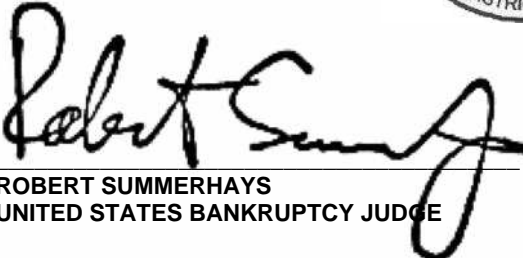




SO ORDERED.

SIGNED November 2, 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 ESTABLISHING PROCEDURES FOR THE ASSERTION,
RESOLUTION, ALLOWANCE AND SATISFACTION OF CLAIMS ASSERTED
PURSUANT TO BANKRUPTCY CODE SECTION 503(b)(9)**

Considering the Motion for an Order Establishing Procedures for the Assertion, Resolution, and Satisfaction of the Claims Asserted Pursuant to Bankruptcy Code Section

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).

503(b)(9) (the “Motion”) (Docket # 165), filed herein on October 2, 2012, by the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”),² the Court concluding that (a) it has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334, and that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (b) the relief requested in the Motion is essential to the continued operation of the Debtors’ businesses and is in the best interests of the Debtors’ estates and creditors, and (c) sufficient cause supports the relief sought in the Motion;

IT IS ORDERED that the Motion be and the same is hereby **GRANTED**;

IT IS FURTHER ORDERED that the following procedures (the “Procedures”) are hereby authorized and approved in their entirety and shall apply to all 503(b)(9) Claims:

- (a) Any Vendor asserting a 503(b)(9) Claim would be required to prepare a proof of claim (a “Proof of 503(b)(9) Claim”) that sets forth (i) the value of the Goods that the claimant contends the Debtors received within 20 days prior to the Petition Date, and (ii) attaches documentation, including invoices, receipts, bills of lading and the like that identify the Goods for which the 503(b)(9) Claim is being asserted.
- (b) All Proof of 503(b)(9) Claims would be required to be filed and served, so as to be received no later than the 120th day after the Petition Date (January 9, 2013) (the “503(b)(9) Claim Filing Deadline”) as follows: Jones, Walker, Waechter, Poitevent Carrere, and Denegre, LLP, 201 St. Charles Ave., 49th Floor, New Orleans, Louisiana 70170, Attn: Mark A. Mintz.
- (c) The Debtors would have 60 days after the 503(b)(9) Claim Filing Deadline (until March 11, 2013) (the “Objection Deadline”) to consult with (i) Atalaya Administrative, LLC (the “DIP Agent”), the Agent for the Debtors’ secured lenders, (ii) any committee that may have been appointed, (iii) the office of the United States Trustee, and (iv) the managing member of Piccadilly Investments, LLC; thereafter, the Debtors will file any Objections to the 503(b)(9) Claims with the Court.

² The debtors in these Chapter 11 cases include Piccadilly Restaurants, LLC, Piccadilly Food Service, LLC, and Piccadilly Investments, LLC.

- (d) Vendors would have 20 days from the Objection Deadline (until April 1, 2013) to file with the Court and serve any replies to such objection.
- (e) Notwithstanding and without limiting the foregoing, the Debtors would be authorized, but not required, to negotiate, in their sole discretion, with any Vendor, and to seek an agreement resolving any objection to such Vendor's 503(b)(9) Claim, and approval of such an agreement would be subject to notice and a hearing.
- (f) To the extent that a 503(b)(9) Claim is allowed, such 503(b)(9) Claim would be satisfied pursuant to and as set forth in a plan of reorganization as such may be confirmed by this Court, or as otherwise ordered by the Court after notice and an opportunity for a hearing or paid if consented to by the DIP Agent.

IT IS FURTHER ORDERED that the Debtors will provide Notice of the 503(b)(9) Claim Filing Deadline on (a) all creditors and parties in interest, (b) the secured creditor, through Atalaya Administrative, LLC's counsel of record, Brent R. McIlwain and David F. Waguespack, (c) the thirty largest unsecured creditors, the identity of which may be amended from time to time, (d) the twenty (20) additional random unsecured creditors, (e) all parties who have requested special notice pursuant to Bankruptcy Rule 2002, (f) the Unsecured Creditors Committee, if appointed, or its counsel if one has been retained, and (g) the Office of the United States Trustee within five business days after the entry of this Order.

IT IS FURTHER ORDERED that the foregoing Procedures are the sole and exclusive method for assertion, resolution, allowance and satisfaction of 503(b)(9) Claims against the Debtors.

IT IS FURTHER ORDERED that the foregoing Procedures will be effective as of the Petition Date.

IT IS FURTHER ORDERED that all Vendors are prohibited from using any other means for the assertion, allowance, resolution, or satisfaction of their 503(b)(9) Claims,

including, without limitation, the filing of a motion for allowance, to compel payment, of any 503(b)(9) Claim.

IT IS FURTHER ORDERED that the Court will retain jurisdiction with respect to any matters, claims, rights or disputes arising from or related to the Motion or implementation of this Order.

###

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)
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AND

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

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: Nov 02, 2012

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Nov 04, 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

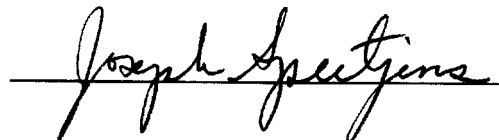
Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

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: Nov 04, 2012

Signature:



The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on November 2, 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
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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
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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
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draper.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