

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:

PERFECT BROW ART, INC., *et al.*

Debtors.¹

)
) Chapter 11
)
) Case No. 19-01811
) (Jointly Administrated)
)
) Honorable Donald R. Cassling
)

NOTICE OF MOTION

PLEASE TAKE NOTICE that on **January 28, 2020 at 9:30 a.m.**, or as soon thereafter as counsel may be heard, we will appear before the Honorable Donald R. Cassling, or any judge sitting in his stead, in Room 619 of the Everett McKinley Dirksen Building, 219 South Dearborn Street, Chicago, Illinois 60604, and then and there present ***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***, a copy of which is hereby served upon you.

Dated: January 7, 2020

Respectfully submitted,

Perfect Brow Art, Inc., et al.

The Official Committee of Unsecured Creditors

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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).

CERTIFICATE OF SERVICE

I, Harold D. Israel, the undersigned attorney, hereby certify that on January 7, 2020, I caused a copy of the *Notice of Motion* and *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* to be filed via the Court's ECF system and served upon the parties registered to receive ECF notice as indicated below.

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/s/ Harold D. Israel
Harold D. Israel

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	
)	Chapter 11
)	
PERFECT BROW ART, INC., <i>et al.</i>)	Case No. 19-01811
)	(Jointly Administrated)
)	
Debtors. ¹)	Honorable Donald R. Cassling
)	

**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**

Perfect Brow Art, Inc. and its affiliated debtors and debtors in possession (the “***Debtors***”), together with the Official Committee of Unsecured Creditors appointed in the above-captioned chapter 11 proceedings (the “***Committee***,” referred to collectively with the Debtors as the “***Plan Proponents***”) through their respective counsel, bring this joint motion (the “***Motion***”) under §§ 105(a), 105(d), 1125, 1126 and 1128 of title 11 of the United States Code (the “***Bankruptcy Code***”) and Rule 9019 of the Federal Rules of Bankruptcy Procedure (the “***Bankruptcy Rules***”), seeking (A) conditional approval of the *Disclosure Statement with Respect to the Joint Plan of Liquidation* (Dkt. 571) (as may be amended, supplemented or otherwise modified from time to time, the “***Disclosure Statement***”) for purposes of solicitation only; (B) a combined hearing (the “***Combined Hearing***”) to approve the Disclosure Statement & confirm the *Joint Chapter 11 Liquidating Plan* (Dkt. 572) (may be amended, supplemented or otherwise modified from time to

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).

time the “**Plan**”); (C) approval of procedures for soliciting & tabulating votes on the Plan, and (D) approval of related matters, including (1) setting certain final bar dates for certain claims, and (2) approving notices and procedures related to such claims. In support of this Motion, the Plan Proponents state as follows:

JURISDICTION & VENUE

1. The Court has jurisdiction over this matter under 28 U.S.C. § 1334 and 28 U.S.C. § 157(a). This is a core proceeding under 28 U.S.C. § 157(b). Venue is proper in this District under 28 U.S.C. §§ 1408 and 1409.

2. The statutory bases for the relief requested in this Motion are §§ 105(a), 105(d), 1125, 1126 and 1128 of the Bankruptcy Code, Bankruptcy Rules 2002, 3003, 3017, 3018, 3020 and 9006, and Rule 3018-1 of the Local Rules of the United States Bankruptcy Court for the Northern District of Illinois.

BACKGROUND

3. On January 22, 2019 (the “**Petition Date**”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code (the “**Chapter 11 Cases**”) in the United States Bankruptcy Court for the Northern District of Illinois (the “**Court**”). The Debtors operated their businesses and managed their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. On February 13, 2019, the United States Trustee (the “**UST**”) appointed the Committee [Docket No. 96]. No trustee, examiner, has been appointed in these Chapter 11 Cases.

5. Factual background relating to the Debtors’ business and its commencement of these Chapter 11 Cases is set forth in the *Declaration of Elizabeth Porikos-Gorgees in Support of*

Debtors' Chapter 11 Petitions and First Day Motions filed on the Petition Date and incorporated herein by reference [Docket No. 3].

6. The Debtors operated 186 fully licensed eyebrow threading boutiques throughout the United States, specializing in eyebrow threading, facial threading, body threading, henna tattoos, makeup and skin care. The Debtors streamlined their businesses by rejecting numerous leases during the Chapter 11 Cases and sold substantially all of their remaining assets in a transaction that closed on September 20, 2019. Since that time, the Plan Proponents have collaborated to jointly propose the Disclosure Statement and Plan to liquidate and distribute the Debtors' remaining assets.

