

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
Greenbelt Division**

**IN RE:** )  
)  
**FEDERATED SPORTS & GAMING, INC.** ) **Case No. 12-13523-WIL**  
**FEDERATED HEARTLAND, INC.** ) **Case No. 12-13521-WIL**  
) **(Chapter 11)**  
**Debtors** ) **Jointly Administered**  
) **Under 12-13521-WIL**

**DEBTORS' RENEWED MOTION FOR EXPEDITED  
HEARING ON EMERGENCY MOTION FOR ORDER  
ESTABLISHING BIDDING PROCEDURES IN CONNECTION  
WITH THE SALE OF SUBSTANTIALLY ALL OF THE  
DEBTORS' ASSETS**

Federated Sports & Gaming, Inc. ("FSG") and Federated Heartland, Inc. ("FHI") (collectively, the "Debtors"), by and through their undersigned counsel, hereby move this Court pursuant to Bankruptcy Rule 2002 for an Order scheduling an expedited hearing and shortening time for notice of the deadline to object to the Emergency Motion For Order Establishing Bidding Procedures (the "Procedures Motion") and in support thereof state as follows:

1. On February 28, 2012 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of the Bankruptcy Code initiating these cases. The Debtors are in possession of their property and the management of their businesses as debtors-in-possession pursuant to §§ 1107 and 1108 of the Bankruptcy Code.

2. Pursuant to an Asset Purchase Agreement dated May 8, 2012 (the "Agreement"), All In Production, LLP (the "AIP") has agreed to purchase substantially all of the Debtors' assets.

3. On May 8, 2012, the Debtors filed a Motion for Order Authorizing the Sale of Substantially all of Debtors' Assets (the "Asset Sale Motion").

4. On May 8, 2012, the Debtors also filed the Bid Procedures Motion which seeks the entry of an order (the "Bid Order") approving the Bidding and Auction Procedures for the sale of substantially all of the Debtors' assets and an assumption and assignment of some or all of Debtors' contracts. The bidding and auction procedures are in the best interests of the Debtors' estates and creditors because such procedures will ensure the Debtors receive the maximum possible value for the sale of their assets.

5. Debtors seek emergency relief for several reasons. First, the Agreement requires that an auction take place on or before June 14, 2012. Accordingly, the Bid Procedures Motion also contemplates the Debtors conducting an auction by June 14, 2012, with a sale hearing by June 15, 2012. In order for the Court to conduct a sale hearing by June 15, 2012, bidding procedures must be approved in advance, and should give potential bidders adequate time to conduct due diligence, decide whether to bid, and how much to bid, for Debtors' assets. It is in all parties' best interest to give potential bidders adequate time to make these decisions in advance of a sale hearing. Moreover, it is in all parties' best interest to conduct a sale hearing within the time contemplated in the Agreement. One of the Debtors, FSG, is still in the start up phase of its business, and as such, has not realized its revenue potential. As such, it does not generate sufficient revenues to fully support ongoing operations. However, its potential is great, and it has developed the foundation for substantial future revenues. It must be sold expeditiously in order to preserve its value. FHI, the other Debtor, generates substantial revenues, but it must also be sold quickly in order to maintain the value of its assets, including valuable contract rights. The bottom line is that in order to generate the highest possible sales proceeds, it is crucial that the sale process proceed as contemplated in the Bid Procedures Motion. If the time to respond to the Bid Procedures Motion remains unchanged, and parties are given the standard

14 days to respond, the sale process will be delayed, which likely will jeopardize the value of the Debtors' assets, to the detriment of all stakeholders.

6. The Debtors believe that notice by first class mail or via the Court's ECF system (as appropriate) to: (i) the Office of the United States Trustee, (ii) counsel to Debtors' secured creditors, (iii) the creditors holding the twenty (20) largest unsecured claims against the Debtors, (iv) required government agencies; (v) counter-parties to executory contracts and unexpired leases; and (vi) all parties that have requested notice pursuant to Bankruptcy Rule 2002(m) will be sufficient for entry of an order on this Motion.

7. The Debtors therefore seek an Order from this Court scheduling an expedited hearing (the "Hearing") and requiring that any objections to the Bid Procedures Motion be presented at the hearing.

**WHEREFORE**, the Debtors respectfully requests the entry of an Order scheduling an expedited hearing on the Bid Procedures Motion, setting a deadline for objections to be filed and granting such other and further relief as is just and proper.

