

**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)

**NOTICE OF REDLINE VERSIONS OF CERTAIN PROPOSED
FINAL ORDERS FOR MATTERS SCHEDULED FOR
HEARING ON JANUARY 8, 2019**

PLEASE TAKE NOTICE that as a result of discussions with various parties in interest, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) previously filed certain proposed final orders (the “**Proposed Final Orders**”), which will be presented to the Court at the hearing scheduled for January 8, 2019 and include the following:

- *Order Authorizing the Employment and Retention of Haynes and Boone, LLP as Counsel for the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date* [Docket No. 297] (the “**Haynes and Boone Retention Order**”);
- *Order Authorizing the Debtors to Employ and Retain Burr & Forman LLP as Local Bankruptcy Counsel to the Debtors and Debtors in Possession Nunc Pro Tunc to the Petition Date* [Docket No. 294] (the “**Burr & Forman Retention Order**”);
- *Order Granting Debtors’ Application for Entry of Order Pursuant to 11 U.S.C. §§ 105(a) and 363(b) Authorizing and Approving Debtors’ Retention of Loughlin Management Partners & Co., Inc. to Provide John Sordillo as Chief Restructuring Officer and Certain Additional Personnel Nunc Pro Tunc to the Petition Date* [Docket 285] (the “**Loughlin Retention Order**”);
- *Order Authorizing the Employment and Retention of Donlin, Recano & Company, Inc. as the Administrative Advisor for the Debtors, Effective Nunc Pro Tunc to the Petition Date* [Docket 286] (the “**Donlin Retention Order**”);

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.

- *Order Authorizing Debtors' Retention and Compensation of Certain Professionals Utilized in the Ordinary Course of Business* [Docket 288] (the "**Ordinary Course Professionals Order**"); and
- *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members* [Docket 289] (the "**Fee Procedures Order**").

PLEASE TAKE FURTHER NOTICE that redline versions of the Proposed Final Orders are attached to this Notice as listed below. Each redline version of a Proposed Final Order is marked against the version of the proposed order that was originally attached to the underlying motion or application, as applicable. Copies of the redline versions of the Proposed Final Orders are attached hereto as follows:

Exhibit A: Redline Haynes and Boone Retention Order;

Exhibit B: Redline Burr & Forman Retention Order;

Exhibit C: Redline Loughlin Retention Order;

Exhibit D: Redline Donlin Retention Order;

Exhibit E: Redline Ordinary Course Professionals Order; and

Exhibit F: Redline Fee Procedures Order.

RESPECTFULLY SUBMITTED this 7th day of January, 2019.

BURR & FORMAN LLP

/s/ Michael H. Weaver

Michael H. Weaver (S.C. Dist. Ct. ID # 9847)
Robin C. Stanton (S.C. Dist. Ct. ID # 7438)
Weyman C. Carter (S.C. Dist. Ct. ID # 5218)
1221 Main Street, 18th Floor
Post Office Box 11390
Columbia, South Carolina 29211
Tel: (803) 799-9800
Fax: (803) 753-3277
Email: mweaver@burr.com
Email: rstanton@burr.com
Email: wcarter@burr.com
*Proposed Counsel to the Debtors and
Debtors in Possession*

- AND -

HAYNES AND BOONE, LLP

/s/ Ian T. Peck

Ian T. Peck (admitted *pro hac vice*)
(TX Bar No. 24013306)
J. Frasher Murphy (admitted *pro hac vice*)
(TX Bar No. 24013214)
David L. Staab (admitted *pro hac vice*)
(TX Bar No. 24093194)
2323 Victory Avenue, Suite 700
Dallas, Texas 75219
Tel: (214) 651-5000
Fax: (214) 651-5940
Email: ian.peck@haynesboone.com
Email: frasher.murphy@haynesboone.com
Email: david.staab@haynesboone.com
*Proposed Counsel for the Debtors
and Debtors in Possession*