7. On the date hereof, the Plan Proponents filed the Disclosure Statement and the Plan. Additional information regarding the Debtors and these Chapter 11 Cases, including the reasons for filing the Chapter 11 Cases, key events during the Chapter 11 Cases, and the Plan Proponents' objectives and goals under the Plan are set forth in the Disclosure Statement.

8. The Plan is a liquidating plan that provides for the Debtors' remaining assets to be liquidated over time, and for the proceeds of any estate assets already liquidated, or which will be liquidated, to be distributed to holders of Allowed Claims² according to the priority provisions of the Bankruptcy Code.

RELIEF REQUESTED

9. The Plan Proponents seek an order (a) conditionally approving the Disclosure Statement for purposes of solicitation only (the “***Conditional Approval Order***”); (b) setting a combined hearing (the “***Combined Hearing***”) to approve the Disclosure Statement & confirm the Plan; (c) approving the procedures for soliciting & tabulating votes on the Plan, (d) approving

² Capitalized terms not defined herein shall have the meaning attributed to such terms in the Plan.

related matters, including (1) setting certain final bar dates for certain claims and (2) approving notices and procedures related to such claims; and (e) establishing the following deadlines related to confirmation of the Plan:

- January 28, 2020 Voting Record Date
- February 4, 2020 Distribution of Solicitation Packages
- March 3, 2020 Voting Deadline & Plan Objection Deadline
- March 5, 2020 Deadline to file Voting Report
- March 10, 2020 Confirmation Hearing

BASIS FOR RELIEF

A. Conditional Approval of the Disclosure Statement Is Appropriate

10. The Bankruptcy Court should conditionally approve the Disclosure Statement because it contains adequate information (a) sufficient for Debtors to disseminate it to creditors in the plan solicitation process; and (b) to be approved on a final basis at the Combined Hearing in connection with confirmation of the Plan.

11. Section 1125 of the Bankruptcy Code requires a bankruptcy court to approve a written disclosure statement before allowing a party to solicit acceptances for a chapter 11 plan. *See* 11 U.S.C. § 1125(b). To approve a disclosure statement, a court must find that the disclosure statement contains “adequate information,” which is defined as “information of a kind, and in sufficient detail. . . that would enable such a hypothetical investor of the relevant class to make an informed judgment about the plan. . . .” 11 U.S.C. § 1125(a)(1).

12. The primary purpose of a disclosure statement is to provide information “to give the creditors the information they need to decide whether to accept the plan.” *In re Monnier Bros.*,

755 F.2d 1336, 1342 (8th Cir. 1985); *see also In re Quadrant 4 Sys. Corp.*, 587 B.R. 709, 710 (Bankr. N.D. Ill. 2018) (holding that “[t]he purpose of a Disclosure Statement is to help creditors understand the Plan so that they can decide how to vote.”).

13. Courts have broad discretion in determining whether a disclosure statement contains “adequate information,” employing a flexible approach based on the unique facts and circumstances of each case. *See Oneida Motor Freight, Inc. v. United Jersey Bank (In re Oneida Motor Freight, Inc.)*, 848 F.2d 414, 417 (3d Cir. 1988) (“From the legislative history of § 1125 we discern that adequate information will be determined by the facts and circumstances of each case.”); *Menard-Sanford v. Mabey (In re A.H. Robins Co.)*, 880 F.2d 694, 696 (4th Cir. 1989) (“The determination of whether the disclosure statement has adequate information is made on a case by case basis and is largely within the discretion of the bankruptcy court.”).

14. When employing a flexible approach to disclosure statement approvals, courts have identified several categories of information which, based on the facts of a particular case, should typically be included in a disclosure statement. *See, e.g., In re Scioto Valley Mortg. Co.*, 88 B.R. 168, 170-71 (Bankr. S.D. Ohio 1988) (setting forth a non-exhaustive list of 19 categories of information that may be included in a disclosure statement).

15. Here, the Disclosure Statement contains a number of categories of information that courts consider “adequate information,” including: (i) a summary of the classifications and treatment of all classes of Claims, and estimated recoveries for holders of Claims in particular classes; (ii) the history of the Debtors’ business, including the events leading to the commencement of these Chapter 11 Cases; (iii) a description of the Debtors’ prepetition operations; (iv) certain risk factors to consider that may affect the Plan; (v) certain federal income tax consequences of the Plan; (vi) the procedures for voting on the Plan; and (vii) provisions governing Distributions

under the Plan. As such, the Disclosure Statement contains the “adequate information” contemplated by § 1125 of the Bankruptcy Code.

