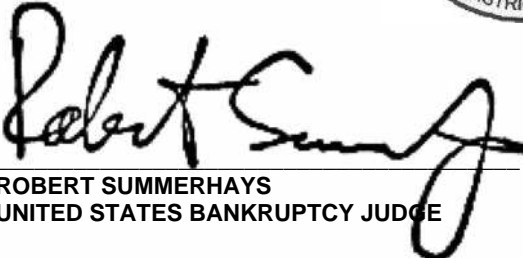




SO ORDERED.

SIGNED October 24, 2012.

  
ROBERT SUMMERHAYS  
UNITED STATES BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF LOUISIANA  
Chief Judge Robert Summerhays, Presiding

IN RE:

PICCADILLY RESTAURANTS, LLC,  
*ET AL.*,

DEBTORS

\* CASE NO. 12-51127  
\*  
\* (JOINT ADMINISTRATION)<sup>1</sup>  
\*  
\* CHAPTER 11  
\*  
\* JUDGE ROBERT SUMMERHAYS

ORDER AUTHORIZING RETENTION OF ATTORNEY

Upon the annexed application of the Debtor-in-Possession (DIP), through its counsel, praying for authority to employ Jones, Walker, Waechter, Poitevent, Carrère & Denègre, L.L.P., “attorney” to represent the DIP in these proceedings under Chapter 11 of the Bankruptcy Code, no notice of the application being given and none being necessary, and no adverse interest being represented; it appearing that said attorney is duly admitted to practice before this Court, that said attorney represents no interest adverse to the DIP or its estate in the matters upon which he is to be engaged, that said attorney’s employment is necessary and would be in the best interest of the estate, that the case is one justifying a general retainer, that by accepting employment, said attorney as an officer of this Court enters into a special relationship of trust to the Court and to the creditors, and that such employment brings with it special responsibilities; therefore,

<sup>1</sup> 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).

{N2535900.1}

**IT IS ORDERED** that the DIP be and is hereby authorized to retain Jones, Walker, Waechter, Poitevent, Carrère & Denègre, L.L.P., as attorney generally in all matters, which in the performance of their duties, the DIP may properly require the services of an attorney under general retainer. The Court finds that granting the requested relief immediately is necessary to avoid immediate and irreparable harm, pursuant to Rule 6003(a); and that said attorney be and is hereby charged with the following special duties and responsibilities which he is hereby ordered to perform:

1. He shall offer advice to the DIP and the officers, directors, employees, agents and partners thereof, as applicable, regarding the operation of the business of the DIP and the DIP's responsibility to comply with the orders of this Court, including the Order to Debtor in Possession, the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules, the Guide to Practice, and other applicable law.

2. He shall advise DIP of its obligations to file the reports required by the Order to Debtor in Possession filed in connection with this case and shall instruct the DIP to include therein any information material to the continued operation of the DIP and to the continuation of these proceedings.

3. He shall instruct the DIP of its responsibility to take all steps reasonably necessary to prevent any depletion of the assets of the estate during the pendency of these proceedings and its responsibility to notify the Court of any actual or threatened depletion of the assets.

4. If, at any time during the pendency of these proceedings, he concludes that the continued operation of DIP's business or the continuation of these proceedings is not in the best interest of the creditors and of the estate, he shall immediately advise the DIP of that conclusion and recommend that the DIP so advise the Court.

5. He shall inform the DIP that the DIP may not pay any indebtedness or obligation owed by the Debtor on the date of the filing of the Petition initiating this proceeding pending further orders of this Court.

6. He shall promptly advise the DIP not to make any sales of any assets outside the ordinary course of business except upon appropriate further orders of this Court.

7. He shall advise the DIP that the DIP must comply with the requirements of the Internal Revenue Code and in particular with the depository receipt requirements of the Internal Revenue Code and regulations, and that the DIP must comply with all applicable state tax laws and regulations. Further, he shall report to the Court any continued and intentional failure of the DIP to follow his advice.

8. He shall advise the DIP that all financial reports required to be filed by the Order to Debtor in Possession must be true, correct and accurate, and that the DIP must timely file such reports. In the event that the DIP continually and intentionally fails to follow his advice, the attorney shall so report to the Court.

{N2535900.1}

9. He shall advise the DIP that all debts incurred by the DIP in the course of the operation of his business as DIP are to be paid in the ordinary course of business and in accordance with the terms of this Court's order authorizing the continued operation of the business.

**IT IS FINALLY ORDERED, in regard to professional compensation, THAT:**

1. The attorney will bill unproductive travel time, if any, at one-half the hourly rate for which compensation is sought.

2. The attorney may adjust its hourly rates periodically to reflect advancing professional capabilities as well as general economic facts. Any such adjustment shall be disclosed to the Debtor, United States Trustee, the Court, and is subject to approval of the Court after notice and a hearing.

3. More than one professional of the attorney may assist in the representation of the Debtor because of workload or other reasons. All such persons shall be utilized in a manner to promote efficiency and economy for the estate so that tasks will only be assigned to senior personnel when specialized expertise is needed. For example, senior attorneys shall not be compensated at their customary rate for supervising mailing or copying of disclosure statements.

4. In its representation of the Debtor, the attorney may also engage the assistance of paralegals. The court, however, will not allow compensation for paralegals where the services rendered are traditionally clerical in nature.

5. The attorney and its employees will account for their time in increments of 1/10 of an hour and in all other respects consistent with section 330 of the Bankruptcy Code, the applicable Federal Rules of Bankruptcy Procedure, the Local Rules of Bankruptcy Procedure, the Fee Guidelines of the United States Trustee issued January 30, 1996, and any applicable orders of this Court.

6. Applications for compensation shall comply in all respects with the Fee Guidelines of the United States Trustee issued January 30, 1996--- **THE COURT WILL NOT CONSIDER APPLICATIONS FOR COMPENSATION WHICH DO NOT COMPLY WITHY SAID GUIDELINES IN RESPECT TO PROJECT BILLING.**

7. Subject to Court approval, the attorney may also seek reimbursement from the estate for actual and necessary out-of-pocket expenses. The attorney shall actively exercise reasonable billing judgment when seeking reimbursement for such expenses and shall use the most economical and practicable method when incurring such expense. Detailed records of all such expenses shall be maintained.

###

{N2535900.1}

I agree to accept, and agree to be bound in all particulars by the provisions of the foregoing order authorizing my employment.

*/s/ Elizabeth J. Futrell*

\_\_\_\_\_  
R. PATRICK VANCE. (#13008)  
ELIZABETH J. FUTRELL. (#05863)  
MARK A. MINTZ (#31878)  
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**Attorneys for Piccadilly Restaurants, LLC,  
Piccadilly Food Service, LLC, and  
Piccadilly Investments, LLC**

This Order was prepared and is being submitted by:

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

{N2535900.1}

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 24, 2012

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Oct 26, 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

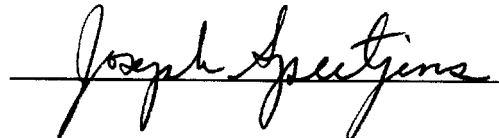
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

**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 26, 2012

Signature:



The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on October 24, 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 MSCI 2005-IQ-10 CORTANA MALL, LLC plavelle@winstead.com, slavelle@winstead.com  
Paul N. Debailion on behalf of Creditor Southern Commercial Buildings, LLC paul@debailionmiley.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