

<p>Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address BRIAN L. DAVIDOFF (SBN 102654) BDavidoff@GreenbergGlusker.com KEITH PATRICK BANNER (SBN 259502) KBanner@GreenbergGlusker.com GREENBERG GLUSKER FIELDS CLAMAN & MACHTINGER LLP 1900 Avenue of the Stars, 21st Floor Los Angeles, California 90067-4590 Telephone: 310.553.3610 Fax: 310.553.0687</p> <p><input type="checkbox"/> Individual appearing without an attorney <input checked="" type="checkbox"/> Attorneys for: Proposed Attorney for Movant(s) Debtor and Debtor in Possession</p>	<p>FOR COURT USE ONLY</p>
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**UNITED STATES BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA - LOS ANGELES DIVISION**

<p>In re:</p> <p>B&B Liquidating, LLC,</p> <p align="right">Debtor(s)</p>	<p>CASE NO.: 2:18-bk-11744-NB</p> <p>CHAPTER: 11</p> <p>NOTICE OF LODGMENT OF ORDER IN BANKRUPTCY CASE RE: Emergency Motion for Order: (1) Prohibiting Utilities from Altering, Refusing, or Discontinuing Service; (2) Deeming Utilities Adequately Assured of Future Performance; and (3) Establishing Procedures for Determining Adequate Assurance of Payment [Docket No. 4]</p>
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PLEASE TAKE NOTE that the order titled FINAL ORDER ON EMERGENCY MOTION FOR ORDER: (1) PROHIBITING UTILITIES FROM ALTERING, REFUSING OR DISCONTINUING SERVICE; (2) DEEMING UTILITIES ADEQUATELY ASSURED OF FUTURE PERFORMANCE; AND (3) ESTABLISHING PROCEDURES FOR DETERMINING ADEQUATE ASSURANCE OF PAYMENT UNDER SECTION 366 OF THE BANKRUPTCY CODE was lodged on (date) March 27, 2018 and is attached. This order relates to the motion which is docket number 4.

EXHIBIT A

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

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

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

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

Chapter 11

**FINAL ORDER ON EMERGENCY
MOTION FOR ORDER:**

**(1) PROHIBITING UTILITIES FROM
ALTERING, REFUSING OR
DISCONTINUING SERVICE;**

**(2) DEEMING UTILITIES ADEQUATELY
ASSURED OF FUTURE PERFORMANCE;
AND**

**(3) ESTABLISHING PROCEDURES FOR
DETERMINING ADEQUATE
ASSURANCE OF PAYMENT UNDER
SECTION 366 OF THE BANKRUPTCY
CODE**

Final Hearing

Date: March 20, 2018

Time: 2:00 p.m.

Place: Courtroom 1545

255 E. Temple Street
Los Angeles, CA 90012

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

1 On the above captioned date and time, the Court held a final hearing (the “Final Hearing”)
2 on the *Emergency Motion for Order: (1) Prohibiting Utilities from Altering, Refusing, or*
3 *Discontinuing Service; (2) Deeming Utilities Adequately Assured of Future Performance; and (3)*
4 *Establishing Procedures for Determining Adequate Assurance of Payment* [Docket No. 4] (the
5 “Motion”), filed by Debtor and Debtor-in-Possession B&B Liquidating, LLC, f/k/a B&B
6 Bachrach, LLC, (the “Debtor”) pursuant to section 366 of title 11 of the United States Code, 11
7 U.S.C. §§ 101 et seq. (the “Bankruptcy Code”). Unless otherwise defined herein, capitalized
8 terms have the meaning ascribed to them in the Motion.

9 Following the initial emergency hearing on the Motion held on February 22, 2018 at 2:00
10 p.m., the Court granted the relief requested in the Motion on an interim basis by order entered
11 February 23, 2018 [Docket No. 46] (the “Interim Order”). The Interim Order further provided
12 that any party opposing the granting of relief requested in the Motion on a final was required to
13 file and serve an opposition no later than March 6, 2018.

14 No Utility Company or party in interest having filed a written response to the Motion;
15 based upon the Court’s review of the Motion, the accompanying Memorandum of Points and
16 Authorities, the *Declaration of Brian Lipman in Support of First Day Motions* [Docket No. 25],
17 the evidentiary record, and argument of counsel; it appearing that this Court has jurisdiction over
18 this matter pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that due and adequate notice of
19 the Motion having been given under the circumstances; and after due deliberation and good cause
20 appearing therefor, based upon findings of fact and conclusions of law stated in the Court’s
21 *Memorialization of Tentative Rulings* (Docket No. 35), as modified or supplemented orally on the
22 recorded in open court pursuant to Rule 52(a) of the Federal Rules of Civil Procedure, as
23 incorporated into Rule 7052 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy
24 Rules” and each a “Bankruptcy Rule”) and applied to contested matters by Bankruptcy Rule
25 9014(c).

26 IT IS ORDERED THAT:

- 27 1. The Motion is granted on a final basis.
28

1 2. The Utility Companies are prohibited from altering, refusing, or discontinuing
2 services to the Debtor without further order of this Court.

3 3. Pursuant to the Interim Order, for those Utility Companies that do not currently
4 hold a cash deposit previously supplied by the Debtor in the prior case of *In Bachrach*, Case No.
5 2:17-15292-NB (each, an “Existing Deposit”), Debtor was required to deposit an amount that
6 equals one month of the Debtor’s estimated average post-petition monthly cost of pre-petition
7 services provided to the Debtor by such Utility Company (each, a “Utility Deposit”), and, as such,
8 the Existing Deposit or the Utility Deposit, as the case may be, along with the Adequate
9 Assurance Procedures (as defined in the Motion and detailed below), shall constitute adequate
10 assurance of payment for future utility services from the Utility Companies under section 366(c)
11 of the Bankruptcy Code.