16. The Plan Proponents therefore request that the Court conditionally approve the Disclosure Statement for solicitation purposes so that, at the Combined Hearing, the Plan Proponents can simultaneously seek final approval of the Disclosure Statement and confirmation of the Plan.

B. Holding the Combined Hearing Is Appropriate in These Chapter 11 Cases

17. The Plan Proponents propose that the Court set the Combined Hearing on March 10, 2020, because holding a combined hearing on the Plan and Disclosure Statement will facilitate the expeditious and economical administration of these Chapter 11 Cases.

18. Combined hearings on the adequacy of a disclosure statement and simultaneous plan confirmation are well-supported by the provisions of the Bankruptcy Code and the Bankruptcy Rules. Section 105 of the Bankruptcy Code expressly authorizes the Bankruptcy Court to “issue an order . . . that . . . provides that the hearing on approval of the disclosure statement may be combined with the hearing on confirmation of the plan” where the court deems a combined hearing “appropriate to ensure that the case is handled expeditiously and economically.” 11 U.S.C. § 105(d)(2)(B)(vi). *See, e.g., Colony Beach & Tennis Club Ass’n v. Colony Lender, LLC (In re Colony Beach & Tennis Club, Inc.)*, 508 B.R. 468, 487 (Bankr. M.D. Fla. 2014) (overruling creditor’s objection to the combination of the plan and disclosure statement hearings and noting that “[s]ection 105(d)(2)(B) expressly permits the hearing on approval of the disclosure statement to be combined with the hearing on confirmation of a Chapter 11 plan”); *In re Round Rock Ltd.*, 2010 Bankr. LEXIS 4581, *2 (Bankr. W.D. Tex. June 15, 2010) (conditionally approving

disclosure statement for purposes of solicitation and setting combined hearing on plan and disclosure statement under § 105(d)(2)(B)(vi)).

19. The Plan Proponents’ request for a Combined Hearing is warranted for a number of reasons. First, the Debtors are liquidating entities with limited resources, and will continue to incur administrative costs (including professional fees) as the Plan Proponents seek to confirm a plan. Additionally, by setting the Combined Hearing, the Court will enable the Debtors’ estates to avoid the significant administrative expenses that would be incurred in providing notice of—and holding—separate hearings on the Disclosure Statement and Plan. By doing away with these costs and holding a single hearing, the Court will certainly bring about an “expeditious and economical” outcome.

20. Furthermore, creditors in the Chapter 11 Cases will not be prejudiced by the streamlined Combined Hearing process. In fact, it will maximize efficiency and reduce costs to all parties involved, while simultaneously providing all creditors with adequate notice and information regarding the Disclosure Statement and Plan. The Plan embodies a consensual transaction, proposed and supported by all the estates’ fiduciaries. The Plan is a liquidating plan and not a plan of reorganization in which the structure and financing of a reorganized entity are at material issue, and the Plan proposes to comply with all provisions of 11 U.S.C. § 1129, including § 1129(a)(9).

21. Bankruptcy courts in this and other jurisdictions routinely approve requests for combined hearings to approve disclosure statements and confirmation of plans in non-small business³ and non-prepackaged cases. *See, e.g., In re CC Care, LLC, et al.*, Case No. 17-32406

³ “Section 1125(f) authorizes combined plans and disclosure statements [hearings] in small business cases and section 105(d) authorizes the court to combine them in other cases.” *In re Gulf Coast Oil Corp.*, 404 B.R. 407, 425 (Bankr. S.D. Tex. 2009).

(Bankr. N.D. Ill.) (ECF Nos. 518, 519); *In re Marbles Holdings, LLC, et al.*, Case No. 17-3309 (Bankr. N.D. Ill.) (ECF No. 363). One jurisdiction (Delaware) has even codified the practice in its local rules. *See, e.g., In re Hipcricket, Inc.*, Case No. 15-10104 (LSS) (Bankr. D. Del. Mar. 31, 2015).

22. Consistent with the foregoing authority, the Plan Proponents request that the Bankruptcy Court hold the Combined Hearing to consider approval of the Disclosure Statement and confirmation of the Plan.

C. Approval of the Form and Manner of Notice of the Combined Hearing and Deadline for Filing Objections Thereto; Proposed Forms, Solicitation Procedures and Vote Tabulation Procedures

23. Bankruptcy Rule 3017(a) provides, in relevant part:

[A]fter a disclosure statement is filed in accordance with [Bankruptcy] Rule 3016(b), the court shall hold a hearing on at least 28 days' notice to the debtor, creditors, equity security holders and other parties in interest as provided in Rule 2002 to consider the disclosure statement and any objections or modifications thereto. The plan and the disclosure statement shall be mailed with the notice of the hearing only to the debtor, any trustee or committee appointed under the Code, the Securities and Exchange Commission and any party in interest who requests in writing a copy of the statement or plan.

