

**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)

**SECOND OMNIBUS ORDER APPROVING THE REJECTION OF
CERTAIN EXECUTORY CONTRACTS PURSUANT TO BANKRUPTCY
CODE § 365 AND BANKRUPTCY RULE 6006**

Upon the *Debtors' Second Omnibus Motion for an Order Approving the Rejection of Certain Executory Contracts Pursuant to Bankruptcy Code § 365 and Bankruptcy Rule 6006* (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 Motion is GRANTED as set forth herein.

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.

2. Pursuant to Bankruptcy Code § 365 and Bankruptcy Rule 6006, the Contracts listed on **Exhibit 1** attached hereto are hereby rejected as of March 12, 2019 without further order of the Court and without the need for further action by the Debtors or any other party.

3. 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.

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

AND IT IS SO ORDERED.

FILED BY THE COURT

04/08/2019



A handwritten signature in black ink, appearing to read "John L. Barria".

US Bankruptcy Judge
District of South Carolina

Entered: 04/08/2019

EXHIBIT 1

Rejected Contracts

| Contract Counterparty | Contract |
|---|--|
| Advanced Disposal 5734 Columbia Rd Grovetown, GA 30813 | Waste/Recycle hauler #0026 Evans |
| Airgas National Welders PO Box 601985 Charlotte, NC 28260 | CO2 Equipment Lease |
| BDO USA, LLP PO Box 642743 Pittsburgh, PA 45264 | Tax Services Engagement Letter |
| Blue Mountain BZ, Inc. 1595 Peachtree Pkwy. Cumming, GA 30041 | Service Agreement (Cinnamon apples, firecracker sticks, pot pie filling) |
| CIT 21146 Network Place Chicago, IL 60673 | Printer Equipment Lease |
| Demetri's Gourmet Mixes 8230 5th Avenue S. Suite A Seattle, WA 90108 | Beverage Pricing Agreement |
| Easton, Eric 4324 Wade Hampton Blvd STE B Taylors, SC 29687 | Employment Agreement |
| Ecolab Ecolab Center St. Paul, MN 55102 | Dish Machine Lease |
| Ecolab 26252 Network Place Chicago, IL 60673 | Pest Elimination and Prevention Service |
| Ecolab PO Box 32027 New York, NY 10087 | Dish Machine Lease |
| Employment Screening Service 2500 Southlake Park Birmingham, AL 35244 | Background and Drug Testing Service |
| FedEx PO Box 371461 Pittsburgh, PA 15250 | Shipping Pricing Agreement |

| Contract Counterparty | Contract |
|--|---|
| Fresh Point 1200 Oakley Industrial Blvd. STE B Fairburn, GA 30213 | Produce Supply and Distribution Contract |
| Fresh Point 1200 Oakley Industrial Blvd. STE B Fairburn, GA 30213 | Potato/Onion Service Agreement |
| Gamecock Sports Properties PO Box 16914 Kansas City, MO 64184 | South Carolina Sponsorship |
| InComm 250 Williams St. 5 th Floor Atlanta, GA 30303 | Wholesale Gift Card Sales (Sam's Club & BJ's) |
| JanPro of Western Carolina 128 Milestone Way Greenville, SC 29615 | Office Cleaning Service |
| Just 4 Fun LLC 318 Sandy Springs Circle Atlanta, GA 30328 | Kids Menu Agreement |
| Kelly, Thomas 4388 Fulcher Rd. Hepzibah, GA 30815 | Retention Agreement |
| Knox Sport 13063 West Linebaugh Ave. Tampa, FL 33626 | Clemson Sponsorship |
| Lincolnton Voucher Coup 514 S. Academy St. Lincolnton, NC 28093 | Senior Meal Program Agreement |
| Market Force Information, Inc PO Box 270355 Louisville, CO 80023 | Guest Feedback Services Agreement |
| Mazany, James 4324 Wade Hampton Blvd STE B Taylors, SC 29687 | Employment Agreement |
| Patrice and Associates 10020 Southern Maryland Blvd STE 100 Dunkirk, MD 20754 | Recruiting Agency Agreement |
| Republic Services 684 Mauldin Rd. Greenville, SC 29607 | Waste/Recycle hauler #0008 Southport |

| Contract Counterparty | Contract |
|---|--|
| Smith, Holly 4324 Wade Hampton Blvd STE B Taylors, SC 29687 | Employment Agreement |
| Staples, Inc. 6600 Embassy Row BLDG 600 STE 400 Atlanta, GA 30328 | Office Supplies Pricing agreement |
| Toshiba Business Solutions 201-C Pelham Davis Circle Greenville, SC 29615 | Office Printer Lease |
| Velosio 5747 Perimeter Rd STE 200 Dublin, OH 43017 | Financial Software Licensing and Service Agreement |
| Waitr 1100 Bertrand Dr. Suite 2 Lafayette, LA 70506 | Food Delivery Agreement |
| Waste Connections 1010 Rogers Bridge Road Duncan, SC 29334 | Waste/Recycle hauler #0001 Waccamaw |
| WebFX 1705 N. Front St. Harrisburg, PA 17102 | Marketing Agreement |

Certificate of Notice Page 6 of 7
United States Bankruptcy Court
District of South Carolina

In re:
Cafe Holdings Corp.
Debtor

Case No. 18-05837-hb
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0420-7 User: mcabee Page 1 of 2 Date Rcvd: Apr 08, 2019
Form ID: pdf01 Total Noticed: 4

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Apr 10, 2019.

