

1 HANSON BRIDGETT LLP  
NEAL L. WOLF, SBN 202129  
2 nwolf@hansonbridgett.com  
ANTHONY J. DUTRA, SBN 277706  
3 adutra@hansonbridgett.com  
425 Market Street, 26th Floor  
4 San Francisco, California 94105  
Telephone: (415) 995-5015  
5 Facsimile: (415) 541-9366

6 Attorneys for Debtors and Debtors in  
Possession

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9 **UNITED STATES BANKRUPTCY COURT**  
**NORTHERN DISTRICT OF CALIFORNIA**  
10 **OAKLAND DIVISION**

11 In re  
12 GALILEO LEARNING, LLC,  
13  
14 Debtor.<sup>1</sup>

Case Nos. 20-40857 (RLE)  
20-40858 (RLE)

Chapter 11  
(Jointly Administered)

15 In re  
16 GALILEO LEARNING FRANCHISING  
17 LLC,  
18 Debtor.

**NOTICE OF ENTRY OF ORDER (I)  
APPROVING DISCLOSURE  
STATEMENT, (II) ESTABLISHING  
SOLICITATION PROCEDURES, AND (III)  
SCHEDULING A HEARING AND  
ESTABLISHING NOTICE AND  
OBJECTION PROCEDURES WITH  
RESPECT TO CONFIRMATION OF  
DEBTOR'S FIRST AMENDED PLAN OF  
REORGANIZATION**

19  
20 DATE: February 9, 2021  
21 TIME: 10:00 a.m.  
22 PLACE: Honorable Roger L. Efremsky  
Courtroom 201, 1300 Clay Street  
Oakland, CA 94612  
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26 <sup>1</sup> These cases are being jointly administered, and all documents for either case should  
27 be filed under lead case number 20-40857 (RLE). The last four digits of the Debtors'  
28 federal tax identification numbers are as follows: Galileo Learning, LLC (9453) and  
Galileo Learning Franchising LLC (5638). The mailing address for the Debtors is 1021  
3rd Street, Oakland, CA 94607.

1           **PLEASE TAKE NOTICE** that:

2           1.       **Approval of Disclosure Statement.** By order dated December 23, 2020  
3 (the "Disclosure Statement Order"), the United States Bankruptcy Court for the Northern  
4 District of California (the "Court") approved the Disclosure Statement for Debtor's First  
5 Amended Plan of Reorganization, dated December 2, 2020, as amended, (the  
6 "Disclosure Statement") filed by Galileo Learning, LLC, the debtor and debtor-in-  
7 possession in above-captioned Chapter 11 case number 20-40857 (the "Debtor"), and  
8 authorized the Debtor to solicit votes to accept or reject Debtor's First Amended Plan of  
9 Reorganization, dated December 2, 2020, as amended, (the "Plan"), attached as Exhibit  
10 A to the Disclosure Statement. In the Disclosure Statement Order, the Court: (a)  
11 approved the dates, procedures and forms applicable to the process of soliciting votes on  
12 and providing notice of the Plan; (b) approved certain vote tabulation procedures; and (c)  
13 established the deadline for filing objections to the Plan and scheduled a hearing to  
14 consider confirmation of the Plan.

15           2.       **Confirmation Hearing.** A hearing to consider confirmation of the Plan (the  
16 "Confirmation Hearing") will be held on February 9, 2021 at 10:00 a.m. (prevailing Pacific  
17 Time) before the Honorable Roger L. Efremsky, United States Bankruptcy Judge, United  
18 States Bankruptcy Court for the Northern District of California, 1300 Clay Street,  
19 Oakland, California 94612, Courtroom 201. The Confirmation Hearing may be continued  
20 from time to time without further notice other than an announcement of such adjournment  
21 at the Disclosure Statement Hearing or any continued hearing or as indicated in any  
22 notice of agenda of matters scheduled for  
23 hearing filed by the Debtor with the Court.

24           The Confirmation Hearing will not be conducted in the presiding judge's courtroom  
25 but instead will be conducted by telephone or video. All interested parties should consult  
26 the Bankruptcy Court's website at [www.canb.uscourts.gov](http://www.canb.uscourts.gov) for information about court  
27 operations during the COVID-19 pandemic. The Bankruptcy Court's website provides  
28 information regarding how to arrange a telephonic or video appearance. If you have any  
questions regarding how to appear at a court hearing, you may contact the Bankruptcy  
Court by calling 888-821-7606 or by using the Live Chat feature on the Bankruptcy  
Court's website.

