

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:) Chapter 11
)
PERFECT BROW ART, INC., *et al.*,) Case No. 19-01811
) (Jointly Administered)
Debtors.¹)
) Hon. Donald R. Cassling

**NOTICE OF ORDER (A) CONDITIONALLY APPROVING DISCLOSURE
STATEMENT; (B) SCHEDULING COMBINED HEARING ON FINAL APPROVAL OF
DISCLOSURE STATEMENT & CONFIRMATION OF PLAN; (C) ESTABLISHING
DATES FOR SOLICITING & TABULATING VOTES ON PLAN; &
(D) APPROVING RELATED MATTERS**

**You are advised to carefully review & consider the Plan, including the terms of the
exculpation & injunction provisions, as your rights might be affected**

By order of the court, to all parties in interest, please take notice that:

1. Plan Filing

On January 24, 2020, Perfect Brow Art, Inc., and its related debtors-in-possession in the above-captioned chapter 11 proceedings (the “*Debtors*”) jointly with the Official Committee of Unsecured Creditors (the “*Committee*,” referred to collectively with the Debtors as the “*Plan Proponents*”) filed a *First Amended Joint Chapter 11 Liquidating Plan* (Dkt. 604) and accompanying *Disclosure Statement With respect to First Amended Joint Chapter 11 Liquidating Plan of Debtors and Official Committee of Unsecured Creditors* (Dkt. 603) (as may be amended, supplemented or otherwise modified from time to time, the “*Plan*,” and the “*Disclosure Statement*”) with the Bankruptcy Court for the Northern District of Illinois (the “*Bankruptcy Court*”).

2. Conditional Approval of Disclosure Statement & Notice Procedures

On January 28, 2020, the Bankruptcy Court entered an order conditionally approving the Disclosure Statement (the “*Conditional Approval Order*”) and set forth certain procedures and deadlines for: Plan Proponents to solicit votes; claimholders to submit ballots voting

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal taxpayer-identification number, are: (i) Perfect Brow Art, Inc. (5731); (ii) Perfect Brow Florida, Inc. (5602), (iii) Perfect Brow Puerto Rico, Inc. (3497), (iv) Perfect Brow New York, Inc. (2041), (v) Locks Rock, Inc. (5046), (vi) P.B. Art Franchise, Inc. (0026), (vii) Perfect Brow Oakland, Inc. (5727), and (viii) Ooh La La Beauty Bar Franchise, Inc. (0714).

on the Plan; and objections to the Disclosure Statement and Plan (Dkt. 601). A copy of the Conditional Approval Order is attached here as **Exhibit A**.

3. Combined Hearing

Under the Conditional Approval Order, the Bankruptcy Court has set a combined hearing to approve the Disclosure Statement on a final basis and confirm the Plan (the “**Combined Hearing**”), which will be held before the Honorable Donald R. Cassling, United States Bankruptcy Judge, United States Bankruptcy Court for the Northern District of Illinois, Courtroom 619 of the United States Courthouse, 219 S. Dearborn Street, Chicago, Illinois on **March 10, 2020 at 10:30 a.m. (prevailing Central Time)**.

The Combined Hearing may be continued from time to time by way of announcement of such continuance in open court, without further notice to parties in interest.

4. Objections to Final Approval of Disclosure Statement & Plan Confirmation

Any responses or objections to the final approval of the Disclosure Statement and/or to confirmation of the Plan (“**Objection**”) must

- (a) be made in writing;
- (b) comply with the Bankruptcy Code and the Bankruptcy Rules;
- (c) state the name and address of the objecting party and the nature and amount of any Claim asserted by such party against the Debtors, their estates, or their property;
- (d) state with particularity the legal and factual bases and nature of any objection to the Plan; and
- (e) be filed with the Bankruptcy Court and served on all parties entitled to notice on or before March 3, 2020 (the “**Objection Deadline**”).

Any party in interest in these chapter 11 cases may object to final approval of the Disclosure Statement and confirmation of the Plan, even if such person or entity is not eligible to vote on the Plan.

5. Voting Procedures

Holders of Claims in Class 2 (General Unsecured Claims) are entitled to vote to accept or reject the Plan. If you hold a Class 2 Claim, in addition to this Notice, you will receive a package (the “**Solicitation Package**”) containing a ballot and the following:

- (a) a copy of this Notice;
- (b) a thumb drive containing the Plan, including the Creditor Trust Agreement, and the Disclosure Statement;
- (c) a copy of the Conditional Approval Order as entered by the Bankruptcy Court;

- (d) a copy of IRS Form W-9 and OFAC Certification;
- (e) a pre-addressed return envelope;
- (f) a letter from the Committee in support of the Plan and Disclosure Statement; and
- (g) such other documents as the Bankruptcy Court may direct.

If you hold a Claim in Class 2 and do not receive a Solicitation Package, contact counsel for the Debtors.

6. Voting Deadlines

The deadline to vote on the Plan is March 3, 2020 (the “***Voting Deadline***”). Please carefully review the ballot and instructions included with the ballot to complete and submit your vote on the Plan. Failure to follow the instructions may disqualify your vote.

7. Record Date

The record date (the “***Record Date***”) for determining holders of Claims entitled to vote on the Plan and therefore receive a Solicitation Package is January 28, 2020.

Subject to the voting and tabulation procedures, a creditor is entitled to vote on the Plan if: (a) as of the Record Date, the creditor is listed on the Debtors’ Schedules as holding a General Unsecured Claim that is not contingent, unliquidated or disputed; or (ii) as of the Record Date, the creditor has filed a General Unsecured Claim and such Claim has either (x) not been Disputed, or (y) any such Dispute has been resolved by order of the Bankruptcy Court or written agreement of the Plan Proponents.

