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

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

12
13 In re:
14 B&B Liquidating, LLC,
15
16 Debtor and Debtor in Possession.

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

Chapter 11

**SUPPLEMENTAL DECLARATION OF
BRIAN LIPMAN IN SUPPORT OF CASH
MANAGEMENT MOTION**

Emergency Hearing

Date: February 22, 2018

Time: 2:00 p.m.

Place: Courtroom 1545

255 E. Temple Street

Los Angeles, CA 90012

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

1 I, Brian Lipman, being fully sworn, hereby declare that the following is true to the best of
2 my knowledge, information and belief:

3 1. I am the sole manager and sole member of B&B Liquidating, LLC, f/k/a B&B
4 Bachrach, LLC, a California limited liability company, the debtor and debtor in possession in the
5 above referenced chapter 11 case (the “Company” or the “Debtor”). I have been responsible for
6 and have overseen the overall operations of the Company since 2006. In this capacity, I am
7 familiar with the history, day-to-day operations, business and financial affairs of the Company.
8 Except as otherwise indicated, all facts as set forth in this declaration are based upon my personal
9 knowledge, my discussion with other employees and representatives of the Company, my review
10 of relevant documents, or my opinion based upon my experience and knowledge of the
11 Company’s operations and financial condition. If I were called to testify, I would and could
12 testify competently to the facts set forth in this declaration.

13 2. I submit this declaration in support of the *Emergency Motion for Order: (1)*
14 *Authorizing the Maintenance and Continued Use of Cash Management System; (2) Prohibiting*
15 *Banks from Offsetting or Freezing Debtor’s Existing Bank Accounts; and (3) Authorizing*
16 *Continuation of Electronic Payment Processing and the Honoring of Related Pre-Petition*
17 *Obligations in the Ordinary Course of Business* [Docket No. 6] (the “Cash Management
18 Motion”) and pursuant to the Court’s instruction stated in the *Memorialization of court’s tentative*
19 *rulings for " First Day Motions"* [Docket No. 35]. Capitalized terms not otherwise defined herein
20 shall have their meaning ascribed in the Motion.

21 3. In connection with the Cash Management Motion, I have taken measures to assure
22 since the filing of the bankruptcy case that pre-petition debts are not paid out of the Company’s
23 Bank Accounts, with such actions including, but not limited to, stopping payment of pre-petition
24 checks.

25 4. Working with the Company’s financial advisor Clear Thinking Group LLC
26 (“CTG”) the Company has maintained and will maintain its post-petition books and records
27 sufficiently detailed and separate from any pre-petition books and records. I believe that, based
28 on this separation of pre- and post-petition accounting, any analysis of the Company’s books and

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1 records will not be impaired by the non-closing of the Bank Accounts after the commencement of
2 this case.

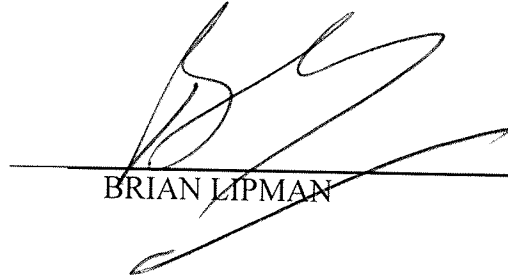
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SUPPLEMENTAL DECLARATION
OF BRIAN LIPMAN

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I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed at Los Angeles, California on this 23rd day of February 2018.



BRIAN LIPMAN

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

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:
1900 Avenue of the Stars, 21st Fl. Los Angeles, CA 90067

A true and correct copy of the foregoing document entitled (*specify*): **SUPPLEMENTAL DECLARATION OF BRIAN LIPMAN IN SUPPORT OF CASH MANAGEMENT MOTION** will be served or was served (**a**) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (**b**) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) February 23, 2018, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

- Brian L Davidoff bdavidoff@greenbergglusker.com, calendar@greenbergglusker.com;jking@greenbergglusker.com
- John P Dillman houston_bankruptcy@publicans.com
- Brian D Huben hubenb@ballardspahr.com, carolod@ballardspahr.com
- Dare Law dare.law@usdoj.gov, Kenneth.g.lau@usdoj.gov,Alvin.mar@usdoj.gov,ron.maroko@usdoj.gov
- Leo D Plotkin lplotkin@lsl-la.com, hpetrilli@lsl-la.com;dsmall@lsl-la.com
- Ronald M Tucker rtucker@simon.com, cmartin@simon.com;psummers@simon.com;Bankruptcy@simon.com
- United States Trustee (LA) ustpreion16.la.ecf@usdoj.gov

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On (*date*) February 23, 2018, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (*state method for each person or entity served*): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) February 23, 2018, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

<u>February 23, 2018</u>	<u>Sherry Harper</u>	<u>/s/ Sherry Harper</u>
<i>Date</i>	<i>Printed Name</i>	<i>Signature</i>

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.