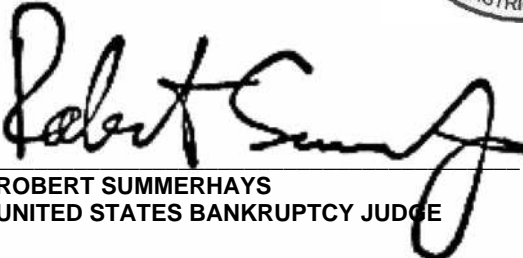




SO ORDERED.

SIGNED October 22, 2012.


ROBERT SUMMERHAYS
UNITED STATES BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF LOUISIANA
LAFAYETTE DIVISION

IN RE:

PICCADILLY RESTAURANTS, LLC,
ET AL.,

DEBTORS

* CASE NO. 12-51127
*
* (JOINT ADMINISTRATION)¹
*
* CHAPTER 11
*
* JUDGE ROBERT SUMMERHAYS

**ORDER *NUNC PRO TUNC* AUTHORIZING EMPLOYMENT AND COMPENSATION
OF CERTAIN PROFESSIONALS UTILIZED IN THE ORDINARY
COURSE OF THE DEBTORS' BUSINESS**

Upon consideration of the Application for an Order *Nunc Pro Tunc* Authorizing Employment and Compensation of Certain Professionals Utilized in the Ordinary Course of the

¹ Jointly administered with *In re Piccadilly Food Service, LLC*, 12-51128 (Bankr. W.D. La. 2012), and *In re Piccadilly Investments, LLC*, 12-51129 (Bankr. W.D. La. 2012).

{N2533491.1}

Debtors' Business pursuant to 11 U.S.C. § 327(a) of the Bankruptcy Code (the "Application"), (Docket #141) filed on September 25, 2012, wherein Piccadilly Restaurants, LLC *et al.* (the "Debtors") request that this Court enter an order pursuant to 11 U.S.C. § 327(a) authorizing the Debtors to employ and retain the professionals listed on Exhibit A of the Motion. This Court finds that (a) the professionals listed by the Debtors neither represent nor hold an interest adverse to the Debtors or to the estate and are disinterested persons, (b) the professionals are qualified to provide services to the Debtors under §§ 327(a) and (e) of the Bankruptcy Code, and (c) employment of the listed professionals would best serve the interests of the Debtors and the Debtors' estates; and after due deliberation and cause appearing therefor;

IT IS ORDERED that, pursuant to 11 U.S.C. §§ 327(a) and (e), the Debtors are authorized to retain, employ, and compensate the entities listed on Exhibit A as attorneys for the Debtors in this Chapter 11 case effective as of the Petition Date (as defined in the Application), upon the terms and conditions of the employment set forth in the Application.

IT IS FURTHER ORDERED that each Ordinary Course Professional file an Affidavit of Disinterestedness with the Court and serve copies upon the Debtors, the Office of the United States Trustee, counsel to any statutory creditors' committee appointed in this case, and those listed on the Special Notice List, prior to or contemporaneous with the first submission to the Debtors of invoices accompanying a request for compensation.

IT IS FURTHER ORDERED that all Ordinary Course Professionals to whom the Debtors pays less than \$50,000 on a three-month basis (quarterly reporting) will not have to file retention pleadings or follow the usual fee application process. Those to whom the Debtors will pay more than \$50,000 per quarter must follow the full application process to act as outside counsel to the Debtors.

{N2533491.1}

IT IS FURTHER ORDERED that the Debtors will provide unredacted copies of the bills/invoices of these Ordinary Course Professionals to the United States Trustee before payment. The Ordinary Course Professionals also will provide the United States Trustee receipts for all travel related expenses, hotel rooms, meals totaling more than \$25, and individual telephone or conference call charges of more than \$100. The Debtors will also provide the requested information to the United States Trustee on a CD or other digital medium.

IT IS FURTHER ORDERED that the Debtors file a statement with the Court and serve such statement on the United States Trustee and any official committee appointed in this case on March 15, June 15, September 15, and December 15 of every year that this case is pending. Such statement shall include the following information for each Ordinary Course Professional: (a) the name of the Ordinary Course Professional; (b) the aggregate amounts paid as compensation for services rendered and reimbursement of expenses incurred by such Ordinary Course Professional during the previous 120 days, and (c) a general description of the services rendered by each Ordinary Course Professional.