Respectfully submitted,

**SHULMAN ROGERS PORDY & ECKER, P.A.**

By: /s/ Stephen A. Metz  
Stephen A. Metz, Esquire (Bar No. 13720)  
12505 Park Potomac Avenue, Sixth Floor  
Potomac, Maryland 20854  
TEL: (301) 230-6564  
FAX: (301) 230-2891  
Email: [smetz@shulmanrogers.com](mailto:smetz@shulmanrogers.com)

*Attorneys for Debtors*

Dated: May 9, 2012

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
Greenbelt Division**

**IN RE:** )  
 )  
**FEDERATED SPORTS & GAMING, INC.** ) **Case No. 12-13523-WIL**  
**FEDERATED HEARTLAND, INC.** ) **Case No. 12-13521-WIL**  
 ) **(Chapter 11)**  
**Debtors** ) **Jointly Administered**  
 ) **Under 12-13521-WIL**

**ORDER GRANTING DEBTORS' RENEWED MOTION  
FOR EXPEDITED HEARING ON EMERGENCY MOTION FOR ORDER  
ESTABLISHING BIDDING PROCEDURES IN CONNECTION  
WITH THE SALE OF SUBSTANTIALLY ALL OF THE DEBTORS' ASSETS**

Upon consideration of the Debtors' Emergency Motion for Expedited Hearing on Motion for Order Establishing Bidding Procedures in Connection with the Sale of Substantially all of the Debtors' Assets (the "Motion"), the Court finding good cause to grant the Motion, it is by the United States Bankruptcy Court for the District of Maryland,

**ORDERED**, that the Motion be, and it hereby is, **GRANTED**; and it is further

**ORDERED**, that the Court shall conduct a hearing on the Debtors' Emergency Motion for Order Establishing Bidding Procedures in Connection with the Sale of Substantially all of the Debtors' Assets (the "Bid Procedures Motion") at the time and date set forth above; and it is further

**ORDERED**, that any objections to the Bid Procedures Motion shall be presented at the hearing.

Copies to:

Stephen A. Metz  
Shulman, Rogers, Gandal, Pordy & Ecker, P.A.  
12505 Park Potomac Avenue, Sixth Floor  
Potomac, Maryland 20854

Office of the United States Trustee  
6305 Ivy Lane, Suite 600  
Greenbelt, Maryland 20770

**END OF ORDER**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
Greenbelt Division**

**IN RE:** )  
)  
**FEDERATED SPORTS & GAMING, INC.** ) **Case No. 12-13523-WIL**  
**FEDERATED HEARTLAND, INC.** ) **Case No. 12-13521-WIL**  
) **(Chapter 11)**  
**Debtors** ) **Jointly Administered**  
) **Under 12-13521-WIL**

**CERTIFICATE OF SERVICE**

The following parties received electronic notice of this filing:

Joseph Bellinger                    [jbelling@offitkurman.com](mailto:jbelling@offitkurman.com),  
Counsel for                            [cdixon@offitkurman.com](mailto:cdixon@offitkurman.com)  
*Creditor Pinnacle Entertainment, Inc.*

Jodie E. Buchman                    [Jodie.buchman@dlapiper.com](mailto:Jodie.buchman@dlapiper.com)  
Counsel for All In Production, LLP

David Grantz                         [dgrantz@meyner.com](mailto:dgrantz@meyner.com)  
Counsel for Creditor 441 Productions, Inc.

Lynn A. Kohen                        [lynn.a.kohen@usdoj.gov](mailto:lynn.a.kohen@usdoj.gov)  
Chapter 11 Trustee

Brent Procida                         [bwprocida@venable.com](mailto:bwprocida@venable.com)  
Counsel for Creditor FP Holdings, L.P. d/b/a Palms Casino Resort

US Trustee – Greenbelt            [ustpregion04.gb.ecf@usdoj.gov](mailto:ustpregion04.gb.ecf@usdoj.gov)

James Edward Van Horn            [jvanhorn@mcguirewoods.com](mailto:jvanhorn@mcguirewoods.com),  
Counsel for Creditor                [dtorres@mcguirewoods.com](mailto:dtorres@mcguirewoods.com)  
*441 Productions, Inc.*

To the extent that the following persons were not served electronically via CM/ECF system, copies of the **Debtors' Renewed Motion for Expedited Hearing on Emergency Motion for Order Establishing Bidding Procedures in Connection with the Sale of Substantially All of the Debtors' Assets** and **proposed Order** were mailed, postage prepaid this 9<sup>th</sup> day of May, 2012, to the following parties:

Other Parties Requesting Notice

Steven E. Abelman  
Brownstein, Hyatt, Farber, Schreck, LLP  
410 Seventeenth Street, Suite 2200  
Denver, CO 80202-4432

Cass S. Weil, Esquire  
Moss & Barnett  
4800 Wells Fargo Center  
90 South Seventh Street  
Minneapolis, Minnesota 55402  
*Counsel for All In Production, LLP*

Simon Property Group, Inc.  
Attn: Ronald M. Tucker, Esq.  
225 W. Washington Street  
Indianapolis, IN 46204

Joseph A. Turman  
Turman & Lang, Ltd.  
505 N. Broadway, Suite 207  
P.O. Box 110  
Fargo, ND 58107-0110  
*Counsel for Linn Grove Center, LLC*

The 20 Largest Unsecured Creditors on the attached list.