Fed. R. Bankr. P. 3017(a).

24. In accordance with Bankruptcy Rules 2002(b) and (d) and 3017(a) and (c) (“[o]n or before approval of the disclosure statement, the court . . . may fix a date for the hearing on confirmation.”) and section 1128(a) of Bankruptcy Code, the Debtors, with the assistance of their Voting Agent (as defined below), will have served the Solicitation Package (as defined herein) at least 28 days in advance of the deadline to object to the Plan and Disclosure Statement.

25. The Plan Proponents further propose that the Court adopt certain procedures related to the solicitation of acceptances of the Plan, procedures governing vote tabulation, and approval of forms prepared by the Plan Proponents to execute these procedures in advance of the Combined

Hearing. The Plan Proponents request that the Court approve the following forms and procedures set forth below, and in the exhibits attached to this Motion.

(1) Proposed Form of Notice of the Combined Hearing

26. The Plan Proponents propose to supplement the Court's order scheduling the Combined Hearing with a notice of the Combined Hearing, substantially in the form attached here as **Exhibit A** (the "***Notice of Combined Hearing***").

27. Among other things, the Notice of Combined Hearing sets forth (a) the date and time of the Combined Hearing; (b) the Record Date; (c) the Voting Deadline (as defined below); and (d) the Objection Deadline (defined below). Additionally, the Notice of Combined Hearing informs parties that the solicitation package (excluding ballots, other than replacement ballots) can be obtained by requesting a copy from the Voting Agent.

28. The Plan Proponents further propose that, no more than five business days after the Court enters an order conditionally approving the Disclosure Statement, the Plan Proponents will mail (or cause to be mailed) by first-class mail the Notice of Combined Hearing to (i) all known creditors of the Debtors as reflected in the Debtors' books and records; and (ii) all other entities required to be served under Bankruptcy Rules 2002 and 3017.

(2) Request to Establish a Record Date

29. Bankruptcy Rule 3017(d) provides that "the date the order approving the disclosure statement is entered," is the record date for determining "holders of stock, bonds, debentures, notes and other securities" entitled to receive ballots and materials specified in Bankruptcy Rule 3017(d). Fed. R. Bankr. P. 3017(d). The Bankruptcy Court may approve a different record date for cause. *Id.*

30. The Plan Proponents request that the Bankruptcy Court set the date of entry of the Conditional Approval Order as the record date (the “**Record Date**”) for determining holders of claims entitled to vote on the Plan.

(3) Request to Establish an Objection Deadline

31. Pursuant to Bankruptcy Rule 3020(b)(1), objections to confirmation of a plan must be filed and served “within a time fixed by the court.” Fed. R. Bankr. P. 3020(b)(1). Unless otherwise ordered by the Court, Bankruptcy Rule 2002(b) requires at least twenty-five (25) days’ notice by mail to all creditors of the plan objection deadline.

32. The Combined Hearing Notice provides, and Plan Proponents request that the Court direct, that objections to confirmation of the Plan 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**”).

33. The proposed timing for filing and service of any objections to the Disclosure Statement and confirmation of the Plan will afford the Court, the Debtors, and other parties-in-interest sufficient time to consider the objections prior to the Combined Hearing. Plan Proponents request that the Court consider only timely filed and served written objections to confirmation of the Plan, and that objections not timely filed and served in accordance with the above provisions be overruled.

(4) Form of Ballots

34. The Plan Proponents propose to prepare and customize ballots for holders of claims in Class 2, the only class entitled to vote on the Plan, in substantially in the form attached here as **Exhibit B**, according to the provisions of Bankruptcy Rule 3018(c). The form of the Ballot is based on Official Form 14 but has been modified to address the circumstances of these Chapter 11 Cases, and to include certain additional information relevant and appropriate for the voting class.

(5) The Solicitation Package

35. The Plan Proponents, through Stretto (the “**Voting Agent**”), the noticing agent in these Chapter 11 Cases, will distribute to holders of claims entitled to vote on the Plan a solicitation package (the “**Solicitation Package**”) containing the following:

- (a) The Notice of Combined Hearing (which includes instructions on how to obtain the Disclosure Statement and Plan);
- (b) A copy of the Conditional Approval Order, as entered by the Court;
- (c) A Ballot for accepting or rejecting the Plan;
- (d) A copy of IRS Form W-9 and OFAC Certification;
- (e) A letter from the Committee recommending that general unsecured creditors vote in favor of the plan, a copy of which is attached hereto as **Exhibit C**;
- (f) A pre-addressed return envelope; and
- (g) Any other materials the Court may approve or otherwise direct the Plan Proponents to transmit.

