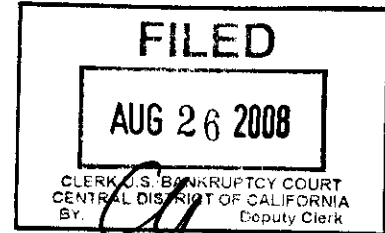


1 David S. Kupetz (CA Bar No. 125062)
dkupetz@sulmeyerlaw.com
2 Mark S. Horoupian (CA Bar No. 175373)
mhoroupian@sulmeyerlaw.com
3 **SulmeyerKupetz**
A Professional Corporation
4 333 South Hope Street, Thirty-Fifth Floor
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5 Telephone: 213.626.2311
Facsimile: 213.629.4520

6
7 Bankruptcy Counsel for eStyle, Inc. Debtor
and Debtor in Possession



8
9 **UNITED STATES BANKRUPTCY COURT**
10 **CENTRAL DISTRICT OF CALIFORNIA, LOS ANGELES DIVISION**

11 In re

12 ESTYLE, INC., a Delaware corporation,
13 dba babystyle, Cadeau and Cadeau
14 Designs,

15 Debtor.

Case No. 2:08-bk-13518-SB

Chapter 11

**EX PARTE APPLICATION FOR ORDER
SHORTENING TIME ON HEARING ON
DEBTOR'S MOTION FOR APPROVAL
OF STIPULATION BETWEEN DEBTOR
IN POSSESSION, OFFICIAL
UNSECURED CREDITORS'
COMMITTEE, AND "BRIDGE
LENDERS", OAK INVESTMENT
PARTNERS, IX, OAK IX AFFILIATES
FUND, OAK IX AFFILIATES FUND-A,
GRP II, L.P., GRP II PARTNERS, L.P.,
AND GRP II INVESTORS, L.P.
REGARDING (1) APPOINTMENT OF
RESPONSIBLE OFFICER FOR THE
DEBTOR; (2) EMPLOYMENT OF
ACCOUNTANT FOR THE DEBTOR;
AND (3) ANCILLARY ISSUES
THERE TO; DECLARATION OF DAVID S.
KUPETZ**

DATE: No Hearing Necessary
TIME: No Hearing Necessary
PLACE: Courtroom 1575
United States Bankruptcy Court
255 East Temple Street
Los Angeles, CA 90012

SulmeyerKupetz, A Professional Corporation
333 SOUTH HOPE STREET, THIRTY-FIFTH FLOOR
LOS ANGELES, CALIFORNIA 90071-1406
TEL. 213.626.2311 • FAX 213.629.4520

1 By this Application, eStyle, Inc., the debtor in possession (the "Debtor"),
2 hereby requests that the Court set a hearing on shortened time on its Motion for Approval
3 of Stipulation Between Debtor in Possession, Official Unsecured Creditors' Committee,
4 and "Bridge Lenders", Oak Investment Partners, IX, Oak IX Affiliates Fund, Oak IX
5 Affiliates Fund-A, GRP II, L.P., GRP II Partners, L.P., And GRP II Investors, L.P.
6 Regarding (1) Appointment of Responsible Officer for the Debtor; (2) Employment of
7 Accountant for the Debtor; and (3) Ancillary Issues Thereto (the "Motion"). For the
8 reasons presented herein, and in the attached declaration of David S. Kupetz, the Debtor
9 requests that the Court set a hearing on the Motion such that it is heard on September 9,
10 2008, at 2:00 p.m., which is a date when other matters are currently scheduled to be
11 heard in the Debtor's case. In support of this Application, the Debtor respectfully
12 represents as follows:

13 I.

14 **INTRODUCTION AND RELIEF REQUESTED IN MOTION**

- 15 1. The Debtor commenced the above-captioned case by filing a
16 voluntary chapter 11 petition on March 19, 2008. The Debtor continues to administer its
17 chapter 11 estate as a debtor in possession.
- 18 2. The Office of the United States Trustee appointed an official
19 Committee of Creditors Holding Unsecured Claims (the "Committee") in this case on April
20 10, 2008.
- 21 3. Pursuant to an Order of the Court entered on July 16, 2008, the
22 Debtor has sold (the "Sale") its business and substantially all of its assets (excluding
23 cash, accounts receivable, deposits with merchant credit card processors, and certain
24 other claims and limited assets) to TRS Acquisition Subsidiary, Inc. (the "Purchaser"), a
25 portfolio company of Hancock Park Capital II, L.P. The Sale to the Purchaser closed on
26 July 21, 2008.

