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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
SUGARFINA, INC., *et al.*,	:	Case No. 19-11973 (MFW)
Debtors[1].	:	(Jointly Administered)

REQUEST OF TYSONS CORNER HOLDINGS LLC
FOR ALLOWANCE AND PAYMENT OF ADMINISTRATIVE EXPENSE CLAIMS
PURSUANT TO 11 U.S.C. §§ 503 AND 365

TYSONS CORNER HOLDINGS LLC (the "Landlord") hereby files this Request for Allowance and Payment of Administrative Expense Claims pursuant to 11 U.S.C. §§ 503 and 365(d)(3) (the "Request"). In support of the Request, Landlord respectfully states as follows:

JURISDICTION

1. The Court has jurisdiction over this matter under 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157. Venue is proper in the district pursuant to 28 U.S.C. § 1409. This Request is made pursuant to 11 U.S.C. §§ 503 and 365(d)(3).

FACTUAL BACKGROUND

2. On or about June 3, 2016, the Debtor, SUGARFINA, INC. (the "Debtor") executed and delivered to Landlord, a lease for the use of Tysons Corner Center, located 1961 Chain Bridge Road, Space No. KSK03AL, in the County of Fairfax, McLean, VA (the "Leased Premises"), pursuant to which Debtor agreed to pay monthly rent and additional rent ("Lease").[2]

3. Pursuant to the Lease, the Debtor is obligated to pay monthly rent to Landlord and Landlord is entitled to recover its reasonable attorney's fees and costs incurred in relation to enforcing the terms of the Lease.

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[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number or Canadian Revenue Agency, as applicable are (1) Sugarfina, Inc., a Delaware corporation (4356), (2) Sugarfina International, LLC, a Delaware limited liability company (1254) and (3) Sugarfina (Canada), Ltd. (4480). The location of the Debtors' corporate headquarters is 1700 E. Walnut Ave., 5th Floor, El Segundo, California 90245.

[2] A true and correct copy of the Lease will be provided upon request.

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THE BANKRUPTCY PROCEEDING

4. On September 6, 2019 (the "Petition Date"), the Debtor and certain of its affiliates filed for protection under Chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101, et seq. (as amended, the "Bankruptcy Code").

5. Before and during the pendency of the bankruptcy, the Debtor failed to make certain rent payments due from August 1, 2019 through September 30, 2019, the lease rejection date.

6. For the period following and including the Petition Date, Landlord is owed Chapter 11 administrative rent in the amount of **$8,457.25**, plus attorney's fees and costs incurred. A true and correct copy of the breakdown of administrative rent owed *excluding* attorney's fees and costs is attached hereto as **Exhibit "A"**.

RELIEF REQUESTED

7. 11 U.S.C. § 503(b)(1)(A) provides for the allowance of administrative expenses, including in particular, actual, necessary costs and expenses of preserving the bankruptcy estate. "When third parties are induced to supply goods or services to the debtor-in-possession...the purposes of [§ 503] plainly require that their claims be afforded priority." In re Jartran, Inc., 732 F.2d 584, 586 (7th Cir. 1984); In re Goody's Family Clothing, Inc., 392 B.R. 604, 609 (Bankr. D. Del. 2008).

8. In addition, 11 U.S.C. § 365(d)(3) provides, in pertinent part, that a "trustee shall timely perform all of the obligations of the debtor, except those specified in section 365(b)(2), arising from and after the order for relief under any unexpired lease of nonresidential real property...until such lease is assumed or rejected notwithstanding 503(b)(1) of this title." 11 U.S.C. § 365(b)(2). *See also* In re Montgomery Ward Holding Corp., 268 F.3d 204 (3d Cir. 2001); In re Pac-West TeleComm, Inc., 377 B.R. 119, 123 (Bankr. D. Del. 2007).

9 Landlord submits that the Debtors' use of the Leased Premises has been actual and necessary in preserving the Debtor's bankruptcy estate.

10. As a result, Landlord is entitled to an allowed administrative rent claim in the amount of $8,457.25, for amounts due under the Lease from the Petition Date through September 30, 2019, plus attorney's fees and costs incurred.

11. Landlord files this Request without prejudice to each and all of its remaining claims against the Debtor and the Estate, including but not limited to Landlord's unsecured claim for rejection damages and prepetition rent owed.

WHEREFORE, Landlord, through undersigned counsel, respectfully requests that the Court enter an Order granting Landlord an allowed Chapter 11 administrative expense claim for amounts incurred under the Lease from the Petition Date through September 30, 2019, in the amount of $8,457.25, plus attorney's fees and costs incurred, and for such other relief as is just and proper under the circumstances.

