

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

In re:

F21 OPCO, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-10469 (MFW)

(Jointly Administered)

**NOTICE OF APPEARANCE, REQUEST FOR SERVICE OF NOTICES
AND PAPERS, AND REQUEST TO BE ADDED TO MASTER SERVICE LIST**

PLEASE TAKE NOTICE that Steven Balasiano of MHR Advisory Group, LLC, not individually, but solely in his capacity as the Plan Administrator (the “Plan Administrator”) in the above-captioned cases (these “Cases”) appears by and through its undersigned counsel, pursuant to section 1109(b) of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), and Rule 9010(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”). The Plan Administrator hereby requests, pursuant to Bankruptcy Rules 2002, and 9007, and the applicable Local Rule of the United States Bankruptcy Court District of Delaware (the “Local Rules”), that all notices given or required to be given in these Cases and all papers served or required to be served in these Cases, be given to and served upon the following:

¹ 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.



251046925071600000000003

KELLEY DRYE & WARREN LLP

Jason R. Adams (*pro hac vice* pending)
Andres Barajas (*pro hac vice* pending)
Charlie Fendrych (*pro hac vice* pending)
3 World Trade Center
175 Greenwich Street
New York, NY 10007
Telephone: (212) 808-7800
Facsimile: (212) 808-7897
E-mail: jadams@kelleydrye.com
abarajas@kelleydrye.com
cfendrych@kelleydrye.com
kdwbankruptcydepartment@kelleydrye.com

COLE SCHOTZ, P.C.

Justin R. Alberto
Stacy L. Newman
500 Delaware Avenue, Suite 600
Wilmington, DE 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
E-mail: jalberto@coleschotz.com
snewman@coleschotz.com

-and-

Sarah A. Carnes (admitted *pro hac vice*)
1325 Avenue of the Americas, 19th Floor
New York, NY 10019
Tel: (212) 752-8000
Fax: (212) 752-8393
Email: scarnes@coleschotz.com

PLEASE TAKE FURTHER NOTICE that pursuant to section 1109(b) of the Bankruptcy Code, the foregoing demand includes not only the notices and papers referred to in the Bankruptcy Rules, the applicable Local Rules, and sections of the Bankruptcy Code specified above, but also includes, without limitation, notices of any orders, pleadings, motions, applications, complaints, demands, hearings, requests or petitions, answering or reply papers, memoranda and briefs in support of any of the foregoing, and any other document brought before this Court with respect to these cases and any proceedings therein, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, hand delivery, telephone, telecopier, telex or otherwise, all of which shall be sent to the attorneys listed above.

PLEASE TAKE FURTHER NOTICE that neither this notice nor any later appearance, pleading, claim or suit shall waive any rights to: (1) challenge the jurisdiction of the Court to adjudicate any matter, including, without limitation, any non-core matter; (2) have final orders in non-core matters entered only after *de novo* review by the District Court; (3) trial by jury in any proceeding so triable in these cases or any case, controversy or proceeding related to these Cases;

(4) have the District Court withdraw that reference in any matter subject to mandatory or discretionary withdrawal; (5) the right to have any matter in which this Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution heard by the District Court, (6) any objection to the jurisdiction of this Court for any purpose other than with respect to this notice, (7) any election of remedy, or (8) any other rights, claims, actions, setoffs, or recoupments to which the Plan Administrator, is or may be entitled, in law or in equity, all of which rights, claims, actions, defenses, setoffs and recoupments are expressly reserved. Unless and until the Plan Administrator expressly states otherwise, the Plan Administrator does not consent to the entry of final orders or judgments by this Court if it is determined that this Court, absent consent of the parties, cannot enter final orders or judgments consistent with Article III of the United States Constitution.

Dated: July 16, 2025

COLE SCHOTZ, P.C.

/s/ Justin R. Alberto

Justin R. Alberto
Stacy L. Newman
500 Delaware Avenue, Suite 600
Wilmington, DE 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
E-mail: jalberto@coleschotz.com
snewman@coleschotz.com

-and-

Sarah A. Carnes (admitted *pro hac vice*)
1325 Avenue of the Americas, 19th Floor
New York, NY 10019
Telephone: (212) 752-8000
Facsimile: (212) 752-8393
Email: scarnes@coleschotz.com

-and-

KELLEY DRYE & WARREN LLP

Jason R. Adams (*pro hac vice* pending)
Andres Barajas (*pro hac vice* pending)
Charlie Fendrych (*pro hac vice* pending)
3 World Trade Center
175 Greenwich Street
New York, NY 10007
Telephone: (212) 808-7800
Facsimile: (212) 808-7897
E-mail: jadams@kelleydrye.com
abarajas@kelleydrye.com
cfendrych@kelleydrye.com

*Counsel to Steven Balasiano, solely in his capacity
as the Plan Administrator*