29           3.       **Who May Vote.** Only the Nanette Kearney, Krister Johnson, and Sandra  
30 Shorago (the "Class Representatives") in Class 5 and creditors that hold a claim in Class  
31 3, Class 4, Class 6, Class 7, Class 8, and Class 9, as of the date of entry of the  
32 Disclosure Statement Order, are entitled to vote on the Plan. The holder of Claims or  
33 Interests in Class 1, Class 2, and Class 10 are deemed to accept the Plan, and are not  
34 entitled to vote on the Plan, and therefore will not receive a Ballot. The Class  
35 Representatives in Class 5 are the only members of Class 5 entitled to vote on the Plan  
36 and will be voting in their representative capacity on behalf of the other creditors who  
37 hold a claim in Class 5. The Class Representatives are the only holders of Claims and  
38 Interest in Class 5 who will receive a Ballot.

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1           4.     **Voting Deadline.** Holders of Claims entitled to vote on the Plan, or the  
2 representatives of such holders of Claims entitled to vote on the Plan, as the case may  
3 be, will receive Ballots for casting such votes. All votes to accept or reject the Plan must  
4 be actually received by the Debtor's Claims and Noticing Agent, Stretto, either via its E-  
5 Ballot Portal at <https://cases.stretto.com/Galileo> or by mail, overnight delivery, or hand  
6 delivery at Galileo Learning, LLC, Ballots, c/o Stretto, 410 Exchange, Suite 100, Irvine,  
7 CA 92602, by no later than 4:00 p.m. (prevailing Pacific Time) on January 26, 2021 (the  
8 "Voting Deadline"). Any failure to follow the voting instructions included with your Ballot  
9 may disqualify your Ballot and your vote.

10           5.     **Objections to Confirmation.** Objections, if any, to confirmation of the Plan  
11 must:

- 12           A.     be in writing;
- 13           B.     state the name and address of the objecting party and the amount  
14                 and nature of the claim or interest of such party;
- 15           C.     state with particularity the basis and nature of any objection;
- 16           D.     be filed, together with proof of service, with the Court;
- 17           E.     be served on the following parties:

18           Counsel for the Debtor  
19           Hanson Bridgett LLP  
20           1676 N. California Blvd., Suite 620  
21           Walnut Creek, CA 94596  
22           Attn: Neal L. Wolf, Esq.  
23           415-995-5015

Counsel to the Official Committee of  
              Unsecured Creditors  
              Levene, Neale, Bender, Yoo & Brill, L.L.P.  
              10250 Constellation Boulevard, Suite 1700  
              Los Angeles, CA 90067  
              Attn: Daniel H. Reiss, Esq.  
              310-229-1234

United States Trustee:  
              Office of the United States Trustee  
              Region 17 (Oakland Division)  
              1301 Clay Street, Suite 690N  
              Oakland, CA 94612  
              Attn: Terri H. Didion, Esq.  
              559-487-5002 ext. 235

- 24           F.     be filed with the Court and served on the parties set forth in  
25                 paragraph E so as to be actually received by the parties listed in  
26                 paragraph E by no later than January 26, 2021 at 4:00 p.m.  
27                 (prevailing Pacific Time). **IF ANY OBJECTION TO CONFIRMATION**  
28                 **OF THE PLAN IS NOT FILED AND SERVED AS PRESCRIBED**  
                  **HEREIN, THE OBJECTION MAY NOT BE CONSIDERED BY THE**  
                  **COURT.** The Debtor may file and serve its response to any such  
                  objection by no later than February 2, 2021 at 4:00 p.m. (prevailing  
                  Pacific Time).

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6. **Plan Modification.** The Plan may be further modified, if necessary, prior to, during or as a result of the Confirmation Hearing, without further notice to parties in interest.

7. **Copies.** Any party in interest wishing to obtain copies of the Disclosure Statement Order, the Disclosure Statement, or the Plan should telephone Debtor's Counsel at 415-995-5015 or may view such documents by accessing the website Stretto maintains for this Chapter 11 Case (<https://cases.stretto.com/Galileo/>) or the Court's website ([www.canb.uscourts.gov](http://www.canb.uscourts.gov)). Note that a PACER (<https://ecf.canb.uscourts.gov/>) password and login are needed to access document on the Court's website.

DATED: December 24, 2020

HANSON BRIDGETT LLP

By: Anthony J. Dutra  
NEAL L. WOLF  
ANTHONY J. DUTRA  
Attorneys for Debtors and Debtors in Possession