

Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address DAVID L. NEALE (SBN 141225) TODD M. ARNOLD (SBN 221868) ROBERT M. CARRASCO (SBN 334642) LEVENE, NEALE, BENDER, YOO & GOLUBCHIK L.L.P. 2818 La Cienega Avenue Los Angeles, California 90034 Telephone: (310) 229-1234 Facsimile: (310) 229-1244 Email: DLN@LNBYG.COM; TMA@LNBYG.COM; RMC@LNBYG.COM <input type="checkbox"/> Individual appearing without attorney <input checked="" type="checkbox"/> Attorney for: Debtors and Debtors in Possession	FOR COURT USE ONLY
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**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION**

In re: ITTELLA INTERNATIONAL LLC, ITTELLA'S CHEF, LLC, X TATTOOED CHEF, INC., MYJOJO, INC., NEW MEXICO FOOD DISTRIBUTORS, INC., TCI TORTILLA FACTORY, LLC, BCI ACQUISITION, INC., TTCF-NM HOLDINGS INC., All Debtors Debtor(s).	CASE NO.: 2:23-bk-14154-SK CHAPTER: 11 <p style="text-align: center;">NOTICE OF SALE OF ESTATE PROPERTY</p>
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Sale Date: 09/06/2023	Time: 9:00 am
Location: Courtroom 1575, 255 East Temple Street, Los Angeles, California 90012 [and via ZoomGov]	

Type of Sale: Public Private **Last date to file objections:** 08/23/2023

Description of property to be sold:
 Personal Property (Chip Manufacturing Line). See n.1 and Sale Motion filed on 8/16/23, available free of charge at <https://cases.stretto.com/Ittella>.

Terms and conditions of sale:
 See n.1 below and Sale Motion filed on 8/16/23, available free of charge at <https://cases.stretto.com/Ittella>.

Proposed sale price: \$5,750,000

This form is mandatory. It has been approved for use in the United States Bankruptcy Court for the Central District of California.

Overbid procedure (if any):

See below and Sale Motion filed on 8/16/23, available free of charge at <https://cases.stretto.com/Ittella>.

If property is to be sold free and clear of liens or other interests, list date, time and location of hearing:

Date: September 6, 2023
Time: 9:00 a.m.
Place: Courtroom 1575
255 East Temple Street,
Los Angeles, California 90012
[and via ZoomGov]

Contact person for potential bidders (include name, address, telephone, fax and/or email address):

Debtor's Attorneys: Levene, Neale, Bender, Yoo & Brill L.L.P., Todd M. Arnold, 2818 La Cienega Avenue, Los Angeles, California 90034, Telephone: (310) 229-1234, Facsimile: (310) 229-1244, Email: tma@lnbyg.com

Date: 08/16/2023

n.1 Under the terms of the APA, the Purchase Price of \$5,750,000 to be paid by Buyer for the Transferred Assets is comprised of the following: (1) a non-refundable cash deposit in the amount of \$2,000,000 upon execution of the APA, (2) the remaining balance payable prior to the removal of the Transferred Assets from the Karsten facility, but in no event later than 3 weeks after Court approval of the sale. There are no conditions to Buyer's offer other than Court approval, and there are no contingencies that must be addressed before Buyer will close. The Transferred Assets are to be sold to Buyer "as is" and "where is" with no representations or warranties by TCI other than it is the lawful owner of the Transferred Assets and, upon approval of the sale, shall transfer the Transferred Assets free and clear of all liens and encumbrances.

In order to participate in the auction for the Transferred Assets, by not later than 2 business days prior to the hearing on the Motion, a prospective bidder must (1) deliver a cashier's check in the amount of \$575,000 to counsel for the Debtors; (2) provide proof of the bidder's ability to pay the remainder of the purchase price in cash upon closing which shall occur no later than 3 weeks following entry of an order approving the proposed sale; and (3) agree to proceed with the acquisition of the Transferred Assets on all of the same terms and conditions set forth in the APA (other than the identity of Buyer and the purchase price), including, without limitation, the absence of any conditions to closing other than entry of an order approving the sale and identifying the bidder as the winning bidder. Any competing bid made at the hearing on the Motion must be not less than \$50,000 more than the prior highest bid, and the bidding shall continue until no further bids are made by any participant in the auction. Neither Buyer nor any competing bidder shall be entitled to a break-up fee, any expense reimbursement, or any administrative claim for a "substantial contribution" claim under 11 U.S.C. § 503(b)(3) or (4), or any similar claim, in connection, with the sale.

