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6 Counsel for R. Todd Neilson, Chapter 7 Trustee for The
Tulving Company, Inc.

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8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA**
10 **SANTA ANA DIVISION**

11 In re:

12 THE TULVING COMPANY, INC., a
California corporation,

13
14 Debtor.

Case No.: 8:14-bk-11492-ES

Chapter 7

**NOTICE OF WITHDRAWAL, WITHOUT
PREJUDICE, OF (I) MOTION FOR
ORDER: (1) SCHEDULING AUCTION
AND SALE HEARING IN CONNECTION
WITH SALE OF DEBTOR'S CUSTOMER
LISTS, PHONE NUMBERS, WEB
ADDRESS, CERTAIN CUSTOMER
FILES, AND RELATED PERSONAL
PROPERTY OF THE ESTATE; (2)
APPROVING SALE PROCEDURES; (3)
APPROVING BREAK-UP FEE; (4)
APPROVING NOTICE OF AUCTION
AND SALE HEARING; AND
(5) GRANTING RELATED RELIEF; AND
(II) MOTION FOR ORDER:
(1) APPROVING ASSET PURCHASE
AGREEMENT; (2) APPROVING SALE OF
ESTATE'S PROPERTY (DEBTOR'S
CUSTOMER LISTS, PHONE NUMBERS,
WEB ADDRESS, CERTAIN CUSTOMER
FILES, AND RELATED PERSONAL
PROPERTY) FREE AND CLEAR OF ALL
LIENS, CLAIMS, ENCUMBRANCES,
AND INTERESTS**

1 **TO THE HONORABLE ERITHE A. SMITH, UNITED STATES BANKRUPTCY JUDGE,**
2 **THE OFFICE OF THE UNITED STATES TRUSTEE AND ANY PARTIES THAT HAVE**
3 **FILED REQUESTS FOR SPECIAL NOTICE, AND OTHER INTERESTED PARTIES:**

4 **PLEASE TAKE NOTICE** that R. Todd Neilson, the duly appointed chapter 7 trustee (the
5 “Trustee”) for The Tulving Company, Inc. (the “Debtor”), in the above-entitled chapter 7 case (the
6 “Case”), filed the *Motion for Order: (1) Scheduling Auction and Sale Hearing in Connection With*
7 *Sale of Debtor’s Customer Lists, Phone Numbers, Web Address, Certain Customer Files, and*
8 *Related Personal Property of the Estate; (2) Approving Sale Procedures; (3) Approving Break-Up*
9 *Fee; (4) Approving Notice of Auction and Sale Hearing; and (5) Granting Related Relief* [Docket
10 No. 159] (the “Procedures Motion”) and the *Motion for Order: (1) Approving Asset Purchase*
11 *Agreement; (2) Approving Sale of Estate’s Property (Debtor’s Customer Lists, Phone Numbers,*
12 *Web Address, Certain Customer Files, and Related Personal Property) Free and Clear of All*
13 *Liens, Claims, Encumbrances, and Interests; and (3) Granting Related Relief* [Docket No. 158] (the
14 “Sale Motion” and together with the Procedures Motion, the “Motions”), in connection with the
15 proposed sale of certain customer lists, business-related telephone and fax number(s), a domain
16 name, certain customer sales journals, and other related personal property (as more specifically
17 described in the asset purchase agreement attached to the Motions, the “Property”). A hearing on
18 the Procedures Motion was set for August 19, 2014, and a hearing on the Sale Motion was set for
19 September 16, 2014 (collectively, the “Hearings”).

20 Based on certain concerns subsequently raised in respect to the proposed sale, the Trustee
21 has determined to withdraw without prejudice the Motions, and postpone any sale of the Property
22 and hearings thereon, in order to allow time for the Trustee to further investigate matters related to
23 the voiced concerns. Pending such investigation, the Trustee reserves the right to resubmit the
24 Motions and/or file other pleadings related to the sale of the Property or portion thereof, and will
25 provide written notice of such motions and any hearing(s) thereon pursuant to the applicable Local
26 Bankruptcy Rules and Federal Rules of Bankruptcy Procedure.

