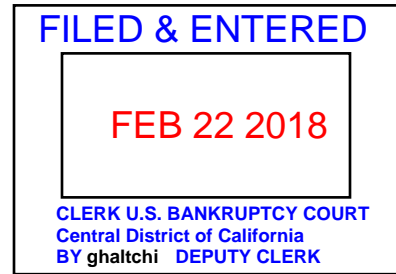


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6 Proposed General Bankruptcy Counsel for  
7 Debtor and Debtor in Possession

**CHANGES MADE BY COURT**

8 UNITED STATES BANKRUPTCY COURT  
9 CENTRAL DISTRICT OF CALIFORNIA  
10 LOS ANGELES DIVISION

GREENBERG GLUSKER FIELDS CLAMAN  
& MACHTINGER LLP  
1900 Avenue of the Stars, 21st Floor  
Los Angeles, California 90067-4590

11 In re:  
12 B&B Liquidating, LLC,  
13  
14 Debtor and Debtor in Possession.

Case No. 2:18-bk-11744-NB

Chapter 11

**ORDER ON EMERGENCY MOTION FOR ORDER:**

- 15 (1) AUTHORIZING DEBTOR IN  
16 POSSESSION TO HONOR CERTAIN PRE-  
17 PETITION EMPLOYEE WAGES AND  
18 BENEFITS IN THE ORDINARY COURSE  
OF BUSINESS;
- 19 (2) AUTHORIZING ADMINISTRATION  
AND MAINTENANCE OF EMPLOYEE  
20 BENEFITS AND PROGRAMS;
- 21 (3) DIRECTING BANKS AND FINANCIAL  
INSTITUTIONS TO HONOR AND  
22 PROCESS CHECKS AND TRANSFERS  
RELATED THERETO; AND
- 23 (4) GRANTING RELATED RELIEF

**Emergency Hearing:**

24 Date: February 22, 2018  
25 Time: 2:00 p.m.  
26 Place: Courtroom 1545  
27 255 E. Temple Street  
28 Los Angeles, CA 90012

GREENBERG GLUSKER FIELDS CLAMAN  
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1 On the above captioned date and time, the court considered the *Emergency Motion for*  
2 *Order Authorizing: (1) Authorizing Debtor In Possession to Honor Certain Pre-Petition*  
3 *Employee Wages and Benefits in the Ordinary Course of Business; (2) Authorizing*  
4 *Administration and Maintenance of Employee Benefits and Programs; (3) Directing Banks and*  
5 *Financial Institutions to Honor and Process Checks and Transfers Related Thereto; and (5)*  
6 *Granting Related Relief* [Docket No. 8] (the “Motion”), filed by Debtor and Debtor in Possession  
7 B&B Liquidating, LLC, f/k/a B&B Bachrach, LLC, (the “Debtor”), pursuant to sections 105(a),  
8 363, 507(a), 1107(a) and 1108 of title 11 of the United States Code, 11 U.S.C. §§ 101, et seq.  
9 (the “Bankruptcy Code”) and rules 6003 and 6004 of the Federal Rules of Bankruptcy Procedure  
10 (the “Bankruptcy Rules” and each a “Bankruptcy Rule”). Unless otherwise defined herein,  
11 capitalized terms have the meaning ascribed to them in the Motion.

12 Based upon the Court’s review of the Motion, the accompanying Memorandum of Points  
13 and Authorities, the *Omnibus Declaration of Brian Lipman in Support of First Day Motions*, the  
14 *Declaration of Brian Allen of Clear Thinking Group LLC, Financial Advisor to the Debtor in*  
15 *Support of First Day Motions*, the evidentiary record, and argument of counsel; it appearing that  
16 this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing  
17 that due and adequate notice of the Motion having been given under the circumstances; and after  
18 due deliberation and good cause appearing therefor, based upon findings of fact and conclusions  
19 of law stated in the Court’s Memorialization of Tentative Rulings (Docket ~~No.~~ No. 35) as  
20 modified or supplemented orally on the recorded in open court pursuant to Rule 52(a) of the  
21 Federal Rules of Civil Procedure, as incorporated into Rule 7052 of the Federal Rules of  
22 Bankruptcy Procedure (the “Bankruptcy Rules” and each a “Bankruptcy Rule”) and applied to  
23 contested matters by Bankruptcy Rule 9014(c),

24 IT IS ORDERED THAT:

- 25 1. The Motion is granted.
- 26 2. The debtor’s requested payments to employees and associated relief requested in  
27 the Motion are hereby found and determined to be a form of adequate protection of Siena’s  
28 interests. The Debtor is authorized, but not directed, in the reasonable exercise of its business

1 judgment, to pay and honor at its discretion its Pre-Petition Employee Obligations, as set forth in  
2 the Motion,

3 3. The Debtor is authorized, but not directed, in the reasonable exercise of business  
4 judgment, to maintain and administer the Employee Benefit Programs, as set forth in the Motion,  
5 in compliance with applicable non-bankruptcy law, and pay all fees related thereto in the ordinary  
6 course of business.

7 4. Banks that are presented checks or other transfers relating to the Pre-Petition  
8 Employee Obligations are authorized and directed to administer the Debtor's bank accounts under  
9 the Motion to the extent directed by the Debtor, and hereby are authorized, when the Debtor  
10 requests in the Debtor's sole discretion, to receive, process, honor, and pay any and all checks  
11 drawn on the Debtor's payroll or disbursement accounts and any other transfers that are related to  
12 the Pre-Petition Employee Obligations and/or the Employee Benefit Programs and the costs and  
13 expenses incidental thereto, whether those checks or transfers were presented prior to or after the  
14 commencement of this chapter 11 case, provided that sufficient funds are available in the  
15 accounts to make such payments.

16 5. Any bank may rely on the representations of the Debtor with the respect to  
17 whether any check or other transfer drawn or issued by the Debtor prior to the commencement of  
18 this chapter 11 case should be honored pursuant to this Order, and such bank shall not have any  
19 liability to any party for relying on such representations by the Debtor as provided for herein.

20 6. The Debtor is authorized to issue post-petition checks or to effect post-petition  
21 funds transfers requests in replacement of any checks or funds transfers requests related to Pre-  
22 Petition Employee Obligations dishonored or rejected as a consequence of the commencement of  
23 this chapter 11 case.

24 7. Nothing in the Motion or this Order shall be construed as impairing the Debtor's  
25 rights to contest the validity or amount of any Pre-Petition Employee Obligation, including  
26 without limitation any taxes that may be due to any taxing authority, or any amounts that may be  
27 due under the Employee Benefit Programs.

28 8. Bankruptcy Rule 6003(b) is satisfied because the relief described in this Order is

1 necessary to avoid immediate and irreparable harm to the estate.

2 9. Notwithstanding any applicability of Bankruptcy Rule 6004, the terms of this  
3 Order shall be immediately effective and enforceable upon its entry.

4 10. The Court retains jurisdiction with respect to any matters, claims, rights or  
5 disputes arising from or related to the implementation of this Order.

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Date: February 22, 2018



Neil W. Bason  
United States Bankruptcy Judge