27
28

1 4. Also on July 21, 2008, in accordance with authorization of the Court,
2 the Debtor's senior secured lender, Wachovia Capital Finance Corporation (Western),
3 was paid in full from the Sale proceeds.

4 5. Oak Investment Partners, IX, Limited Partnership, a Delaware
5 Limited Partnership, Oak IX Affiliates Fund, Limited Partnership, a Delaware Limited
6 Partnership, and Oak IX Affiliates Fund – A Limited Partnership, a Delaware Limited
7 Partnership (collectively, the "Oak Entities"), GRP II, L.P., a Delaware Limited
8 Partnership, GRP II Partners, L.P., a Delaware Limited Partnership, and GRP II
9 Investors, L.P., a Delaware Limited Partnership (collective, the "GRP Entities") are
10 creditors of the Debtor asserting secured claims against the Debtor that were
11 subordinated to the claims of Wachovia prior to the satisfaction of Wachovia's claim from
12 the Sale Proceeds. The Oak Entities and the GRP Entities are sometimes collectively
13 referred to herein as the "Bridge Lenders".

14 6. In accordance with a stipulation between the Bridge Lenders, the
15 Debtor, and the Committee approved by an Order of the Court entered on May 9, 2008,
16 the Bridge Lenders have subordinated their secured claims to certain administrative
17 expenses incurred by the Debtor and the Committee in this case.

18 7. The former management and employees of the Debtor have been
19 hired by the Purchaser.

20 8. The Debtor, the Bridge Lenders, and the Committee agree that the
21 Debtor should move forward with the administration of this case and the presentation of a
22 liquidating chapter 11 plan.

23 9. Baer & Troff, LLP ("B&T") has served as special corporate counsel to
24 the Debtor in this case pursuant to an Order of the Court entered on April 24, 2008.
25 James K. Baer ("Jim Baer") is a partner in B&T.

26 10. Because the Debtor's management personnel has been hired by the
27 Purchaser, it is necessary that management be replaced and that the party replacing
28

1 prior management work with counsel for the Debtor, the Committee, and the Bridge
2 Lenders to advance the administration of this case.

3 11. The Debtor, the Committee, and the Bridge Lenders have stipulated
4 (the "Stipulation") to the appointment of Jim Baer as the "Responsible Officer" for the
5 Debtor to replace the Debtor's prior management and to fulfill the role of management of
6 the debtor in possession in this case. A true and correct copy of the Stipulation is
7 attached to the Motion as Exhibit 1 and is incorporated herein by this reference.
8 Moreover, the Debtor's Board of Directors has appointed Mr. Baer as an officer of the
9 Debtor to replace the Debtor's prior management and officers who are now employed by
10 the Purchaser.

11 12. The primary terms of the Stipulation include the following:

12 A. Retention of James K. Baer as Responsible Officer. Subject to
13 approval of the Court, Jim Baer shall be retained as "Responsible Officer" for the Debtor
14 to replace the Debtor's prior management and to fulfill the role of management of the
15 debtor in possession in this case. The appointment of Jim Baer as responsible officer
16 shall be made effective as of August 1, 2008, B&T shall no longer represent the Debtor
17 as special corporate counsel as of that date.

18 B. Retention of Accountant. Subject to Court approval, the Debtor shall
19 retain the accounting firm of Grobstein, Horwath & Company, LLP ("GH&C"), to work with
20 the Responsible Officer and provide accounting services to the extent required by the
21 Debtor.

22 C. Terms of Compensation of Responsible Officer. The Responsible
23 Officer shall be compensated on a monthly basis in the sum of \$12,500 per month.
24 Expenses incurred by the Responsible Officer shall be reimbursed at actual cost. The
25 Bridge Lenders have agreed that the compensation and expenses of the Responsible
26 Officer shall be carved out of their collateral. The Responsible Officer's role and
27 compensation in this case shall cease and terminate on the effective date of the Plan.
28

1 D. Terms of Compensation of GH&C. GH&C shall be compensated as
2 a professional employed by the Debtor through the effective date of Plan, subject to
3 Court approval. Fees and expenses incurred by GH&C shall be paid and reimbursed,
4 respectively, under properly noticed fee and costs applications in similar fashion to all
5 other professionals in the Case. The Bridge Lenders have previously agreed that their
6 secured claims are subordinate to the compensation and expenses of the Debtor's
7 professionals (which, subject to Court approval of its employment, shall include GH&C).
8 Following the effective date of the Plan, GH&C shall be employed as provided for in the
9 Plan to be proposed by the Debtor.

10 E. Post-Petition Payments to Counsel for Committee and Debtor's
11 Bankruptcy Counsel. Continuing the provision of postpetition payments to the Committee
12 that was in place under the cash collateral orders prior to Wachovia being paid off, the
13 Committee's counsel will be wired \$7,500 per week commencing on September 1, 2008,
14 through the effective date of the Plan. Further, the Debtor's bankruptcy counsel shall be
15 wired \$10,000 per week for the same time period.

16 13. The Debtor's Board of Directors (the "Board") continues in place and
17 continues to fulfill its duties and obligations as a board of directors for a debtor in
18 possession. Generally, under such circumstances, where there is a need to replace
19 former officers of a debtor, the debtor's board of directors may act on its own without the
20 involvement of the Court. In this case, the Board and the Debtor believe that it is in the
21 best interest of the estate and the Debtor to appoint Jim Baer as the Responsible Officer
22 and since Mr. Baer's law firm has acted as corporate counsel to the Debtor it has been
23 deemed by the Debtor to be proper and appropriate to bring this matter before the Court.
24 Moreover, representatives of the primary remaining (subsequent to the satisfaction of the
25 claim of Wachovia) constituencies in this case, the Committee (on behalf of the
26 unsecured creditors) and the Bridge Lenders (the remaining secured creditors), have
27 stipulated (as set forth in Exhibit 1 to the Motion) to the appointment of Jim Baer as
28 Responsible Officer in accordance with the terms of the Stipulation.

1
2 II.

3 **THE COURT MAY HEAR THE MOTION ON SHORTENED TIME**

4 Fed. R. Bankr. P. 9006(c) provides:

5 (c) **Reduction.**

6 (1) In General. Except as provided in paragraph (2) of this subdivision,
7 when an act is required or allowed to be done at or within a specified
8 time by these rules or by a notice given thereunder or by order of the
9 court, the court for cause shown may in its discretion with or without
10 motion or notice order the period reduced.

11 (2) Reduction Not Permitted. The court may not reduce the time for
12 taking action pursuant to Rules 2002(a)(7), 2003(a), 3002(c), 3014,
13 3015, 4001(b)(2), (c)(2), 4003(a), 4004(a), 4007(c), 8002 and
14 9033(b).

15 Fed. R. Bankr. P. 9006.

16 The Motion is not governed by any of the rules which are accepted in Rule
17 9006(c)(2). Similarly, the Local Bankruptcy Rules also permit motions to be heard on
18 notice shorter than would ordinarily be required under normal circumstances. Local
19 Bankruptcy Rule 9075-1(a) provides that an emergency motion may be heard on less
20 than 48 hours notice, and Local Bankruptcy Rule 9075-1(b) provides that “[f]or good
21 cause shown, a party may request a non-emergency motion be heard on notice shorter
22 than would otherwise be required by these Local Bankruptcy Rules.” Loc. Bankr. R.
23 9075-1(a)-(b).

24 The Debtor requires a hearing on shortened time because with its former
25 management and officers now employed by the Purchaser, it is important that a chief
26 responsible officer is fully in place, and authorized by the Court in light of Baer & Troff
27 having served as the Debtor’s special corporate counsel. In order to avoid delay and
28 additional cost in the administration of this case, including the filing of a liquidating plan of
reorganization, it is imperative that the Stipulation be approved and effective. The other
parties to the Stipulation (the Committee and the Bridge Lenders) represent the primary
remaining constituencies in this case (unsecured creditors and secured creditors)
following the pay-off of the Debtor’s former senior secured creditor, Wachovia, that

1 occurred at the time of the closing of the Sale. The Committee and the Bridge Lenders
2 desire that the Motion be heard on shortened time on September 9, 2008, the time at
3 which other hearings (hearings on interim fee application) are already scheduled to take
4 place in this case. Scheduling the hearing on this date will not only assist in the
5 expediting the administration of the case, but will mitigate the legal expense of attending
6 multiple hearings.

7 III.

8 **CONCLUSION**

9 Based upon the foregoing, the Debtor respectfully requests that the Court
10 enter an order, in the form attached hereto as Exhibit 1, setting the hearing on the Motion
11 on September 9, 2008, at 2:00 p.m.

12
13 DATED: August 25, 2008

SulmeyerKupetz
A Professional Corporation

14
15
16 By: 

17 David S. Kupetz
18 Mark S. Horoupian
19 Bankruptcy Counsel for eStyle, Inc.
20 Debtor and Debtor in Possession
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27
28

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333 SOUTH HOPE STREET, THIRTY-FIFTH FLOOR
LOS ANGELES, CALIFORNIA 90071-1406
TEL. 213.626.2311 • FAX 213.629.4520

1 **DECLARATION OF DAVID S. KUPETZ**

2 I, David S. Kupetz, declare:

3 1. I am an attorney duly admitted and qualified to practice law before
4 the above-entitled court. I am a member of the law firm SulmeyerKupetz ("SK"), a
5 professional corporation. I joined SK in 1986. I have specialized in bankruptcy, business
6 reorganization and insolvency matters since that time.

7 2. I have personal knowledge of the facts set forth herein. I can testify
8 that said facts are true and correct.

9 3. SK is bankruptcy counsel to eStyle, Inc. (the "Debtor"), debtor and
10 debtor in possession in the above-captioned chapter 11 case.

11 4. Concurrently herewith, the Debtor shall file its Motion for Approval of
12 Stipulation Between Debtor in Possession, Official Unsecured Creditors' Committee, and
13 "Bridge Lenders", Oak Investment Partners, IX, Oak IX Affiliates Fund, Oak IX Affiliates
14 Fund-A, GRP II, L.P., GRP II Partners, L.P., And GRP II Investors, L.P. Regarding (1)
15 Appointment of Responsible Officer for the Debtor; (2) Employment of Accountant for the
16 Debtor; and (3) Ancillary Issues Thereto (the "Motion").

17 5. The Debtor commenced the above-captioned case by filing a
18 voluntary chapter 11 petition on March 19, 2008.

19 6. The Debtor continues to administer its chapter 11 estate as a debtor
20 in possession.

21 7. The Office of the United States Trustee appointed an official
22 Committee of Creditors Holding Unsecured Claims (the "Committee") in this case on
23 April 10, 2008.

24 8. Pursuant to an Order of the Court entered on July 16, 2008, the
25 Debtor has sold (the "Sale") its business and substantially all of its assets (excluding
26 cash, accounts receivable, deposits with merchant credit card processors, and certain
27 other claims and limited assets) to TRS Acquisition Subsidiary, Inc. (the "Purchaser"), a
28

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1 portfolio company of Hancock Park Capital II, L.P. The Sale to the Purchaser closed on
2 July 21, 2008.

3 9. Also on July 21, 2008, in accordance with authorization of the Court,
4 the Debtor's senior secured lender, Wachovia Capital Finance Corporation (Western)
5 ("Wachovia"), was paid in full from the Sale proceeds.

6 10. Oak Investment Partners, IX, Limited Partnership, a Delaware
7 Limited Partnership, Oak IX Affiliates Fund, Limited Partnership, a Delaware Limited
8 Partnership, and Oak IX Affiliates Fund – A Limited Partnership, a Delaware Limited
9 Partnership (collectively, the "Oak Entities"), GRP II, L.P., a Delaware Limited
10 Partnership, GRP II Partners, L.P., a Delaware Limited Partnership, and GRP II
11 Investors, L.P., a Delaware Limited Partnership (collective, the "GRP Entities") are
12 creditors of the Debtor asserting secured claims against the Debtor that were
13 subordinated to the claims of Wachovia prior to the satisfaction of Wachovia's claim from
14 the Sale Proceeds. The Oak Entities and the GRP Entities are sometimes collectively
15 referred to herein as the "Bridge Lenders".

