

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF CONNECTICUT**

In re: G&G RESTORATION, LLC Debtor(s).	CASE NO: 20-31459 CHAPTER: 7
Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address: Andrea M. O'Connor, Esq. (Fed. No. 431910) 46 Center Square, East Longmeadow, MA 01028 Tel. (413) 486-1110; amo@fitzgeraldpc.com <input checked="" type="checkbox"/> <i>Attorney for:</i> Andrea M. O'Connor, Trustee <input type="checkbox"/> <i>Individual appearing without attorney</i>	<p><u>NOTICE OF PROPOSED PRIVATE SALE OF ESTATE PROPERTY</u></p>
<p><u>NOTE: This form shall be completed in accordance with D. Conn. Bankr. L. R. 6004-1(a).</u></p>	

Description of property to be sold:

5-year Promissory Note (the "Note"), having a current balance of \$24,000.00, Mortgage to secured repayment of the Note, and associated Settlement Agreement.

Proposed Private Sale Information:

Date of Proposed Private Sale:	August 10, 2022	Time of Proposed Private Sale:	
Location of Proposed Private Sale:	Trustee's Office or such other mutually agreeable location		

Objection Deadline and Hearing Information:

*Last date to file Objections to Proposed Private Sale: July 27, 2022

*Hearing Date and Time to approve Proposed Private Sale: August 3, 2022 at 11:00 a.m.

*** Hearing when objection filed:** A hearing on any objection to the Notice of Proposed Private Sale shall be held on the Hearing Date and Time listed in this Notice.

*** Hearing when no objection filed:** If no objection to the Notice of Proposed Sale is filed, the Court may require that a hearing on the Notice of Proposed Sale be held on the Hearing Date and Time listed in this Notice. **See Local Rules of Bankruptcy Procedure, Appendix M.** Parties are encouraged to review the docket of this case or contact the Clerk's Office to determine if a hearing on the Notice of Proposed Private Sale will be held on the Hearing Date and Time listed in this Notice.

NOTE: Before filing this Notice, you must obtain a Hearing Date and Time and an Objection Deadline date to include in this Notice by contacting the appropriate Courtroom Deputy using the applicable e-mail address:

CourtroomDeputy_Bridgeport@ctb.uscourts.gov - CourtroomDeputy_Hartford@ctb.uscourts.gov - CourtroomDeputy_NewHaven@ctb.uscourts.gov

Pursuant to D. Conn. Bankr. L.R. 6004-1(a), this form is mandatory. It has been approved for use in the United States Bankruptcy Court for the District of Connecticut and will be posted by the Clerk on the Court's website for publication.

Proposed private sale price:

Terms and conditions of proposed private sale:

The Trustee shall convey the Bankruptcy Estate's interest in the asset to the Buyer, pursuant to a Bill of Sale, Assignment and Allonge of the underlying Note, and Assignment of the Mortgage, within 18 days after entry of the Sale Order, unless the Sale Order is appealed and the sale is stayed.

The asset is being sold free and clear of all liens, claims, and encumbrances.

The asset is being sold in "as is," "where is," and "how is" condition.

The sale is subject to approval of the Bankruptcy Court.

See attached additional Bidding Procedures.

Contact person for proposed private sale (include name, address, telephone, fax and/or email address):

Andrea M. O'Connor, Esq.
Fitzgerald Law, P.C.
46 Center Square
East Longmeadow, MA 01028
Tel. (413) 486-1110
amo@fitzgeraldpc.com

Date:

Pursuant to D. Conn. Bankr. L.R. 6004-1(a), this form is mandatory. It has been approved for use in the United States Bankruptcy Court for the District of Connecticut and will be posted by the Clerk on the Court's website for publication.

BIDDING PROCEDURES

Submitting a Bid

- a. Any party, other than JM Partners, LLC (“JMP”),¹ that is interested in being a participant in the sale process and acquiring the Asset (each such person, a “Bidder”), must submit a “Qualified Bid,” as defined below. Upon request, the Trustee shall provide a word version of the APA to any Bidder.

- b. A “Qualified Bid” must contain a signed APA from the Bidder on substantially the same terms as the Stalking Horse Bid, except Purchase Price and the Break-Up Fee, include a “red line” of any modifications or amendments to the APA, and must satisfy, at a minimum, the following requirements:
 - i. The minimum overbid must be at least ten (10%) percent more than the Purchase Price in the Stalking Horse Bid;
 - ii. Be accompanied by a deposit in the form of a certified check payable to the order of the Trustee or other immediately available funds in an amount equal to 10% of the overbid and sent to the Trustee so that it is received by the Trustee no later than the Qualified Bid Deadline, as fixed by the Court;
 - iii. Must be irrevocable until the close of the Sale Hearing (as defined herein);
 - iv. Consent to such Qualified Bid being treated as a Back-up Bid, as defined herein; and
 - v. Must contain a “no collusion” statement required in accordance with Local Rule 6004-2(e), a form of which is annexed to the APA as Exhibit 1.

