required by 4:00 p.m. (Eastern time) the business day before the hearing unless otherwise noticed using the eCourtAppearances tool available on the Court's website.

CONTINUED MATTER

1. Motion of Debtors for Entry of an Order (I) Authorizing the Debtors to Reject Certain Executory Contracts Nunc Pro Tunc to the Petition Date, and (II) Granting Certain Related Relief [Docket No. 126; Filed: 7/29/2024]

   Objection Deadline: August 5, 2024 at 4:00 p.m. (extended for Rodon Limited Partnership)

   Related Document(s): None.

   Response(s) Received: Informal response from Rodon Limited Partnership

   Status: This matter has been adjourned to the next omnibus hearing scheduled for September 16, 2024 at 2:00 p.m.

[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.

[2] **Amended items appear bold.**

RESOLVED MATTERS

2. Debtors Application for Appointment of Stretto, Inc. as Administrative Advisor Effective as of the Petition Date [Docket No. 89; Filed: 7/22/2024]

Objection Deadline: August 5, 2024 at 4:00 p.m.

Related Document(s):

a) Declaration of Frank McMahon, Chief Financial Officer of Debtors, in Support of the Debtors' Applications to Employ and Retain Various Case Professionals, Effective as of the Petition Date [Docket No. 92; Filed: 7/22/2024]

b) Certification of Counsel Regarding Order Authorizing Retention and Employment of Stretto, Inc. as Administrative Advisor Effective as of the Petition Date [Docket No. 145; Filed: 8/6/2024]

c) Order Authorizing Retention and Appointment of Stretto, Inc. as Administrative Advisor Effective as of the Petition Date [Docket No. 150; Entered: 8/7/2024]

Response(s) Received: Informal response from the Office of the United States Trustee

Status: An order has been entered. No hearing is necessary.

3. Application of Debtors for Authority to Employ and Retain Polsinelli PC as Counsel to the Debtors, Effective as of the Petition Date [Docket No. 90; Filed: 7/22/2024]

Objection Deadline: August 5, 2024 at 4:00 p.m.

Related Document(s):

a) Declaration of Frank McMahon, Chief Financial Officer of Debtors, in Support of the Debtors' Applications to Employ and Retain Various Case Professionals, Effective as of the Petition Date [Docket No. 92; Filed: 7/22/2024]

b) Supplemental Declaration of Shanti M. Katona, Esq. in Support of the Application of the Debtors for Authority to Employ and Retain Polsinelli PC as Counsel to the Debtors, Effective as of the Petition Date [Docket No. 137; Filed: 8/5/2024]

c) Certification of Counsel Regarding Order Authorizing Retention and Employment of Polsinelli PC as Counsel to the Debtors, Effective as of the Petition Date [Docket No. 147; Filed: 8/6/2024]

d) Order Authorizing Retention and Employment of Polsinelli PC as Counsel to the Debtors, Effective as of the Petition Date [Docket No. 152; Entered: 8/7/2024]

Response(s) Received: Informal response from the Office of the United States Trustee

Status: An order has been entered. No hearing is necessary.

4. Application of Debtors for an Order Under Bankruptcy Code Sections 327(a) and 328(a) and Bankruptcy Rule 2014(a) Authorizing and Approving the Employment of Oppenheimer & Co. Inc. as Financial Advisor and Investment Banker for the Debtors, Effective as of the Petition Date [Docket No. 91; Filed: 7/22/2024]

Objection Deadline: August 5, 2024 at 4:00 p.m.

Related Document(s):

a) Declaration of Frank McMahon, Chief Financial Officer of Debtors, in Support of the Debtors' Applications to Employ and Retain Various Case Professionals, Effective as of the Petition Date [Docket No. 92; Filed: 7/22/2024]

b) Supplemental Declaration of Bruce Buchanan in Support of the Application of Debtors for an Order Under Bankruptcy Code Sections 327(a) and 328(a) and Bankruptcy Rule 2014(a) Authorizing and Approving the Employment of Oppenheimer & Co. Inc. as Financial Advisor and Investment Banker for the Debtors, Effective as of the Petition Date [Docket No. 143; Filed: 8/5/2024]

c) Certification of Counsel Regarding Order Authorizing and Approving the Employment of Oppenheimer & Co. Inc. as Financial Advisor and Investment Banker for the Debtors, Effective as of the Petition Date [Docket No. 146; Filed: 8/6/2024]

d) Order Authorizing and Approving the Employment of Oppenheimer & Co. Inc. as Financial Advisor and Investment Banker for the Debtors, Effective as of the Petition Date [Docket No. 151; Entered: 8/7/2024]

