

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF KANSAS**

In re:	)	
	)	
	)	Case No. 12-22602
DICKINSON THEATRES, INC.,	)	
a Kansas corporation,	)	Chapter 11
	)	
Debtor.	)	

**NOTICE OF FILING OF EXHIBITS TO  
AMENDED AND RESTATED PLAN OF REORGANIZATION**

**PLEASE TAKE NOTICE** that, pursuant to the Order Approving (I) The Form And Manner Of Notice Of The Disclosure Statement Hearing, (II) The Disclosure Statement, (III) Cure Procedures For Executory Contracts Or Unexpired Leases To Be Assumed Pursuant To The Plan, (IV) The Record Date, Voting Deadline And Certain Other Procedures, (V) The Form And Manner Of Notice Of The Confirmation Hearing And Procedures For Filing Objections To the Plan, And (VI) Solicitation Procedures For Confirmation, which was entered by this Court on November 5, 2012 (the "Approved Disclosure Statement")(Docket No. 197), and pursuant to the pending Amended and Restated Amended Plan of Reorganization ("Plan") filed by Debtor, attached and hereby incorporated by reference are the current Plan Exhibits A, B and C; and

**PLEASE TAKE FURTHER NOTICE** that, among other things, revised Plan Exhibit C deletes any payments to Class 5a and Class 5b creditors under the Plan prior to May 31, 2013.

**PLEASE TAKE FURTHER NOTICE** that, pursuant to Section 1.70 of the Plan, the Plan Monitor selected by the Creditors' Committee pursuant to Section 7.11 of the Plan is the chairperson of the Creditors' Committee, William Kaye, The Coco-Cola Company, 31 Rose Lane, East Rockaway, New York, NY 11518.

**PLEASE TAKE FURTHER NOTICE** that, as permitted under the Approved Disclosure Statement, the Pending Plan, and relevant law, Debtor hereby advises the Court and

all parties-in-interest that Debtor currently anticipates further modifications to the Plan prior to the confirmation hearing currently scheduled for November 28, 2012 beginning at 9:30 a.m. or as soon thereafter as same may be heard. To date, such modifications include:

1. Definition 1.46 – "Excess Cash Allocation" - means the allocation of (i) sixty-seven (67%) to Reorganized Debtor and (ii) thirty-three percent (33%) to holders of Allowed Claims in Class 5, of "Excess Cash" as defined and calculated herein. Excess Cash is to be computed as the amount of cash actually held by Reorganized Debtor, exclusive of (or less) any cash advanced by a Class 2, 3 or 4 lender herein set forth, which is in excess of (or over) the annual net positive cash flow projected to be generated by Reorganized Debtor per Appendix 4 to the Disclosure Statement for the fiscal years ending on May 31, commencing ~~commencing~~ May 31, 2014, and each subsequent year thereafter, plus an additional \$200,000, until all holders of Allowed Claims in Class 5 are paid in full in accordance with the Plan.
2. Section 6.3 - **Presumed Acceptances by Unimpaired Classes** - Classes 1, 4, 6 and 72, and 3 are Unimpaired by the Plan. Under Section 1126(f) of the Bankruptcy Code and/or the Solicitation Procedures Order, such Claimholders and Interestholders are conclusively presumed to have accepted the Plan, and the votes of such Claimholders and Interestholders will not be solicited.
3. **5.2 Class 2 (Secured Claims of Peoples Bank)**. As used in this Plan, the term "Secured Claims of Peoples Bank" shall mean and include all prepetition and postpetition claims of Peoples Bank against the Debtor . . .

4. **5.3 Class 3 (Secured Claim of 6801 West 107<sup>th</sup> LLC).** As used in this Plan, the term "Secured Claims of 6801 West 107th LLC" shall mean and include all prepetition and postpetition claims of 6801 West 107th LLC against the Debtor ...
5. **5.5.2 Class 5b (Hartley Trust Unsecured Claim).** [Various terms to be amended based on pending negotiations]
6. **9.4 Surrender of Securities or Instruments.** ...each holder of an instrument, other than the holder(s) of the Class 8 equity interests, ...shall surrender...

Dated: November 14, 2012

STINSON MORRISON HECKER LLP

By: s/ Sharon L Stolte  
Sharon L. Stolte, KS #14302  
Paul M. Hoffmann, KS Fed. Bar No. 70170  
Timothy M. Swanson, KS #24516  
1201 Walnut, Ste. 2900  
Kansas City, MO 64106  
Tel: (816) 691-2456  
Fax: (816) 412-9325  
sstolte@stinson.com  
phoffmann@stinson.com  
tswanson@stinson.com

*Reorganization Counsel for  
the Debtor and Debtor-in-Possession*

- and -

ROBERT J. RAYBURN, III,  
ATTORNEY AT LAW  
Robert J. Rayburn, III, KS #17102  
7400 W. 110th Street, Ste. 600  
Overland Park, KS 66210  
Tel: (816) 215-5567  
Fax: (888) 685-2224  
robert@rayburngrp.com

*Proposed General Corporate and  
Conflicts Counsel for the Debtor and  
Debtor-in-Possession*

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing Notice was electronically filed on November 14, 2012, and a copy placed in the United States mail, regular mail, postage prepaid, per the attached Official Service List. Notice of this filing will be sent to all parties by operation of the Court's electronic filing system, and the filing may be accessed through that system.

s/ Sharon L. Stolte \_\_\_\_\_

Sharon L. Stolte