

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
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

**NOTICE OF APPLICATION BY DEBTOR IN
POSSESSION FOR APPROVAL OF
EMPLOYMENT OF BAER & TROFF, LLP,
AS SPECIAL CORPORATE COUNSEL**

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

16
17
18
19 Tax Id # 95-4712564

20 **TO ALL INTERESTED PARTIES:**

21 **PLEASE TAKE NOTICE** as follows:

22 1. eStyle, Inc. (the "Debtor" or "Applicant"), debtor and debtor in
23 possession in the above-captioned chapter 11 case, has filed an application (the
24 "Application") requesting the Court's approval of the Debtor's employment of the law firm
25 of Baer & Troff, LLP ("B&T"), as the Debtor's special corporate counsel.

26 2. The Debtor requires special corporate counsel to assist it with
27 corporate and general business law matters and issues.
28

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

3. The Debtor is multichannel retailer that sells maternity, baby and kids apparel and toys, gear and related products direct to the consumer. As of the Petition Date, the Debtor sells its products at its 23 retail stores, through its babystyle.com website, and through a direct mail program.

4. Prior to the commencement of the Debtor's chapter 11 case, B&T was serving as the Debtor's corporate outside counsel. Pursuant to the Application, the Debtor proposes to employ B&T, under 11 U.S.C. § 327(e), to act as its special corporate counsel.

5. The Debtor believes that B&T is expert in corporate and business law matters and is well qualified to provide the services required by Debtor from special corporate counsel. A resume of B&T is attached to the Application as Exhibit 1. Furthermore, as a result of B&T's prepetition relationship with the Debtor, B&T is familiar with the Debtor's corporate and business law issues and requirements, and the Debtor believes that B&T will perform the services required of special corporate counsel in this case in an efficient and competent manner. It would be disruptive and costly to the Debtor if it were required to replace B&T as corporate and general business law counsel. Retaining new corporate Counsel would result in additional costs and unnecessary duplication of services, as the new professional becomes educated with regard to the Debtor's affairs and legal issues involving corporate and business law matters.

6. Prior to the commencement of the Debtor's chapter 11 case, the Debtor made payments to B&T totaling \$212,665.74. As of the Petition Date, B&T had a retainer balance on hand in the sum of \$91,832.50 that was not exhausted based on services rendered prior to the commencement of the Debtor's chapter 11 case.

7. B&T will charge the Debtor for services rendered at B&T's ordinary hourly rates (\$495/hour) in effect at the time the services are rendered. The Debtor will also reimburse B&T for expenses incurred by B&T in the course of its representation of

1 the Debtor. B&T understands that it is entitled to receive such amount(s) on account of
2 its fees and expenses as shall be approved by the Court.

3 8. The source of funds for all the payments, received prepetition by
4 B&T from Applicant was Applicant. The unused portion of the prepetition retainer has
5 been placed into a separate account of B&T subject to disbursement according to the
6 United States Trustee's Guide to Applications for Employment of Professionals and
7 Treatment of Retainers for the Central District of California.

8 9. If you have not received a copy of the Application and wish to
9 receive one, you may obtain a copy by requesting it from the Debtor's bankruptcy
10 counsel, SulmeyerKupetz, 333 South Hope Street, 35th Floor, Los Angeles, California
11 90071; telephone (213) 617-5289; fax (213) 629-4520; email: dperez@sulmeyerlaw.com;
12 attention: Debbie Perez. The Application will be promptly provided upon request.

13 10. **Pursuant to Local Bankruptcy Rule 2014-1(b)(2), if you wish to**
14 **object to the Debtor's employment of B&T as special corporate counsel, you must**
15 **file a written objection and request for a hearing, in the form required by Local**
16 **Bankruptcy Rule 9013-1(a)(7), no later than 15 days from the date of service of this**
17 **Notice.** You must file your objection and request with the Clerk of the United States
18 Bankruptcy Court located at 255 East Temple Street, Los Angeles, CA 90012, and serve
19 your objection upon the Debtor's bankruptcy counsel at the address indicated in the
20 upper left corner of the first page of this notice. If any such response is timely received,
21
22
23
24
25
26
27
28

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 the Debtor will set a hearing date on the Application and send out notice thereof. No
2 hearing will be held if no response and request for a hearing is received. The failure to
3 file an objection to the Application may be deemed by the Court as your consent to the
4 relief requested therein. If you do not oppose the Application, you need not take any
5 further action.