36. The Plan Proponents will cause the Solicitation Package (other than the ballots) to be provided electronic form. The ballots will only be provided in paper format. Paper copies of the documents otherwise provided may be obtained by contacting Stretto, 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.

37. The Plan Proponents propose to cause Solicitation Packages to be distributed to holders of claims no later than five business days after entry of Conditional Approval Order (the "*Solicitation Date*").

38. Additionally, the Plan Proponents intend to cause Solicitation Packages (other than ballots and the pre-paid postage returned envelope) to be distributed by the Voting Agent by the Solicitation Date on all parties that are *not* holders of claims in the voting classes and who have requested notices in this case under Bankruptcy Rule 2002.

39. The Voting Agent is authorized and directed to assist the Plan Proponents in (i) distributing the Solicitation Packages, (ii) receiving, tabulating and reporting on Ballots cast for or against the Plan by holders of claims against the Debtors, (iii) responding to inquiries from creditors, equity holders, and other parties-in-interest relating to the Plan, the Disclosure Statement, the Ballots, the Solicitation Procedures, and all other Solicitation Package materials and matters related thereto, including, without limitation, the procedures and requirements for voting to accept or reject the Plan and for objecting to the Plan, (iv) soliciting votes on the Plan, and (v) if necessary, contacting creditors regarding the Plan.

(6) Notice of Confirmation and Related Deadlines

40. The Plan Proponents propose to serve a notice of confirmation and the effective date of the Plan (the "*Confirmation Notice*"), substantially in the form attached to this Motion as **Exhibit D**, on all known creditors and parties in interest under the Bankruptcy Code and Rules.

41. The Confirmation Notice shall include the deadlines to file Rejection Damage Claims and Administrative Expense Claims, which shall be thirty (30) days after the Effective Date of the Plan.

(7) Non-Substantive or Immaterial Modifications

42. The Plan Proponents reserve their rights to make non-substantive or immaterial changes to the Plan, the Ballots, the Confirmation Notice, and related documents without further order of the Court, including, without limitation: changes to correct typographical and grammatical errors, and to make conforming changes among the Plan and any other materials comprising the Solicitation Package.

(8) Approval of Voting and Tabulation Procedures

43. Section 1126(c) of the Bankruptcy Code provides:

A class of claims has accepted a plan if such plan has been accepted by creditors, other than any entity designated under subsection (e) of this section, that hold at least two-thirds in amount and more than one-half in number of the allowed claims of such class held by creditors, other than any entity designated under subsection (e) of this section, that have accepted or rejected the plan.

11 U.S.C. § 1126(c). Further, Bankruptcy Rule 3018(a) provides that “the court after notice and hearing may temporarily allow [an objected to] claim or interest in an amount which the court deems proper for the purpose of accepting or rejecting a plan.” Fed. R. Bankr. P. 3018(a).

44. To avoid uncertainty, provide guidance to Plan Proponents and the Voting Agent, and avoid the potential for inconsistent results, Plan Proponents respectfully request that the Court approve the following voting and tabulation procedures, in accordance with section 1126(c) of the Bankruptcy Code and Bankruptcy Rule 3018(a).

(a) Voting Class. The Plan contemplates that only one impaired class will be entitled to vote on the Plan. Plan Proponents respectfully request that the Court order that only those holders of claims in Class 2 be entitled to vote to accept or reject the Plan.

(b) Votes Counted. Plan Proponents propose that any Ballot timely received, properly executed, and containing sufficient information to permit the identification of the

claimant and cast as either an acceptance or rejection of the Plan be counted as an acceptance or rejection, as the case may be, of the Plan.

(c) Votes Not Counted. Unless otherwise agreed to by Plan Proponents, Plan Proponents propose that the following Ballots not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected:

- i. Any Ballot received after March 3, 2019 (the “**Voting Deadline**”), even if postmarked prior to the Voting Deadline;
- ii. Any Ballot that is illegible or contains insufficient information to permit the identification of the claimant;
- iii. Any Ballot that indicates neither acceptance nor rejection or that indicates both acceptance and rejection of the Plan;
- iv. Any Ballot cast by a person or entity that does not hold a claim in a class that is entitled to vote to accept or reject the Plan;
- v. Any unsigned Ballot;
- vi. Any form of Ballot other than the official form sent by the Voting Agent or a copy thereof;
- vii. Any copy of a Ballot without an original signature; and
- viii. Any Ballot that is sent by facsimile transmission or via electronic mail.

