

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
NEWNAN DIVISION**

ENTERED ON DOCKET
5-18-04
D. Drake

In re:)	Chapter 11
)	
DAN RIVER INC., <i>et al.</i>)	Case Nos. 04-10990 through 04-10993
)	Jointly Administered
)	
Debtors.)	Judge Drake
)	

**ORDER ESTABLISHING A BAR DATE FOR FILING PROOFS
OF CLAIM AND APPROVING BAR DATE NOTICE AND PROCEDURES**

This matter is before the Court on the Motion of Dan River, Inc. and its debtor affiliates (collectively, the "Debtors") dated April 26, 2004 for an order fixing the last date for filing proofs of claim and approving a bar date notice and procedures (the "Motion"). Capitalized terms used but not defined in this Order shall have the meanings ascribed to such terms in the Motion.

The Court has considered the Motion and the matters reflected in the record of the hearing on the Motion. It appears that the Court has jurisdiction over this proceeding; that this is a core proceeding; that the establishment of a date by which claims must be asserted against the Debtors or be forever barred is in accordance with the authority granted to this Court by the Bankruptcy Code and the Federal Rules of Bankruptcy Procedure and is necessary for the prompt and efficient administration of these Chapter 11 cases; that notification of the relief granted by this Order in the manner proposed by the Debtors, as set forth herein, is fair and reasonable and will provide good, efficient, and proper notice to all creditors of their rights and obligations in connection with claims they may have against the Debtors in these Chapter 11 cases; that due and sufficient notice of the Motion has been given to all parties on the Master

Service List; that no further notice is necessary; that the relief sought in the Motion is in the best interests of the Debtors, their estates, and their creditors; and that good and sufficient cause exists for such relief.

Accordingly, it is hereby ORDERED as follows:

1. The Motion (document no. __) is GRANTED.
2. Each person or entity (including, without limitation, each individual, partnership, joint venture, corporation, estate, and trust) that asserts a claim (as defined in Section 101(5) of the Bankruptcy Code) against the Debtors that arose prior to March 31, 2004 (the "Petition Date") shall file an original, written proof of such claim that substantially conforms to Form B10 (Official Form No. 10) so as to be received by Bankruptcy Management Corp., the Debtors' claims agent (the "Claims Agent"), on or before August 10, 2004 (the "Bar Date") at one of the following addresses:

By mail: Dan River, Inc., c/o BMC, P.O. Box 949, El Segundo, CA 90245-0949.

By hand delivery or courier: Dan River, Inc., c/o BMC, 1330 E. Franklin Avenue, El Segundo, CA 90245.

3. Notwithstanding the foregoing, pursuant to 11 U.S.C. § 502(b)(9), each governmental unit that asserts a claim (as defined in Section 101(5) of the Bankruptcy Code) against the Debtors that arose prior to the Petition Date shall file an original, written proof of such claim that substantially conforms to Form B10 (Official Form No. 10) so as to be received by the Claims Agent at the address indicated in the previous paragraph, on or before September 27, 2004 (the "Government Bar Date"), the date that is 180 days after the Petition Date.

4. The rights of all parties in interest to challenge the accuracy or propriety of the Debtors' designation of claims as set forth on the Debtors' Schedules are hereby reserved.

5. Proofs of claim shall be deemed timely filed only if **actually received** by the Claims Agent on or before the Bar Date (or the Government Bar Date in the case of a governmental unit).

6. The following persons or entities are not required to file a proof of claim on or before the Bar Date:

- a. any person or entity that has already properly filed with the Claims Agent or the Clerk of the Court a proof of claim using a claim form that substantially conforms to Form B10 (Official Form No. 10);
- b. any person or entity (i) whose claim is listed on the Schedules, (ii) whose claim is not described as “disputed,” “contingent,” or “unliquidated,” and (iii) who does not dispute the amount or nature of its claim as set forth in the Schedules;
- c. any person asserting a claim under Section 507(a)(1) of the Bankruptcy Code as an administrative expense of the Debtors’ Chapter 11 cases;
- d. any director, officer, or employee of the Debtors as of the Petition Date that has or may have claims against the Debtors for indemnification, contribution, subrogation, or reimbursement;
- e. any person or entity that holds a claim that has been allowed by an order of the Court entered on or before the Bar Date; and,
- f. any person or entity that holds a claim solely in respect of principal and accrued interest arising under the Debtors’ issuance of the 12 3/4% Senior Notes due 2009, provided, however, that the indenture trustee for the 12 3/4% Senior Notes due 2009 must file a proof of claim on behalf of all known and unknown holders of the 12 3/4% Senior Notes due 2009 on or prior to the Bar Date.

7. To be properly filed pursuant to this Order, each proof of claim shall: (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date; (iii) identify the particular Debtor against which a claim is asserted; and (iv) conform substantially with Form B10 (Official Form No. 10).

8. Any person or entity required to file a proof of claim in the form and manner specified by the Order and that fails to do so on or before the Bar Date (or the Government Bar

Date in the case of a governmental unit), shall not, with respect to such claim, be treated as a creditor of the Debtors for the purpose of voting upon any plan or plans or reorganization for the Debtors; shall not receive or be entitled to receive any payment or distribution of property from the Debtors, their estates, or their successors or assigns with respect to such claim; and shall be forever barred from asserting such claim against the Debtors, their estates, or their successors or assigns.

9. Notice of the entry of this Order and of the Bar Date in a form substantially similar to the notice attached to the Motion as Exhibit B (the "Bar Date Notice"), which notice is hereby approved in all respects, constitutes good, adequate and sufficient notice if it is served, together with a proof of claim form, by being deposited in the United States mail, first-class postage prepaid, not less than 20 days before the Bar Date upon:

- a. the Office of the United States Trustee;
- b. all persons on the Master Service List ;
- c. each member of the Official Committee of Unsecured Creditors, and its attorneys;
- d. all state and local government authorities where the Debtors maintained assets or conducted business operations on the Petition Date or within three (3) years prior to the Petition Date;
- e. all known holders of claims listed on the Debtors' Schedules at the addresses stated therein;
- f. All counterparties to the Debtors' executory contracts and unexpired leases listed on the Debtors' Schedules at the addresses stated therein;
- g. the United States Securities and Exchange Commission;
- h. the United States Internal Revenue Service; and
- i. persons employed by the Debtors between January 1, 2002 and the Petition Date.

10. Any person or entity that holds a claim that arises from the rejection of an executory contract or unexpired lease where the order authorizing such rejection is dated on or before July 10, 2004, must file a proof of claim based on such rejection on or before the Bar Date.

11. Any person or entity that holds a claim that arises from the rejection of an executory contract or unexpired lease where the order authorizing such rejection is dated after July 10, 2004, must file a proof of claim on or before such date as the Court may fix in the applicable rejection order.

12. Nothing in this Order shall prejudice the right of the Debtors or any party in interest to dispute, or to assert offsets or defenses to, any claim reflected on the Debtors' Schedules as to amount, liability, classification, or otherwise and to subsequently designate any claim as disputed, contingent, or unliquidated.

13. Pursuant to Bankruptcy Rule 2002(l), the Debtors shall publish the Bar Date Notice in substantially the form attached to the Motion as Exhibit C (the "Publication Notice") in the *Wall Street Journal* (National Edition), the *New York Times* (National Edition), the *Atlanta Journal-Constitution*, the *Danville Register & Bee*, and the *Greensboro News & Record* on at least one occasion at least 20 days prior to the Bar Date, which publication is hereby approved in all respects and which shall be deemed good, adequate, and sufficient publication.

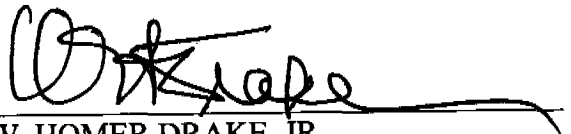
14. The Debtors are hereby authorized and empowered to take such steps and perform such acts as may be necessary to implement and effectuate the terms of this Order.

15. Entry of this Order is without prejudice to the right of the Debtors or any other party in interest to seek a further order of this Court fixing the date by which such holder of a

claim not subject to the Bar Date established herein must file such claim against the Debtors or be forever barred from voting upon any plan or plans of reorganization for the Debtors, from receiving any payment or distribution of property from the Debtors or their successors or assigns with respect to such claim, and from asserting such claim against the Debtors, their estates, or their successors or assigns.

16. The Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

SO ORDERED, this 18 day of May, 2004.


W. HOMER DRAKE, JR.
UNITED STATES BANKRUPTCY JUDGE

Prepared and Presented by:

KING & SPALDING LLP

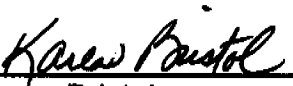


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CASE NO.: 04-10990

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