6 DATED: April 2, 2008

SulmeyerKupetz
A Professional Corporation

8
9 By: 

10 David S. Kupetz
11 Bankruptcy Counsel for eStyle, Inc.,
12 Debtor in Possession
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

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 PROOF OF SERVICE

2 STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

3 At the time of service, I was over 18 years of age and **not a party to this action**. I
4 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.

5 On April 2, 2008, I served the following document(s) described as **NOTICE OF**
6 **APPLICATION BY DEBTOR IN POSSESSION FOR APPROVAL OF EMPLOYMENT**
7 **OF BAER & TROFF, LLP, AS SPECIAL CORPORATE COUNSEL** on the interested
parties in this action as follows:

8 **SEE ATTACHED SERVICE LIST**

9 **BY MAIL:** I enclosed the document(s) in a sealed envelope or package addressed to the
10 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
11 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
12 in the ordinary course of business with the United States Postal Service, in a sealed
envelope with postage fully prepaid.

13 **BY E-MAIL OR ELECTRONIC TRANSMISSION:** I caused the document(s) to be sent
from the e-mail address dperez@sulmeyerlaw.com to the persons at the e-mail
14 addresses listed in the Service List, I did not receive, within a reasonable time after the
transmission, any electronic message or other indication that the transmission was
15 unsuccessful.

16 I declare under penalty of perjury under the laws of the United States of America
that the foregoing is true and correct and that I am employed in the office of a member of
the bar of this Court at whose direction the service was made.

17 Executed on April 2, 2008, at Los Angeles, California.

18 
19 _____
20 Debbie A. Perez
21
22
23
24
25
26
27
28

SERVICE LIST

- 1
- 2
- 3
- 4
- 5
- 6
- 7
- 8
- 9
- 10
- 11
- 12
- 13
- 14
- 15
- 16
- 17
- 18
- 19
- 20
- 21
- 22
- 23
- 24
- 25
- 26
- 27
- 28

DEBTOR

eStyle, Inc.
865 South Figueroa Street
Suite 2700
Los Angeles, CA 90017

OFFICE OF THE UNITED STATES TRUSTEE

Office of the United States Trustee
Attn: Ron Maroko, Esq.
Ernst & Young Plaza
725 South Figueroa St., 26th Floor
Los Angeles, CA 90017
ron.maroko@usdoj.gov

REQUEST FOR SPECIAL NOTICE

Bellevue Square Managers, Inc.
c/o John S. Kaplan, Esq.
Perkins Coie LLP
1201 Third Avenue, 40th Floor
Seattle, WA 98101-3099

Dream International USA, Inc.
c/o Samuel S. Oh, Esq.
Lim, Ruger & Kim, LLP
1055 West Seventh St., Ste. 2800
Los Angeles, CA 90017
sam.oh@lrklawyers.com

General Growth Management, Inc., as Agent
Attn: Kristen N. Pate, Assistant Gen. Counsel
110 N. Wacker
Chicago, IL 60606
ggpbk@ggp.com

Simon Property Group, Inc.
Attn: Ronald M. Tucker, Esq.
225 W. Washington St.
Indianapolis, IN 46204
rtucker@simon.com

Taubman Landlords
(West Farms Mall LLC;
Willow Bend Shopping Center LP, et al.)
c/o Taubman Realty Group Limited
The Taubman Company
Attn: Andrew S. Conway

