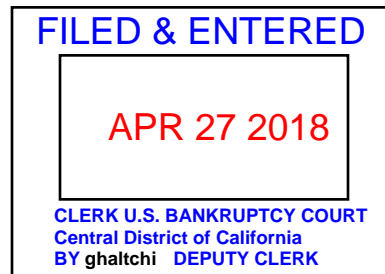


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6 Counsel for the Official Committee of  
7 Unsecured Creditors of B&B Liquidating, LLC

8 **UNITED STATES BANKRUPTCY COURT** **CHANGES MADE BY COURT**  
9 **CENTRAL DISTRICT OF CALIFORNIA**  
10 **LOS ANGELES DIVISION**

11 In re:  
12 B&B LIQUIDATING, LLC,  
13 Debtor.

Case No.: 2:18-bk-11744 NB  
Chapter 11

**ORDER AUTHORIZING AND APPROVING THE EMPLOYMENT OF PACHULSKI STANG ZIEHL & JONES LLP AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS *NUNC PRO TUNC* TO MARCH 15, 2018**

**[Relates to Docket No. 111]**

[No Hearing Required Per Local Bankruptcy Rule 2014-1(b)]

20 The Court has considered the *Application for an Order Authorizing and Approving the*  
21 *Employment of Pachulski Stang Ziehl & Jones LLP as Counsel for the Official Committee of*  
22 *Unsecured Creditors Nunc Pro Tunc to March 15, 2018* [Docket No. 111] (the "Application")<sup>1</sup> ~~and~~  
23 the Declaration of Jeffrey W. Dulberg in support thereof, and the Statement of Disinterestedness for  
24 Employment of Professional Person Under FRBP 2014 (dkt. 139), and based upon the record before  
25 the Court, it appears that the Firm does not hold or represent an interest adverse to the estate, that  
26 the Firm is a disinterested person, that its employment is in the best interest of the estate, and that

28 <sup>1</sup> All capitalized terms not otherwise defined herein shall have the same meaning as those ascribed in the Application.

PACHULSKI STANG ZIEHL & JONES LLP  
ATTORNEYS AT LAW  
LOS ANGELES, CA


1 no hearing on the Application is required pursuant to the Local Bankruptcy Rules. Accordingly, it  
2 is hereby

3 **ORDERED** that the Committee is authorized to employ the law firm of Pachulski Stang  
4 Ziehl & Jones LLP, its bankruptcy counsel herein, effective as of March 15, 2018, on the terms and  
5 conditions set forth more fully in the Application and the accompanying Declaration of Jeffrey W.  
6 Dulberg.

7 IT IS FURTHER ORDERED that (a) employment is per 11 U.S.C. § 327 not § 328; (b)  
8 payment only per 11 U.S.C. § 330(a) – no lien or superpriority claim is allowed (except as  
9 explicitly allowed - .e.g., realtor commissions on court-approved sales); (c) maximum 2 hours per  
10 day of non-working time (e.g., travel, or waiting for matter to be called) absent an adequate  
11 explanation; (d) **no buyers' premium** for auctioneers; (e) **no dual agency**; (f) all matters relating  
12 to the professional's engagement, compensation and costs shall be resolved in this court,  
13 notwithstanding any provisions for arbitration, choice of venue, or the like; and (g) any  
14 indemnification, limitation of damages or the like is ineffective. See generally *In re Circle K Corp.*,  
15 279 F.3d 669 (9th Cir. 2002) and 11 U.S.C. § 327(a) (professionals may not “hold or represent an  
16 interest adverse to the estate.”).

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24 Date: April 27, 2018

  
Neil W. Bason  
United States Bankruptcy Judge