

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re

Ambient Corporation,<sup>1</sup>

Debtor.

Chapter 11

Case No.: 14-11791 (KG)

**AGENDA FOR FIRST DAY HEARING  
AND INDEX OF FIRST DAY PLEADINGS**

**DATE AND TIME: WEDNESDAY, JULY 30, 2014 AT 9:00 (ET)<sup>2</sup>**

**I. PETITION:**

1. Voluntary Chapter 11 Petition

**II. DECLARATION IN SUPPORT OF FIRST DAY MOTIONS:**

2. [**“First-Day Declaration”**] Declaration of John J. Joyce in Support of Chapter 11 Petition and Related Motions [Filing Date: 07/28/14; D.I. 3]

**III. FIRST DAY PLEADINGS:**

3. [**“UpShot Retention”**] Application For An Order Appointing UpShot Services LLC as Claims and Noticing Agent for the Debtor *Nunc Pro Tunc* to the Petition Date Pursuant to 28 U.S.C. § 156(c), 11 U.S.C. § 105(a) and Local Rule 2002-1(f) [Filing Date: 07/28/14; D.I. 4]

**Status:** This matter is going forward.

4. [**“Cash Management”**] Motion of the Debtor for Interim and Final Orders Pursuant to Sections 105(a), 345(b), 363(c)(1), 364, 503 and 507 Of The Bankruptcy Code (I) Authorizing Continued Use Of Existing Bank Account; (II) Authorizing Continued Use of Existing Checks and Business

---

<sup>1</sup> The last four digits of the Debtor’s tax identification numbers are 6007. The address of the Debtor’s corporate headquarters is 7 Wells Avenue, Suite 11, Newton, Massachusetts 02459.

<sup>2</sup> Please note that the hearing is before the Honorable Kevin Gross, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 6th Floor, Courtroom No. 3, Wilmington, Delaware 19801. Parties who are unable to attend may participate telephonically by contacting CourtCall toll free by phone at (888) 882-6878. When making a request, parties must provide the case name and number, name of Judge, hearing date and time, name, address, phone number of participant, party whom participant represents, and the matter(s) on which the participant wishes to be heard or whether the participant intends to monitor the proceeding on a “listen-only” line.

Forms; and (III) Waiving the Requirements of 345(b) of the Bankruptcy Code [Filing Date: 07/28/14; D.I. 5]

**Status:** This matter is going forward only with respect to the interim relief requested therein.

5. **["Wages and Benefits"]** Motion Pursuant to Sections 105, 363, 507, 1107 and 1108 of the Bankruptcy Code for Entry of an Order (I) Authorizing Debtor to Pay Prepetition Wages, Salaries and Benefits; (II) Authorizing Debtor to Continue Employee Benefit And Insurance Programs In The Ordinary Course of Business; and (III) Directing all Banks to Honor Prepetition Checks for Payment of Prepetition Wage, Salary and Benefit Obligations [Filing Date: 07/28/14; D.I. 6]

**Status:** This matter is going forward.

6. **["Insurance"]** Debtor's Motion for Entry of an Order Authorizing Debtor to Maintain Existing Insurance Policies, Pay All Policy Premiums and Fees Arising Thereunder, and Renew or Enter into New Policies [Filing Date: 07/28/14; D.I. 8]

**Status:** This matter is going forward.

7. **["DIP"]** Motion for Interim and Final Orders (I) Authorizing the Debtor to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364 (c)(1), 364(c)(3), 364(d)(1), 364(e) and 507, (B) Utilize Cash Collateral Pursuant to 11 U.S.C. § 363, (C) Grant Priming Liens and Superpriority Claims to the DIP Lender, and (D) Provide Adequate Protection to Prepetition Lender Pursuant to 11 U.S.C. §§ 361, 362, 363 and 364, (II) Scheduling a Final Hearing Pursuant to Bankruptcy Rules 4001(b) and (c) and (III) Granting Related Relief [Filing Date: 07/28/14; D.I. 9]

**Status:** This matter is going forward only with respect to the interim relief requested therein.

8. **["Bidding Procedures/Sale Motion"]** Debtor's Motion for Orders (I)(A) Authorizing and Approving the Bidding Procedures, (B) Approving Certain Notice Procedures, (C) Approving The Assumption And Assignment Procedures, and (D) Setting a Date for the Sale Hearing and (II) Authorizing and Approving (A) The Sale Of The Debtor's Assets, And (B) The Assumption and Assignment of Certain Contracts and Leases [Filing Date: 07/28/14; D.I. 10]

**Related Documents:**

- a. Debtor's Motion for an Order, Pursuant to Fed. R. Bankr. P. 9006(c) and Del. L.R. 6004-1(c) and 9006-1(e), Shortening Notice Period for and Scheduling Expedited Hearing on Debtor's Motion for Orders (I)(A) Authorizing and Approving the Bidding Procedures, (B) Approving Certain Notice Procedures, (C) Approving the Assumption and Assignment Procedures, and (D) Setting a Date for the Sale Hearing and (II) Authorizing and Approving (A) the Sale of the Debtor's Assets, and (B) the Assumption and Assignment of Certain Contracts and Leases [Filing Date: 07/28/14; D.I. 11]

**Status:** This matter is going forward only with respect to the relief sought in the Motion to Shorten Notice. The remaining requested relief will be sent out on notice for a hearing date to be determined.

Dated: July 28, 2014  
Wilmington, Delaware

BAYARD, P.A.

/s/ Justin R. Alberto  
Charlene D. Davis (No. 2336)  
Justin R. Alberto (No. 5126)  
Evan T. Miller (No. 5364)  
222 Delaware Avenue, Suite 900  
Wilmington, Delaware 19801  
Phone: (302) 655-5000  
Facsimile: (302) 658-6395  
Email: cdavis@bayardlaw.com  
jalberto@bayardlaw.com  
emiller@bayardlaw.com

*Proposed Attorneys for Debtor  
and Debtor-in-Possession*