

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION
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In re:	Chapter 11
STEIN MART, INC. ¹	Case No. 3:20-bk-2387
STEIN MART BUYING CORP.	Case No. 3:20-bk-2388
STEIN MART HOLDING CORP.,	Case No. 3:20-bk-2389
Debtors.	Joint Administration Requested

DEBTORS' EMERGENCY MOTION PURSUANT TO 11 U.S.C. §§ 105(a) AND 521(a) AND FED. R. BANKR. P. 1007(c) FOR ENTRY OF AN ORDER EXTENDING TIME TO FILE THEIR SCHEDULES OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS

(Emergency Hearing Requested on or before Friday, August 14, 2020)

Stein Mart, Inc. ("SM"), Stein Mart Buying Corp. ("SMB") and Stein Mart Holding Corp. ("SMHC" and together with SM and SMB, the "Debtors" or the "Company"), as Debtors and Debtors-in-Possession in the above-captioned chapter 11 cases, respectfully represent as follows:

I. JURISDICTION

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b). This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

¹ The tax identification numbers of the Debtors are as follows: Stein Mart, Inc. 6198; Stein Mart Buying Corp. 1114; and Stein Mart Holding Corp. 0492. The address of the Debtors' principal offices: 1200 Riverplace Blvd., Jacksonville, FL 32207. The Debtors' claims agent maintains a website, <https://cases.stretto.com/SteinMart>, which provides copies of the Debtors' first day pleadings and other information related to the case.

2. The bases for the relief requested herein are sections 105(a) and 521(a)(1)(b) of Title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “**Bankruptcy Code**”) and Rule 1007(c) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

II. BACKGROUND

3. On the date hereof (the “**Petition Date**”), each of the Debtors commenced with this Court a voluntary case under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee of creditors has been appointed in these chapter 11 cases.

4. Contemporaneously herewith, the Debtors have filed a motion requesting joint administration of these chapter 11 cases pursuant to Bankruptcy Rule 1015(b) and Local Bankruptcy Rule 1015-1.

5. Information regarding the Debtors’ business, capital structure, and the circumstances leading to the commencement of these chapter 11 cases is set forth in the *Debtors’ Chapter 11 Case Management Summary*, sworn to on the date hereof (the “**Case Management Summary**”), which has been filed with the Court contemporaneously herewith.²

III. RELIEF REQUESTED

6. Pursuant to sections 105(a) and 521(a)(1)(B) of the Bankruptcy Code and Bankruptcy Rule 1007(c), the Debtors request that the Court extend the fourteen (14) day period to file their schedules of assets and liabilities and statements of financial affairs (collectively, the

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Case Management Summary.

“Schedules”) by an additional thirty (30) days, through and including September 25, 2020, without prejudice to their right to request additional time should it become necessary.

IV. BASIS FOR RELIEF REQUESTED

7. Section 521 of the Bankruptcy Code requires debtors to file, *inter alia*, “a schedule of assets and liabilities” and “a statement of . . . financial affairs.” 11 U.S.C. § 521(a)(1)(B). Bankruptcy Rule 1007(c) provides that “in a voluntary case, the schedules, statements and other documents required by subdivision (b)(1), (4), (5), and (6),” which include the Schedules, “shall be filed with the petition or within 14 days thereafter.” Fed. R. Bankr. P. 1007(c).

8. The Court may grant the relief requested herein pursuant to Bankruptcy Rule 1007(c), which provides that “[a]ny extension of time to file schedules [and] statements . . . may be granted only on motion for cause shown and on notice to the United States trustee, any committee . . . appointed under § 1102 of the Code, [and any] trustee, examiner, or other party as the court may direct.” Fed. R. Bankr. P. 1007(c). Moreover, section 105(a) of the Bankruptcy Code empowers the Court to “issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of” the Bankruptcy Code. 11 U.S.C. § 105(a).

9. The Debtors have an aggregate of approximately \$723 million in assets and approximately \$770 million in liabilities and estimate that they have more than 1,000 creditors and other parties-in-interest on a combined basis. Given the size and complexity of the Debtors’ operations, the Debtors anticipate that they will be unable to complete their Schedules in the fourteen (14) days provided under Bankruptcy Rule 1007(c).

10. To prepare the Schedules, the Debtors must review and compile information from their books and records and from other documents relating to, among other things, accounts

payable and receivable, real estate leases, employee wages and benefits, intercompany transactions, and vendor and supplier agreements. Collecting the necessary information to prepare the Schedules requires an enormous expenditure of time and effort from the Debtors, their employees, and their professionals.

11. While the Debtors, their employees, and their professionals, are working diligently to prepare the Schedules, their resources are limited and strained. Moreover, they are facing competing demands to prepare the Schedules, stabilize business operations during this critical post-petition period, and provide continued support to the Debtors' efforts to maximize value through the restructuring process. Accordingly, they are unlikely to be able to properly and accurately complete the Schedules within the statutory fourteen (14) day period and anticipate that they will require at least thirty (30) additional days to complete the Schedules.

12. It is within the Court's equitable powers under section 105 of the Bankruptcy Code to extend the deadline to file the Schedules as requested herein. The Debtors respectfully submit that the relief requested herein is appropriate in light of the vast amount of information they must review and compile in order to complete the Schedules and the number of hours required to complete the task. Moreover, the magnitude of the task constitutes good and sufficient cause for granting the requested extension of time.

