

1 GARY E. KLAUSNER (STATE BAR NO. 69077)
gklausner@stutman.com
2 Michael S. Neumeister (STATE BAR NO. 274220)
mneumeister@stutman.com
3 STUTMAN, TREISTER & GLATT
PROFESSIONAL CORPORATION
4 1901 Avenue of the Stars, 12th Floor
Los Angeles, CA 90067
5 Telephone: (310) 228-5600
Telecopy: (310) 228-5788

6
7 Reorganization Counsel
for Debtors and Debtors in Possession

8 Debtors' Mailing Address:
Colorep, Inc. and Transprint USA, Inc.
9 100 Pleasant Valley Road
Harrisonburg, VA 22801-9790
10 Attn: Robert Katz, [Proposed] CRO

11 **UNITED STATES BANKRUPTCY COURT**
12 **CENTRAL DISTRICT OF CALIFORNIA**
13 **LOS ANGELES DIVISION**

13 In re) Case No. 13-bk-27689-WB
14)
14 COLOREP, INC.,) Chapter 11
15 a California corporation, *et al.*,) (Jointly Administered)
16)
16 Debtors.) **STIPULATION BETWEEN DEBTOR**
17) **AND DEBTOR IN POSSESSION AND**
17 Tax I.D. Nos. 94-3055026 (Colorep, Inc.) and) **COLUMBIA GAS OF VIRGINIA, INC.**
18 54-1200596 (Transprint USA, Inc.)) **REGARDING CURE AMOUNT FOR**
18) **ANY EXECUTORY CONTRACT**
19) **BETWEEN THE PARTIES**

20 [No Hearing Required]
21)
22)
23)
24)
25)
26)
27)
28)

1 This stipulation (the "Stipulation") is made and entered into by Colorep, Inc. and
2 Transprint USA, Inc., the debtors and debtors in possession in the above-captioned bankruptcy
3 proceedings (together, the "Debtors"), and Columbia Gas of Virginia, Inc. ("Columbia"). As used
4 herein, the "Parties" shall refer to the Debtors and Columbia, collectively.

5 A. On July 10, 2013 (the "Petition Date"), the Debtors commenced the above-
6 captioned bankruptcy proceedings by filing separate voluntary petitions under chapter 11 of the
7 Bankruptcy Code.

8 B. On August 12, 2013, the Court entered its *Order: (A) Approving Sale and Bid*
9 *Procedures for the Sale of Substantially All Assets of the Debtor; (B) Scheduling an Auction and*
10 *Hearing to Consider the Sale and Approve the Form and Manner of Notice Related Thereto;*
11 *(C) Establishing Procedures Relating to the Assumption and Assignment of Certain Contracts; and*
12 *(D) Granting Other Related Relief* [Docket No. 109] (the "Sale Procedures Order"). Pursuant to the
13 Sale Procedures Order, the Debtors were required to file and serve a "Cure Notice," as that term is
14 defined in the Sale Procedures Order, on all known counterparties to executory contracts and
15 unexpired leases not later than August 27, 2013.

16 C. On August 27, 2013, the Debtors filed and served a Cure Notice on, among
17 others, Columbia [Docket No. 161] (the "August 27 Cure Notice"). The August 27 Cure Notice
18 provides that if the Debtors' existing contract with Columbia (the "Contract") is deemed to be an
19 executory contract or unexpired lease, and if the Debtors assume, or assume and assign, the Contract
20 under Bankruptcy Code sections 365(a) or (f), then the amount owed by the Debtors to Columbia to
21 cure any defaults existing under the Contract as of the Petition Date (the "Cure Amount") is
22 \$45,419.02.

23 D. Columbia contends that the correct Cure Amount is \$48,834.55.

24 E. After a review of applicable invoices supplied by Columbia, the Debtors agree
25 that, should the Contract be deemed to be an executory contract or unexpired lease, and if the
26 Debtors assume, or assume and assign, the Contract, the Cure Amount for the Contract as of the
27 Petition Date is \$48,834.55.

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

NOW, THEREFORE, IT IS HEREBY STIPULATED AS FOLLOWS:

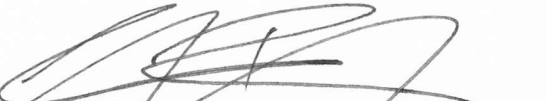
1. If the Debtors assume, or assume and assign, the Contract, the Cure Amount for the Contract as of the Petition Date shall be \$48,834.55.
2. This Stipulation does not constitute an admission by either of the Parties as to whether the Contract is an executory contract or unexpired lease, and in no way prejudices Columbia's right to challenge the assumption, or assumption and assignment, of the Contract by the Debtors.
3. If the Contract is not assumed, or assumed and assigned, the Debtors reserve the right to challenge the amount, validity, or priority of any claim(s) asserted by Columbia against the Debtors' estates.
4. The undersigned represent and warrant that they have the authority to enter into this Stipulation on behalf of the respective Parties.
5. This Stipulation may be signed by facsimile or .pdf signature and in separate counterparts which, when taken as a whole, shall constitute one and the same document.
6. The Bankruptcy Court shall retain exclusive jurisdiction to enforce the terms of this Stipulation.

