IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE:	Chapter 11
CHARACTER TECHNOLOGIES, INC.,	Case No. 26-11603-BLS
Debtor.	

THE COALITON OF THE STATE ATTORNEYS GENERAL JOINDER TO THE UNITED STATES TRUSTEE'S OBJECTION TO THE DEBTOR'S MOTION PURSUANT TO SECTIONS 105, 363 AND 365 OF THE BANKRUPTCY CODE FOR ENTRY OF (I) AN ORDER (A) APPROVING BIDDING PROCEDURES AND BID PROTECTIONS, (B) SCHEDULING CERTAIN DATES AND DEADLINES WITH RESPECT THERETO, (C) APPROVING THE FORM AND MANNER OF NOTICE THEREOF, (D) APPROVING THE DESIGNATION OF DISNEY WORLDWIDE SERVICES, INC. AS STALKING HORSE PURCHASER WITH RESPECT TO THE DISNEY TARGET ASSETS, (E) AUTHORIZING THE DEBTOR TO DESIGNATE ADDITIONAL STALKING HORSE PURCHASERS FOR THE ASSETS AND (F) ESTABLISHING NOTICE AND PROCEDURES FOR THE ASSUMPTION AND ASSIGNMENT OF CONTRACTS AND LEASES; AND (II) AN ORDER (A) AUTHORIZING AND APPROVING THE SALE OF ASSETS, (B) APPROVING THE ASSUMPTION OF THE TSA AND THE ASSUMPTION AND ASSIGNMENT OF THE ASSUMED EXECUTORY CONTRACTS AND UNEXPIRED LEASES AND (C) GRANTING RELATED RELIEF

COMES NOW, the State of Alaska; State of Arkansas, *ex rel*. Tim Griffin, Attorney General; People of the State of California; State of Colorado, *ex rel.* Phil J. Weiser, Attorney General; Office of the Attorney General, Office of the Attorney General, State of Connecticut; District of Columbia, Office of the Attorney General; State of Delaware *ex rel.* Kathleen Jennings, Attorney General; State of Georgia; State of Hawaii; The Attorney General of Idaho; The People of the State of Illinois by Attorney General Kwame Raoul; State of Indiana; The State of Kansas, *ex rel*. Kris Kobach; Commonwealth of Kentucky, *ex. rel.* Russell Coleman,

Attorney General; State of Louisiana; State of Massachusetts; State of Maine; Michigan Attorney General, *ex rel*. the People of the State of Michigan; State of Minnesota, by its Attorney General, Keith Ellison; State of Mississippi *ex rel.* Attorney General Lynn Fitch; State of Nevada; State of New York ;State of North Carolina; State of North Dakota, *ex rel.* Drew H. Wrigley, Attorney General; New Hampshire Office of the Attorney General; Ohio Attorney General; State of Oklahoma; State of Rhode Island; The State of South Carolina *ex rel*. Alan Wilson, in his official capacity as Attorney General of the State of South Carolina; The Attorney General for the State of South Dakota; State of Tennessee, *ex rel*. Jonathan Skrmetti, Attorney General and Reporter; State of Utah, Office of the Utah Attorney General; Commonwealth of Virginia, *ex rel*. Jay Jones, Attorney General; State of Vermont by and through the State Attorney General; State of Washington; State of Wisconsin; and the Office of the West Virginia Attorney General by and through Abigail Rushing Ryan, Bankruptcy Counsel, National Association of Attorneys General; and by the State of Massachusetts, through Assistant Attorney General, Jared Rinehimer; the State of New Jersey, through Jennifer Davenport, Attorney General of the State of New Jersey and Christopher L. Peterson, Acting Director of the New Jersey Division of Consumer Affairs; by the State of Oregon *ex rel*. Dan Rayfield, Oregon Attorney General, by and through Senior Assistant Attorney General, Justin D. Leonard; and by the Commonwealth of Pennsylvania, Office of the Attorney General, by Attorney General David W. Sunday, Jr., by and through Chief Deputy Attorney General, Melissa L. Van Eck (each a "State" and collectively the "States"), and files this *Joinder to the United States Trustee's Objection to Debtor's Motion Pursuant To Sections 105, 363 and 365 of the Bankruptcy Code for Entry of (I) an Order (A) Approving Bidding Procedures and Bid Protections, (B) Scheduling Certain Dates and Deadlines with Respect Thereto, (C) Approving the Form and Manner of Notice Thereof, (D) Approving the*

