

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

In re:

SPORTCO HOLDINGS, INC., *et al.*,

Debtors.

Chapter 11

Case No. 19-11299 (LSS)
(Jointly Administered)

Re: Docket Nos. 202, 244, and 246

CERTIFICATION OF COUNSEL REGARDING (I) AGREED-TO ORDER GRANTING THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS' MOTION FOR AN ORDER PURSUANT TO BANKRUPTCY RULE 2004 AND LOCAL BANKRUPTCY RULE 2004-1 DIRECTING THE EXAMINATION AND PRODUCTION OF DOCUMENTS BY WELLSRING CAPITAL MANAGEMENT LLC, WELLSRING CAPITAL PARTNERS IV, L.P., WCM GENPAR IV, L.P., WCM GENPAR IV GP, LLC, ALEXANDER E. CARLES, WILLIAM F. DAWSON, JR., AND JOHN E. MORNINGSTAR AND (II) STIPULATED DISCOVERY CONFIDENTIALITY ORDER

The undersigned hereby certifies as follows:

1. On July 26, 2019, the Official Committee of Unsecured Creditors (the "Committee") filed the *Motion for an Order Pursuant to Bankruptcy Rule 2004 and Local Bankruptcy Rule 2004-1 Directing the Examination and Production of Documents by Wellspring Capital Management LLC, Wellspring Capital Partners IV, L.P., WCM Genpar IV, L.P., WCM Genpar IV GP, LLC, Alexander E. Carles, William F. Dawson, Jr., and John E. Morningstar* (the "Motion") [D.I. 202] with the United States Bankruptcy Court for the District of Delaware (the "Court").
2. On August 9, 2019, the Wellspring Defendants filed their objection to the Motion [D.I. 244] and the Committee filed its reply on August 12, 2019 [Docket No. 246].
3. A proposed form of order resolving the Motion, attached hereto as **Exhibit A**, has been agreed upon by the Committee and the Wellspring Defendants (collectively, the "Parties"). Further, the Parties have agreed on a form of Stipulated Discovery Confidential Order, a copy of which is attached hereto as **Exhibit B**.

4. The undersigned counsel is available should the Court have any concerns with respect to the foregoing, and respectfully requests that the Court enter the proposed forms of order attached hereto at its earliest convenience.

Dated: September 6, 2019

MORRIS JAMES LLP

/s/ Eric J. Monzo

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