

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

In re:

WORDSWORTH ACADEMY, *et al.*¹,

Debtors.

Chapter 11

Case No. 17-14463 (AMC)

**ORDER AUTHORIZING AND APPROVING THE EMPLOYMENT AND RETENTION
OF WALKER NELL PARTNERS, INC. AS FINANCIAL ADVISOR TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF JULY 17, 2017**

Upon the application (the “**Application**”)² of the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the cases (the “**Chapter 11 Cases**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”), for entry of an order pursuant to sections 328 and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014(a), authorizing the employment and retention of Walker Nell Partners, Inc. (“**Walker Nell**”) as financial advisor to the Committee, effective as of July 17, 2017, and upon consideration of the Walker Declaration submitted in support of the Application; and the Court being satisfied, based on representations made in the Application and the Walker Declaration that (i) Walker Nell has no connection with the Debtors, their creditors, or any other parties in interest, their respective attorneys and accountants, Office of the United States Trustee for the Eastern District of Pennsylvania, any person employed in the Office of the United States Trustee for the Eastern District of Pennsylvania, or any Bankruptcy Judge currently serving on the United States Bankruptcy Court for the Eastern District of

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor’s federal tax identification number, are: Wordsworth Academy (9031); Wordsworth CUA 5, LLC (0983); and Wordsworth CUA 10, LLC (5980). Wordsworth Academy has an address at 3300 Henry Ave., Philadelphia, PA 19129.

Pennsylvania, and does not represent any entity having an adverse interest to the Debtors in connection with the Debtors' Chapter 11 Cases, except as set forth in the Walker Declaration; (ii) Walker Nell is a "disinterested person" as that phrase is defined in section 101(14) of the Bankruptcy Code; and (iii) Walker Nell's employment is necessary and in the best interest of the Committee and the Debtors, their estates and their creditors; and it appearing that this Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these Chapter 11 Cases and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and this Court having found that proper and adequate notice of the Application and the relief requested therein has been provided in accordance with the Bankruptcy Rules, and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein.
2. The Committee is authorized to employ and to retain Walker Nell, effective as of the July 17, 2017, to serve as its financial advisor in these Chapter 11 Cases.
3. Walker Nell shall be compensated in accordance with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, the applicable Federal Rules of Bankruptcy Procedure, the Local Rules of this Court, and such other procedures as may be fixed by order of this Court.
4. This Order shall be immediately effective and enforceable upon its entry.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Application.

5. The Committee is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

6. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2017

ASHLEY M. CHAN
UNITED STATES BANKRUPTCY JUDGE