1 Dated: August 12, 2014

PACHULSKI STANG ZIEHL & JONES LLP

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By /s/ Linda F. Cantor

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Linda F. Cantor

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Attorneys for R. Todd Neilson, Chapter 7
Trustee

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PACHULSKI STANG ZIEHL & JONES LLP
ATTORNEYS AT LAW

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is 10100 Santa Monica Boulevard, 13th Floor, Los Angeles, California 90067

A true and correct copy of the foregoing document **NOTICE OF WITHDRAWAL, WITHOUT PREJUDICE, OF (I) MOTION FOR ORDER: (1) SCHEDULING AUCTION AND SALE HEARING IN CONNECTION WITH SALE OF DEBTOR'S CUSTOMER LISTS, PHONE NUMBERS, WEB ADDRESS, CERTAIN CUSTOMER FILES, AND RELATED PERSONAL PROPERTY OF THE ESTATE; (2) APPROVING SALE PROCEDURES; (3) APPROVING BREAK-UP FEE; (4) APPROVING NOTICE OF AUCTION AND SALE HEARING; AND (5) GRANTING RELATED RELIEF; AND (II) MOTION FOR ORDER: (1) APPROVING ASSET PURCHASE AGREEMENT; (2) APPROVING SALE OF ESTATE'S PROPERTY (DEBTOR'S CUSTOMER LISTS, PHONE NUMBERS, WEB ADDRESS, CERTAIN CUSTOMER FILES, AND RELATED PERSONAL PROPERTY) FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES, AND INTERESTS** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On August 12, 2014, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On _____, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

3. SERVED BY FEDERAL EXPRESS: Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on August 12, 2014, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Previous potential bidders served by email

Via Federal Express

The Honorable Erithe A. Smith
United States Bankruptcy Court - Central District of California
Ronald Reagan Federal Building and Courthouse
411 West Fourth Street, Suite 5040 / Courtroom 5A
Santa Ana, CA 92701-4593

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

August 12, 2014	Janice G. Washington	/s/ Janice G. Washington
<i>Date</i>	<i>Printed Name</i>	<i>Signature</i>

1 **1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):**

2 **8:14-bk-11492-ES Notice will be electronically mailed to:**

3 Andrew S Bisom on behalf of Debtor The Tulving Company Inc
4 abisom@bisomlaw.com

5 Candice Bryner on behalf of Interested Party Candice Bryner
6 candice@brynerlaw.com

7 Philip Burkhardt on behalf of Other Professional Karen Duddleston
8 phil@burkhardtandlarson.com, stacey@burkhardtandlarson.com

9 Stephen L Burton on behalf of Attorney Stephen L. Burton
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11 Linda F Cantor, ESQ on behalf of Other Professional Pachulski Stang Ziehl & Jones LLP
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13 Linda F Cantor, ESQ on behalf of Trustee R. Todd Neilson (TR)
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15 David L Gibbs on behalf of Creditor Kenneth W Stach
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17 Nancy S Goldenberg on behalf of U.S. Trustee United States Trustee (SA)
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19 Lawrence J Hilton on behalf of Creditor Jeffrey Roth
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21 John H Kim on behalf of Creditor Ford Motor Credit Company LLC
22 jkim@cookseylaw.com

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25 R. Todd Neilson (TR)
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27 expert.com

28 Jason S Pomerantz on behalf of Trustee R. Todd Neilson (TR)
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Nanette D Sanders on behalf of Creditor Levon Gugasian
becky@ringstadlaw.com

United States Trustee (SA)
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1 **3. SERVED BY FEDERAL EXPRESS**

2 ***Counsel for Buyer***

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4 1601 N. Sepuleda Boulevard, #581
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6 ***Laurence P Nokes on behalf of Interested Party John Frankel***

7 Nokes & Quinn
8 410 Broadway St Ste 200
9 Laguna Beach, CA 92651

10 ***Accountants for Landlord***

11 Brent Murdoch
12 Murdoch & Morris, LLP
13 114 Pacifica, Ste. 320
14 Irvine, CA 92618

15 ***Interested Party***

16 Frye & Hsieh
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20 ***Counsel for Creditor Levon Gugasian***

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