The Contract Parties on the attached list.

Respectfully submitted,

**SHULMAN, ROGERS, GANDAL,  
ORDY & ECKER, P.A.**

By: /s/ Stephen A. Metz  
Stephen A. Metz (Bar No. 13720)  
12505 Park Potomac Avenue, 6<sup>th</sup> Floor  
Potomac, MD 20854  
TEL: (301) 230-6564  
FAX: (301) 230-2891  
Attorneys for Debtor



**Service List**  
**(Creditors Holding 20 Largest Unsecured Claims)**

441 Productions, Inc.  
627 Salter Place  
Westfield, NJ 07090

Kirkland & Ellis  
655 Fifteenth Street, NW  
Washington, DC 20005

All Access Staging Productions  
1320 Storm Parkway  
Torrance, CA 90501

Project Support Team  
6 Berkshire Boulevard South  
Bethel, CT 06801

All In Production, LLP  
4180 58<sup>th</sup> Street South  
Fargo, ND 58104

Rogers & Cowan  
8687 Melrose Avenue, 7<sup>th</sup> Fl  
West Hollywood, CA 90069

Amalia Rosen  
2 Wisconsin Circle, Suite 700  
Chevy Chase, MD 20815

Rothwell Figg Ernst & Manbeck  
1425 K Street, NW, Suite 800  
Washington, DC 20005

Creativeputty  
89 Hendrickson Avenue  
Rockville Centre, NY 11570

Sandeep Aggarwal  
2 Wisconsin Circle, Suite 700  
Chevy Chase, MD 20815

Digitaria Interactive, Inc.  
350 Tenth Avenue, Suite 1200  
San Diego, CA 92101

Savage Tournaments, Inc.  
6648 Samba Avenue  
Las Vegas, NV 89139

Eric Faulkner  
2 Wisconsin Circle, Suite 700  
Chevy Chase, MD 20815

Scott Becher  
2 Wisconsin Circle, Suite 700  
Chevy Chase, MD 20815

Daniel Perini  
2 Wisconsin Circle, Suite 700  
Chevy Chase, MD 20815

SportsBlogs, Inc.  
1740 N Street, NW  
Washington, DC 20036

Joanne Priam  
32 Prince Crd  
Brampton ON L7A 2C9  
CANADA

Vito Iaia  
2 Wisconsin Circle, Suite 700  
Chevy Chase, MD 20815

Katherine Kowal  
2 Wisconsin Circle, Suite 700  
Chevy Chase, MD 20815

Wiener & Garg  
6000 Executive Boulevard, #520  
Rockville, MD 20852

Todd Anderson  
10156 Sharbrooke Beach Lane  
Pelican Rapids, MN 65672

Fantasy Sports Ventures, Inc.  
DbA Big Lead Sports  
1500 Broadway, Suite 810  
New York, NY 10036

Discovery Communications, LLC  
One Discovery Place  
Silver Spring, MD 20910

MetroGames US, Inc.  
100 West Evelyn Avenue, Suite  
110  
Mountain View, CA 94041

No Turnovers, Inc.  
f/s/o Pat O'Brien  
c/o Creative Artists Agency  
2000 Avenue of the Stars  
Los Angeles, CA 90067

The Poker Channel  
361 King Street  
London, W6 9NA  
UNITED KINGDOM

Pokernews.com  
iBus Media Limited  
4<sup>th</sup> Floor Exchange  
Douglas, Isle of Man 1M1 1JD  
UNITED KINGDOM

teamDigital Promotions, LLC  
6 Berkshire Boulevard  
Bethel, CT 06801

Fiesta Palms, LLC  
4321 West Flamingo Road  
Las Vegas, NV 89103

Heather Borowinski  
10870 Calcedonia Street  
Las Vegas, NV 89141

BrightTag, Inc.  
440 N. Wells, Suite 320  
Chicago, IL 60654

Earl L. Burton, Jr.  
5530 North Stephen Drive  
Peoria, IL 61615

Jennifer Welman  
9490 Bermuda Road, Suite 2116  
Las Vegas, NV 89123

Tom Chung  
89 Hendrickson Avenue  
Rockville Center  
New York, NY 11570

Tim Fiorvanti  
11246 Tribiani Avenue  
Las Vegas, NV 89138

Andrew Liakos  
32458 Crown Valley Pkwy., #112  
Dana Point, CA 92629

B.J. Nemeth  
123 Palatka Street  
Atlanta, GA 30317

Donald Schlesinger  
10 Arbor Lane  
Bardonia, NY 10954

Osvaldo Suarez  
Giribone 629 6 E  
Capital Federal, C.P. 1427  
Buenos Aires, ARGENTINA