Plan Proponents reserve the right to include any Ballot that does not conform to the foregoing or that contains any form of irregularity (each an “**Irregular Ballot**”).

(d) Changing Votes. Notwithstanding Bankruptcy Rule 3018(a), Plan Proponents propose that whenever two or more Ballots are cast voting the same Claim prior to the Voting Deadline, the Ballot dated latest, but received prior to the Voting Deadline, will be deemed to reflect the voter’s intent, and, thus, to supersede any prior Ballots, without prejudice to Plan Proponents right to object to the validity of the latest Ballot, including under Bankruptcy Rule

3018(a) and, if the objection is sustained, to count the first Ballot for all purposes. This procedure of counting the last Ballot received is consistent with practice under various state and federal corporate and securities laws. Moreover, it will spare the Court and Plan Proponents the time and expense associated with responding to motions under Bankruptcy Rule 3018(a) attempting to show cause for changing votes.

(e) No Division of Claims or Votes. Plan Proponents propose that the Court clarify that creditors may not divide their claims within a particular class, or the votes associated therewith, and order that creditors must vote all of their claims within such class either to accept or reject the Plan. Plan Proponents further propose that a Ballot partially accepting and partially rejecting the Plan or otherwise voted inconsistently shall not be counted for any purposes.

(f) Non-Voting Classes. Administrative Expense Claims and Priority Tax Claims asserted against the Debtors 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.

45. Voting Report. The Debtors will file with the Court a voting report (the “***Voting Report***”) on or before March 5, 2020. The Voting Report shall, among other things, delineate every Irregular Ballot and the treatment of such Irregular Ballot. None of the Plan Proponents or any other person or entity will be under any duty to provide notification of defects or irregularities with respect to delivered Ballots other than as provided in the Voting Report, nor will any of them incur any liability for failure to provide such notification. The Voting Report also shall indicate Plan Proponents’ intentions with regard to such Irregular Ballots.

46. Plan Proponents believe that the requested procedures and other relief requested herein are cost-effective, provide adequate notice and an opportunity to be heard, and are in the best interests of the Debtors' estates, their creditors, and other parties-in-interest. Accordingly, the Debtors submit that they have shown good cause for the relief requested herein.

NOTICE

47. Plan Proponents have provided notice of this Motion to (a) the Office of the United States Trustee; and (b) all entities and individuals who have filed requests for service of filings in this bankruptcy proceeding under Bankruptcy Rule 2002. The Plan Proponents submit that no further notice needs to be given under the circumstances.

WHEREFORE, Plan Proponents respectfully request that this Court enter an order (i) (A) approving the Disclosure Statement on a conditional basis, subject to final approval at the Combined Hearing; and (B) setting dates and approving procedures related to notice and solicitation of votes on the Plan, including scheduling of the Combined Hearing; (ii) in connection with the Combined Hearing, (A) approving the Disclosure Statement on a final basis; (B) confirming the Plan; (C) establishing bar dates for filing claims for damages arising from rejection of executory contracts as a consequence of confirmation, and for filing administrative claims against the estate; and (D) approving the Confirmation Notice; and (iii) granting any other further relief the Court deems appropriate under the circumstances.

Dated: January 7, 2020

Respectfully Submitted,

By: /s/ Harold D. Israel

By: /s/ Jonathan Friedland

Perfect Brow Art, Inc., et al.

The Official Committee of Unsecured Creditors

Harold D. Israel (IL No. 6216289)
Jamie L. Burns (IL No. 6300120)
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Counsel to the Debtors and Debtors in Possession

Counsel to the Official Committee of Unsecured Creditors

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 7, 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 *Joint Chapter 11 Liquidating Plan* (Dkt. 572) and accompanying *Disclosure Statement With respect to Joint Chapter 11 Liquidating Plan of Debtors and Official Committee of Unsecured Creditors* (Dkt. 571) (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 [to be inserted upon entry of order], 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 on the Plan; and objections to the Disclosure

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).

Statement and Plan (Dkt. ____.) 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 [to be inserted upon entry of order], 2020 at ____ 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 [to be inserted upon entry of order], 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 (see item 9 below for instructions on how to obtain the Plan and Disclosure Statement);
- (b) a copy of the Conditional Approval Order as entered by the Bankruptcy Court;
- (c) a copy of IRS Form W-9 and OFAC Certification;

- (d) a pre-addressed return envelope;
- (e) a letter from the Committee in support of the Plan and Disclosure Statement; and
- (f) 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 [to be inserted upon entry of order], 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 [to be inserted upon entry of order], 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: _____, 2020

Perfect Brow Art, Inc., et al.