- 1 200 E. Long Lake Road, Ste. 300
Bloomfield Hills, MI 48303-0200
aconway@taubman.com
- 2
- 3 The Irvine Company, LLC
c/o Ernie Zachary Park, Esq.
- 4 BEWLEY, LASSLEBEN & MILLER, LLP
13215 E. Penn St., Ste. 510
- 5 Whittier, CA 90602-1797
ernie.park@bewleylaw.com
- 6
- 7 Wachovia Capital Finance Corporation (Western)
Attn: Robin Van Meter, Vice President
251 South Lake Avenue, Suite 900
- 8 Pasadena, CA 91101
robin.vanmeter@wachovia.com
- 9
- 10 Wachovia Capital Finance Corporation (Western)
c/o William H. Kiekhofer III, Esq.
c/o Anthony J. Napolitano, Esq.
- 11 MAYER BROWN LLP
350 South Grand Ave., 25th Floor
- 12 Los Angeles, CA 90071
wkiekhofer@mayerbrown.com
anapolitano@mayerbrown.com
- 13
- 14 Westfield, LLC and
The Macerich Company
- 15 c/o Thomas J. Leanse, Esq.
c/o Brian D. Huben, Esq.
- 16 c/o Dustin P. Branch, Esq.
KATTEN MUCHIN ROSENMAN LLP
- 17 2029 Century Park East, Suite 2600
Los Angeles, CA 90067-3012
- 18

20 LARGEST UNSECURED CREDITORS

- 19
- 20 Atlas Paper Company
Attn Michael Finn Sales Rep
PO Box 2186
- 21 Woburn, MA 01888-9850
ajmazur@atlaspaper.com
- 22
- 23 Bugaboo North America Inc
Attn: Dan Pennachio
12 W 23rd St 3rd Fl
- 24 New York, NY 10010
dan@bugaboo.com
paul@bugaboo.com
- 25
- 26 Charlie Rocket
Attn: Bill Kahn or David
- 27 2861 W 7th St
Los Angeles, CA 90005
- 28 david@charlirocket.com

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 Citizens of Humanity LLC
- 2 Attn Katie Mintz
- 3 5715 Bickett St
- 4 Huntington Park, CA 90255
- 5 katie@seashowroom.com
- 6
- 7 Crocs, Inc.
- 8 Attn: Sarah E. Chase, Associate Corporate Counsel
- 9 6328 Monarch Park Place
- 10 Niwot, CO 80503
- 11 schase@crocs.com
- 12
- 13 Direct Marketing Solutions
- 14 Attn: Steve Benke
- 15 8534 NE Alderwood Rd
- 16 Portland, OR 97220
- 17 sbenke@teamdms.com
- 18
- 19 Dream International USA, Inc.
- 20 7001 Village Dr Ste 280
- 21 Buena Park, CA 90621
- 22 account@dreamiusa.com
- 23
- 24 Dream International USA, Inc.
- 25 c/o Samuel S. Oh, Esq.
- 26 Lim, Ruger & Kim, LLP
- 27 1055 West Seventh St., Ste. 2800
- 28 Los Angeles, CA 90017
- 29 sam.oh@lrklawyers.com
- 30
- 31 Epsilon Data Management, LLC
- 32 Attn: Andrew Kaufman or Pierre Charchaflain
- 33 2550 Crescent Dr
- 34 Lafayette, CO 80026
- 35 andrew.kaufman@epsilon.com
- 36
- 37 The Gilbert Company
- 38 Attn: Bill Williamson, Vice Pres., Supply Chain Solutions
- 39 15710 San Antonio Ave.
- 40 Chino, CA 91710
- 41 bill_williamson@gilbertusa.com
- 42 namlaw@maersk.com
- 43
- 44 J Hage Construction LLC
- 45 Attn Jordan Hage
- 46 21034 Heron Way Suite #104
- 47 Lakeville, MN 55044
- 48 E-mail: jhage@jhage.com
- 49
- 50 J Hage Construction LLC
- 51 Attn Jordan Hage
- 52 4655 Nichols Road, Ste. 106
- 53 Eagan, MN 55122
- 54 E-mail: jhage@jhage.com