If a holder of a Class 2 Claim transfers all of such Claim to one or more parties before casting its vote on the Plan, such holder will be automatically deemed to have provided a voting proxy to the purchaser of the holder’s Claim, and the purchaser will be deemed to the holder as of the Record Date for purposes of voting on the Plan.

8. Non-Voting Classes

Administrative Expense Claims and Priority Tax Claims asserted against the Debtors (collectively, the “***Unclassified Claims***”) are not classified under the Plan, are deemed to accept the Plan, and are not entitled to vote.

Holders of Claims in Class 1 under the Plan are unimpaired, are deemed to have accepted the Plan, and are not entitled to vote. Holders of Claims in Classes 3 and 4 under the Plan are impaired but conclusively presumed to reject the Plan and are not entitled to vote.

9. Directions for Obtaining Documents

The Plan, Disclosure Statement, and Solicitation Package (excluding ballots other than replacement ballots) can be obtained by contacting Stretto, the noticing agent in the

Debtors' chapter 11 cases in one of the following manners: (a) visiting <https://case.stretto.com/perfectbrowart> and submitting a request for paper copies using the "Contact Us," function on the site; (b) emailing a request to teamperfectbrow@stretto.com; (c) delivering a written request by first class mail, overnight mail or hand delivery to Stretto at: Perfect Brow Ballot Processing, c/o Stretto, 8269 East 23rd Avenue, Suite 275, Denver, CO 80238; or (d) calling Stretto's toll-free number at 855-812-6112.

10. Inquiries Regarding this Notice

If you have any questions regarding this Notice, you should contact counsel for the Debtors at: jburns@lplegal.com (reference "Perfect Brow Vote" in the subject line) or by telephone to the Debtors' counsel, Jamie Burns, at 312.476.7601. While the Debtors' counsel is able to answer questions, Debtors' counsel is not permitted to provide legal advice to you.

11. Inconsistencies

To the extent that there is any inconsistency between this Notice and the Plan or the Conditional Approval Order, the provisions of the Plan or the Conditional Approval Order, as applicable, shall govern.

Dated: January 29, 2020

Perfect Brow Art, Inc., et al.

Official Committee of Unsecured Creditors

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Counsel to the Debtors and Debtors in Possession

Counsel to the Official Committee of Unsecured Creditors

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
Eastern Division

In Re:)	BK No.: 19-01811
PERFECT BROW ART, INC., et al.)	(Jointly Administered)
)	Chapter: 11
)	Honorable Donald R. Cassling
)	
Debtor(s))	

ORDER GRANTING JOINT MOTION SEEKING (A) CONDITIONAL APPROVAL OF DISCLOSURE STATEMENT; (B) COMBINED HEARING TO APPROVE DISCLOSURE STATEMENT & CONFIRM PLAN; (C) APPROVAL OF PROCEDURES FOR SOLICITING & TABULATING VOTES ON PLAN, & (D) APPROVAL OF RELATED MATTERS

Upon the joint motion (the "Motion") of the Debtors and the Official Committee of Unsecured Creditors appointed in the above-captioned chapter 11 cases (the "Cases"), seeking (A) Conditional Approval of Disclosure Statement; (B) Combined Hearing to Approve Disclosure Statement & Confirm Plan; (C) Approval of Procedures for Soliciting & Tabulating Votes on Plan; and (D) Approval of Related Matters, as more set forth in the Motion; and the Court having reviewed the Motion and having heard the statements in support of the relief requested; therein at a hearing before the Court (the "Hearing"); and upon all of the proceedings had before the Court and based on the representations of counsel at the Hearing; and after due deliberation and sufficient cause appearing therefore, IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth in this Order. Capitalized terms used but not otherwise defined in this Order shall have the meanings ascribed to them in the Motion.
2. The disclosure statement (the "Disclosure Statement") filed at Docket Number 590 is approved on a conditional basis.
3. The hearing on the Disclosure Statement and confirmation of the Plan will be combined as permitted by 11 U.S.C. §105(d)(2)(B) (the "Combined Hearing").
4. The Combined Hearing will be held on March 10, 2020, at 10:30 a.m. prevailing Central Time.
5. The proposed form of Notice of Combined Hearing, attached to the Motion as Exhibit A, is approved.
6. The proposed form of Ballot attached to the Motion as Exhibit B is hereby approved.
7. Within 5 business days after the date of this Order, the Plan Proponents must mail (or cause to be mailed) by first-class mail the Notice of Combined Hearing and the Solicitation Package to (a) all known creditors of the Debtors that are reflected in the Debtors' books and records; and (b) all other entities required to be served under Bankruptcy Rules 2002 and 3017.
8. The Record Date for determining holders of claims entitled to vote on the Plan under Federal Rule of Bankruptcy Procedure 3017(d) is January 28, 2020.
9. Any objections to the Disclosure Statement or Plan must be filed no later than March 3, 2020 and must comply with the requirements set forth in the Notice of Combined Hearing.
10. Ballots accepting or rejecting the Plan must be submitted and provided to the identified entities according to the information in the Disclosure Statement and Plan no later than March 3, 2020 and shall be tabulated as set forth in the Motion.
11. The Plan Proponents must file a report of balloting on the docket in these Cases no later than March 5, 2020.
12. The form of Confirmation Notice, attached to the Motion as Exhibit D, is approved.

Enter:

Donald R. Cassling JMC

United States Bankruptcy Judge

Dated: 28 JAN 2020

Prepared by:

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