

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

In re:  SPORTCO HOLDINGS, INC., <i>et al.</i> , <sup>1</sup>  Debtors.	) ) ) ) ) ) )	Chapter 11  Case No. 19-11299 (LSS)  Jointly Administered  <b>Re: Docket Nos. 309 and 394</b>
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**CERTIFICATION OF COUNSEL REGARDING  
ORDER (A) APPROVING ON CONDITIONAL BASIS COMBINED DISCLOSURE  
STATEMENT AND JOINT CHAPTER 11 PLAN OF LIQUIDATION FOR  
SOLICITATION PURPOSES ONLY, (B) ESTABLISHING PROCEDURES FOR  
SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT  
COMBINED DISCLOSURE STATEMENT AND PLAN, (C) ESTABLISHING VOTING  
RECORD DATE, (E) FIXING THE DATE, TIME AND PLACE FOR THE  
CONFIRMATION HEARING AND THE DEADLINE FOR FILING OBJECTIONS  
THERE TO, AND (F) APPROVING RELATED NOTICE PROCEDURES**

I, Brenna A. Dolphin, Esq., of Polsinelli PC, counsel to the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), hereby certify and state as follows:

1. On August 22, 2019, the Debtors filed the *Debtors' Motion for the Entry of an Order (A) Conditionally Approving the Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation for Solicitation Purposes only on Limited Notice, (B) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan of Liquidation, (C) Approving the Form of Ballot and Solicitation Materials, (D) Establishing Voting Record Date, (E) Fixing the Date, Time and Place for the Confirmation Hearing and the Deadline for Filing Objections Thereto, and (F) Approving Related Notice Procedures* [Docket No. 309] (the

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<sup>1</sup> The Debtors, together with the last four digits of each Debtor’s federal tax identification number, are: Bonitz Brothers, Inc. (4441); Ellett Brothers, LLC (7069); Evans Sports, Inc. (2654); Jerry’s Sports, Inc. (4289); Outdoor Sports Headquarters, Inc. (4548); Quality Boxes, Inc. (0287); Simmons Guns Specialties, Inc. (4364); SportCo Holdings, Inc. (0355); and United Sporting Companies, Inc. (5758). The location of the Debtors’ corporate headquarters and the service address for all Debtors is 267 Columbia Ave. Chapin, SC, 29036.

“**Motion**”) with the United States Bankruptcy Court for the District of Delaware (the “**Court**”). The Debtors also filed, simultaneously therewith, the *Debtors’ Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation* (the “**Plan and Disclosure Statement**”) [Docket No. 308].

2. Objections, if any, to entry of an order approving the Motion were to be filed and served no later than September 4, 2019 at 4:00 p.m. (ET). The Debtors received informal comments to the Motion from the Committee and the Office of the United States Trustee (the “**UST**”).

3. On September 4, 2019, Wellspring Capital Management LLC, Wellspring Capital Partners IV, L.P., WCM GenPar IV, L.P., and WCM GenParIV GP, LLC (together “**Wellspring**”) filed an *Objection* to the Motion [Docket No. 343] (the “**Wellspring Objection**”).

4. On September 10, 2019, the Debtors filed the *Debtors’ First Amended Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation* [Docket No. 368] (the “**First Amended Plan**”) and the *Notice of Filing of Revised Proposed Order (A) Approving on Conditional Basis Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation for Solicitation Purposes Only, (B) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Combined Disclosure Statement and Plan, (C) Approving the Form of Ballot and Solicitation Materials, (D) Establishing Voting Record Date, (E) Fixing the Date, Time and Place for the Confirmation Hearing and the Deadline for Filing Objections Thereto, and (F) Approving Related Notice Procedures* [Docket No. 369] (the “**First Amended Order**”).

5. A hearing on the Motion and Wellspring Objection was held on September 11, 2019. The Court raised concerns with certain language included in and certain language omitted from the First Amended Plan and First Amended Order.

6. The Debtors have incorporated edits into the proposed order as well as plan and disclosure statement, as received, and based on the revisions, the Committee has no further comments to the revised proposed order. Simultaneously herewith, the Debtors have filed the *Debtors' Second Amended Combined Disclosure Statement and Joint Chapter 11 Plan of Liquidation* [Docket No. 394] (the “**Second Amended Plan**”).

7. Attached hereto as Exhibit A is a revised proposed form of order (the “**Second Amended Order**”).

8. Attached hereto as Exhibit B is a blackline comparison of the Second Amended Order against the First Amended Order.

9. The Debtors respectfully request that the Court enter the Second Amended Order at its earliest convenience.

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Dated: September 13, 2019  
Wilmington, Delaware

Respectfully submitted,

**POLSINELLI PC**

/s/ Brenna A. Dolphin

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