IT IS FURTHER ORDERED that, the Debtors will give notice by mailing this Order, the Application, and the Statement to Notice of this Application to (a) the secured creditor; (b) the thirty (30) largest unsecured creditors; (c) twenty (20) additional random unsecured creditors; (d) all parties who have filed a notice of appearance and request for notice; (e) the United States Trustee; (f) all parties who have requested special notice pursuant to Bankruptcy Rule 2002; and (h) the Unsecured Creditors Committee, if appointed.

IT IS FURTHER ORDERED that, any objection that any listed professional is precluded from serving as an attorney to Debtors in this Chapter 11 Case under 11 U.S.C.

{N2533491.1}

§§ 327(a) and (e) that arises from disclosure contained in the Statement may be made by any creditor or equity interest holder, provided any such objection will be made promptly.

IT IS FURTHER ORDERED that, all compensation for services rendered and reimbursement for expenses incurred during this Chapter 11 Case will be paid as provided by order of this Court.

IT IS FURTHER ORDERED that notwithstanding anything herein to the contrary, the authority granted herein is subject to any requirements and limitations imposed upon the Debtors under any Court order regarding debtor-in-possession financing and/or cash collateral use and any approved budget therein. Nothing contained herein shall, or shall be deemed to, modify, amend or alter such order or approved budget.

###

This Order was prepared and is being submitted by:

R. PATRICK VANCE (#13008)
ELIZABETH J. FUTRELL (#05863)
MARK A. MINTZ (#31878)
TYLER J. RENCH (#34049)
Jones, Walker, Waechter, Poitevent,
Carrère & Denègre, L.L.P.
201 St. Charles Avenue, 51st Floor
New Orleans, Louisiana 70170
Telephone: (504) 582-8000 / Direct: 582-8194
Direct Facsimile: (504) 589-8194
Email: pvance@joneswalker.com
Email: efutrell@joneswalker.com
Email: mmintz@joneswalker.com
Email: trench@joneswalker.com

{N2533491.1}

AND

PATRICK L. McCUNE (#31863)
Jones, Walker, Waechter, Poitevent,
Carrère & Denègre, L. L. P.
Four United Plaza
8555 United Plaza Blvd.
Baton Rouge, Louisiana 70809
Telephone: (225) 248-2150
Facsimile: (225) 248-3350
Email: pmccune@joneswalker.com

**Attorneys for Piccadilly Restaurants, LLC
Piccadilly Food Service, LLC and
Piccadilly Investments, LLC**

{N2533491.1}

United States Bankruptcy Court
Western District of Louisiana

In re:
Piccadilly Restaurants, LLC
Debtor

Case No. 12-51127-RRS
Chapter 11

CERTIFICATE OF NOTICE

District/off: 0536-4

User: lchamp
Form ID: pdf8

Page 1 of 2
Total Noticed: 3

Date Rcvd: Oct 22, 2012

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Oct 24, 2012.

db +Piccadilly Restaurants, LLC, c/o Jones Walker et al, 201 St. Charles Ave #5100,
New Orleans, LA 70170-5101
aty +Jones, Walker, Waechter, Poitevent, Carrere & Dene, 201 St. Charles Avenue, 51st Floor,
New Orleans, LA 70170-5000
aty +Patrick L. McCune, Jones, Walker et al, 201 St. Charles Avenue, 51st Floor,
New Orleans, LA 70170-5100

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

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

tr DIP

TOTALS: 1, * 0, ## 0

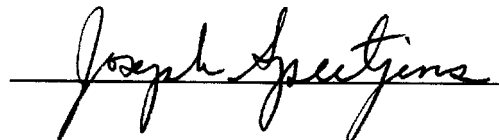
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

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 9): 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: Oct 24, 2012

Signature:



The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on October 22, 2012 at the address(es) listed below:

