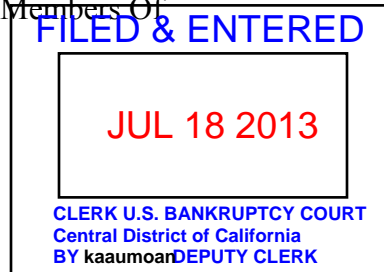


1 GARY E. KLAUSNER (STATE BAR NO. 69077)
2 MARGRETA M. MORGULAS (STATE BAR NO. 224950), and
3 KIZZY L. JARASHOW (*Pro Hac Vice Application Pending*), Members Of
4 STUTMAN, TREISTER & GLATT
5 PROFESSIONAL CORPORATION
6 1901 Avenue of the Stars, 12th Floor
7 Los Angeles, CA 90067
8 Telephone: (310) 228-5600
9 Telecopy: (310) 228-5788
10 E-Mail: gklausner@stutman.com
11 mmorgulas@stutman.com
12 kjarashow@stutman.com



13 [Proposed] Reorganization Counsel
14 for Debtors and Debtors in Possession

15 Debtors' Mailing Address:
16 Colorep, Inc. and Transprint USA, Inc.
17 1000 Pleasant Valley Road
18 Harrisonburg, VA 22801-9790
19 Attn: Robert Katz, [Proposed] CRO

20 **UNITED STATES BANKRUPTCY COURT**
21 **CENTRAL DISTRICT OF CALIFORNIA**
22 **LOS ANGELES DIVISION**

23 In re:) Case No. 13-bk-27689-WB
24)
25 COLOREP, INC.,) Chapter 11
26 a California corporation, *et al.*,)
27) (Jointly Administered)
28 Debtors.) **ORDER RE EMERGENCY MOTION FOR**
) **AUTHORIZATION TO PAY**
) **PREPETITION PAYROLL AND OTHER**
) **OBLIGATIONS AND TO HONOR**
) **PREPETITION EMPLOYMENT AND**
) **COMPENSATION PROGRAMS**

29 Tax I.D. Nos. 94-3055026 (Colorep, Inc.) and) Hearing Date
30 54-1200596 (Transprint USA, Inc.)) Date: July 15, 2013
31) Time: 2:00 p.m.
32) Location: Courtroom 1375
33) 255 East Temple Street
34) Los Angeles, CA 90012

1 Upon review and consideration of the "Emergency Motion For Authorization To Pay
2 Prepetition Payroll And Other Obligations And To Honor Prepetition Employment Programs" (the
3 "**Motion**"),¹ filed by the debtors and debtors in possession in the above-captioned cases
4 (collectively, the "**Debtors**"), the accompanying "Declaration of Mark A. Fox In Support of
5 Emergency First Day Motions," any opposition to the Motion, the record in these cases, and any
6 admissible evidence presented to the Court at or prior to the hearing on the Motion, the Court hereby
7 finds that notice was appropriate under the circumstances; and good cause exists for the relief
8 requested in the Motion.

9 THEREFORE, IT IS HEREBY ORDERED THAT:

10 1. The Motion is granted, except as modified herein.

11 2. The Debtors are authorized, but not obligated:

12 (a) to continue to honor and pay all unpaid prepetition obligations owed to
13 employees for prepetition services, up to a maximum of \$12,475 per-employee, as
14 established under Bankruptcy Code section 507(a)(4), provided, however, that the Debtors
15 shall only be authorized to make such payments to an employee if such employee is currently
16 employed by the Debtors at the time such payment is made;

17 (b) to honor, in the ordinary course of business, existing employee Benefit
18 programs as such policies were in effect on the Petition Date, and to pay all related costs and
19 expenses necessary to keep the employee Benefit programs in force, including the payment
20 of premiums and administrative costs, to the extent that such Benefits, policies, plans,
21 programs, practices, and procedures were in effect as of the Petition Date, regardless of
22 whether any of the foregoing entails the payment of prepetition claims; and

23 (c) to cause any checks given to employees for prepetition services during the
24 prepetition period to be honored and to issue new checks to replace any dishonored checks.

25 3. The relief granted in this Order shall not constitute or be deemed to be an
26 express or implied assumption by the Debtors or their estates of any agreement, policy, plan,

27 _____
¹ Terms not otherwise defined herein should have the same meanings ascribed to them in the Motion.

