

<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) Authorizing the Debtor to Pay Pre-Petition Sales, Use and Similar Taxes In the Ordinary Course of Business; and (3) Directing Banks and Financial Institutions to Honor and Process Checks and Transfers Related Thereto [Docket No. 5]</p>
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PLEASE TAKE NOTE that the order titled FINAL ORDER ON EMERGENCY MOTION FOR ORDER: (1) AUTHORIZING THE DEBTOR TO PAY PRE-PETITION SALES, USE AND SIMILAR TAXES IN THE ORDINARY COURSE OF BUSINESS; AND (2) DIRECTING BANKS AND FINANCIAL INSTITUTIONS TO HONOR AND PROCESS CHECKS AND TRANSFERS RELATED THERETO was lodged on (date) March 27, 2018 and is attached. This order relates to the motion which is docket number 5.

EXHIBIT A

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7 Proposed General Bankruptcy Counsel for
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9
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) AUTHORIZING THE DEBTOR TO
PAY PRE-PETITION SALES, USE AND
SIMILAR TAXES IN THE ORDINARY
COURSE OF BUSINESS; AND**

**(2) DIRECTING BANKS AND FINANCIAL
INSTITUTIONS TO HONOR AND
PROCESS CHECKS AND TRANSFERS
RELATED THERETO**

Final Hearing

Date: March 20, 2018

Time: 2:00 p.m.

Place: Courtroom 1545
255 E. Temple Street
Los Angeles, CA 90012

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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) Authorizing the Debtor to Pay Pre-Petition Sales, Use*
3 *and Similar Taxes In the Ordinary Course of Business; and (3) Directing Banks and Financial*
4 *Institutions to Honor and Process Checks and Transfers Related Thereto* [Docket No. 5] (the
5 “Motion”), filed by B&B Liquidating, LLC, f/k/a B&B Bachrach, LLC, (the “Debtor”) pursuant
6 to sections 105(a), 363(b), 503(b)(1), 507(a)(2), 1107(a) and 1108 of title 11 of the United States
7 Code (the “Bankruptcy Code”). Unless otherwise defined herein, capitalized terms have the
8 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. 48] (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 Taxing Authority 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 2. Debtor is hereby authorized, but not directed, to pay the Taxes and Fees due and

1 owing, including, without limitation, through the issuance of post-petition checks or wire transfer
2 requests, as the Debtor, in its sole discretion, deems necessary in the ordinary course of business,
3 provided, however that the Debtors shall provide 3 days' prior notice to the Committee prior to
4 paying any Taxes and Fees paid that are past due.

5 3. The banks and financial institutions upon which the checks to pay such Taxes and
6 Fees may be drawn by the Debtor are authorized, when requested by the Debtor, in the Debtor's
7 discretion, to honor and process checks or electronic fund transfers drawn on the Debtor's bank
8 accounts to pay pre-petition obligations authorized to be paid hereunder, whether such checks or
9 other requests were submitted prior to, or after, the Petition Date, provided that sufficient funds
10 are available in the applicable bank accounts to make such payments. The banks subject to this
11 Final Order may rely on the representations of the Debtor with respect to whether any check or
12 other transfer drawn or issued by the Debtor prior to the Petition Date should be honored pursuant
13 to this order ("Final Order"), and any such bank shall not have any liability to any party for
14 relying on such representations by the Debtor, as provided for in this Final Order.

15 4. Nothing herein shall impair any right of the Debtor to dispute or object to any
16 taxes asserted as owing to the Taxing Authorities or those parties who ordinarily collect the Taxes
17 and Fees as to amount, liability, classification, or otherwise. Nothing in this Final Order, nor as a
18 result of any payment made pursuant to this Final Order, (i) is intended or shall be deemed to
19 constitute an assumption of any agreement pursuant to section 365 of the Bankruptcy Code or an
20 admission as to the validity of any claim against the Debtor and the Debtor's estate; (ii) shall
21 impair, prejudice, waive, or otherwise affect the rights of the Debtor and Debtor's estate with
22 respect to the validity, priority, or amount of any claim against the Debtor and/ or Debtor's estate;
23 or (iii) shall be construed as a promise to pay any claim against the Debtor and/ or Debtor's
24 estate.

25 5. The Debtor is authorized to issue post-petition checks, or to effectuate post-
26 petition fund transfer requests, in replacement of any checks or fund transfer requests that are
27 dishonored as a consequence of this chapter 11 case with respect to pre-petition amounts owed in
28 connection with the Taxes and Fees that are approved herein.

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.

<u>March 27, 2018</u>	<u>Julie King</u>	<u>/s/ Julie King</u>
<i>Date</i>	<i>Printed Name</i>	<i>Signature</i>