- c. The Stalking Horse Bid shall be deemed a “Qualified Bid.”

- d. All Qualified Bids must be submitted to the Trustee so that she receives the Qualified Bid no later than July 26, 2022 (the “Bid Deadline”).

¹ Capitalized terms not defined herein shall have the meaning ascribed in the Sale Motion.

Auction Procedure

e. If the Trustee receives one or more timely Qualified Bids in addition to the Stalking Horse Bid, an auction of the Asset will be conducted (the “Auction”). The Auction will be conducted by the Trustee prior to the hearing on the Sale Motion (the “Sale Hearing”).

f. Withing two business days after the Bid Deadline, the Trustee shall file a notice of any overbid on the docket and notify all Qualified Bidders, via email, that they must submit their highest and best offer (“Sealed Bid”) by sealed bid to the Trustee by email (amo@fitzgeraldpc.com) by 4:00 p.m. on the day before the Sale Hearing (“Sealed Bid Deadline”).

g. The Trustee shall: (i) review each Sealed Bid on the basis of financial and contractual terms and the factors relevant to the sale process, including those factors affecting the speed and certainty of consummating the sale; (ii) using her reasonable discretion taking into account her fiduciary duties, identify the highest or otherwise best offer for the Asset (the “Successful Bid”) and any second-highest Sealed Bid (the “Back-up Bid”); and (iii) present the Successful Bid to the Court for approval at the Sale Hearing and the basis for such determinations.

h. The Sale Hearing shall be conducted at the U.S. Bankruptcy Court for the District of Connecticut, 157 Church Street, 18th Floor, New Haven, Connecticut 06510 on the date/time set by the Court in connection with the Sale Motion and Notice of Sale.

i. Holders of Sealed Bids are authorized to participate in the Sale Hearing via the ZoomGov video conference platform. The Trustee shall request the Zoom link information from the Bankruptcy Court and provide it to any holder of a Sealed Bid in advance of the Sale Hearing.

j. If the holder of the Successful Bid, for any reason, fails to timely conclude the sale of the Asset, the Trustee, upon the filing of a notice, but without further approval of the Court, shall be authorized to accept the Back-up Bid and close the sale. The sale transaction shall be consummated on or before August 10, 2022 at 4:00 p.m.

Deposits

k. Any deposit tendered to the Trustee by the holder of the Successful Bid shall be applied to the purchase price at the closing of the sale of the Asset (the “Closing”).

l. The deposit for the Back-Up Bid shall be held in escrow by the Trustee pending the Closing and, in the event that the holder of the Successful Bid consummates the sale, be returned to the holder of the Back-Up Bid immediately after the Closing. In the event that the sale is closed with the holder of the Back-Up Bid, the deposit shall be applied to the purchase price at Closing.

m. The Trustee shall be authorized, without any further Court Order, to return any deposit tendered to the Trustee in connection with any Qualified Bid, except the Successful Bid and the Back-Up Bid, following the Sale Hearing.

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WOMR LLC
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Killingworth, CT 06419-0801

JM Partners, LLC
Attn: John Marshall, Member
6800 Paragon Place, Suite 202
Richmond, VA 23230-1656

BANKRUPTCY ASSET MANAGEMENT
Attn: John Palumbo, President & CEO
10175 Fortune Parkway, Suite 101
Jacksonville, FL 32256-6747

Via E-Mail:

Nauni, LLC
Attn: William Spears, Member
w_spears@msn.com

JM Partners, LLC
Attn: John Marshall, Member
jmarshall@jmpartnersllc.com

SM FINANCIAL SERVICES
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Attn: Steven & Jane Mitnick
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OAK BRIDGE WASTE AND
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CONNECTICUT DEPARTMENT OF
REVENUE SERVICES
ATTN: Collections Unit – Bankruptcy
Team
450 Columbus Blvd., Suite 1
Hartford, CT 06103-1837

WHATS ON MY ROOF, LLC
Attn: President
69 Blueberry Hill Reserve
Killingworth, CT 06419-2330

Bankruptcy Asset Management
Attn: John Palumbo, President & CEO
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SM Financial Services Corporation
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Dated: July 6, 2022

By: / s/ Andrea M. O'Connor
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