- 1 Manulife Financial
- 2 Attn: Karen Gaines, Legal Dept.
865 S Figueroa St Ste 3320
- 3 Los Angeles, CA 90017
karen_gaines@manulife.com
- 4
- 5 New Breed Logistics Inc
Attn: Richard Valitutto
490 Gallimore Dairy Rd POB 75635
- 6 Greensboro, NC 27409
rvalitutto@newbreed.com
- 7
- 8 New Breed, Inc.
Attn: Dennis Hunt, Vice President
7900-400 Triad Center Drive
- 9 Greensboro, NC 27409
dhunt@newbreed.com
- 10
- 11 New Breed, Inc.
c/o William J. Wall, Esq.
Best Best & Krieger LLP
- 12 3750 University Ave., Ste. 400
P.O. Box 1028
- 13 Riverside, CA 92502
William.Wall@bbklaw.com
- 14
- 15 Newco International Inc
Attn Mark Johnson CEO
13600 Vaughn St
- 16 San Fernando, CA 91340
majofgpm@aol.com
- 17
- 18 Oracle USA, Inc
PO Box 44471
San Francisco, CA 44471
- 19 jacqueline.chin@oracle.com
- 20
- 21 Petunia Pickle Bottom
Attn: Braden Jones
305 S Kalorama St., Suite F
- 22 Ventura, CA 93001
braden@petunia.com
- 23
- 24 Pickle
8929 Wilshire Blvd Ste 212
Beverly Hills, CA 90211
rib@pickledesign.com
- 25
- 26 Robeez
7979 Enterprise St
Burnaby BC V5A1V5
- 27 Canada
- 28 Robeez

- 1 c/o Mark Jetton
Mark_jetton@striderite.com
- 2
- 3 Splendid Littles
dba Mo Industries Inc
3751 S Hill St
- 4 Los Angeles, CA 90007
- 5 UPS
Attn Hugo Tello, Acct Mgr
- 6 2930 Inland Empire Bl Ste 110
Ontario, CA 91764-4802
- 7 htello@ups.com
- 8 UPS Supply Chain Solutions
Attn: Bonifacio Gapultos
- 9 1515 West 190th Street, Suite 300
Gardena, CA. 90248
- 10 bonifacio.gapultos@ups-scs.com
kelly.huang@ups-scs.com
- 11 **INTERNAL REVENUE SERVICE**
- 12 Internal Revenue Service
P.O. Box 21126
- 13 Philadelphia, PA 19114
- 14 Internal Revenue Service
Insolvency I Stop 5022
- 15 300 North Los Angeles Street, Room 4062
Los Angeles, CA 90012-9903
- 16
- 17 Attorney General
United States Department of Justice
Ben Franklin Station
- 18 P.O. Box 683
Washington, DC 20044
- 19
- 20 United States Department of Justice Tax Division
Civil Trial Section, Western Region
P.O. Box 683
- 21 Ben Franklin Station
Washington, DC 20044
- 22
- 23 United States Attorney's Office Tax Division
Federal Building, Room 7211
300 North Los Angeles Street
- 24 Los Angeles, CA 90012
- 25 Civil Process Clerk
United States Attorney's Office
- 26 Federal Building, Room 7516
300 North Los Angeles Street
- 27 Los Angeles, CA 90012
- 28 **SECURED CREDITORS**

- 1 GRP Partners, L.P. et al.
- 2 Attn: Dana Kibler, Vice President
- 3 2121 Avenue of the Stars, Suite 1630
- 4 Los Angeles, CA 90067
- 5 Dana@GRPVC.com
- 6 GRP Partners, L.P; Oak Investment Partners, et al.
- 7 c/o Sara Stenberg, Esq.
- 8 DORSEY & WHITNEY LLP
- 9 Suite 1500, 50 South Sixth Street
- 10 Minneapolis, MN 55402-1498
- 11 Stenberg.Sara@dorsey.com
- 12 Oak Investment Partners
- 13 Attn: Jerry Gallagher
- 14 90 South 7th Street, Suite 4550
- 15 Minneapolis, MN 55402
- 16 Jerry@aokvc.com
- 17 Oak Management Corporation
- 18 Attn: Mickey Johnston, Executive Assistant
- 19 90 South 7th Street, Suite 4550
- 20 Minneapolis, MN 55402
- 21 mickey@oakvc.com
- 22 Oak Investment Partners IX LP
- 23 Oak IX Affiliates Fund, LP
- 24 Oak IX Affiliates Fund-A, LP
- 25 90 S 7th Street, Suite 4550
- 26 Minneapolis, MN 55402
- 27 Wachovia Capital Finance Corporation (Western)
- 28 c/o William H. Kiekhofer III, Esq.
- 18 c/o Anthony J. Napolitano, Esq.
- 19 MAYER BROWN LLP
- 20 350 South Grand Ave., 25th Floor
- 21 Los Angeles, CA 90071
- 22 wkiekhofer@mayerbrown.com
- 23 anapolitano@mayerbrown.com
- 24
- 25
- 26
- 27
- 28