

**UNITED STATES BANKRUPTCY COURT  
MIDDLE DISTRICT OF FLORIDA  
TAMPA DIVISION**

**In re:**  
**TSLC I, INC., et al.**

**Debtors.**

**Case No.: 8:04-bk-24134-MGW  
Chapter 11  
Jointly Administered**

**ORDER APPROVING AMENDED JOINT DISCLOSURE STATEMENT AND  
SETTING DEADLINES WITH RESPECT TO CONFIRMATION HEARING**

THIS CASE came on for hearing on April 6, 2005 ("Hearing") to consider approval of the *Joint Disclosure Statement In Support of Joint Chapter 11 Plan of Liquidation Filed By Debtors* dated March 17, 2005 ("Disclosure Statement") (Dkt. No. 388) filed by the Debtor, TSLC I, Inc., and its affiliated debtors, TSLC III, Inc., TSLC IV, Inc., TSLC V, Inc., TSLC VI, Inc. and TSLC VII, Inc. (together, "Debtors") and objections to the Disclosure Statement filed by the Pension Benefit Guaranty Corporation (Dkt. No. 431); Perry Ellis International, Inc. (Dkt. No. 434); and the Official Committee of Unsecured Creditors (Doc. No. 449) (collectively, "Objections"). Consistent with the Debtors' presentation at the Hearing, on April 7, 2005 the Debtors filed their *Amended Joint Disclosure Statement In Support Of Amended Joint Chapter 11 Plan Of Liquidation Filed By Debtors* ("Amended Disclosure Statement") (Dkt. No. 469) and their *Amended Joint Chapter 11 Plan Of Liquidation Filed By Debtors* ("Amended Plan") (Dkt. No. 470). Based on a review of the Disclosure Statement, the Amended Disclosure Statement and the Objections, and having heard arguments from counsel for the interested parties, the Court has determined that the Amended Disclosure Statement contains adequate information within the meaning of Bankruptcy Code § 1125 and should be approved. Accordingly, it is

**ORDERED:**

1. Approval of Amended Disclosure Statement. The Amended Disclosure Statement is APPROVED, the Objections having been withdrawn or overruled. To the extent the Objections contain objections to confirmation of the Amended Plan, such objections are preserved for consideration at the Confirmation Hearing (defined below).

2. Confirmation Hearing. The Court will conduct a hearing on confirmation of the Amended Plan, including timely filed objections to confirmation, motions for cramdown, applications for compensation, and motions for allowance of administrative claims on **May 18, 2005 at 10:00 a.m.** in Courtroom 10B, United States Bankruptcy Court, 801 North Florida Avenue, Tampa, Florida ("Confirmation Hearing"). The

Confirmation Hearing may be adjourned from time to time by announcement made in open court without further notice, and the Amended Plan may be modified pursuant to Section 1127 of the Bankruptcy Code prior to, during or as a result of the Confirmation Hearing, without further notice to parties in interest; provided, however, that such modifications do not materially and adversely affect a class of claims in the Amended Plan. If the Amended Plan is not confirmed, the Court will also consider dismissal or conversion of the case at the Confirmation Hearing.

3. Date for Acceptance or Rejection of the Amended Plan. Parties in interest shall file with the Court their written ballots accepting or rejecting the Amended Plan no later than May 10, 2005 ("Voting Termination Date"). BMC Group, Inc., the balloting agent approved by the Court for the purpose of soliciting votes of the Debtors' bondholders, shall prepare a vote certification that will be filed with the Court in lieu of the actual written ballots of bondholders.

4. Objections to Confirmation. Objections to confirmation shall be filed with the court and served on the Local Rule 1007-2 Parties in Interest List no later than May 10, 2005.

5. Ballot Tabulation. In accordance with M.D. Fla. L.B.R. 3018-1(a), the Debtor shall file a ballot tabulation no later than 4:00 p.m., May 16, 2005.

6. Confirmation Affidavit. No later than 4:00 p.m., May 16, 2005, the Debtors shall file a confirmation affidavit which shall contain the factual basis upon which the Debtors rely in establishing that each of the requirements of Bankruptcy Code § 1129 are met.

7. Service of Solicitation Package. No later than five days after entry of this order, the Debtors shall serve all parties entitled to service under Fed. R. Bankr. Proc. 3017(d) with copies of the Amended Plan, Amended Disclosure Statement, this order, and ballots for accepting or rejecting the Amended Plan and a certificate of service evidencing service of same shall be filed with the court within three (3) days thereafter. Service on record and beneficial owners of the Debtors' bonds and common stock shall be effected pursuant to this Court's separate order addressing the same.

8. Administrative Claims Bar Date.

(a) Pursuant to prior order of this Court, all creditors and parties in interest that assert a claim against the Debtors, which claim arose or is deemed to have arisen after the date these Chapter 11 cases were filed but prior to February 8, 2005, should have filed motions for allowance of such claims on or before February 8, 2005. All creditors and parties in interest that assert a claim against the Debtors, which claim arose on or after February 8, 2005, shall file with the clerk a motion for allowance of administrative claim no later than May 2, 2005 (the "Administrative Claims Bar Date").

At the same time, each claimant shall serve a copy of its application on the Debtors, counsel for the Debtors, counsel for the Official Committee of Unsecured Creditors, and the United States Trustee.

(b) The Administrative Claims Bar Date shall not apply to applications for compensation of professionals which shall be governed by the provisions of paragraph 9, below. It shall also not apply to administrative claims that arose or are deemed to have arisen on or after the Administrative Claims Bar Date.

(c) All applications for administrative claims that are timely filed will be heard at the Confirmation Hearing.

9. Fee Applications by Professionals. The following procedures shall apply to fee applications by professionals seeking compensation in this case:

- a. Notwithstanding the provisions provided in Paragraph 10 of the *Order Under 11 U.S.C. § 331 Establishing Procedures For Interim Compensation and Reimbursement of Expenses of Professionals* (Dkt. No. 294) and *Order Scheduling Hearing On Disclosure Statement, Establishing Disclosure Statement Hearing Procedures, Setting Time To File Fee Applications, And Establishing Administrative Claims Bar Date* (Dkt. No. 410), each attorney, accountant, appraiser, and other professional whose employment the Court has approved and who seeks compensation pursuant to Bankruptcy Code § 330 shall file and serve its final fee application no later than fifteen (15) days after the Confirmation Hearing.
- b. The final fee application shall include the total amount sought to be approved for each applicant, not just the amounts remaining to be paid to each applicant after crediting pre-petition retainers, interim fee awards, and the like. All applications shall include estimates of fees and costs to be incurred for services rendered and costs advanced after those contained in the final applications but anticipated by the applicants to be rendered and incurred through the time of hearing the fee applications.

- c. Each applicant shall also file and serve a supplemental fee application no later than the time at which the Court will hear fee applications. The supplemental fee application shall contain the actual fees for services rendered and costs advanced that were estimated in the final fee application.

**DONE AND ORDERED** in Tampa, Florida on the 8<sup>th</sup> day of April, 2005.



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Michael G. Williamson  
United States Bankruptcy Judge

Copies furnished to:

Denise Dell-Powell, Esq.

Copies to be served on all creditors and the Local Rule 1007-2 Parties in Interest List and proof of such service to be filed in accordance with M.D. Fla. L.B.R. 7005-1 by counsel for Debtors.