13. Courts have granted the relief requested herein in large, complex chapter 11 cases such as these. *See, e.g. In re E-Brands Restaurants, LLC*, et al., Case No. 10-18282-KRM (Bankr. M.D. Fla. Aug. 20, 2010); *In re Winn-Dixie Stores, Inc.*, Case No. 05-03817-3F1 (Bankr. M.D. Fla. March 4, 2005); *In re Robb & Stucky Limited LLP*, Case No. 8:11-bk-02801-CED (Bankr. M.D. Fla Mar. 2, 2011).

14. Accordingly, the Debtors request that the Court extend the fourteen (14) day period for an additional thirty (30) days, without prejudice to their right to request further extensions, for cause shown. The relief requested herein will not prejudice any party-in-interest. The Debtors intend to cooperate with the Office of the United States Trustee for the Middle District of Florida (the “**U.S. Trustee**”), counsel to the prepetition ABL Agent, counsel to the prepetition Term Loan Agent, and other parties in interest to provide access to relevant information regarding the Debtors’ businesses and financial affairs.

V. NO PRIOR REQUEST

15. No prior request for the relief sought in this Motion has been made to this Court or any other court.

WHEREFORE the Debtors respectfully request an emergency hearing on this Motion and entry of the proposed order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: Jacksonville, Florida
August 12, 2020

Respectfully submitted,
FOLEY & LARDNER LLP

/s/ Gardner F. Davis

Gardner F. Davis (FL 0471712)

Telephone: 904.359.8726

Email: gdavis@foley.com

John J. Wolfel (FL 30664)

Telephone: 904.359.8778

Email: jwolfel@foley.com

Neda A. Sharifi (FL 112172)

Telephone: 904.359.8719

Email: nsharifi@foley.com

Richard E. Guyer (FL 1004150)

Telephone: 904.633.8902

Email: rguyer@foley.com

One Independent Drive, Suite 1300

Jacksonville, FL 32202-5017

and

Mark J. Wolfson (FL 0352756)

Foley & Lardner LLP

100 N Tampa St Suite 2700

Tampa, FL 33602

Telephone: 813.225.4119

Email: mwolfson@foley.com

and

Marcus Helt (TX 24052187)

Foley & Lardner LLP

2021 McKinney Avenue, Suite 1600

Dallas, TX 75201

Telephone: 214.999.4526

Email: mhelt@foley.com

Pro hac vice admission pending

*Proposed Counsel for Debtors
and Debtors in Possession*

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**ORDER PURSUANT TO 11 U.S.C. §§ 105(a) AND 521(a)(1)(B) AND
FED. R. BANKR. P. 1007(c) EXTENDING DEBTORS' TIME TO FILE SCHEDULES
OF ASSETS AND LIABILITIES AND STATEMENTS OF FINANCIAL AFFAIRS**

THIS CASE came on for consideration upon the motion (the “**Motion**”)¹ of Stein Mart, Inc. (“**SM**”), Stein Mart Buying Corp. (“**SMB**”) and Stein Mart Holding Corp. (“**SMHC**” and together with SM and SMB, the “**Debtors**” or the “**Company**”), as Debtors and Debtors-in-Possession in the above-captioned chapter 11 cases, pursuant to sections 105(a) and 521(a)(1)(B)

¹ The tax identification numbers of the Debtors are as follows: Stein Mart, Inc. 6198; Stein Mart Buying Corp. 1114; and Stein Mart Holding Corp. 0492. The address of the Debtors’ principal offices: 1200 Riverplace Blvd., Jacksonville, FL 32207. The Debtors’ claims agent maintains a website, <https://cases.stretto.com/SteinMart>, which provides copies of the Debtors’ first day pleadings and other information related to the case.

¹ Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

of the Bankruptcy Code, and Bankruptcy Rule 1007(c), for an order extending the fourteen (14) day period to file their schedules of assets and liabilities and statements of financial affairs (collectively, the “**Schedules**”) by an additional thirty (30) days, through and including September 25, 2020, without prejudice to the Debtors’ right to request additional time should it become necessary, as more fully set forth in the Motion; and the Court having jurisdiction to decide the Motion and the relief requested therein in accordance with 28. U.S.C. §§ 157(a)-(b) and 1334(b); and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion having been given as provided in the Motion, and such notice having been adequate and appropriate under the circumstances; and it appearing that no other or further notice of the Motion need be provided; and the Court having held a hearing on _____ to consider the relief requested in the Motion (the “**Hearing**”); and upon the *Debtor’s Chapter 11 Case Management Summary*, filed contemporaneously with the Motion, the record of the Hearing, and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their respective estates and creditors, and all parties-in-interest, and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED:

1. The Motion is **GRANTED**.
2. Pursuant to sections 105(a) and 521(a)(1)(B) of the Bankruptcy Code and Bankruptcy Rule 1007(c), the time by which the Debtors shall file their Schedules is hereby

extended by an additional thirty (30) days, through and including September 25, 2020 without prejudice to the Debtors' right to seek further extensions upon a showing of cause therefor.

3. This Order shall be effective immediately upon entry.
4. The Debtors are authorized to take all action necessary to carry out this Order.
5. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Debtors' counsel is directed to serve a copy of this order on interested parties who do not receive service by CM/ECF and file a proof of service within three days of entry of this order.