

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:
SPORTS AUTHORITY HOLDINGS, INC., *et al.*,¹
Debtors.

Chapter 11
Case No. 16-10527 (MFW)
(Jointly Administered)
Ref. Nos. 9, 102, 110, 278, 931, 932, 1091,
1092, 1094, 1095, 1132, 1139 and 1277

**JOINDER OF AMERIFORM ACQUISITION COMPANY, LLC d/b/a
KL INDUSTRIES TO AGRON, INC.'S OBJECTION TO TERM
LOAN AGENT'S EMERGENCY MOTION FOR ADEQUATE PROTECTION**

Ameriform Acquisition Company, LLC d/b/a KL Industries (“**Ameriform**”), by and through its undersigned counsel, hereby concurs with and joins (the “**Joinder**”), for the reasons set forth therein, in all respects to the objection of Agron, Inc. (“**Agron**”) [Docket No. 1277] (the “**Agron Objection**”) to the *Term Loan Agent's Emergency Motion for Adequate Protection* [Docket No. 1092] (the “**Motion**”) filed by Wilmington Savings Fund Society, FSB (the “**Term Lender**”). In support of this Joinder, Ameriform respectfully submits as follows:

BACKGROUND

1. On March 2, 2016 (the “**Petition Date**”), each of the Debtors filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”).

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Sports Authority Holdings, Inc. (9008); Slap Shot Holdings, Corp. (8209); The Sports Authority, Inc. (2802); TSA Stores, Inc. (1120); TSA Gift Card, Inc. (1918); TSA Ponce, Inc. (4817); and TSA Caribe, Inc. (5664). The headquarters for the above-captioned Debtors is located at 1050 West Hampden Avenue, Englewood, Colorado 80110.



2. Prior to the Petition Date, Ameriform and TSA Stores, Inc. (“TSA”) had entered into a consignment agreement (the “**Consignment Agreement**”), pursuant to which Ameriform periodically consigned goods to TSA for sale in various Sports Authority brand stores across the country. Ameriform’s consigned goods and the proceeds derived therefrom that were in the Debtors’ possession as of the Petition Date are referred to herein collectively as the “**Ameriform Property**”.

3. At all times during their consignment relationship, including under the Consignment Agreement, the parties acknowledged and agreed that all right, title, and interest in and to any consigned Ameriform goods, including the Ameriform Property, remained with Ameriform and never transferred to TSA.

4. Prior to the Petition Date, Ameriform filed a UCC-1 financing statement to perfect its interests in the Ameriform Property. Contemporaneous with the filing of its financing statement, Ameriform provided written notice of its security interest to each of the existing secured lenders of TSA.

JOINDER AND RESERVATION OF RIGHTS

5. Ameriform hereby joins in, and incorporates herein by reference, the Agron Objection, and adopts the arguments therein as its own. For the reasons stated in the Agron Objection, Ameriform objects to the Motion.

6. To the extent not inconsistent with the relief sought herein, Ameriform joins in any other objections that may be filed to the Motion.

7. Ameriform reserves the right to make other and further objections to the Motion as appropriate as additional information is provided.

WHEREFORE, Ameriform respectfully requests this Court deny the Motion.

Dated: April 21, 2016
Wilmington, Delaware

CHIPMAN BROWN CICERO & COLE, LLP

s/ Mark D. Olivere

William E. Chipman, Jr. (No. 3818)

Mark D. Olivere (No. 4291)

Hercules Plaza

1313 North Market Street, Suite 5400

Wilmington, Delaware 19801

Telephone: (302) 295-0191

Facsimile: (302) 295-0199

Email: chipman@chipmanbrown.com
olivere@chipmanbrown.com

*Counsel for Ameriform Acquisition Company, LLC
d/b/a KL Industries*