UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
LAKELAND TOURS, LLC, *et al.*,[1]	Case No. 20-11647 (JLG)
Debtors.	(Jointly Administered)

DECLARATION OF LETICIA SANCHEZ ON BEHALF OF STRETTO REGARDING SOLICITATION OF VOTES AND TABULATION OF BALLOTS ACCEPTING AND REJECTING THE JOINT PREPACKAGED CHAPTER 11 PLAN OF REORGANIZATION OF LAKELAND TOURS, LLC AND ITS DEBTOR AFFILIATES

I, Leticia Sanchez, declare, under penalty of perjury:

1. I am a Director of Corporate Restructuring at Stretto ("Stretto"), located at 410 Exchange, Suite 100, Irvine, California 92602. I am over the age of eighteen years and not a party to the above-captioned action. Unless otherwise noted, I have personal knowledge of the facts set forth herein.

2. I submit this Declaration with respect to the solicitation of votes and the tabulation of ballots cast on the *Joint Prepackaged Chapter 11 Plan of Reorganization of Lakeland Tours, LLC and Its Debtor Affiliates*, dated July 21, 2020 [Docket No. 4] (as may be amended, supplemented, or modified from time to time, the "Plan"). Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and my review of the relevant documents. I am authorized to submit this Declaration on behalf of Stretto. If I were called to testify, I could and would testify competently as to the facts set forth herein.

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: WS Holdings Acquisition, Inc. (9485); WS Holdings, Inc. (0057); WS Purchaser, Inc. (0370); WH Blocker, Inc. (5344); WorldStrides Holdings, LLC (5007); Lakeland Holdings, LLC (2612); Lakeland Intermediate, LLC (1831); Lakeland Seller Finance, LLC (0866); Lakeland Finance, LLC (9273); Lakeland Tours, LLC (2946); Heritage Education & Festivals, LLC (6352); Oxbridge Academic Resources, LLC (6010); WorldStrides International, LLC (6303); Explorica, Inc. (3247); Explorica Travel, Inc. (4040); Explorica Merida Holdings, LLC (6915); Leadership Platform Acquisition Corporation (4276); Brightspark Travel, Inc. (4913); Travel Turf, Inc. (0766); National Educational Travel Council, LLC (5704); International Studies Abroad LLC (4025); ISA World Holding, LLC (5258); GlobaLinks - Canada, LLC (0811); and GlobaLinks, LLC (6865). The location of the Debtors' service address in these chapter 11 cases is: 49 West 45th Street, New York, NY 10036.

3. Prior to the commencement of these chapter 11 cases, the Debtors retained Stretto as their solicitation and voting tabulation agent to assist with, among other things, (a) service of solicitation materials to the parties entitled to vote to accept or reject the Plan and (b) tabulation of votes cast with respect thereto. Stretto and its employees have considerable experience in soliciting and tabulating votes to accept or reject proposed prepackaged chapter 11 plans.

4. On July 21, 2020, the Debtors filed *Debtors' Application Seeking Entry of an Order (I) Authorizing and Approving the Appointment of Stretto as Claims and Noticing Agent and (II) Granting Related Relief* [Docket No. 11].

I. Service and Transmittal of Solicitation Packages

5. The procedures adhered to by Stretto for the solicitation and tabulation of votes are outlined in the *Disclosure Statement for the Joint Prepackaged Chapter 11 Plan of Reorganization of Lakeland Tours, LLC d/b/a WorldStrides and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (the "Disclosure Statement"), dated July 21, 2020 [Docket No. 5], and in the ballots distributed to parties entitled to vote on the Plan (collectively, the "Solicitation Procedures"). I supervised the solicitation and tabulation performed by Stretto's employees.

6. The Debtors established July 13, 2020 as the record date (the "Voting Record Date") for determining which creditors were entitled to vote on the Plan. Pursuant to the Plan and Solicitation Procedures, Holders of Class 4 Loan Claims who held their claims in the following class as of the Voting Record Date, were entitled to vote to accept or reject the Plan (the "Voting Class").

Class	Class Description
Class 4	Loan Claims

No other classes under the Plan were entitled to vote on the Plan.

7. In accordance with the Solicitation Procedures, Stretto worked closely with the Debtors and their advisors to identify the holders entitled to vote in the Voting Class as of the Voting Record Date, and to coordinate the distribution of solicitation materials to these holders. Stretto relied on the following information to identify and solicit Holders of Claims in the Voting Class: a lender list for holder of Loan Claims as of the Voting Record Date. Using this information, and with guidance from the Debtors and their advisors, Stretto created a voting database reflecting the name, address, voting amount, and classification of Claims in the Voting Classes.