- db +Cafe Holdings Corp., 4324 Wade Hampton Blvd., Ste. B, Taylors, SC 29687-2243
+David L. Staab, Haynes and Boone, LLP, 301 Commerce Street, Suite 2600,
at Fort Worth, TX 76102-4160
at +Ian T. Peck, Haynes and Boone, LLP, 2323 Victory Avenue, Suite 700,
Dallas, TX 75219-7673
at +J. Frasher Murphy, Haynes and Boone, LLP, 2323 Victory Avenue, Suite 700,
Dallas, TX 75219-7673

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center. NONE. TOTAL: 0

***** BYPASSED RECIPIENTS *****

NONE. TOTAL: 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.

Transmission times for electronic delivery are Eastern Time zone.

I, Joseph Speetjens, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Apr 10, 2019

Signature: /s/Joseph Speetjens

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on April 8, 2019 at the address(es) listed below:

- A. Todd Darwin on behalf of Creditor Sysco Charlotte LLC tdarwin@holcombebomar.com,
rmitchell@holcombebomar.com
A. Todd Darwin on behalf of Creditor Sysco Columbia LLC tdarwin@holcombebomar.com,
rmitchell@holcombebomar.com
Brandon K. Poston on behalf of Creditor Committee Official Committee of Unsecured Creditors
keith.poston@nelsonmullins.com,
Stephanie.arnold@nelsonmullins.com;linnea.hann@nelsonmullins.com;joan.kishline@nelsonmullins.com;
frank.knowlton@nelsonmullins.com;shane.ramsey@nelsonmullins.com;bsandler@pszjlaw.com
Christine E Brimm on behalf of Creditor Betty B. Tyson cbrimm@bartonbrimm.com,
cfraser@bartonbrimm.com,bbarton@bartonbrimm.com
Christine E Brimm on behalf of Creditor William L. Barrier cbrimm@bartonbrimm.com,
cfraser@bartonbrimm.com,bbarton@bartonbrimm.com
Christine E Brimm on behalf of Creditor Robert B. Barrier cbrimm@bartonbrimm.com,
cfraser@bartonbrimm.com,bbarton@bartonbrimm.com
Christine E Brimm on behalf of Creditor Joel A. Tyson cbrimm@bartonbrimm.com,
cfraser@bartonbrimm.com,bbarton@bartonbrimm.com
Christine E Brimm on behalf of Creditor CGD Real Estate Tennessee, LLC cbrimm@bartonbrimm.com,
cfraser@bartonbrimm.com,bbarton@bartonbrimm.com
Christine E Brimm on behalf of Creditor B&T Sand Company, Inc. cbrimm@bartonbrimm.com,
cfraser@bartonbrimm.com,bbarton@bartonbrimm.com
Craig Solomon Ganz on behalf of Creditor Store Master Funding I, LLC ganzc@ballardspahr.com,
phxdocketingbkr@ballardspahr.com,hartt@ballardspahr.com
Craig Solomon Ganz on behalf of Creditor STORE Master Funding V, LLC ganzc@ballardspahr.com,
phxdocketingbkr@ballardspahr.com,hartt@ballardspahr.com
Daniel K Felker on behalf of Creditor Bruce Dressler dan@hucksandfelker.com,
brandy@hucksandfelker.com
David Brian Wheeler on behalf of Creditor M&R Investors, LLC davidwheeler@mvalaw.com
David Brian Wheeler on behalf of Creditor MRB, LLC davidwheeler@mvalaw.com
David Brian Wheeler on behalf of Creditor South Carolina Electric & Gas Company
davidwheeler@mvalaw.com
David Brian Wheeler on behalf of Creditor Public Service of North Carolina
davidwheeler@mvalaw.com
David Brian Wheeler on behalf of Creditor Old Mill Stream, LLC davidwheeler@mvalaw.com
Elisabetta G. Gasparini on behalf of U.S. Trustee US Trustee's Office
elisabetta.g.gasparini@usdoj.gov

District/off: 0420-7

User: mcabee
Form ID: pdf01

Page 2 of 2
Total Noticed: 4

Date Rcvd: Apr 08, 2019

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system (continued)

