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7 Proposed General Bankruptcy Counsel for  
Debtor and Debtor in Possession

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

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

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

Chapter 11

**STIPULATION BETWEEN THE DEBTOR,  
SIENA LENDING GROUP, LLC AND THE  
OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS CONTINUING  
THE FINAL HEARING ON THE  
DEBTOR'S MOTION TO APPROVE  
FINANCING STIPULATION**

**Final Hearing**

Date: March 20, 2018  
Time: 2:00 p.m.  
Place: Courtroom 1545  
255 E. Temple Street  
Los Angeles, CA 90012

**Proposed Continued Final Hearing**

Date: April 5, 2018  
Time: 2:00 p.m.  
Place: Courtroom 1545  
255 E. Temple Street  
Los Angeles, CA 90012

[Continued hearing approved by chambers]

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

1 This stipulation (the “Stipulation”) is made and entered into by and among the Debtor and  
2 Debtor-in-Possession B&B Liquidating, LLC, f/k/a B&B Bachrach, LLC, (the “Debtor”), Siena  
3 Lending Group, LLC (“Siena”) and the Official Committee of Unsecured Creditors (the  
4 “Committee”) (collectively, the “Parties”), with respect to the following facts:

5 A. On February 20, 2018, the Debtor filed its *Emergency Motion for Interim and*  
6 *Final Orders Approving Stipulation with Siena Lending Group LLC; (1) Authorizing Post-*  
7 *Petition Financing; (2) Authorizing Debtor's Use of Cash Collateral; and (3) Related Relief*  
8 [Docket No. 21] (the “Financing Motion”) pursuant to which the Debtor seeks approval of the  
9 accompanying *Stipulation Regarding Continuance of Financing of Debtor and Debtor in*  
10 *Possession, Priority of Advances Made, Modification of the Automatic Stay and Adequate*  
11 *Protection* (the “Financing Stipulation”) entered into between the Debtor and Siena.

12 B. On February 22, 2018 at 2:00 p.m., the Court held an emergency hearing on the  
13 Financing Motion, during which certain modifications to the Financing Stipulation were  
14 discussed on the record and incorporated into the Court’s *Interim Order Authorizing Use of Cash*  
15 *Collateral and Continuance of Financing of Debtor and Debtor in Possession, Granting Security*  
16 *Interests, According Priority Status Pursuant to Bankruptcy Code Section 364(c) and Affording*  
17 *Adequate Protection, and Giving Notice of Rule 4001(c)(2) Final Hearing* [Docket No. 36] (the  
18 “Interim Order”). The Interim Order also scheduled a final hearing on the Motion for March 20,  
19 2018 (the “Final Hearing”).

20 C. As required by the Interim Order, the Debtor filed an amended budget on February  
21 28, 2018 [Docket No. 65] (the “Budget”) to accompany the Financing Stipulation and Interim  
22 Order.

23 D. On March 13, 2018, the United States Trustee filed a *Notice of Appointment of*  
24 *Committee of Creditors Holding Unsecured Claims* [Docket No. 79], pursuant to which the  
25 Committee was appointed. On March 15, 2018, the Committee selected proposed counsel, who  
26 entered its appearance on the case on March 16, 2018.

27 E. On March 19, 2018, the Court posted a tentative ruling on the Financing Motion to  
28 the Court’s website, in which the court waived appearances for the Final Hearing and expressed

1 an intention to grant the Financing Motion on a final basis.

2 F. The Committee has raised issues with the terms of the Financing Stipulation and  
3 rather than the Committee filing a preliminary objection, the parties have agreed that a short  
4 continuance in order to allow time for discussions to occur given the recent appointment of the  
5 Committee would be the most productive use of estate resources.

6 THEREFORE, subject to the approval of the Bankruptcy Court, the Parties hereby agree  
7 as follows:

8 1. The Final Hearing on the Financing Motion shall be continued to April 5, 2018 at  
9 2 :00 p.m. (the "Continued Final Hearing"), without prejudice to a further continuance by  
10 stipulation of the Parties.

