

UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF NORTH CAROLINA
Charlotte Division

In re:) Chapter 11
)
PORTRAIT INNOVATIONS, INC., et al.) Case No. 17-31455
)
Debtors.¹) (Jointly Administered)
_____)

**NOTICE OF PROPOSED AGENDA OF
MATTERS SCHEDULED FOR HEARING ON
THURSDAY, OCTOBER 12, 2017 AT 9:30 A.M.**

MATTERS GOING FORWARD

1. Debtors' Motion to Incur Debt Emergency Motion of Debtors-in-Possession for Interim and Final Orders (I) Authorizing Debtors-in-Possession (A) to Enter into Post-Petition Loans and (B) to Use Cash Collateral and (II) Granting Related Relief [Docket No. 16]

A. Related Pleadings:

- i. *Notice of Filing of Proposed Final Financing Order* [Docket No. 88]
- ii. *Notice of Filing Budget of Proposed Approved DIP Budget* [Docket No. 119]
- iii. *Omnibus Objection of the Official Committee of Unsecured Creditors to Debtors' Motions for Entry of Orders: (I) Authorizing the Debtors to Assume Restructuring Support Agreement; (II) Approving Bidding Procedures; and (III) Authorizing Postpetition Financing and Use of Cash Collateral on a Final Basis* [Docket No. 151]

B. Objection Deadline: September 27, 2017, except as to the UCC, which deadline was extended to October 2, 2017, at 12:00 noon.

C. Status: This matter is going forward.

2. Debtors' Motion for Order Under 11 U.S.C. Sections 105(a) and 363 Federal Rules of Bankruptcy Procedure 2002 and 6004 (A) Establishing the Form of Bidding Procedures for the Solicitation of Competing Offers to Purchase the Equity Interests in the Reorganized Company Pursuant to the Debtors' Chapter 11 Plan; (B) Authorizing the Debtors to Conduct an Auction; and (C) Granting Related Relief. [Docket No. 20]

¹ The Debtors in these jointly administered cases are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Portrait Innovations, Inc. (9394) and Portrait Innovations Holding Company (5553). The Debtors address is 2016 Ayrsley Town Center Boulevard, Suite 200, Charlotte North Carolina 28273.

A. Related Pleadings:

i. *Limited Objection to Motion for Order Under 11 U.S.C. Sections 105(a) and 363 Federal Rules of Bankruptcy Procedure 2002 and 6004 (A) Establishing the Form of Bidding Procedures for the Solicitation of Competing Offers to Purchase the Equity Interests in the Reorganized Company Pursuant to Debtors' Chapter 11 Plan; (B) Authorizing the Debtors to Conduct an Auction; and (C) Granting Related Relief* [Docket No. 120]

ii. *Omnibus Objection of the Official Committee of Unsecured Creditors to Debtors' Motions for Entry of Orders: (I) Authorizing the Debtors to Assume Restructuring Support Agreement; (II) Approving Bidding Procedures; and (III) Authorizing Postpetition Financing and Use of Cash Collateral on a Final Basis* [Docket No. 151]

iii. *Affidavit of Teri Stratton in Support of Motion for Order Under 11 U.S.C. 105(a) and 363 and Federal Rules of Bankruptcy Procedure 2002 and 6004 (A) Establishing the Form of Bidding Procedures for the Solicitation of Competing Offers to Purchase the Equity Interests in the Reorganized Company Pursuant to the Debtors' Chapter 11 Plan; (B) Authorizing the Debtors to Conduct an Auction and (C) Granting Related Relief* [Docket No. 152]

iv. *Affidavit of John Grosso in Support of Motion to Assume Restructuring Support Agreement and Motion to Approve Bidding Procedures* [Docket No. 154]

B. Objection Deadline: September 25, 2017, except as to the UCC, which deadline was extended to October 2, 2017, at 12:00 noon.

C. Status: This matter is going forward.

3. Debtors' Motion for Entry of an Order Authorizing the Debtors to Assume Restructuring Support Agreement [Docket No. 21]

A. Related Pleadings:

i. *Omnibus Objection of the Official Committee of Unsecured Creditors to Debtors' Motions for Entry of Orders: (I) Authorizing the Debtors to Assume Restructuring Support Agreement; (II) Approving Bidding Procedures; and (III) Authorizing Postpetition Financing and Use of Cash Collateral on a Final Basis* [Docket No. 151]

ii. *Affidavit of John Grosso in Support of Motion to Assume Restructuring Support Agreement and Motion to Approve Bidding Procedures* [Docket No. 154]

B. Objection Deadline: September 25, 2017, except as to UCC, which deadline was extended to October 2, 2017, at 12:00 noon.

C. Status: This matter is going forward.

4. Debtors' Motion for Entry of an Order (A) Approving the Disclosure Statement, (B) Approving Certain Dates Related to Confirmation of the Plan, (C) Approving Certain Voting Procedures and the Form of Certain Documents to be Distributed in Connection with Solicitation of the Plan, and (D) Approving Proposed Voting and General Tabulation Procedures [Docket No. 64]

B. Related Pleadings:

i. *Debtors' Joint Chapter 11 Plan of Reorganization* [Docket No. 62]

ii. *Disclosure Statement for the Debtors' Joint Chapter 11 Plan of Reorganization* [Docket No. 63]

iii. *Limited Objection of ARC PCBIRAL001, LLC, ARC SWWMGPA001, LLC, Brixmor Property Group, Inc., G&I VII Retail Carriage, LLC, GEM Realty Capital, Inc., GGP Limited Partnership, HR Venture Properties I LLC, Metropolis Lifestyle Center, LLC, PGIM Real Estate, Saucon Valley Lifestyle Center, L.P., Starwood Retail Partners LLC, and Valley Square Owner, LLC to the Adequacy of the Debtors' Disclosure Statement for the Debtors' Joint Chapter 11 Plan of Reorganization* [Docket No. 178]

B. Objection Deadline: October 6, 2017, except as to UCC, which deadline has been extended to October 10, 2017, at 5:00 pm.

C. Status: This matter is going forward.

5. Debtors' Motion for Administrative Order Under 11 U.S.C. §§ 105(A) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 115]

A. Related Pleadings: None.

B. Objection Deadline: October 6, 2017, except as to UCC, which deadline has been extended to October 10, 2017, at 5:00 pm.

C. Status: This matter is going forward.

6. Debtors' Authority to Employ and Compensate Professionals for Specific Services Rendered to the Debtors in the Ordinary Course of Business [Docket No. 116]

A. Related Pleadings: None.

B. Objection Deadline: October 6, 2017, except as to UCC, which deadline has been extended to October 10, 2017, at 5:00 pm.

C. Status: This matter is going forward.

This the 10th day of October, 2017.

By: /s/ John R. Miller, Jr.
John R. Miller, Jr.
N.C. State Bar No. 28689
Rayburn Cooper & Durham, P.A.
227 West Trade Street, Suite 1200
Charlotte, NC 28202
Telephone: (704) 334-0891
Facsimile: (704) 377-1897
E-mail: jmiller@rcdlaw.net

Counsel to the Debtors and Debtors in Possession