At the conclusion of the auction, if any, TCI shall identify the "winning" bidder and may designate another party as a "backup" bidder in the event the winning bidder does not proceed with the transaction. If a party is designated as a "winning" bidder and, through no fault of TCI, fails to close within the established deadline, such bidder shall forfeit its deposit, and TCI can proceed to close a transaction with the designated "backup" bidder.

If no party satisfies the conditions to participating in an auction for the Transferred Assets prior to the hearing on the Motion, TCI will advise the Court that no auction will be necessary, and will seek approval of the APA and the sale to Buyer on the terms and conditions set forth therein.

PROOF OF SERVICE OF DOCUMENT

1 I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business
2 address is: 2818 La Cienega Avenue, Los Angeles, CA 90034

3 A true and correct copy of the foregoing document entitled **NOTICE OF SALE OF ESTATE PROPERTY**
4 will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR
5 5005-2(d); and **(b)** in the manner stated below:

6 **1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to
7 controlling General Orders and LBR, the foregoing document will be served by the court via NEF and
8 hyperlink to the document. On **August 16, 2023**, I checked the CM/ECF docket for this bankruptcy case
9 or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List
10 to receive NEF transmission at the email addresses stated below:

- 11 • Mark A Amendola mamendola@martynlawfirm.com
- 12 • Todd M Arnold tma@lnbyg.com
- 13 • Marshall J August maugust@franzel.com, rsantamaria@franzel.com
- 14 • Tanya Behnam tbehnam@polsinelli.com,
15 tanyabehnam@gmail.com;ccripe@polsinelli.com;ladocketing@polsinelli.com
- 16 • Michael Jay Berger michael.berger@bankruptcypower.com,
17 yathida.nipha@bankruptcypower.com;michael.berger@ecf.inforuptcy.com
- 18 • Daren Brinkman firm@brinkmanlaw.com, 7764052420@filings.docketbird.com
- 19 • Robert Carrasco rmc@lnbyg.com
- 20 • Abram Feuerstein abram.s.feuerstein@usdoj.gov
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27 mhoroupian@ecf.courtdrive.com;cheryl.caldwell@gmlaw.com;karen.files@gmlaw.com
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- Paul R Shankman PShankman@fortislaw.com, info@fortislaw.com
- Amit Kumar Sharma amit.sharma@aisinfo.com

- 1 • David Samuel Shevitz david@shevitzlawfirm.com, shevitzlawfirm@ecf.courtdrive.com;r48785@notify.bestcase.com;Jose@shevitzlawfirm.com
- 2 • Ronald P Slates rslates2@rslateslaw.com, scannavan@rslateslaw.com;slatesecf@rslateslaw.com
- 3 • Lindsey L Smith lls@lnbyg.com, lls@ecf.inforuptcy.com
- 4 • Randy S Snyder rsnyder@rsslegal.com
- 5 • Alan G Tippie Alan.Tippie@gmlaw.com, atippie@ecf.courtdrive.com;Karen.Files@gmlaw.com,patricia.dillamar@gmlaw.com,denise.walker@gmlaw.com
- 6 • United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov
- 7 • Glenn S Walter gwalter@honigman.com
- 8 • Roye Zur rzur@elkinskalt.com, cavila@elkinskalt.com;lwageman@elkinskalt.com;1648609420@filings.docketbird.com

8 **2. SERVED BY UNITED STATES MAIL:** On August 16, 2023, 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.

11 Additional service per Proof of Service to be filed by Stretto

12 **3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on August 16, 2023, 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.

15 **SERVED BY PERSONAL DELIVERY**

16 Honorable Sandra R. Klein
 17 United States Bankruptcy Court
 18 255 E. Temple Street, Suite 1582
 19 Courtroom 1575
 20 Los Angeles, CA 90012

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

August 16, 2023	Lourdes Cruz	/s/ Lourdes Cruz
Date	Type Name	Signature

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