

<p>Attorney or Party Name, Address, Telephone & FAX Nos., State Bar No. & Email Address</p> <p>Gary E. Klausner (State Bar No. 69077) Michael S. Neumeister (State Bar No. 274220) Stutman, Treister & Glatt Professional Corporation 1901 Avenue of the Stars, 12th Floor Los Angeles, CA 90067 Telephone: (310) 228-5600 Facsimile: (310) 228-5788 Email: gklausner@stutman.com mneumeister@stutman.com</p> <p><input type="checkbox"/> Individual <i>appearing without an attorney</i> <input checked="" type="checkbox"/> <i>Attorneys for: Reorganization Counsel for Debtors and Debtors in Possession</i></p>	<p>FOR COURT USE ONLY</p>
<p>UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA – LOS ANGELES DIVISION</p>	
<p>In re:</p> <p>COLOREP, INC., a California corporation, <i>et al.</i>,</p> <p style="text-align: center;">Debtors.</p> <p style="text-align: right;">Tax I.D. Nos. 94-3055026 and 54-1200596 Debtor(s)</p>	<p>CASE NO.: 13-bk-27689-WB CHAPTER: 11 (Jointly Administered With Case No. 13-bk-27698-WB)</p> <p style="text-align: center;">NOTICE OF LODGMENT OF ORDER AUTHORIZING THE EMPLOYMENT OF EXECUTIVE SOUNDING BOARD ASSOCIATES INC. TO SERVE AS CHIEF RESTRUCTURING OFFICERS PURSUANT TO BANKRUPTCY CODE SECTION 327</p>

PLEASE TAKE NOTE that the order titled ORDER AUTHORIZING THE EMPLOYMENT OF EXECUTIVE SOUNDING BOARD ASSOCIATES INC. TO SERVE AS CHIEF RESTRUCTURING OFFICERS PURSUANT TO BANKRUPTCY CODE SECTION 327 was lodged on October 29, 2013 and is attached. This order relates to the motion which is docket number 80.

Exhibit A

1 GARY E. KLAUSNER (STATE BAR NO. 69077), and
2 MICHAEL S. NEUMEISTER (STATE BAR NO. 274220), Members of
3 STUTMAN, TREISTER & GLATT
4 PROFESSIONAL CORPORATION
5 1901 Avenue of the Stars, 12th Floor
6 Los Angeles, CA 90067
7 Telephone: (310) 228-5600
8 Telecopy: (310) 228-5788
9 Email: gklausner@stutman.com
10 mneumeister@stutman.com

11 Reorganization Counsel
12 for Debtors and Debtors in Possession

13 Debtors' Mailing Address:
14 Colorep, Inc. and Transprint USA, Inc.
15 1000 Pleasant Valley Road
16 Harrisonburg, VA 22801-9790
17 Attn: Robert Katz

18 **UNITED STATES BANKRUPTCY COURT**
19 **CENTRAL DISTRICT OF CALIFORNIA**
20 **LOS ANGELES DIVISION**

21 In re:) Case No. 2:13-bk-27689-WB
22)
23 COLOREP, INC.,) Chapter 11
24 a California corporation, *et al.*,) (Jointly Administered)
25)
26 Debtors.) **ORDER AUTHORIZING THE**
27) **EMPLOYMENT OF EXECUTIVE**
28 Tax I.D. Nos. 94-3055026 (Colorep, Inc.) and) **SOUNDING BOARD ASSOCIATES INC.**
) **TO SERVE AS CHIEF RESTRUCTURING**
) **OFFICER PURSUANT TO BANKRUPTCY**
) **CODE SECTION 327**

29 **Hearing Date**

30 Date: October 24, 2013
31 Time: 10:00 a.m.
32 Location: Courtroom 1375
33 255 East Temple Street
34 Los Angeles, CA 90012

1 At the above-captioned time and place (the "Hearing"), the Court held a hearing on
2 the *Debtors' Notice Of Motion And Motion Pursuant To Bankruptcy Code Sections 105(a) And 363*
3 *For Entry Of An Order Authorizing The Employment Of Executive Sounding Board Associates Inc.*
4 *To Provide Crisis Management Services And To Provide Robert D. Katz To Serve As Chief*
5 *Restructuring Officer From The Petition Date* [Docket No. 80] (the "Motion"),¹ filed by Colorep,
6 Inc. and Transprint USA, Inc. (collectively, the "Debtors"). Appearances were made at the Hearing
7 by counsel for the Debtors, counsel for the Office of the United States Trustee, and Robert D. Katz
8 on behalf of Executive Sounding Board Associates, Inc. ("ESBA"). Upon review and consideration
9 of the Motion, the Declaration of Robert D. Katz filed in support of the Motion, the Declaration of
10 Danielle A. Pham regarding non-receipt of opposition to the Motion, the record in this case, and the
11 arguments of counsel at the Hearing, the Court hereby finds that good causes exists, and the Debtors
12 are authorized, pursuant to Bankruptcy Code section 327(a), to employ ESBA as the Debtors' Chief
13 Restructuring Officer ("CRO"), and that notice was appropriate under the circumstances.

14 Accordingly,

15 **IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:**

- 16 1. The Motion is GRANTED as set forth herein.
- 17 2. Pursuant to Bankruptcy Code section 327(a), ESBA is authorized to serve as
18 the Debtors' CRO, *nunc pro tunc* to July 10, 2013 (the "Petition Date"), under the terms of the ESBA
19 Agreement.
- 20 3. ESBA's Proposed Postpetition Retainer in the amount of \$85,000, funded
21 from the DIP Financing Facility, is approved.
- 22 4. ESBA is authorized to be paid its accruing fees and costs pursuant to the
23 terms, conditions and procedures set forth in the ESBA Agreement, and to draw down each month
24 on the Proposed Prepetition Retainer and any other funds received by ESBA in connection with its
25 representation of the Debtors subsequent to the Petition Date (together with the Proposed Prepetition
26 Retainer, the "Chapter 11 Retainer") pursuant to the following terms:

27 ¹ Capitalized terms not otherwise defined herein shall have the meaning afforded to them in the
28 Motion.

1 a. Before the Chapter 11 Retainer is drawn down each month, ESBA will
2 deliver to the Office of the United States Trustee (the "UST") monthly invoices, together with
3 documentation supporting the charges (the "Professional Fee Statement"), showing the amount of
4 fees ESBA has incurred for professional services rendered and the amount of expenses incurred on
5 behalf of the Debtors for which ESBA seeks reimbursement, by no later than the 20th day after the
6 end of the month during which the services were rendered.

7 b. ESBA will also serve copies of the Professional Fee Statement
8 (without supporting documentation) on the Debtors, any committee that may be appointed in this
9 case or the twenty largest creditors if no committee is appointed, other parties in interest who request
10 special notice in these cases, and their counsel (the "Notice Parties"). If no objection to the
11 Professional Fee Statement is filed and served within ten (10) days after the service of the
12 Professional Fee Statement, ESBA will draw from its account 80% of the amount of fees and 100%
13 of the amount of costs represented by that monthly invoice and will pay to itself those sums without
14 further notice, hearing or order of the Court. If a written objection to ESBA's monthly invoice is
15 filed by a party in interest, ESBA will refrain from withdrawing the disputed funds from its account
16 until the objection has been resolved by the Court.

17 c. After the Chapter 11 Retainer is exhausted, ESBA will receive further
18 payment from the Debtors for its fees and costs incurred in these chapter 11 cases only upon further
19 Court order.

20 5. The notices of ESBA's fees and expenses filed with the Court for the periods
21 from July 10, 2013 through July 31, 2013 (the "July Fee Period") [Docket No. 200] and from August
22 1, 2013 through August 31, 2013 (the "August Fee Period") [Docket No. 226] are deemed sufficient
23 to satisfy ESBA's obligation to serve Professional Fee Statements for the July Fee Period and August
24 Fee Period. ESBA, having received no objection to these statements, may draw down the Chapter
25 11 Retainer for its fees and expenses incurred during the July Fee Period and August Fee Period
26 pursuant to the terms of this Order.

1 6. Any and all compensation of ESBA for its fees and expenses is subject to
2 review on a final basis by the Court pursuant to the reasonableness standards of Bankruptcy Code
3 section 330.

4 7. ESBA shall file a fee application, pursuant to Bankruptcy Code section 330 or
5 331, Federal Rule of Bankruptcy Procedure 2016, and Local Rule of Bankruptcy Procedure 2016-1,
6 so as to be heard by this Court on January 30, 2013.

7

8 Presented by:

9

10 /s/ Michael S. Neumeister
11 Gary E. Klausner, and
12 Michael S. Neumeister, members of
13 STUTMAN, TREISTER & GLATT, P.C.
14 Reorganization Counsel
15 for Debtors and Debtors in Possession

13

###

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is: 1901 Avenue of the Stars, 12th Floor, Los Angeles, CA 90067.

A true and correct copy of the foregoing document entitled: **NOTICE OF LODGMENT OF ORDER AUTHORIZING THE EMPLOYMENT OF EXECUTIVE SOUNDING BOARD ASSOCIATES INC. TO SERVE AS CHIEF RESTRUCTURING OFFICERS PURSUANT TO BANKRUPTCY CODE SECTION 327** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF): Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On October 29, 2013, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

Service information continued on attached page

2. SERVED BY UNITED STATES MAIL:

On October 29, 2013, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on October 21, 2013, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

October 29, 2013
Date

Therese Barron
Printed Name

/s/ Therese Barron
Signature

1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):

Patrick B Howell on behalf of Creditor Sensient Imaging Technologies S.A., Sensient Technologies Corporation
phowell@whdlaw.com, dprim@whdlaw.com;tmichalak@whdlaw.com

Ron Maroko on behalf of U.S. Trustee United States Trustee (LA)
ron.maroko@usdoj.gov

David W. Meadows on behalf of Creditor Columbia Gas of Virginia, Inc.
david@davidwmeadowslaw.com

David W. Meadows on behalf of Creditor Virginia Electric And Power Co
david@davidwmeadowslaw.com

Stephan W Milo on behalf of Interested Party Courtesy NEF
smilo@wawlaw.com, psilling@wawlaw.com

Margreta M Morgulas on behalf of Debtor Colorep, Inc.
mmorgulas@stutman.com

Margreta M Morgulas on behalf of Debtor Transprint USA, Inc.
mmorgulas@stutman.com

Michael S Neumeister on behalf of Debtor Colorep, Inc.
mneumeister@stutman.com

Michael S Neumeister on behalf of Debtor Transprint USA, Inc.
mneumeister@stutman.com

Michael S Neumeister on behalf of Debtor In Possession Transprint USA, Inc.
mneumeister@stutman.com

Frank T Pepler on behalf of Creditor Fuller Smith Capital Management LLC
frank.pepler@dlapiper.com, keith.nesbit@dlapiper.com

Frank T Pepler on behalf of Creditor Meserole, LLC
frank.pepler@dlapiper.com, keith.nesbit@dlapiper.com

Frank T Pepler on behalf of Creditor Saviva FS 1 LP
frank.pepler@dlapiper.com, keith.nesbit@dlapiper.com

Danielle A Pham on behalf of Debtor Colorep, Inc.
dpham@stutman.com, daniellepham@gmail.com

Jeffrey M. Reisner on behalf of Interested Party Courtesy NEF
jreisner@irell.com

Christopher O Rivas on behalf of Creditor Columbia Gas of Virginia, Inc.
crivas@reedsmith.com

James Stang on behalf of Interested Party L.H. Charney 1410 Broadway LLC
jstang@pszjlaw.com

Nicola G Suglia, Esq on behalf of Creditor Canon Financial Services, Inc. c/o Fleischer, Fleischer & Suglia
nsuglia@fleischerlaw.com

United States Trustee (LA)
ustregion16.la.ecf@usdoj.gov

2. SERVED BY UNITED STATES MAIL:

The Honorable Julia Brand
U.S. Bankruptcy Court Central District
of California
255 East Temple Street, Suite 1382
Los Angeles, CA 90012

Ron Maroko
Office of the U.S. Trustee
725 South Figueroa Street
Suite 2600
Los Angeles, CA 90017