12 4. In the event that a Utility Company believes that its Existing Deposit or Utility
13 Deposit, as the case may be, does not provide it with satisfactory adequate assurance, the Court
14 approves the following Adequate Protection Procedures by which a Utility Company may request
15 further adequate assurance of future payment:

- 16 a. If any Utility Company is not satisfied with the assurance of future
17 payment provided by the Debtor, such Utility Company must serve a
18 written request (the “Request”) upon the Debtor setting forth the
19 location(s) for which utility services are provided, the account number(s)
20 for such location(s), the outstanding balance for each account, a summary
21 of the Debtor’s payment history on each account, and an explanation of
22 why the deposit is inadequate assurance of payment;
- 23 b. The Request must be sent to (i) the Debtor’s counsel, Greenberg Glusker
24 Fields Claman & Machtinger LLP, Attention: Brian L. Davidoff, Esq., and
25 Keith Patrick Banner, Esq., 1900 Avenue of the Stars, 21st Floor, Los
26 Angeles, California 90067; and (ii) counsel for the Official Committee of
27 Unsecured Creditors, Pachulski Stang Ziehl & Jones, Attention: Shirley S.
28 Cho, Esq. and Jeffrey W. Dulberg, Esq., 10100 Santa Monica Blvd., 13th

- 1 Floor, Los Angeles, CA 90067-4003 within 21 days after notice of the
2 entry of this order (“Final Order”) (the “Request Deadline”);
- 3 c. Without further order of this Court, the Debtor may enter into agreements
4 granting additional adequate assurance to any of the Utility Companies that
5 serve a timely Request upon the Debtor, if the Debtor, in its business
6 judgment, determines that the Request is reasonable;
- 7 d. If the Debtor believes that a Request is unreasonable, then it may, within
8 30 days after the Request Deadline, file a motion pursuant to section
9 366(c)(3) of the Bankruptcy Code seeking an order that any Existing
10 Deposit or Utility Deposit made pursuant to paragraph 3 of this Final
11 Order, as the case may be, plus any additional consideration offered by the
12 Debtor, constitutes adequate assurance of payment (an “Adequate
13 Assurance Motion”). Pending notice and a hearing on the Adequate
14 Assurance Motion, the Utility Company that is the subject of the
15 unresolved Request may not alter, refuse, or discontinue services to the
16 Debtor or recover or setoff against a pre-petition deposit, if any; and
- 17 e. Any Existing Deposit or Utility Deposit, as the case may be, shall be
18 deemed adequate assurance of payment for all of the Utility Companies
19 that fail to make a timely Request.

20 5. Debtor has the authority, without further order of the Court, to supplement the list
21 of Utility Companies attached as Exhibit 1 to the Motion if any Utility Company has been
22 omitted. If the Debtor adds a Utility Company to the list after the entry of this Order, the Debtor
23 shall serve a copy of the Motion and Order on any Utility Company that is added to the list (the
24 “Supplemental Service”). Concurrently with the Supplemental Service, the Debtor shall file with
25 the Court a supplement to Exhibit 1 attached to the Motion showing the name of the Utility
26 Company that is being added to the list.

27 6. In addition, provided that the Utility Company subject to the Supplemental Service
28 does not hold an Existing Deposit, the Debtor, within 30 days after entry of entry of this Final

1 Order, or concurrently with the Supplemental Service, whichever is later, will provide each
2 Utility Company subject to the Supplemental Service a Utility Deposit consistent with this Final
3 Order and the Motion, provided that, if the Debtor has not received utility services from the such
4 Utility Company for the 12 months prior to the Petition Date, then the deposit will be equal to
5 one-half of the Debtor's expected monthly invoice amount from such Utility Company. The
6 added Utility Company shall have 21 days from the date of the Supplemental Service to make a
7 Request. If such Request is made, the procedures outlined above shall apply to its consideration
8 and resolution. To be clear, no further action is required of the Debtor under this paragraph 6 if
9 the Utility Company subject to the Supplemental Service holds an Existing Deposit.

10 7. In the event that the Debtor defaults on an obligation to pay a Utility Company for
11 post-petition services and such default is not cured within 21 days of the Debtor's receipt of
12 written notice of default, then the applicable Utility Company may file a motion requesting that
13 the Debtor furnish further adequate assurance of future payment, and the Debtor shall consent to
14 an expedited hearing on such motion by a Utility Company.

15 8. No later than 3 business days after entry of this Final Order, the Debtor shall serve
16 a copy of this Final Order by first class U.S. Mail, postage prepaid on the following parties or
17 their counsel: (a) the Office of the United States Trustee; (b) counsel for the Official Committee
18 of Unsecured Creditors; (c) the Utility Companies; (d) Siena Lending Group, LLC; (e) Emerald
19 Capital Funding LLC; and (f) all other known secured creditors.

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**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 Floor, Los Angeles, CA 90067.

A true and correct copy of the foregoing document entitled: **NOTICE OF LODGMENT OF ORDER IN BANKRUPTCY CASE** 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 27, 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:

Service information continued on attached page

- 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

2. SERVED BY UNITED STATES MAIL: On *(date)* March 27, 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 27, 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 27, 2018
Date

Julie King
Printed Name

/s/ Julie King
Signature