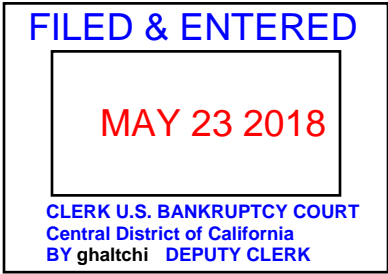


1 BRIAN L. DAVIDOFF (SBN 102654)
BDavidoff@GreenbergGlusker.com
2 KEITH PATRICK BANNER (SBN 259502)
KBanner@GreenbergGlusker.com
3 GREENBERG GLUSKER FIELDS CLAMAN
& MACHTINGER LLP
4 1900 Avenue of the Stars, 21st Floor
Los Angeles, California 90067-4590
5 Telephone: 310.553.3610
Fax: 310.553.0687



6 General Bankruptcy Counsel for
7 Debtor and Debtor in Possession

CHANGES MADE BY COURT

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

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

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

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

Chapter 11

**ORDER APPROVING APPLICATION OF
DEBTOR PURSUANT TO SECTION 327(a)
OF THE BANKRUPTCY CODE AND
RULE 2014 OF THE FEDERAL RULES OF
BANKRUPTCY PROCEDURE TO
EMPLOY NV CONSULTING SERVICES
LLC AS FINANCIAL ADVISOR AS OF
APRIL 9, 2018**

[NO HEARING REQUIRED]

1 The Court having considered the *Application of the Debtor Pursuant to Section 327(a) of*
2 *the Bankruptcy Code and Rule 2014 of the Federal Rules of Bankruptcy Procedure to Employ NV*
3 *Consulting Services LLC as Financial Advisor as of April 9, 2018* [Docket No. 129] (the
4 “Application”) filed by Debtor and Debtor in Possession B&B Liquidating, LLC, f/k/a B&B
5 Bachrach, LLC (the “Debtor”), together with the *Declaration of Neema Varghese* attached to the
6 Application and exhibits attached thereto, the Debtor’s Notice of the Application [Docket No.
7 130], and the *Statement of Disinterestedness for Employment of Professional Person Under*
8 *FRBP 2014* [Docket No. 131]; it appearing that this Court has jurisdiction over this matter
9 pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that due and adequate notice of the
10 Application having been given pursuant to the Court’s *Order Granting Emergency Motion for*
11 *Order Limiting Scope of Notice* [Docket No. 44], which is incorporated herein by reference; no
12 timely response or request for hearing having been filed with respect to the Application; and after
13 due deliberation and good cause appearing therefor,

14 IT IS ORDERED THAT:

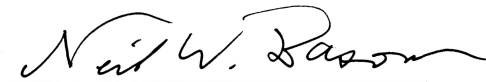
- 15 1. The Application is granted.
- 16 2. The Debtor is authorized to employ NV Consulting Services LLC (“NV
17 Consulting”) as its financial advisor for the purposes set forth in the Application, effective as of
18 April 9, 2018, pursuant to section 327(a) of title 11 of the United States Code, 11 U.S.C. §§ 101,
19 et seq. (the “Bankruptcy Code”).
- 20 3. The Debtor is authorized to pay, and NV Consulting is authorized to deposit in its
21 client trust account a \$5,000.00 post-petition retainer, to be drawn down on by NV Consulting
22 only pursuant to monthly fee statement procedures set forth in the Guidelines promulgated by the
23 Executive Office of the U.S. Trustee (the “U.S. Trustee Guidelines”).
- 24 4. Any fees authorized to be paid hereunder are subject to the Court’s subsequent
25 approval of interim and/or final fee applications made pursuant to sections 330 and/or 331 of the
26 Bankruptcy Code.
- 27 5. The Bankruptcy Court shall retain jurisdiction over any dispute that may arise with
28 respect to NV Consulting’s representation of the Debtor. Upon dismissal of, or closing of, the of

1 the Debtor's bankruptcy case, in the event of a dispute regarding NV Consulting's engagement,
2 the forum for such a dispute shall be determined by the terms of the Engagement Agreement
3 between the Debtor and NV Consulting.

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

17 # # #

24 Date: May 23, 2018



Neil W. Bason
United States Bankruptcy Judge

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