16 11. In accordance with a stipulation between the Bridge Lenders, the
17 Debtor, and the Committee approved by an Order of the Court entered on May 9, 2008,
18 the Bridge Lenders have subordinated their secured claims to certain administrative
19 expenses incurred by the Debtor and the Committee in this case.

20 12. The former management and employees of the Debtor have been
21 hired by the Purchaser.

22 13. The Debtor, the Bridge Lenders, and the Committee agree that the
23 Debtor should move forward with the administration of this case and the presentation of a
24 liquidating chapter 11 plan (the "Plan").

25 14. Baer & Troff, LLP ("B&T") has served as special corporate counsel to
26 the Debtor in this case pursuant to an Order of the Court entered on April 24, 2008.
27 James K. Baer ("Jim Baer") is a partner in B&T.

28

1 15. Because the Debtor's management personnel has been hired by the
2 Purchaser, it is necessary that management be replaced and that the person replacing
3 prior management work with counsel for the Debtor, the Committee, and the Bridge
4 Lenders to advance the administration of this case.

5 16. The Debtor, the Committee, and the Bridge Lenders have stipulated
6 (the "Stipulation") to the appointment of Jim Baer as the "Responsible Officer" for the
7 Debtor to replace the Debtor's prior management and to fulfill the role of management of
8 the debtor in possession in this case. A true and correct copy of the Stipulation is
9 attached to the Motion as Exhibit 1 and is incorporated herein by this reference.

10 Moreover, the Debtor's Board of Directors (the "Board") has appointed Jim Baer as an
11 officer of the Debtor to replace the Debtor's prior management and officers who are now
12 employed by the Purchaser.

13 17. The Board continues in place and continues to fulfill its duties and
14 obligations as a board of directors for a debtor in possession. Generally, under such
15 circumstances, where there is a need to replace former officers of the debtor, a board of
16 directors may act on its own without the involvement of the Court. In this case, the Board
17 and the Debtor believe that it is in the best interest of the estate and the Debtor to appoint
18 Jim Baer as the Responsible Officer and since Mr. Baer's law firm has acted as corporate
19 counsel to the Debtor it has been deemed by the Debtor to be proper and appropriate to
20 bring this matter before the Court. Moreover, representatives of the primary remaining
21 (subsequent to the satisfaction of the claim of Wachovia) constituencies in this case, the
22 Committee (on behalf of the unsecured creditors) and the Bridge Lenders (the remaining
23 secured creditors), have stipulated (see Exhibit 1 to the Motion) to the appointment of Jim
24 Baer as Responsible Officer in accordance with the terms of the Stipulation.

25 18. The Debtor believes that Jim Baer has the appropriate and
26 necessary experience and expertise to serve as the Responsible Officer for the Debtor in
27 this case. Such services are likely to primarily involve: (1) directing and working with
28 counsel in connection with the preparation and presentation of a liquidating chapter 11

1 plan and disclosure statement; (2) review and analysis and directing and working with
2 counsel and the Debtor's proposed accountant in connection with claims and
3 administrative expenses submitted in the chapter 11 case and the filing and resolution of
4 objections to claims, including administrative claims (postpetition business obligations,
5 section 503(b)(9) reclamation claims, professional fees, postpetition taxes, and any other
6 administrative obligations), other priority claims (e.g., priority wage claims and tax
7 claims), and general unsecured claims; (3) communications with the unsecured creditors'
8 committee (along with counsel) regarding administration of the case and related issues;
9 (4) recovery of deposits with merchant credit card processors; (5) directing and working
10 with counsel regarding resolution of any remaining post-closing issues with the
11 Purchaser, including any open issues relating to prorations and access to system/data
12 needed to administer chapter 11 case; (6) preparing, with the assistance of the
13 accountant (if needed), monthly operating reports to be submitted to the office of the
14 United States Trustee; (7) communicating with the Debtor's Board; and (8) directing and
15 working with counsel and the Debtor's proposed accountant, as appropriate, on all of the
16 above and any other matters necessary to advance the administration of the case,
17 including reviewing and executing declarations to be filed with the Court.