Respectfully submitted,

Dated: November 7, 2019
Wilmington, Delaware

/s/ Laurel D. Roglen

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Attorneys for TYSONS CORNER HOLDINGS LLC

EXHIBIT A

PROOF OF CLAIM ATTACHMENT

CASE NAME: **SUGARFINA, INC.** **LOCATION:** Tysons Corner Center

CASE NUMBER: 19-11973

A. General Information:

1. Landlord Name: Tysons Corner Holdings LLC
2. Property Location: McLean, VA
3. Tenant Name: Sugarfina, Inc.
4. Space/Store No.: KSK03AL Remaining term: 41.1 months
5. Petition Date: 9/6/2019
6. Lease Exp. Date: 2/28/2023
7. Lease Rej. Date: 9/27/2019

B. Claim Information:

	Rent & Charges	Interest	Totals
1. Unsecured Non-Priority Rejection Claim Amount: (Section 502(b)(6)(A))	$0.00	n/a	$0.00
2. Unsecured Non-Priority Pre-Petition Claim Amount: (Section 502(b)(6)(B))	$0.00	$0.00	$0.00
Subtotal Unsecured Claims	$0.00	$0.00 [1]	$0.00
3. Administrative Post-Petition Priority Claim Amount: (Section 503(b)(1)(A), 365(d)(3))	$8,311.51	$145.74	$8,457.25
Subtotal Administrative Claims	$8,311.51	$145.74 [2]	$8,457.25
TOTAL CLAIM AMOUNT			**$8,457.25** [3]

[1] Interest calculated at 10.% through 09/05/19, based on a 365 day year.

[2] Interest calculated at 10.% through 11/08/19, (the Claims Bar Date) based on a 365 day year.

[3] Claimant reserves the right to supplement or amend this claim from time to time and at any time hereafter.

POST-PETITION CHARGES

CASE NAME: SUGARFINA, INC.
CASE NUMBER: 19-11973

LOCATION: Tysons Corner Center

DATE OF CHARGE	DESCRIPTION OF CHARGE	AMOUNT DUE	INTEREST[1]	TOTAL AMOUNT DUE
9/6/2019	Pro-rated Electricity (9/6/19 - 9/30/19)	$343.70	$6.03	$349.73
9/6/2019	Pro-rated Base Rent (9/6/19 - 9/30/19)	$7,967.81	$139.71	$8,107.52
		$8,311.51	$145.74	
			TOTAL POST-PETITION CHARGES:	**$8,457.25**

1 Interest calculated at 10.% through 11/08/19, the Claims Bar Date.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re	:	Chapter 11
SUGARFINA, INC., *et al.*,	:	Case No. 19-11973 (MFW)
Debtors[1].	:	(Jointly Administered)

ORDER GRANTING REQUEST OF TYSONS CORNER HOLDINGS LLC FOR ALLOWANCE AND PAYMENT OF ADMINISTRATIVE EXPENSE CLAIMS PURSUANT TO 11 U.S.C. §§ 503 AND 365

Upon the *Request of TYSONS CORNER HOLDINGS LLC for Allowance and Payment of Administrative Expense Claims Pursuant to 11 U.S.C. §§ 503 and 365* (the "Request") filed by TYSONS CORNER HOLDINGS LLC on November 4, 2019; and the Court having jurisdiction to consider the Request and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Request and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having considered objections thereto, if any; and upon the findings and for the reasons made on the record of the Court at any hearing on the Request (the "Hearing"); and notice of the Request having been adequate and appropriate under the circumstances; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Request is GRANTED;

ORDERED that TYSONS CORNER HOLDINGS LLC is allowed an administrative expense claim in the amount of $8,457.25, (the "Administrative Claim");

ORDERED that the Debtors are directed to remit payment of the Administrative Claim to TYSONS CORNER HOLDINGS LLC; and it is further

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number or Canadian Revenue Agency, as applicable are (1) Sugarfina, Inc., a Delaware corporation (4356), (2) Sugarfina International, LLC, a Delaware limited liability company (1254) and (3) Sugarfina (Canada), Ltd. (4480). The location of the Debtors' corporate headquarters is 1700 E. Walnut Ave., 5th Floor, El Segundo, California 90245.

ORDERED that this Court shall retain jurisdiction over all matters arising from or related to the implementation of this Order.

CERTIFICATE OF SERVICE

I, Laurel D. Roglen, Esquire, hereby certify that on this 7th day of November, 2019, all parties who have requested service in this matter were caused to be served electronically via the CM/ECF System. I further certify that I caused a true and correct copy of the foregoing *Request of TYSONS CORNER HOLDINGS LLC for Allowance and Payment of Administrative Expense Claims pursuant to 11 U.S.C. §§ 503 and 365* to be served on the following parties in the manner indicated below:

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Dated: November 7, 2019

/s/ Laurel D. Roglen
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