Response(s) Received: Informal response from the Office of the United States Trustee

Status: An order has been entered. No hearing is necessary.

MATTERS GOING FORWARD

5. 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]

Objection Deadline: July 24, 2024 at 4:00 p.m. (extended for certain parties)

Related Document(s):

a) 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]

b) 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]

c) Interim Order (I) Authorizing the Debtors to Obtain Postpetition Financing (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Claims, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Docket No. 65; Entered: 7/3/2024]

e) Second Interim Order (I) Authorizing the Debtors to Obtain Postpetition Financing (II) Authorizing the Debtors to Use Cash Collateral, (III) Granting Liens and Providing Superpriority Administrative Expense Claims, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Docket No. 129; Entered: 7/31/2024]

f) Notice of Filing of *Proposed* Final DIP Order [Docket No. 160; Filed: 8/12/2024]

Response(s) Received:

a) (SEALED) Falcon Structured Equity Partners, LP's Objection to the Motion of Debtors for 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 Claims, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Docket No. 94; Filed: 7/26/2024]

b) (SEALED) Declaration of Nicholas Krislov in Support of Falcon Structured Equity Partners, LP's Objection to the Motion of Debtors for 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 Claims, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Docket No. 95; Filed: 7/26/2024]

c) Notice of Filing of Proposed Redacted Version of Falcon Structured Equity Partners, LP's Objection to the Motion of Debtors for 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 Claims, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Docket No. 121; Filed 7/29/2024]

d) (REDACTED) Declaration of Nicholas Krislov in Support of Falcon Structured Equity Partners, LP's Objection to the Motion of Debtors for 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 Claims, (IV) Granting Adequate Protection, (V) Modifying the Automatic Stay, (VI) Scheduling a Final Hearing, and (VII) Granting Related Relief [Docket No. 123; Filed 7/29/2024**]**

Status: **A proposed form of final order has been filed with the Court. This matter will go forward.**

6. Motion of Falcon Structured Equity Partners, LP for Entry of an Order Authorizing the Filing Under Seal of Certain Confidential Information Contained in Falcon's Objection to the Debtors' Financing Motion and Accompanying Declaration, and Granting Related Relief [Docket No. 124; Filed 7/29/2024]

Objection Deadline: August 12, 2024 at 1:00 p.m.

Related Document(s):

a) Notice of Rescheduled Hearing [Docket No. 131; Filed: 7/31/2024]

Response(s) Received: None at this time.

Status: This matter will go forward.

7. Motion to Shorten Notice of Hearing and Objection Deadline for Motion of Debtors for Entry of an Order (A) Authorizing the Debtors to Enter Into, and Perform Under, the Restructuring Support Agreement and (B) Granting Related Relief [Docket No. 154; Filed: 8/7/2024]

Objection Deadline: August 12, 2024 at 1:00 p.m.

Related Document(s):

a) Motion of Debtors for Entry of an Order (A) Authorizing the Debtors to Enter Into, and Perform Under, the Restructuring Support Agreement and (B) Granting Related Relief [Docket No. 153; Filed: 8/7/2024]

Response(s) Received:

a) United States Trustee's Objection to Debtors' Motion of Debtors to Shorten Notice of Hearing and Objection Deadline for Motion of Debtors for Entry of an Order (A) Authorizing the Debtors to Enter Into, and Perform Under, the Restructuring Support Agreement And (B) Granting Related Relief [Docket No. 155; Filed: 8/8/2024]

Status: This matter will go forward.

Dated: August 12, 2024
Wilmington, Delaware

POLSINELLI PC

/s/ Shanti M. Katona

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