8. A detailed description of Stretto's distribution of solicitation materials is set forth in Stretto's *Affidavit of Service of Solicitation Materials*, that was filed with the Court on July 21, 2020 [Docket No. 22].

9. On or around July 20, 2020, links were available on the Debtor's restructuring website maintained by Stretto at https://cases.stretto.com/worldstrides providing parties with access to, among other documents, copies of the Plan and the Disclosure Statement.

II. General Tabulation Process

10. Further, in accordance with the Solicitation Procedures and Disclosure Statement, Stretto reviewed, determined the validity of, and tabulated the ballots submitted to vote on the Plan. Ballots returned by U.S. first-class mail, overnight delivery, personal delivery by hand, or via Stretto's electronic mail address LakelandBallots@Stretto.com were processed in accordance with the Disclosure Statement and Solicitation Procedures. Upon receiving the ballots, Stretto took the following actions:

a. With respect to hard copy Ballots:

i. Each returned ballot was opened, and the contents were reviewed, removed, or printed (as applicable), stamped with the date and time received. Each ballot was then scanned into Stretto's system and sequentially numbered (the "Ballot Number").

b. With respect to Ballots submitted via electronic mail;

i. Each Ballot was downloaded, opened, and inspected by employees of Stretto; and

ii. Ballots were date-stamped upon the receipt of the electronic mail.

iii. Electronic images of each Ballot were created using the submitted ballot data.

c. Stretto then entered into a computer database all pertinent information from each of the ballots, including amount, the date and time the ballot was received, the Ballot Number, the voting dollar amount, whether the creditor submitting the ballot voted to accept or reject the Plan, and signatory's name and contact.

11. In order for a Ballot to be counted as valid, and included in the tabulation results, the Ballot was required to have complied with the Solicitation Procedures, including being: (a) properly completed pursuant to the Solicitation Procedures, (b) executed by the relevant holder entitled to vote on the Plan (or such holder's authorized representative), (c) returned to Stretto via an approved method of delivery set forth in the Solicitation Procedures and (d) received by Stretto by 11:59 p.m. (prevailing Eastern Time) on July 28, 2020 (the "Voting Deadline") unless extended or waived by the Debtor. All ballots were to be delivered to Stretto as follows: (a) if by U.S. Postal Service mail, overnight or personal delivery, Lakeland Tours, LLC Ballot Processing, c/o Stretto,

410 Exchange. Suite 100, Irvine, California 92602; (b) if via electronic mail, LakelandBallots@Stretto.com.

12. Stretto also examined each valid ballot to determine which creditors opted out of the Third-Party Release provided in Article VIII.E of the Plan (the "Release Opt-Out").

13. All valid ballots cast by holders entitled to vote in the Voting Class and received by Stretto on or before the Voting Deadline were tabulated pursuant to the Solicitation Procedures.

14. Stretto is in possession of the ballots received by it, and copies of the same are available for review during Stretto's normal business hours.

III. The Voting Results

14. I hereby certify that the results of the voting by Holders of Claims in the Voting Class are as set forth in **Exhibit A** (the "Final Tabulation Results") to this Certification, which is a true and correct copy of the final tabulation of votes, cast by timely and properly completed Ballots received by Stretto.

CLASS	TOTAL BALLOTS RECEIVED			
	Accept		Reject	
	AMOUNT (% of Amount)	NUMBER (% of Number voted)	AMOUNT (% of Amount)	NUMBER (% of Number Voted)
Class 4 – Loan Claims	$622,488,040.82 (100.00%)	377 (100.00%)	$00.00 (00.00%)	0 (00.00%)

15. Based on the review of each Ballot to determine which creditors opted out of the Third-Party Release provided in Article VIII.E of the Plan, 377 Holders of claims in the Voting Class affirmatively selected the Release Opt-Out.

16. To the best of my knowledge, information and belief, the foregoing information concerning the distribution, submission and tabulation of Ballots in connection with the Plan is true and correct.

Dated: August 11, 2020

Leticia Sanchez
STRETTO
410 Exchange, Suite 100
Irvine, CA 92602
Telephone: 855.260.9397
Email: TeamWorldstrides@stretto.com

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California,
County of Orange

Subscribed and sworn to (or affirmed) before me this 12th day of August 2020, by Leticia Sanchez, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: ______________________

JULIAN DEL TORO
Notary Public - California
Orange County
Commission # 2300693
My Comm. Expires Aug 9, 2023

Exhibit A

Final Tabulation Results

Exhibit A

Class	Class Description	Total Voted	Total Accepted	Total Rejected	Total Dollar Voted	Total Dollar Accepted	Total Dollar Rejected	% Accepted	% Rejected	% Dollar Accepted	% Dollar Rejected
4	Loan Claims	377	377	0	$622,488,040.73	$622,488,040.73	$0.00	100%	0%	100%	0%