

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

F21 OPCO, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10469 (MFW)

(Jointly Administered)

Ref: Docket No. 433

**CERTIFICATION OF COUNSEL OF PROPOSED ORDER GRANTING MOTION OF  
MARY ADAMS FOR RELIEF FROM THE AUTOMATIC STAY PURSUANT TO  
SECTION 362(D) OF THE BANKRUPTCY CODE**

I, Michael J. Joyce, counsel for Mary Adams (“Movant”), hereby certify as follows:

1. On June 12, 2025, Movant filed the *Motion of Mary Adams for Relief from the Automatic Stay Pursuant to Section 362(d) of the Bankruptcy Code* [D.I. No. 433] (the “Motion”).

2. Counsel for Movant and counsel for the above-captioned debtors have reached agreement on a revised proposed from order (the “Proposed Order”) resolving the Motion. A true and correct copy of the Proposed Order is attached hereto as Exhibit “A”.

**WHEREFORE**, it is hereby respectfully requested that the Court enter the Proposed Order attached hereto as **Exhibit A** at its earliest convenience.

*[Signature Page to Follow]*

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). The Debtors’ address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.



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Dated: June 27, 2025

**JOYCE, LLC**

/s/ Michael J. Joyce

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*Counsel to Mary Adams*

## EXHIBIT A

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

In re:

F21 OPCO, LLC, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 25-10469 (MFW)

(Jointly Administered)

Ref: Docket No. 433

**ORDER GRANTING MOTION OF MARY ADAMS FOR RELIEF FROM THE  
AUTOMATIC STAY PURSUANT TO SECTION 362(D) OF THE BANKRUPTCY CODE**

Upon consideration of the *Motion of Mary Adams for Relief from the Automatic Stay Pursuant to Section 362(d) of the Bankruptcy Code* [D.I. No. 433] (the “**Motion**”), it is hereby ORDERED that:

1. The Motion is granted as set forth herein.
2. The Movant<sup>2</sup> is granted relief from the automatic stay pursuant to section 362 of the Bankruptcy Code for the sole and exclusive purpose of allowing the Movant to liquidate the Movant’s claims asserted in the State Court Action (collectively, the “**Asserted Claim**”) through prosecution of the State Court Action against the Debtors and any other individuals or entities, including any subsequent appeals, and to enforce judgment, including any alternative dispute resolution award or settlement, obtained on account of the Asserted Claim in the State Court Action (a “**Judgment**”) solely against any available proceeds under the Debtors’ applicable insurance policies, if any (such policies, as applicable, the “**Insurance Policies**”).

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: F21 OpCo, LLC (8773); F21 Puerto Rico, LLC (5906); and F21 GiftCo Management, LLC (6412). The Debtors’ address for purposes of service in these Chapter 11 Cases is 110 East 9th Street, Suite A500, Los Angeles, CA 90079.

<sup>2</sup> Capitalized terms not defined herein shall have the meanings ascribed to them in the Motion.

3. Nothing in this Order is intended or shall be deemed to: (i) impair, modify, limit or expand the rights and duties of the Movant or the Debtors, if any, under the Insurance Policies; (ii) alter, amend or otherwise modify the terms and conditions of the Insurance Policies or any related agreements; (iii) relieve the Debtors of any of their obligations to any insurer under the Insurance Policies and any related agreements; (iv) create or permit a direct right of action by the Movant against any of the Debtors' insurers under the Insurance Policies; (v) preclude or limit, in any way, the rights of any insurer to contest and/or litigate the existence, primacy and/or scope of available coverage under the Insurance Policies or to otherwise assert any defenses to coverage; (vi) constitute a determination or admission that coverage exists with respect to the Asserted Claim or the State Court Action; (vii) be a stipulation, agreement, warranty, or admission by the Debtors or their estates that (a) the Debtors or their estates are liable to the Movant for any amount or (b) the Asserted Claim and any related damages asserted by the Movant are covered, in whole or in part, under any of the Insurance Policies; or (viii) create a duty or obligation on the part of the Debtors and their estates, and any agents, attorneys, employees or other representatives thereof, to defend against the Asserted Claim or the State Court Action or to incur any costs (including, without limitation, on account of any self-insured retentions under the Insurance Policies) in connection therewith.

4. Except as provided for herein, the provisions of section 362 of the Bankruptcy Code, including, without limitation, the provisions thereof prohibiting execution, enforcement or collection of any Judgment, shall remain in full force and effect. Neither the Movant, nor any of the Movant's agents, attorneys, employees or other representatives or any person or entity claiming by or through the Movant, shall ever attempt to cause any action to be taken to collect any portion of any Judgment from the assets or properties of the Debtors and their estates other

than from any available proceeds under the Insurance Policies. The Movant waives and releases any rights to recover from the assets or property of the Debtors and their estates other than from any available proceeds under the Insurance Policies, and any proofs of claim filed by the Movant in the Debtors' chapter 11 cases shall be deemed withdrawn without the need for any further action on the part of the Debtors and their estates, the Movant or this Court, and the claims agent in these chapter 11 cases is authorized to reflect such withdrawal in the claims register maintained in these proceedings. Notwithstanding anything herein to the contrary, the withdrawal of any proofs of claim filed by the Movant in these proceedings as provided for herein shall not impair, prejudice, waive or otherwise affect the rights of the Movant under this Order to prosecute the Asserted Claim in the State Court Action and to recover or receive payment on account of the Asserted Claim against the Debtors and their estates in the State Court Action, in each case as provided for herein.

5. This Order shall become effective immediately upon entry by the Court and is not subject to the fourteen-day stay provided in Rule 4001(a)(3) of the Federal Rules of Bankruptcy Procedure.

6. This Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.