Rob Perelman  
1024 Padre Island Street  
Las Vegas, NV 89128

Alan Penner  
62 Alpine Drive  
Goleta, CA 93117

Saag Creative Services, LLC  
Attn: John Loeffler  
6 East 32<sup>nd</sup> Street  
New York, NY 10016

Rockstar, Inc.  
P.O. Box 27740  
Las Vegas, NV 89126

Jay Newnum  
10427 Parmer Circle  
Fishers, IN 46038

iFanatics Media  
2522 Finlarig Street  
Henderson, NV 89044

Daytona Beach Kennel Club & Poker  
Room  
960 South Williamson Boulevard  
Daytona Beach, FL 32114

Golden Mardi Gras, Inc.  
d/b/a Golden Gates Casino  
300 Main Street  
Black hawk, CO 80422

Canterbury Park Holding  
Corporation  
1100 Canterbury Road  
South Shakopee, MN 55379

The Majestic Star Casino II, LLC  
1 Buffington Harbor Drive  
Gary, IN 46406

Downstream Casino Resort  
69300 East Nee Road  
Quapaw, OK 74363

Prairie Meadows Racetrack and  
Casino, Inc.  
1 Prairie Meadows Drive  
P. O. Box 1000  
Altoona, IA 50009-0901

FP Holdings, LP  
d/b/a Palms Casino Resort  
4321 West Flamingo Road  
Las Vegas, NV 89103

Laguna Development Corp.  
d/b/a The Route 66 Casino  
14500 Central Avenue, SW  
Albuquerque, NM 87121

Three Plus One Enterprises, LLC  
d/b/a Card Player Cruises  
121 Quail Run Road  
Henderson, NV 89014

Cox 4 San Diego  
750 B Street  
San Diego, CA 92101

KSE Media Ventures, LLC  
1000 Chopper Circle  
Denver, CO 80204

America One  
6125 Airport Freeway, Suite 202  
Ft. Worth, TX 76117

AMGTV  
Post Office Box 14  
Port Murray, NJ 07865

Bright House Sports Network  
7901 66<sup>th</sup> Street, North  
Pinellas Park, FL 33781

Caribbean Media Corporation  
Building 6, Unit 1B  
Harbour Industrial Estate  
Harbour Road, St. Michael  
Bridgetown, Barbados BB11145

Comcast Entertainment Television  
1617 South Acoma Street  
Denver, CO 80223

Charter Media  
1650 Des Peres  
Suite 300  
St. Louis, MO 63131

Comcast SportsNet California, Inc.  
370 3<sup>rd</sup> Street, 2<sup>nd</sup> Floor  
San Francisco, CA 94107

The Comcast Network, LLC  
3601 South Broad Street  
Philadelphia, PA 19148

KLBC  
3100 Needles Highway, Suite  
1700  
Laughlin, NV 89029

MASN  
333 West Camden Street  
Baltimore, MD 21201-2435

Poker Channel  
1 Down Place  
London W6 9JH

SportsTime  
1333 Lakeside Avenue  
Cleveland, OH 44114

Cox 11, Cox 9  
1341 Crossways Boulevard  
Chesapeake, VA 23320

Cox Sports Television  
2121 Airline Drive, 2<sup>nd</sup> Floor  
West Metairie, LA 70001

Frequency Communications, Inc.  
5315 B. FM 1960 West Suite 333  
Houston, TX 77006

Young Broadcasting of Rapid City,  
Inc.  
KELOLAND TV  
501 S. Phillips Avenue  
Sioux Falls, SD 57104

Untamed Sports  
560 Village Boulevard, Suite 250  
West Palm Beach, FL 33409

The Cox Channel  
11811 E 51<sup>st</sup> Street  
Tulsa, OK 74146

Time Warner Cable Sports 32  
1320 N. Dr. Martin Luther King Jr.  
Drive  
Milwaukee, WI 53212

Time Warner Cable – Western NY  
Division  
71 Mt. Hope Avenue  
Rochester, NY 14620-1090

WSYM-TV Fox 47  
600 W. Saint Joseph Street  
Suite 47  
Lansing, MI 48933

Tribune Media Services, Inc.  
435 N. Michigan Avenue  
Chicago, IL 60611

Mark Schalder  
5256 50<sup>th</sup> Avenue South  
Fargo, ND 58104