Designation of Disney Worldwide Services, Inc. as Stalking Horse Purchaser with Respect to the Disney Target Assets, (E) Authorizing the Debtor to Designate Additional Stalking Horse Purchasers for the Assets and (F) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases; and (II) An Order (A) Authorizing and Approving the Sale of Assets, (B) Approving the Assumption of the TSA and the Assumption and Assignment of the Assumed Executory Contracts and Unexpired Leases and (C) Granting Related Relief,[1] and states as follows:

STATEMENT OF JOINDER

The Coalition of States fully joins, adopts, and incorporates herein by reference, the *United States Trustee's Objection to Debtor's Motion Pursuant To Sections 105, 363 and 365 of the Bankruptcy Code for Entry of (I) an Order (A) Approving Bidding Procedures and Bid Protections, (B) Scheduling Certain Dates and Deadlines with Respect Thereto, (C) Approving the Form and Manner of Notice Thereof, (D) Approving the Designation of Disney Worldwide Services, Inc. as Stalking Horse Purchaser with Respect to the Disney Target Assets, (E) Authorizing the Debtor to Designate Additional Stalking Horse Purchasers for the Assets and (F) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases; and (II) An Order (A) Authorizing and Approving the Sale of Assets, (B) Approving the Assumption of the TSA and the Assumption and Assignment of the Assumed Executory Contracts and Unexpired Leases and (C) Granting Related Relief*,[2] and in support states:

From the Debtor's Motion,[3] it is not readily apparent that, in addition to the Disney license, the Debtor is seeking to sell its entire platform.

[1] Hereinafter, "Joinder."
[2] Dkt. 69, hereinafter "UST's Objection."
[3] Dkt. 15 "*Debtor's Motion Pursuant To Sections 105, 363 and 365 of the Bankruptcy Code for Entry of (I) an Order (A) Approving Bidding Procedures and Bid Protections, (B) Scheduling Certain Dates and*

As set out more fully in the *Notice of Interest and Reservation of Rights by the Coalition of the State Attorneys General Regarding the Debtor's Outstanding Regulatory, Safety, and Privacy Issues*,[4] which is fully incorporated herein by reference, the States have investigations of the Debtor for consumer protection and privacy violations based upon this platform. To the extent the Debtor is seeking to sell or transfer any property that may contain personally identifiable information or sensitive information of its approximate 12 million active users or past users (including minors), the Coalition of States agree with the United States Trustee—a Consumer Privacy Ombudsman is necessary.

RESERVATION OF RIGHTS

The States reserve the right to be heard with respect to the Debtor's Motion and objections thereto; raise additional arguments during any hearing addressing the Debtor's Motion and objections; and to amend, modify, or supplement this Joinder.

Dated: October 29, 2026,

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Deadlines with Respect Thereto, (C) Approving the Form and Manner of Notice Thereof, (D) Approving the Designation of Disney Worldwide Services, Inc. as Stalking Horse Purchaser with Respect to the Disney Target Assets, (E) Authorizing the Debtor to Designate Additional Stalking Horse Purchasers for the Assets and (F) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases; and (II) An Order (A) Authorizing and Approving the Sale of Assets, (B) Approving the Assumption of the TSA and the Assumption and Assignment of the Assumed Executory Contracts and Unexpired Leases and (C) Granting Related Relief," hereinafter "Debtor's Motion."

[4] Dkt. No. 33.

RESPECTFULLY SUBMITTED,

NAAG CLIENT STATES

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DATED: October 29, 2026,

CERTIFICATE OF SERVICE

I certify that a true and correct copy of the foregoing has been served via the Court's Electronic Filing System on all parties requesting notice in this proceeding on October 29, 2026.

/s/ Abigail Rushing Ryan
Abigail Rushing Ryan
Bankruptcy Counsel