11 2. Any opposition to the Financing Motion by the Committee shall be filed and  
12 served on counsel for the Debtor and Siena no later than March 30, 2018, provided, however that  
13 if the parties are making progress on settlement discussions, the opposition deadline may be  
14 extended by agreement of the parties to not later than April 2, 2018 upon the filing of a notice  
15 with the Court; with any reply filed and served on counsel for the Committee no later than April  
16 4, 2018.

17 3. The terms of the Interim Order shall govern through the date/time of the Continued  
18 Final Hearing, subject to filing of any superseding stipulation and/or budget by the Parties.

19 4. Notwithstanding the continuance agreed to herein, all rights and objections of the  
20 Committee with respect to the Financing Motion, the Financing Stipulation and the Budget are  
21 preserved and reserved and the fact of any further paydowns from post-petition proceeds to  
22 Siena's pre-petition indebtedness under the Interim Order during the continuance period shall not  
23 prejudice the Committee's ability to raise any and all objections to the roll-up or of the Court to  
24 enter any relief requested at the Continued Final Hearing on account of the roll-up.

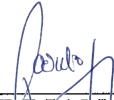
25 *[signature page follows]*

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DATED: March 20, 2018

GREENBERG GLUSKER FIELDS  
CLAMAN & MACHTINGER LLP

By:   
BRIAN L. DAVIDOFF  
KEITH PATRICK BANNER  
Proposed Counsel for Debtor and Debtor in  
Possession

DATED: March 20, 2018

PACHULSKI STANG ZIEHL & JONES LLP

By:   
JEFFREY W. DULBERG  
SHIRLEY S. CHO  
Counsel for the Official Committee of Unsecured  
Creditors

DATED: March 20, 2018

LEVY, SMALL & LALLAS

By: \_\_\_\_\_  
LEO D. PLOTKIN  
Counsel for Siena Lending Group, LLC

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DATED: March 20, 2018

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CLAMAN & MACHTINGER LLP

By:

BRIAN L. DAVIDOFF  
KEITH PATRICK BANNER  
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SHIRLEY S. CHO  
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By:

  
LEO D. PLOTKIN  
Counsel for Siena Lending Group, LLC

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## 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, 21<sup>st</sup> Fl. Los Angeles, CA 90067

A true and correct copy of the foregoing document entitled (*specify*): **STIPULATION BETWEEN THE DEBTOR, SIENA LENDING GROUP, LLC AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS CONTINUING THE FINAL HEARING ON THE DEBTOR'S MOTION TO APPROVE FINANCING STIPULATION** 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*) **March 20, 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:

- Shirley Cho scho@pszjlaw.com
- 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
- Courtney J Hull bk-chull@oag.texas.gov, sherri.simpson@oag.texas.gov
- Dare Law dare.law@usdoj.gov, Kenneth.g.lau@usdoj.gov, Alvin.mar@usdoj.gov, ron.maroko@usdoj.gov
- Michael E McCarthy michael.mccarthy@troutmansanders.com, christina.lopez@troutmansanders.com;anabel.pineda@troutmansanders.com
- Leo D Plotkin lplotkin@lsl-la.com, hpetrilli@lsl-la.com;dsmall@lsl-la.com
- Hamid R Rafatjoo hrafatjoo@raineslaw.com, bclark@raineslaw.com;cwilliams@raineslaw.com
- Ronald M Tucker rtucker@simon.com, cmartin@simon.com;psummers@simon.com;Bankruptcy@simon.com
- United States Trustee (LA) ustpregion16.la.ecf@usdoj.gov
- Elizabeth Weller dallas.bankruptcy@publicans.com

Service information continued on attached page

### **2. SERVED BY UNITED STATES MAIL:**

On (*date*) **March 20, 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*) **March 20, 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.

March 20, 2018

Julie King

/s/ Julie King

Date

Printed Name

Signature

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