Andrew D. Mendez on behalf of Creditor Peter Mayer Advertising, Inc. amendez@stonepigman.com
Brent R. McIlwain on behalf of Creditor Atalaya Administrative, LLC bmcilwain@pattonboggs.com, rwjones@pattonboggs.com; bsmith@pattonboggs.com
Christopher R. Maddux on behalf of Creditor The Merchants Company d/b/a Merchants Foodservice chris.maddux@butlersnow.com
Dale R. Baringer on behalf of Creditor Kleinpeter Farms Dairy, L.L.C. dale@baringerlawfirm.com, pam@baringerlawfirm.com; aaron@baringerlawfirm.com; ben@baringerlawfirm.com
Dannie P. Garrett on behalf of Creditor The Merchants Company d/b/a Merchants Foodservice dannie.garrett@butlersnow.com
David F. Waguespack on behalf of Creditor Atalaya Administrative, LLC waguespack@carverdarden.com, plaisance@carverdarden.com
David Patrick Keating on behalf of Creditor GGP, Inc. rick@thekeatingfirm.com, shannon@thekeatingfirm.com
Douglas S. Draper on behalf of Interested Party CB Agency Services, LLC ddraper@hellerdraper.com
Elizabeth J. Futrell on behalf of Debtor Piccadilly Food Service, LLC efutrell@joneswalker.com, jmagallanes@joneswalker.com; sliberio@joneswalker.com
J. David Forsyth on behalf of Interested Party Aronov Realty Management jdf@sessions-law.com
John P. Dillman on behalf of Creditor Harris County houston_bankruptcy@publicans.com
Jon Ann Giblin on behalf of Creditor Kimco Realty Corporation jgiblin@mcglinchey.com, zfrederick@mcglinchey.com
Keith Couture on behalf of Creditor Grimes Professional Dirt Busters kcouture@couturelaw.net
Leo D. Congeni on behalf of Creditor Trademasters, Inc. leocongeni@bellsouth.net, officeofeturner@bellsouth.net
Louis M. Phillips on behalf of Debtor Piccadilly Food Service, LLC lphillips@gordonarata.com, pbartholomew@gordonarata.com; jalcantara@gordonarata.com
Mark A. Mintz on behalf of Debtor Piccadilly Food Service, LLC mmintz@joneswalker.com, mmcadory@joneswalker.com
Office of U. S. Trustee USTPRegion05.SH.ECF@usdoj.gov
Paul M. Lavelle on behalf of Creditor MSC1 2005-IQ-10 CORTANA MALL, LLC plavelle@winstead.com, slavelle@winstead.com
Paul N. Debaillon on behalf of Creditor Southern Commercial Buildings, LLC paul@debaillonmiley.com
Peter A. Kopfinger on behalf of Debtor Piccadilly Food Service, LLC PKopfinger@gordonarata.com
Phillip K. Wallace on behalf of Creditor Cora & Elwyn Ball philkwall@aol.com
R. Patrick Vance on behalf of Debtor Piccadilly Restaurants, LLC pvance@joneswalker.com, dschulte@joneswalker.com
Robert L. LeHane on behalf of Creditor GGP, Inc. kdwbankruptcydepartment@kelleydrye.com
Ronald Mark Tucker on behalf of Creditor Simon Property Group, Inc. rtucker@simon.com
Ryan James Richmond on behalf of Debtor Piccadilly Food Service, LLC rrichmond@gordonarata.com, pbartholomew@gordonarata.com; jalcantara@gordonarata.com; ryan.richmond.cmecf@gmail.com
Stephen D. Wheelis on behalf of Creditor CLECO Corporation steve@wheelis-rozanski.com
Stephen W. Rosenblatt on behalf of Creditor The Merchants Company d/b/a Merchants Foodservice steve.rosenblatt@butlersnow.com
Tristan E. Manthey on behalf of Interested Party CB Agency Services, LLC tmanthey@hellerdraper.com, kfritscher@hellerdraper.com; jlasseigne@hellerdraper.com; cnobles@hellerdraper.com; awientjes@hellerdraper.com
Tyler J. Rench on behalf of Debtor Piccadilly Restaurants, LLC trench@joneswalker.com
Wayne A. Shullaw on behalf of Creditor Poss Select Produce, Inc c/o Wayne A. Shullaw Attorney shullaw@bellsouth.net
William H. Patrick on behalf of Interested Party CB Agency Services, LLC wpatrick@hellerdraper.com

TOTAL: 31