

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

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In re:	:	Chapter 11
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RUPARI HOLDING CORP., <i>et al.</i> , <sup>1</sup>	:	Case No. 17-10793 (KJC)
	:	
Debtors.	:	(Jointly Administered)
	:	
	X	Re: Docket No. 300, 301, 303, 311

**ORDER (I) FIXING AN INTERIM DEADLINE FOR FILING REQUESTS FOR  
ALLOWANCE OF ADMINISTRATIVE EXPENSE CLAIMS AND (II) DESIGNATING  
FORM AND MANNER OF NOTICE THEREOF**

Upon consideration of the motion (the “Motion”) of the Debtors for entry of an order, under sections 105(a), 502(b)(9), 503(b), 507(a)(2) of the Bankruptcy Code, Bankruptcy Rules 2002(a)(7), 3002(a), and 3003(c), and Local Rule 2002-1(e), a) fixing an interim deadline for filing of requests for allowance of certain administrative expense claims arising between the Petition Date on or before August 3, 2017, and (b) designating the form and manner of notice thereof; and it appearing that the Court has jurisdiction over this matter under 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated as of February 29, 2012; and it appearing that this is a core proceeding under 28 U.S.C. § 157(b)(2); and it appearing that appearing that venue of the chapter 11 cases and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409; and it appearing that this Court may enter a final order consistent with Article III of the United States Constitution; and it appearing that notice of the Motion was sufficient under the circumstances

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Rupari Holding Corp. (4943) and Rupari Food Services, Inc. (7933). The mailing address for the Debtors is 15600 Wentworth Avenue, South Holland, Illinois 60473.

and in accordance with Local Rule 2002-1(e); and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted in this Order;

**IT IS HEREBY ORDERED THAT:**

1. The Motion is GRANTED, as set forth in this Order.
2. Except as otherwise provided in this Order, each person or entity, including, without limitation, individuals, partnerships, corporations, joint ventures, trusts, and governmental units, that holds or wishes to assert an administrative expense claim under section 503(b) of the Bankruptcy Code, other than a Section 503(b)(9) Claim or a Fee Claim (each, an "Administrative Expense Claim"), against the Debtors' estates, which claim arose during the period from the Petition Date through June 14, 2017 (the "Pre-Closing Period") must file a request for allowance of such Administrative Expense Claim (a "Request for Payment"), substantially in the form attached hereto as **Exhibit 1**, no later than **4:00 p.m. (prevailing Eastern Time) on August 3, 2017** (such date, the "First Administrative Expense Bar Date").
3. A Request for Payment with respect to Administrative Expense Claims that arose during the Pre-Closing Period shall be deemed timely and properly filed only if it is actually received by Donlin Recano no later than the First Administrative Expense Bar Date either (i) electronically via the interface available on Donlin Recano's website at <https://www.donlinrecano.com/Clients/rupari/Static/BarDateAndPOC> or (ii) via U.S. Mail or other hand delivery method at the following address:  
  
Donlin, Recano & Company, Inc.  
Re: Rupari Holding Corp., et al.  
P.O. Box 199043  
Blythebourne Station  
Brooklyn, NY 11219
4. The Debtors and Donlin Recano shall **not** be required to accept a Request for Payment sent by facsimile, telecopy, or electronic mail transmission.

5. Each Request for Payment must: (i) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant; (ii) be written in the English language; (iii) denominate the claim in lawful currency of the United States as of the First Administrative Expense Bar Date; (iv) indicate the particular Debtor against which the claim is asserted; and (v) include supporting documentation (or, if such documentation is voluminous, include a summary of such documentation) or an explanation as to why such documentation is not available.

6. The establishment of the First Administrative Expense Bar Date shall not have any effect on the General Bar Date Order, or be deemed to have extended or otherwise affected any other deadlines for filing claims that have been established in these chapter 11 cases by this Court.