18 19. Need for Hearing on Shortened Time: The Debtor requires a hearing
19 on shortened time because with its former management and officers now employed by
20 the Purchaser, it is important that a chief responsible officer is fully in place, and
21 authorized by the Court in light of Baer & Troff having served as the Debtor's special
22 corporate counsel. In order to avoid delay and additional cost in the administration of
23 this case, including the filing of a liquidating plan of reorganization, it is imperative that
24 the Stipulation be approved and effective. The other parties to the Stipulation (the
25 Committee and the Bridge Lenders) represent the primary remaining constituencies in
26 this case (unsecured creditors and secured creditors) following the pay-off of the Debtor's
27 former senior secured creditor, Wachovia, that occurred at the time of the closing of the
28 Sale. The Committee and the Bridge Lenders desire that the Motion be heard on

1 shortened time on September 9, 2008, the time at which other hearings (hearings on
2 interim fee application) are already scheduled to take place in this case. Scheduling the
3 hearing on this date will not only assist in the expediting the administration of the case,
4 but will mitigate the legal expense of attending multiple hearings.

5 I declare under penalty of perjury that the foregoing is true and correct.

6 EXECUTED THIS 25th DAY OF AUGUST, 2008, AT LOS ANGELES,
7 CALIFORNIA.

8 
9 _____
10 DAVID S. KUPETZ

11 SulmeyerKupetz, A Professional Corporation
12 333 SOUTH HOPE STREET, THIRTY-FIFTH FLOOR
13 LOS ANGELES, CALIFORNIA 90071-1406
14 TEL. 213.626.2311 • FAX 213.629.4520
15
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EXHIBIT 1

SulmeyerKupetz, A Professional Corporation
333 SOUTH HOPE STREET, THIRTY-FIFTH FLOOR
LOS ANGELES, CALIFORNIA 90071-1406
TEL. 213.626.2311 • FAX 213.629.4520

1 David S. Kupetz (CA Bar No. 125062)
Email:dkupetz@sulmeyerlaw.com
2 Mark S. Horoupian (CA Bar No. 175373)
Email:mhoroupian@sulmeyerlaw.com
3 **SulmeyerKupetz**
A Professional Corporation
4 333 South Hope Street, Thirty-Fifth Floor
Los Angeles, California 90071-1406
5 Telephone: 213.626.2311
Facsimile: 213.629.4520
6
7 Bankruptcy Counsel for eStyle, Inc.
Debtor and Debtor in Possession

8 **UNITED STATES BANKRUPTCY COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA, LOS ANGELES DIVISION**

10 In re

11 ESTYLE, INC., a Delaware corporation,
12 dba babystyle, Cadeau, and Cadeau
Designs,

13 Debtor.

14
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16
17
18 Tax Id. # 95-4712564
19
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24
25

Case No. 2:08-bk-13518-SB

Chapter 11

**ORDER SHORTENING TIME FOR
HEARING ON MOTION FOR APPROVAL
OF STIPULATION BETWEEN DEBTOR
IN POSSESSION, OFFICIAL
UNSECURED CREDITORS'
COMMITTEE, AND "BRIDGE
LENDERS", OAK INVESTMENT
PARTNERS, IX, OAK IX AFFILIATES
FUND, OAK IX AFFILIATES FUND-A,
GRP II, L.P., GRP II PARTNERS, L.P.,
AND GRP II INVESTORS, L.P.
REGARDING (1) APPOINTMENT OF
RESPONSIBLE OFFICER FOR THE
DEBTOR; (2) EMPLOYMENT OF
ACCOUNTANT FOR THE DEBTOR;
AND (3) ANCILLARY ISSUES THERETO**

DATE: No Hearing Necessary
TIME: No Hearing Necessary
PLACE: U.S. Bankruptcy Court
Courtroom 1575
255 East Temple Street
Los Angeles, CA 90012

26 Based upon the Debtor's Ex Parte Application for Order Shortening Time for Ex
27 Parte Application for Order Shortening Time on Hearing on Debtor's Motion (the
28 "Motion") for Approval of Stipulation (the "Stipulation") Between Debtor In Possession,
Official Unsecured Creditors' Committee, and "Bridge Lenders", Oak Investment

SulmeyerKupetz, A Professional Corporation
333 SOUTH HOPE STREET, THIRTY-FIFTH FLOOR
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TEL. 213.626.2311 • FAX 213.629.4520

1 Partners, IX, Oak IX Affiliates Fund, Oak IX Affiliates Fund-A, GRP II, L.P., GRP II
2 Partners, L.P., and GRP II Investors, L.P. Regarding (1) Appointment of Responsible
3 Officer for the Debtor; (2) Employment of Accountant for the Debtor; and (3) Ancillary
4 Issues Thereto; Declaration of David S. Kupetz, and good cause appearing therefore, it is
5 **HEREBY ORDERED** as follows:

6 1. The hearing on the Motion shall be conducted on September 9,
7 2008, at 2:00 p.m.

8 2. The Debtor shall serve notice of the Motion via email (where
9 available), facsimile, or overnight mail if email or facsimile is not available, on the
10 following parties: (a) all parties who have requested special notice in the case; (b) all
11 secured creditors of the Debtor; (c) the Office of the United States Trustee; and (d)
12 counsel for the Unsecured Creditors' Committee.

13 3. Any objection to the Motion must be filed and served by no later than
14 _____, 2008. Replies to any objection shall be filed and served by no
15 later than _____, 2008.

16
17 DATED:

THE HONORABLE SAMUEL L. BUFFORD
UNITED STATES BANKRUPTCY JUDGE

18
19 PRESENTED BY:

20 **SulmeyerKupetz**
21 A Professional Corporation

22
23 By: /s/ David S. Kupetz
24 David S. Kupetz
25 Attorneys for ESTYLE, INC., Debtor in
26 Possession
27
28

SulmeyerKupetz, A Professional Corporation
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PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

At the time of service, I was over 18 years of age and **not a party to this action**. I am employed in the County of Los Angeles, State of California. My business address is 333 South Hope Street, Thirty-Fifth Floor, Los Angeles, California 90071-1406.

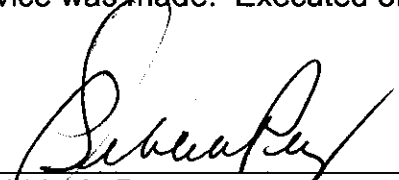
On August 26, 2008, I served the following document(s) described as **EX PARTE APPLICATION FOR ORDER SHORTENING TIME ON HEARING ON DEBTOR'S MOTION FOR APPROVAL OF STIPULATION BETWEEN DEBTOR IN POSSESSION, OFFICIAL UNSECURED CREDITORS' COMMITTEE, AND "BRIDGE LENDERS", OAK INVESTMENT PARTNERS, IX, OAK IX AFFILIATES FUND, OAK IX AFFILIATES FUND-A, GRP II, L.P., GRP II PARTNERS, L.P., AND GRP II INVESTORS, L.P. REGARDING (1) APPOINTMENT OF RESPONSIBLE OFFICER FOR THE DEBTOR; (2) EMPLOYMENT OF ACCOUNTANT FOR THE DEBTOR; AND (3) ANCILLARY ISSUES THERETO; DECLARATION OF MARK S. HOROUPIAN** on the interested parties in this action as follows:

BY MAIL: I enclosed the document(s) in a sealed envelope or package addressed to the persons at the addresses listed in the Service List and placed the envelope for collection and mailing, following our ordinary business practices. I am readily familiar with SulmeyerKupetz's practice for collecting and processing correspondence for mailing. On the same day that the correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid.

- | | |
|---|--|
| Carolyn Lievers, Esq.
First Assistant Attorney Gen. Business & Licensing
Attorney for Colorado Department of Revenue
1525 Sherman St., 7 th Floor
Denver, CO 80203 | State of Washington
Department of Revenue and Employment Security
c/o Zachary Mosner, Asst. Attorney General
Bankruptcy & Collections Unit
800 Fifth Ave, Ste 2000
Seattle, WA 98104-3188 |
| SwaddleDesigns, LLC, Charles C. Robinson
Garvey Schubert Barer
1191 Second Ave., 18 th Fl.
Seattle, WA 98101-2939 | Taubman Landlords
(West Farms Mall LLC;
c/o Taubman Realty Group Limited
The Taubman Company
Attn: Andrew S. Conway
200 E. Long Lake Road, Ste. 300
Bloomfield Hills, MI 48303-0200 |
| Tax Collector County of Santa Clara
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