

EXHIBIT A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF SOUTH CAROLINA**

In re:

CAFE HOLDINGS CORP., *et al.*,¹

Debtors.

Chapter 11

Case No. 18-05837 (hb)

(Jointly Administered)

**ORDER GRANTING DEBTORS' MOTION TO REJECT A CERTAIN UNEXPIRED
NON-RESIDENTIAL REAL PROPERTY LEASE WITH HENDERSON CROSSING
SHOPPING CENTER, LLC PURSUANT TO BANKRUPTCY CODE § 365 AND
BANKRUPTCY RULE 6006 AND TO ABANDON RELATED PERSONAL PROPERTY**

Upon the *Debtors' Motion to Reject a Certain Unexpired Non-Residential Real Property Lease with Henderson Crossing Shopping Center, LLC Pursuant to Bankruptcy Code § 365 and Bankruptcy Rule 6006 and to Abandon Related Person Property* (the "**Motion**")² of the above-captioned debtors and debtors in possession (collectively, the "**Debtors**"); and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and it appearing that venue of this proceeding and this Motion are properly in this district under 28 U.S.C. §§ 1408 and 1409; and it appearing that notice of the Motion and opportunity for hearing on the Motion was appropriate under the circumstances and that no other or further notice with respect to the Motion need be given; and after due deliberation and sufficient cause appearing therefore, IT IS HEREBY ORDERED:

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Cafe Holdings Corp. (7910); Cafe Enterprises, Inc. (4946); CE Sportz LLC (2009); and CES Gastonia LLC (0863). The location of the Debtors' corporate headquarters is 4324 Wade Hampton Blvd., Suite B, Taylors, South Carolina 29687.

² Capitalized terms used herein but not otherwise defined shall have the meanings ascribed to the such terms in the Motion.

1. The Motion is GRANTED.

2. Pursuant to Bankruptcy Code § 365 and Bankruptcy Rule 6006, the Debtors' Shopping Center Lease Agreement with Henderson Crossing Shopping Center, LLC (together with any and all successors and assigns, the "**Landlord**") dated as of July 20, 1995, as amended (the "**Henderson Crossing Lease**"), relating to the Debtors' restaurant located at 110 Henderson Crossing Shopping Center, Hendersonville, North Carolina 28792 (the "**Rejected Restaurant Location**") is hereby deemed rejected effective as of **December 31, 2018** without further order of the Court and without the need for further action by the Debtors or any other party.

3. Any personal property or furniture, fixtures and equipment remaining at the Rejected Restaurant Location shall be deemed abandoned by the Debtors. Nothing in this Order shall limit, affect, or impair the rights, liens, claims, encumbrances, and interests of any person (including, without limitation, the Landlord) in such remaining property under non-bankruptcy law, and any such person may exercise such rights, liens, claims, encumbrances, and interests in the remaining property in such person's discretion, without further notice or order from this Court, without any liability to the Debtors, and without waiver of any claim such person may have against the Debtors.

4. To the extent that Bankruptcy Rule 6004(h) is applicable, the terms and conditions of this Order shall nonetheless be effective immediately and enforceable upon entry of this Order.

5. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

AND IT IS SO ORDERED.