7. Notwithstanding anything to the contrary in this Order, the following claims shall be exempted from this Order and are not required to be filed on or before the First Administrative Expense Bar Date:

- (i) any Administrative Expense Claims that (a) have been previously paid by the Debtors in the ordinary course of business or otherwise or (b) have otherwise been satisfied;
- (ii) Administrative Expense Claims previously filed with Donlin Recano or the Court;
- (iii) Fee Claims – i.e., Administrative Expense Claims of any professional retained and employed by the Debtors or the Committee, under sections 327, 328, or 1103 of the Bankruptcy Code, including any ordinary course of business professionals retained, under an order of this Court approving the employment of ordinary course business professionals, for compensation, indemnification, or reimbursement of costs and expenses relating to professional services performed and expenses incurred on and after the Petition Date;

- (iv) any claims by any member of the Committee for reimbursement of expenses (including attorneys' fees) incurred in connection with the member's service on the Committee;
- (v) any claims for fees payable to the Clerk of this Court;
- (vi) any and all fees due and owing under 28 U.S.C. § 1930, including fees to the Office of the United States Trustee under section 1930(a)(6), and/or accrued interest thereon arising under 31 U.S.C. § 3717;
- (vii) any fees payable to the Office of the United States Trustee under 28 § U.S.C. 1930 or accrued interest thereon arising under 31 U.S.C. § 3717;
- (viii) any claim by a governmental unit for a tax or penalty described in section 503(b)(1)(B) and (C) of the Bankruptcy Code, as provided for in section 503(b)(1)(D) of the Bankruptcy Code, or for any other postpetition tax;
- (ix) any claims arising under contracts that have been assumed by the Debtors under Section 365 of the Bankruptcy Code; and
- (x) Administrative Expense Claims arising after June 14, 2017, which shall be subject to a different bar date to be established at a later date.

8. Within five (5) business days after entry of this Order (the "Service Date"), the Debtors, directly or through Donlin Recano, shall serve the Administrative Expense Bar Date Notice, substantially in the form attached hereto as Exhibit 2, which form is hereby approved, by first-class mail, postage prepaid, on the following parties:

- (i) the U.S. Trustee;
- (ii) counsel for the Committee;
- (iii) all persons or entities that have requested notice of the proceedings in these chapter 11 cases under Bankruptcy Rule 2002;
- (iv) all persons or entities that have filed claims against the Debtors;

- (v) all known persons who have entered into a transaction with the Debtors on or after the Petition Date or that are known to hold a right to payment under section 503(b)(1) of the Bankruptcy Code;
- (vi) all parties to executory contracts and unexpired leases of the Debtors;
- (vii) all persons employed by the Debtors on or after the Petition Date;
- (viii) the attorneys of record to all parties with litigation pending against any of the Debtors;
- (ix) the Internal Revenue Service, the United States Attorney's Office for the District of Delaware, all taxing authorities for the jurisdictions in which any of the Debtors currently conduct business, and all other applicable governmental units; and
- (x) all other parties in the Debtors' creditor matrix not included above.

9. If the Debtors determine after the Service Date that additional parties should receive the Administrative Expense Bar Date Notice, then the date by which a Request for Payment must be filed by such party or parties shall be the later of (i) the First Administrative Expense Bar Date and (ii) thirty (30) days from the mailing date of the Administrative Expense Bar Date Notice to such additional parties.

10. The Debtors shall cause the Administrative Expense Bar Date Notice to be posted by the Service Date on the website established by Donlin Recano for the Debtors' chapter 11 cases (<https://www.donlinrecano.com/Clients/rupari/Index>).

11. Any person or entity purportedly holding an Administrative Expense Claim that is required to file a Request for Payment, but fails to do so properly or timely in accordance with the Administrative Expense Bar Date Order, absent a separate order of this Court, shall be barred from receiving any payment on account of such alleged Administrative Claim, including, but not limited to, any distributions in these chapter 11 cases on account of such alleged Administrative Expense Claim; *provided, however*, that the Debtors, the Committee, the Agent for the Debtors'

Prepetition Senior Secured Lenders, and other parties in interest reserve all rights with regard to a Request for Payment filed after the applicable bar date.

12. Entry of this Order is without prejudice to the Debtors' right to seek any other or further orders of this Court fixing a date by which holders of claims not subject to the First Administrative Expense Bar Date must file or assert such claims against the Debtors.

13. Nothing in this Order shall prejudice the right of any party in interest, including the Debtors, to object to any Request for Payment or similar request or claim.

14. The Debtors and Donlin Recano are authorized and empowered to take any and all actions necessary to implement the terms of this Order.

15. This Court shall retain jurisdiction and power over any and all matters arising from or related to the implementation or interpretation of this order.

Dated: July 5, 2017  
Wilmington, Delaware



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THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE