

Exhibit 3

EXHIBIT 3; PROPOSED ORDER

**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 APPROVING THE (1) REJECTION OF AN UNEXPIRED LEASE
OF NONRESIDENTIAL REAL PROPERTY OF AN UNDERPERFORMING
CAFETERIA LOCATED IN JACKSONVILLE, FLORIDA, AND (2) THE
REJECTION OF ONE EXECUTORY CONTRACT RELATED THERETO**

Considering the *Motion for an Order Approving (1) the Rejection of An Unexpired Lease
of Nonresidential Real Property of An Underperforming Cafeteria Located in Jacksonville,*

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).

Florida, and (2) the Rejection of One Executory Contract Related Thereto (the “Motion”) (Docket # ___) filed herein on January 30, 2013, by the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”),² and the Amended Motion for an Order Approving (1) the Rejection of An Unexpired Lease of Nonresidential Real Property of An Underperforming Cafeteria Located in Jacksonville, Florida, and (2) the Rejection of One Executory Contract Related Thereto (the “Amended Motion”) filed herein on February 14, 2013, by the Debtors, the Court concluding that (a) it has jurisdiction over this Motion and Amended Motion (the “Motion, as Amended”), 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, as Amended, is essential to the continued operation of the Debtors’ businesses and is in the best interests of the Debtors’ estates and creditors, (c) sufficient notice was given to the non-debtor parties to the unexpired lease of nonresidential real property that is being rejected, and (d) sufficient cause supports the relief sought in the Motion, as Amended;

IT IS ORDERED that the Motion, as Amended, is hereby **GRANTED**;

IT IS FURTHER ORDERED that the unexpired lease of nonresidential real property that is listed on Exhibit 1 to this Order (the “Rejected Real Property Lease”) be and the same is hereby deemed rejected, effective February 28, 2013;

IT IS FURTHER ORDERED that the executory contract that is listed on Exhibit 2 to this Order (the “Rejected Executory Contract”) be and the same is hereby deemed rejected, effective February 28, 2013;

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

IT IS FURTHER ORDERED that, effective February 28, 2013, any personal property remaining on the premises of the Rejected Real Property Lease will be deemed abandoned by Piccadilly Restaurants, LLC, as the tenant ("Restaurants"), and MHK Jacksonville, LLC, as the landlord (the "Landlord"), will have the right to dispose of the same as it deems appropriate, without any liability whatsoever on the part of the Landlord to Restaurants, and without waiver of any of the Landlord's damage claims, if any, against Restaurants;

IT IS FURTHER ORDERED that the Debtors are authorized to execute and deliver all instruments and documents, and take such other actions as may be necessary or appropriate to implement and effectuate this Order;

IT IS FURTHER ORDERED that, within five (5) days of the entry of this Order, the Debtors will serve this Order on the notice parties listed on Exhibit 1 and Exhibit 2 to this Order; and

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, as Amended, or implementation of this Order.

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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**

Exhibit 1

EXHIBIT 1

DESCRIPTION OF UNDERPERFORMING CAFETERIA REAL PROPERTY LEASE

That certain Lease (Lane Avenue, Jacksonville, Florida), made the 14th day of December, 1987, by and between Provident Life and Accident Insurance Company, as landlord, and Piccadilly Cafeterias, Inc., as tenant, as amended from time to time. The current landlord being MHK Jacksonville, LLC.

Notice to the landlord:

MHK Jacksonville, LLC
c/o Lat Purser & Associates
6320-7 St. Augustine Road
Jacksonville, FL 32217

MHK Jacksonville, LLC
c/o Lat Purser & Associates
Attn: Kristen Nimnicht
4168 Southpoint Parkway South, #200
Jacksonville, FL 32216

Westside Plaza/MHK Jacksonville, LLC
P.O. Box 915051, Stop #5051
Orlando, FL 32891-5051

Exhibit 2

EXHIBIT 2

DESCRIPTION OF EXECUTORY CONTRACT

Commercial Sale Agreement by and between ADP Services, Inc. (the Non-Debtor Party) and Piccadilly Restaurants, LLC, dated December 18, 2007

Notice to the Non-Debtor Party: Lawrence Sanders
7818 Phillips Hwy, Building #1
Jacksonville, FL 32256