1 program, practice, procedure or liability, pursuant to section 365 of the Bankruptcy Code or
2 otherwise.

3 4. The Debtors are hereby authorized and empowered to take such actions as
4 may be necessary and appropriate to implement the terms of this Order.

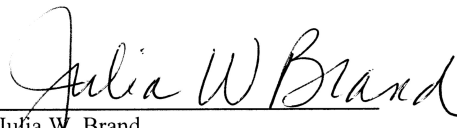
5 5. This Court shall retain jurisdiction to hear and determine all matters arising
6 from the implementation of this Order.

7
8
9 PRESENTED BY:

10 /s/ Margreta M. Morgulas
11 GARY E. KLAUSNER,
12 MARGRETA M. MORGULAS AND
13 KIZZY L. JARASHOW, Members of
14 STUTMAN, TREISTER & GLATT
PROFESSIONAL CORPORATION
[Proposed] Reorganization Counsel
for Debtor and Debtor in Possession

15 ###
16
17
18
19
20
21
22

23
24 Date: July 18, 2013


Julia W. Brand
United States Bankruptcy Judge

NOTICE OF ENTERED ORDER AND SERVICE LIST

Notice is given by the court that a judgment or order entitled:

**ORDER RE EMERGENCY MOTION FOR AUTHORIZATION TO PAY PREPETITION PAYROLL AND
OTHER OBLIGATIONS AND TO HONOR PREPETITION EMPLOYMENT AND COMPENSATION
PROGRAMS**

was entered on the date indicated as "Entered" on the first page of this judgment or order and will be served in the manner stated below:

1. SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF) - Pursuant to controlling General Orders and LBRs, the foregoing document was served on the following persons by the court via NEF and hyperlink to the judgment or order. As of **July 16, 2013**, the following persons are currently on the Electronic Mail Notice List for this bankruptcy case or adversary proceeding to receive NEF transmission at the email addresses stated below.

Service information continued on attached page

2. SERVED BY THE COURT VIA UNITED STATES MAIL: A copy of this notice and a true copy of this judgment or order was sent by United States mail, first class, postage prepaid, to the following persons and/or entities at the addresses indicated below:

Service information continued on attached page

3. TO BE SERVED BY THE LODGING PARTY: Within 72 hours after receipt of a copy of this judgment or order which bears an "Entered" stamp, the party lodging the judgment or order will serve a complete copy bearing an "Entered" stamp by United States mail, overnight mail, facsimile transmission or email and file a proof of service of the entered order on the following persons and/or entities at the addresses, facsimile transmission numbers, and/or email addresses stated below:

Service information continued on attached page

This form is mandatory. It has been approved for use by the United States Bankruptcy Court for the Central District of California.

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

Brian L Davidoff on behalf of Creditor Quercus Trust
bdavidoff@greenbergglusker.com,
jreinglass@greenbergglusker.com;kwoodson@greenbergglusker.com;calendar@greenbergglusker.com;sgaeta@greenbergglusker.com

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

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

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

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

United States Trustee (LA)
ustpreion16.la.ecf@usdoj.gov

3. TO BE SERVED BY THE LODGING PARTY:

| | |
|------------------------------|----------------------------|
| Debtor: | Office of the US Trustee |
| Colorep, Inc. | Ron Maroko , Esq. |
| c/o Law Offices of Joseph P. | 725 S Figueroa St Ste 2600 |
| Bartlett | Los Angeles, CA 90017 |
| 1900 Avenue of the Stars | 213-894-4520 |
| 20th Floor | |

Secured Lenders

| | |
|------------------------------|----------------------------|
| Meserole, LLC | Counsel to Meserole LLC |
| Attn: Ari Hirt | DLA Piper LLP (US) |
| 152 W 57th Street, 4th Floor | Attn: Stuart Brown |
| New York, New York 10019 | 919 North Market Street |
| | Suite 1500 |
| | Wilmington, Delaware 19801 |

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**Parties Asserting a Secured
Interest**

Debs Corporation
8F Honmachi Center Building
2-6-10 Honmachi
Chuo-ku
Osaka 541-0053
JAPAN

Cheran Digital Imaging &
Consulting
1506 Old Georgia Hwy
Gaffney, SC 29341

Counsel to Danzas Corporation
David H. Gougher PC
7834 Forest Hill Avenue
Richmond, VA 23225