Date: September 17, 2013

/s/ Michael S. Neumeister
Gary E. Klausner
Margreta M. Morgulas
Michael S. Neumeister
STUTMAN, TREISTER & GLATT
PROFESSIONAL CORPORATION

Reorganization Counsel
for Debtors and Debtors in Possession

Date: September 17, 2013


Christopher O. Rivas
REED SMITH LLP
Counsel for Columbia Gas of Virginia, Inc.

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: 1901 Avenue of the Stars, 12th Floor, Los Angeles, California 90067. A true and correct copy of the foregoing document entitled (*specify*): **STIPULATION BETWEEN DEBTOR AND DEBTOR IN POSSESSION AND COLUMBIA GAS OF VIRGINIA, INC. REGARDING CURE AMOUNT FOR ANY EXECUTORY CONTRACT BETWEEN THE PARTIES** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) September 17, 2013, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) September 17, 2013, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Atty/ Columbia Gas of VA, Inc.
Christopher O. Rivas
Reed Smith LLP
355 S. Grand Ave., #2900
Los Angeles, CA 90071-1514

Honorable Sheri Bluebond
United States Bankruptcy Court
255 E. Temple Street
Room 1482
Los Angeles, CA 90012

Honorable Julie W. Brand
U.S. Bankruptcy Court
255 E. Temple Street
Suite 1382 / Courtroom 1375
Los Angeles, CA 90012

Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL

(*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) September 17, 2013, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

September 17, 2013 Therese A. Barron /s/ Therese A. Barron
Date *Printed Name* *Signature*

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):

Brian L Davidoff on behalf of Creditor Quercus Trust
bdavidoff@greenbergglusker.com,
jreinglass@greenbergglusker.com;kwoodson@greenbergglusker.com;calendar@greenbergglusker.com;sgaeta@greenbergglusker.com

Patrick B Howell on behalf of Creditor Sensient Imaging Technologies S.A., Sensient Technologies Corporation
phowell@whdlaw.com, dprim@whdlaw.com;tmichalak@whdlaw.com

Ron Maroko on behalf of U.S. Trustee United States Trustee (LA)
ron.maroko@usdoj.gov

David W. Meadows on behalf of Creditor Columbia Gas of Virginia, Inc.
david@davidwmeadowslaw.com

David W. Meadows on behalf of Creditor Virginia Electric And Power Co
david@davidwmeadowslaw.com

Stephan W Milo on behalf of Interested Party Courtesy NEF
smilo@wawlaw.com, psilling@wawlaw.com

Margreta M Morgulas on behalf of Debtor Colorep, Inc.
mmorgulas@stutman.com

Margreta M Morgulas on behalf of Debtor Transprint USA, Inc.
mmorgulas@stutman.com

Michael S Neumeister on behalf of Debtor Colorep, Inc.
mneumeister@stutman.com

Michael S Neumeister on behalf of Debtor Transprint USA, Inc.
mneumeister@stutman.com

Michael S Neumeister on behalf of Debtor In Possession Transprint USA, Inc.
mneumeister@stutman.com

Frank T Pepler on behalf of Creditor Fuller Smith Capital Management LLC
frank.pepler@dlapiper.com, keith.nesbit@dlapiper.com

Frank T Pepler on behalf of Creditor Meserole, LLC
frank.pepler@dlapiper.com, keith.nesbit@dlapiper.com

Frank T Pepler on behalf of Creditor Saviva FS 1 LP
frank.pepler@dlapiper.com, keith.nesbit@dlapiper.com

Danielle A Pham on behalf of Debtor Colorep, Inc.
dpham@stutman.com, daniellepham@gmail.com

Jeffrey M. Reisner on behalf of Interested Party Courtesy NEF
jreisner@irell.com

Christopher O Rivas on behalf of Creditor Columbia Gas of Virginia, Inc.
crivas@reedsmith.com

Nicola G Suglia, Esq on behalf of Creditor Canon Financial Services, Inc. c/o Fleischer, Fleischer &
Suglia
nsuglia@fleischerlaw.com