Official Committee of Unsecured Creditors

Harold D. Israel (IL No. 6216289)
Jamie L. Burns (IL No. 6300120)
LEVENFELD PEARLSTEIN, LLC
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Counsel to the Debtors and Debtors in Possession

Counsel to the Official Committee of Unsecured Creditors

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:

PERFECT BROW ART, INC., *et al.*

Debtors.¹

)
) Chapter 11
)
) Case No. 19-01811
) (Jointly Administrated)
)
) Honorable Donald R. Cassling
)

**BALLOT FOR ACCEPTING OR REJECTING
JOINT CHAPTER 11 LIQUIDATING PLAN OF DEBTORS
AND OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Perfect Brow Art, Inc. and its affiliated debtors and debtors in possession (the “**Debtors**”), and Official Committee of Unsecured Creditors filed a *Joint Chapter 11 Liquidating Plan of Debtors and Official Committee of Unsecured Creditors*, dated January 7, 2020 (the “**Plan**”) in the above-referenced bankruptcy proceeding. The Bankruptcy Court approved the *Disclosure Statement with Respect to the Joint Chapter 11 Liquidating Plan of Debtors and Official Committee of Unsecured Creditors*, dated January 7, 2020 (the “**Disclosure Statement**”). The Disclosure Statement provides information to assist you in deciding how to vote on the Plan. A copy of the Disclosure Statement has been provided to you. You may also obtain a copy free of charge at the following website maintained by Debtors’ claims and noticing agent, Stretto (“**Claims Agent**”): <https://case.stretto.com/perfectbrowart>.

If you have additional questions after your review of the Disclosure Statement, you may also contact Debtors’ counsel as follows: Levenfeld Pearlstein, LLC 2 N. LaSalle Street, Suite 1300, Attn.: Jamie L. Burns; Telephone: 312-476-7601; Fax: 312-346-8434; Email: jburns@lplegal.com. Court approval of the Disclosure Statement does not indicate Court approval of the Plan.

The deadline for voting is March 3, 2020. If you wish to vote, you must complete this ballot and return the original to Debtors’ Claims Agent (address below) so as to be actually received on or before 4:00 p.m. MST, March 3, 2020. If Debtors’ Claims Agent receives your ballot after 4:00 p.m. MST on March 3, 2020 your vote will not count as either an acceptance or rejection of the Plan.

You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and your classification and treatment under the Plan. If the Plan is confirmed by the Bankruptcy Court, it will be binding on you whether or not you vote.

The following impaired class of claims is entitled to vote under the Plan:

CLASS 2: All Allowed General Unsecured Claims.

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).

ACCEPTANCE OR REJECTION OF THE PLAN

**PLEASE CHECK THE APPROPRIATE VOTING BOX (CHECK ONLY ONE)
AND COMPLETE THE OTHER REQUIRED INFORMATION BELOW.**

Item 1. Class Vote.

The undersigned creditor, a holder of a Claim in Class 2 of the Plan in the unpaid principal amount
of

\$ _____,²

☐ Accepts the Plan.

☐ Rejects the Plan.

Item 2. Acknowledgments.

By signing this ballot, the undersigned acknowledges receipt of the Disclosure Statement and the other applicable solicitation materials and certifies that the undersigned is the claimant or has the power and authority to vote to accept or reject the Plan on behalf of the claimant. The undersigned understands that an otherwise properly completed, executed, and timely returned ballot that does not indicate either acceptance or rejection of the Plan or indicates both acceptance and rejection of the Plan will not be counted.

Creditor Name: _____

By: _____

Title: _____

Signature: _____

Address: _____

Email Address: _____

Dated: _____

Return the original of this Ballot, so as to be received on or before 4:00 p.m. MST March 3, 2020,
to:

PERFECT BROW BALLOT PROCESSING

c/o Stretto

8269 East 23rd Avenue, Suite 275

Denver, CO 80238

DO NOT SEND THIS BALLOT TO THE COURT

² The claim amount set forth herein is for purposes of voting on the Plan only and shall not be deemed a final allowance of such claim or a waiver of the right of any party, including Debtors, to object to such claim on any ground. The claim amount has been calculated in accordance with, and is subject to, the voting tabulation rules approved by the Bankruptcy Court.