Eugene B. McLeod, III on behalf of Creditor South Carolina Department of Employment and Workforce ecf@dew.sc.gov, tmcLeod@dew.sc.gov
Francesca Macchiaverna on behalf of Creditor Geoffrey S. Stutchman and Leehouang T. Stutchman as Trustees for the Stutchman Family Trust, successors-in-interest to Store Capital Acquisitions, LLC fmacchiaverna@huntermaclean.com, btees@huntermaclean.com
James Henry Cassidy on behalf of Creditor Margaret Smith jcassidy@roecassidy.com, lalewine@roecassidy.com
James Henry Cassidy on behalf of Creditor Gary Smith jcassidy@roecassidy.com, lalewine@roecassidy.com
James Henry Cassidy on behalf of Creditor Riverview Office Park LLC jcassidy@roecassidy.com, lalewine@roecassidy.com
Jane H. Downey on behalf of Creditor Vandelay, LLC jane@mttlaw.com, jessica@mttlaw.com;corey@mttlaw.com
John L. McCants on behalf of Creditor Hilltop Way, LLC jmccants@rogerslewis.com
John Timothy Stack on behalf of U.S. Trustee US Trustee's Office John.T.Stack@usdoj.gov
Mary M. Caskey on behalf of Attorney Stanley H. McGuffin mcaskey@hsblawfirm.com, awilloughby@hsblawfirm.com;uveguilla@hsblawfirm.com;cwiliamson@hsblawfirm.com
Mary M. Caskey on behalf of Attorney Mary M. Caskey mcaskey@hsblawfirm.com, awilloughby@hsblawfirm.com;uveguilla@hsblawfirm.com;cwiliamson@hsblawfirm.com
Mary M. Caskey on behalf of Attorney Michael DiGiacomo mcaskey@hsblawfirm.com, awilloughby@hsblawfirm.com;uveguilla@hsblawfirm.com;cwiliamson@hsblawfirm.com
Mary M. Caskey on behalf of Creditor STORE Master Funding V, LLC mcaskey@hsblawfirm.com, awilloughby@hsblawfirm.com;uveguilla@hsblawfirm.com;cwiliamson@hsblawfirm.com
Mary M. Caskey on behalf of Attorney Craig S. Ganz mcaskey@hsblawfirm.com, awilloughby@hsblawfirm.com;uveguilla@hsblawfirm.com;cwiliamson@hsblawfirm.com
Michael H. Weaver on behalf of Debtor Cafe Holdings Corp. mweaver@burr.com, khandrock@burr.com
Michael Kevin McCarrell on behalf of Creditor ACM Fatz VII LLC kmccarrell@foxrothschild.com, eaccetta@foxrothschild.com
Randy A. Skinner on behalf of Creditor Freshpoint North Carolina, Inc. wpeterkin@skinnerlawfirm.com;candicem@skinnerlawfirm.com
Reid E. Dyer on behalf of Creditor Old Mill Stream, LLC reiddyer@mvalaw.com
Reid E. Dyer on behalf of Creditor MRB, LLC reiddyer@mvalaw.com
Reid E. Dyer on behalf of Creditor M&R Investors, LLC reiddyer@mvalaw.com
Robert C. Byrd on behalf of Creditor Greenwood County, South Carolina bobbybyrd@parkerpoe.com, kimnagy@parkerpoe.com;smithpodris@parkerpoe.com
Robin C. Stanton on behalf of Debtor Cafe Holdings Corp. rstanton@burr.com, khandrock@burr.com
Stanley H. McGuffin on behalf of Creditor STORE Master Funding V, LLC smcguffin@hsblawfirm.com, cwiliamson@hsblawfirm.com;mcaskey@hsblawfirm.com;uveguilla@hsblawfirm.com
Stanley H. McGuffin on behalf of Creditor Store Master Funding I, LLC smcguffin@hsblawfirm.com, cwiliamson@hsblawfirm.com;mcaskey@hsblawfirm.com;uveguilla@hsblawfirm.com
Stanley H. McGuffin on behalf of Attorney Stanley H. McGuffin smcguffin@hsblawfirm.com, cwiliamson@hsblawfirm.com;mcaskey@hsblawfirm.com;uveguilla@hsblawfirm.com
Thomas W. Bunch, II on behalf of Creditor East Forest Plaza III, LLC tbunch@bunchlawllc.com, awilliams@bunchlawllc.com
Tobias G. Ward, Jr. on behalf of Creditor AAA Accurate Backflow Testing and Repair, LLC tw@tobywardlaw.com
US Trustee's Office USTPRegion04.CO.ECF@usdoj.gov
Weyman C. Carter on behalf of Debtor Cafe Holdings Corp. wcarter@burr.com, dhayes@burr.com

TOTAL: 46