United States Trustee (LA)
ustpreion16.la.ecf@usdoj.gov

2. SERVED BY UNITED STATES MAIL:

Colorep, Inc.
Limited Service List
6400.000 Rev. 8/6/13
575550v1

Debtors:
Colorep, Inc. & Transprint USA, Inc.
Attn: Robert Katz
1000 Pleasant Valley Road
Harrisonburg, VA 22801-9790

Atty/Debtor
G.E. Klausner, M.M. Morgulas,
K.L. Jarashow, M.S. Neumeister
Stutman, Treister & Glatt P.C.
1901 Ave. of the Stars, 12th Fl.
Los Angeles, CA 90067

Internal Revenue Service
PO Box 21126
Philadelphia, PA 19114

20 Largest Creditors

Anthem Blue Cross Blue Shield
Attn: Dianne Loving
P.O. Box 580494
Charlotte, NC 28258

Domtar Corporation
Port Huron Mill
1700 Washington Avenue
Port Huron, MI 48060

Domtar Corporation
Subsidiary Of Domtar Ind
1700 Washington Avenue
Port Huron, MI 48060

Dominion Va Power
Attn: Barbara Smith
P.O. Box 26666
Richmond, VA 23261-6666

Dominion Virginia Power
P.O. Box 26019
Richmond, VA 23260-6019

Krausz Puente LLC
c/o The Krausz Companies
44 Montgomery St, Ste 3300
San Francisco, CA 94104

Krausz Puente LLC
11383 Newport Dr
Rancho Cucamonga, CA 91730-
5536

Stonefield Josephson, Inc.
Attn: Steve Rapattoni, CPA
5 Park Plaza, Suite 700
Irvine, CA 92614

Susan D'Arcy
aka SRD International
95 East Broadway
Roslyn, NY 11576

Mimaki USA, Inc.
c/o Wiliam Hearnburg, Jr.
Smith, Gambrell & Russell, LLP
Promenade, Suite 3100
1230 Peachtree Street N.E.
Atlanta, GA 30309

Mimaki USA, Inc.
Dept. CH 17368
Palatine, IL 6055-7368

Bonnie Julian 1244 Pole Branch Rd Clover, SC 29710	L.H. Charney Associates, LLC Attn: Bruce Block 1441 Broadway New York, New York 10018	Counsel to L.H. Charney Associates, LLC Attn: Scott S. Markowitz Tarter Krinsky & Drogin LLP 1350 Broadway New York, NY 10018
Fish & Associates Attn: Mei Tsang 2603 Main Street, Suite 10000 Irvine, CA 92614-4271	Fedex – Techconnect Attn: Pam Gish Lockbox 360353 500 Ross St. Rm 154-0455 Pittsburg, PA 15252	Federal Express Corp. PO Box 371461 Pittsburgh, PA 15250-7461
Stand Energy Corporation Attn Kathy Kellems, Credit Manager 1077 Celestial St., Suite 110 Cincinnati, OH 45202	Stand Energy Corporation PO Box 632712 Pittsburgh, PA 15250-7461	Carlo Tenconi Via Stromboli 209 Milan 20144 ITALY
Atlantic Paper Company 430 Feheley Drive King of Prussia, PA 19406	Univar USA, Inc. Attn: Doug Putney 1001 Old Bermuda Hundred Rd Chester, VA 23836	Univar USA, Inc. P. O. Box 409692 Atlanta, GA 30384-9692
PBMares /PBGH Attn: Mary Aldrich 558 South Main Street Harrisonburg, VA 22801	Columbia Gas GTS Account P.O. Box 742529 Cincinnati, OH 45274-2529	Chemsolv, Inc. P.O. Box 13847 Roanoke, VA 24037
Dupont Company Attn: Jenna Pike 1007 Market Street Wilmington, DE 19898	Dupont Company Cashier's Office D-8003-3 1007 Market Street Wilmington, DE 19898	Shelter Capital Partners fka Yazam LLC Attn: Rodney Friedman 10880 Wilshire Blvd., #1850 Los Angeles, CA 90024
Nexeo Solutions 3 Waterway Square Place Suite 1000 The Woodlands, TX 77380	Nexeo Solutions LLC 62190 Collections Center Dr Chicago, IL 60693-0621	Secured Lenders
Meserole, LLC Attn: Ari Hirt 152 W 57th Street, 4th Fl. New York, NY 10019	Counsel to Meserole LLC DLA Piper LLP (US) Attn: Stuart M. Brown 919 N. Market St., # 1500 Wilmington, DE 19801	Counsel to Meserole LLC DLA Piper LLP (US) Attn: Frank Pepler & Bertrand Pan 550 S. Hope Street, #2300 Los Angeles, CA 90071-2678