**Sugar Felsenthal
Graiss & Helsinger LLP**

Jonathan P. Friedland
Direct: (312) 704-2770
Email: jfriedland@sfggh.com

January 7, 2020

Creditors and Parties-in-Interest
Of Perfect Brow Art, Inc., *et al.*

30 N. LaSalle St., Ste. 3000
Chicago, Illinois 60602
Office: (312) 704-9400
Fax: (312) 372-7951

www.SFGH.com

Re: Perfect Brow Art, Inc., *et al.* Chapter 11 Liquidating Plan

Ladies and Gentlemen:

The Official Committee of Unsecured Creditors (the “**Committee**”) of Perfect Brow Art, Inc. and its affiliated debtor entities (the “**Debtors**”) has negotiated with the Debtors over the last several months, resulting in the joint plan of liquidation (the “**Plan**”) that accompanies this letter.

In fall of 2019, the Debtors’ sold substantially all of their assets. The remaining cash, along with any remaining property and litigation assets, will be used to fund a creditor trust which will liquidate the Debtors’ remaining assets for distribution to creditors.

The Committee believes that this structure will maximize the value of the assets for the benefit of all creditors and ultimately yield the best possible recovery for all creditors under the circumstances. Accordingly, the Committee supports the Plan and urges you to vote to Accept the Plan.

Please do not hesitate to contact me at the above-listed e-mail address or telephone number if you have any questions regarding the Plan.

Very truly yours,

SUGAR FELSENTHAL GRAISS & HELSINGER LLP



Jonathan P. Friedland

SFGH

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	
)	Chapter 11
)	
PERFECT BROW ART, INC., <i>et al.</i>)	Case No. 19-01811
)	(Jointly Administrated)
)	
Debtors. ¹)	Honorable Donald R. Cassling
)	

**NOTICE OF OCCURRENCE OF EFFECTIVE DATE OF
JOINT CHAPTER 11 LIQUIDATING PLAN OF DEBTORS
AND OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

NOTICE IS HEREBY GIVEN that, pursuant to (i) the Joint Chapter 11 Liquidating Plan (the “**Plan**”) [Dkt. No. ____] in the above-referenced Chapter 11 cases (the “**Cases**”), (ii) the Order Confirming the Plan (the “**Confirmation Order**”²) [Dkt. No. ____], and (iii) Rule 2002 of the Federal Rules of Bankruptcy Procedure, the Effective Date of the Plan occurred on [REDACTED], 2020 (the “**Effective Date**”).

NOTICE IS FURTHER HEREBY GIVEN that any and all proofs of claim arising from the rejection of a Rejected Contract pursuant to the Plan (collectively, the “**Rejection Damage Claims**”) must be filed with the Court on or before 5:00 p.m. (CST) on _____, 2020 (the “**Rejection Damage Claim Bar Date**”). Any Rejection Damage Claim that is not filed on or before the Rejection Damage Claim Bar Date shall be automatically disallowed and forever barred in its entirety.

NOTICE IS FURTHER HEREBY GIVEN that any and all claims or applications for the allowance and payment of fees, costs, and expenses incurred by any professional of the estate in this Case through and including the day immediately preceding the Effective Date (collectively, the “**Professional Fee Claims**”) must be filed with the Court on or before 5:00 p.m. (CST) on _____, 2020 (the “**Professional Fee Claim Bar Date**”). Any Professional Fee Claim that is not filed on or before the Professional Fee Claim Bar Date shall be automatically disallowed and forever barred in its entirety.

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).

² Any and all capitalized terms used but not defined herein shall have the meaning ascribed to them in the Confirmation Order.

NOTICE IS FURTHER HEREBY GIVEN that any and all claims or applications for the allowance and payment of administrative expenses pursuant to Bankruptcy Code Section 503, other than Professional Fee Claims, incurred in this Case through and including the day immediately preceding the Effective Date, (collectively, the “***Administrative Claims***”) must be filed with the Court on or before 5:00 p.m. (CST) on _____, 2020 (the “***Administrative Claim Bar Date***”). Any Administrative Claim that is not filed on or before the Administrative Claim Bar Date shall be automatically disallowed and forever barred in its entirety.

Dated: _____, 2020

Prepared By:

Harold D. Israel (IL No. 6216289)
Jamie L. Burns (IL No. 6300120)
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*Counsel to the Official Committee of
Unsecured Creditors*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
Eastern Division

In Re:
PERFECT BROW ART, INC., et al.

)
)
)
)
)
)
)

BK No.: 19-01811
(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 571 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 __, 2020, at ____ 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 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 _____, 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 _____, 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 _____, 2020.
12. The form of Confirmation Notice, attached to the Motion as Exhibit D, is approved.

Enter:

Dated:

United States Bankruptcy Judge

Prepared by:

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Jamie L. Burns (IL ARDC 6300120)
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