Fisher Textiles, Inc.
139 Business Park Drive
Indian Trail, NC 28079

Roy Rolando
509 Wirt Avenue
Elkton, VA 22827

Counsel to Riddelberg Brothers
Lenhart Obenshain
100 10th Street NE
Suite 300
Charlottesville, VA 22902

Faunus Group International, Inc.
80 Broad Street, 22nd Floor
New Yorkm NY 10004

BDG (Larry Levy)
177 Riverside Drive
Newport Beach, CA 92663

Counsel to Cheran Digital Imaging
& Consulting
Dillina W. Sticklely
Hoover Penrod PLC
342 South Main Street
Harrisonburg, VA 22801

Waste Management of Virginia
3580 S. Main Street
Harrisonburg, VA 22801

Vern & Mary Jane Michael LC
8218 Port Republic Rd
Port Republic, VA 24471-2654

Counsel to Roy Rolando
Roland Santos
52 E Market Street
Harrisonburg, VA 22801

Victoria Home Imp. LLC
3200 Honey Flower Ct
Chesapeake, VA 23323-1952

David Gelbaum, Trustee
Quercus Trust
1835 Newport Blvd, A109 - PMB
467
Costa Mesa, CA 92627

Cheran Digital Imaging &
Consulting
798 Burnt Gin Road
Gaffney, South Carolina 29340

Danzas Corporation
t/a DHL Global Forwarding
433B Carlisle Drive, Herndon, VA
20170

Counsel to Waste Management of
Virginia
David H. Gougher PC
7834 Forest Hill Avenue
Richmond, VA 23225

Counsel to Vern & Mary Jane
Michael LC
Litten & Sipe
Attn: Melisa G. Michelsen, Esq.
410 Neff Avenue
Harrisonburg, VA 22801

Riddleberger Brothers
6127 S. Valley Pike
Mt. Crawford, VA 22841

Summit Financial Resources
2455 East ParleysWay,
Salt Lake City, UT 84109

Counsel for Quercus Trust
Brian Davidoff, Esq.
Greenberg Glusker, et al.
1900 Avenue of the Stars, 21st
Floor
Los Angeles, CA 90067

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Dolly & Robert K. Raisler
Foundation, Inc.
2600 Netherland Avenue, #520
Bronx, NY 10463 - 4857

David Grzan
2680 Silver View Drive
Orono, MN 55356

Anne Rand
392 Rutland Avenue
Teaneck, NJ 07666

Steven R. Jacobson
2600 Netherland Avenue, #520
Bronx, NY 10463

Nicholas Kerman
25 Eaton Mews South
London SW1W 9HR
ENGLAND

Sensient Imaging Technologies
777 East Wisconsin Avenue
Milwaukee, WI 53202-5304

Valley Industrial Trucks
1152 Meadowbrook Ave.
Youngstown, OH 44512

Valley Industrial Trucks (NMAC)
990 W 190th St
Torrance, CA 90502-1014

Internal Revenue Service
PO Box 145595
Cincinnati, OH 45250-5595

Kuehne & Nagel, Inc.
Stephen Savarese, Esq.
10 Exchange Place
Jersey City, NJ 07302

Counsel to Kuehne & Nagel, Inc.
Halperin Battaglia Raicht, LLP
Attn: Carrie E. Essinfeld
40 Wall Street, 37th Floor
New York, NY 10005

Compressor Parts & Repairs
8256 Rising Creek Ln
Broadway, VA 22815

Essex Temporary Service, Inc.
1501 Broadway
New York, NY 10036

Dougherty Equipment
591 Belle Circle
Harrisonburg, VA 22801

Geno's Coffee LLC
253 Bookerdale Rd
Waynesboro, VA 22980

Pitney Bowes Credit Corp
27 Waterview Dr
Shelton, CT 06484-4301

SIK Associates
Kaufman Management Company,
LLC
Attn: Steven J. Kaufman
450 Seventh Avenue
New York, New York 10123

Stork Prints America
3201 N 1-85
Charlotte, NC 28269

Silvius, Peggy R.
623 Gypsy Ln,
Elkton, VA, 22827

Silvius, Peggy R.
995 Floyd Cir, Mc
Gaheysville, VA, 22840

Robert Fellows
1176 Portland Dr
Harrisonburg, VA 22801-8627

Deborah Wagner
5048 Scotts Ford Road
Mount Crawford, VA 22841

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20 Largest Creditors

Domtar Corporation
Port Huron Mill
1700 Washington Avenue
Port Huron, Michigan 48060

Domtar Corporation
Subsidiary Of Domtar Ind
1700 Washington Avenue
Port Huron, MI 48060

Dominion Va Power
Attn: Barbara Smith
P.O. Box 26666
Richmond, VA 23261-6666

Dominion Virginia Power
P.O. Box 26019
Richmond, VA 23260-6019

Krausz Puente LLC
c/o The Krausz Companies
44 Montgomery St, Ste 3300
San Francisco, CA 94104

Krausz Puente LLC
11383 Newport Dr
Rancho Cucamonga, CA 91730-
5536

Stonefield Josephson, Inc.
Attn: Steve Rapattoni, CPA
18500 Von Karman Ave
Irvine, CA 92612

Susan D'Arcy
aka SRD International
95 East Broadway
Roslyn, NY 11576

Mimaki USA, Inc.
c/o William Hearnburg, Jr.
Smith, Gambrell & Russell, LLP
Promenade, Suite 3100
1230 Peachtree Street N.E.
Atlanta, GA 30309
Counsel to L.H. Charney
Associates, LLC
Attn: Scott S. Markowitz
Tarter Krinsky & Drogin LLP
1350 Broadway
New York, NY 10018

Mimaki USA, Inc.
Dept. CH 17368
Palatine, IL 6055-7368

Bonnie Julian
1244 Pole Branch Rd
Clover, SC 29710

Fish & Associates
Attn: Mei Tsang
2603 Main Street
Suite 10000
Irvine, CA 92614-4271

Fedex – Techconnect
Attn: Pam Gish
Lockbox 360353
500 Ross St. Rm 154-0455
Pittsburg, PA 15252

Federal Express Corp.
PO Box 371461
Pittsburgh, PA 15250-7461

Stand Energy Corporation
Attn Kathy Kellems, Credit Manager
1077 Celestial St
Suite 110
Cincinnati, OH 45202

Stand Energy Corporation
PO Box 632712
Pittsburgh, PA 15250-7461

Carlo Tenconi
Via Stromboli 209
Milan 20144
ITALY

Atlantic Paper Company
430 Feheley Drive
King of Prussia, PA 19406

Univar USA, Inc.
Attn: Doug Putney
1001 Old Bermuda Hundred Rd
Chester, VA 23836

Univar USA, Inc.
P. O. Box 409692
Atlanta, GA 30384-9692

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PBMares /PBGH
Attn: Mary Aldrich
558 South Main Street
Harrisonburg, VA 22801

Columbia Gas GTS Account
P.O. Box 742529
Cincinnati, OH 45274-2529

Chemsolv, Inc.
P.O. Box 13847
Roanoke, VA 24037

Dupont Company
Attn: Jenna Pike
1007 Market Street
Wilmington, DE 19898

Dupont Company
Cashier's Office D-8003-3
1007 Market Street
Wilmington, DE 19898

Shelter Capital Partners fka Yazam
LLC
Attn: Rodney Friedman
10880 Wilshire Blvd., Suite 1850
Los Angeles, CA 90024

Nexeo Solutions
3 Waterway Square Place
Suite 1000
The Woodlands, Texas 77380

Nexeo Solutions LLC
62190 Collections Center Dr
Chicago, IL 60693-0621

Anthem Blue Cross Blue Shield
Attn: Dianne Loving
P.O. Box 580494
Charlotte, NC 28258

L.H. Charney Associates, LLC
Attn: Bruce Block
1441 Broadway
New York, New York 10018

Other Parties in Interest

Served by Certified Mail

Wells Fargo Bank N.A.
141 East Market Street
Harrisonburg, VA 22801

Served by Certified Mail

Wells Fargo Bank N.A.
141 East Market Street
Harrisonburg, VA 22801

Governmental Agencies

Employment Development
Department
Bankruptcy Group MIC 92E
PO Box 826880
Sacramento, CA 94280-0001

State of California Franchise Tax
Board
Bankruptcy Section, MS: A-340
PO Box 2952
Sacramento, CA 95812-2952

Internal Revenue Service
PO Box 7346
Philadelphia, PA 19101-7346

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June 2012

F 9021-1.1.NOTICE.ENTERED.ORDER

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