



**SO ORDERED.**

**SIGNED this 28th day of September, 2012.**

*Dale L. Somers*

Dale L. Somers  
United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF KANSAS**

In re: )  
)  
) Case No. 12-22602  
DICKINSON THEATRES, INC., )  
a Kansas corporation, ) Chapter 11  
)  
Debtor. )

**ORDER GRANTING THE DEBTOR'S MOTION TO PAY ALL PRE-PETITION  
PRIORITY TAXES AND REGULATORY PAYMENTS**

Upon the Motion (the "Motion") (Docket No. 11) of Dickinson Theatres, Inc. (the "Debtor"), for entry of an order pursuant to Sections 105(a), 363(b) and 507(a)(8) of the Bankruptcy Code authorizing, but not directing, the Debtor to pay all Taxes and Regulatory Fees, including all Taxes and Regulatory Fees subsequently determined upon audit to be owed for periods prior to the Petition Date, and directing the Debtor's banks when requested by the Debtor, in its sole discretion, to receive, process, honor, and pay any and all checks related to the pre-petition Taxes and Regulatory Fees; the Court having reviewed the Motion and having heard the statements of counsel in support of the relief requested therein at a hearing thereon (the "Hearing"); the Court finding that the relief requested in the Motion is in the best interests of the

Debtor's estate, its creditors and other parties-in-interest; the Court finding that: (a) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. § 1334; (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (c) venue of this proceeding and this Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; (d) the relief requested in the Motion is warranted and is in the best interests of the Debtor, its estates, and its creditors; and (e) notice of the Motion and the Hearing given by the Debtor was sufficient under the circumstances; and the Court being fully advised in the premises and having determined that the legal and factual bases set forth in the Motion establish just cause for the relief herein granted; and after due deliberation and cause appearing therefor, it is:

**ORDERED** that the Motion is **GRANTED** in its entirety; and it is further

**ORDERED** that all objections to the Motion or the relief requested therein whether withdrawn, waived, settled, or prosecuted, and all reservations of rights included therein, are overruled on the merits; and it is further

**ORDERED** that notice of the Motion was proper, timely, adequate and sufficient under the particular circumstances; and it is further

**ORDERED** that the Debtor is authorized, but not directed, in the reasonable exercise of its business judgment and in its sole discretion, to pay all undisputed pre-petition Taxes and Regulatory Fees, including all those Taxes and Regulatory Fees subsequently determined upon audit to be owed for periods prior to the Petition Date, to the proper Taxing Authorities in the ordinary course of its business and on their normal due dates, provided, however, that any such payments of Taxes and Regulatory Fees are required to maintain the Debtor's operations and operating licenses and are made in accordance with the Court approved debtor-in-possession financing/cash collateral order and corresponding budget; and it is further

**ORDERED** that all applicable banks shall be, and hereby are, authorized, when requested by the Debtor in its sole discretion, to receive, process, honor, and pay any and all checks drawn on the Debtor's accounts to pay the Taxes and Regulatory Fees, whether those checks were presented prior to or after the Petition Date, provided that sufficient funds are available in the applicable accounts to make the payments; and it is further

**ORDERED** that nothing in the Motion or this Order shall be construed as impairing the Debtor's right to contest the validity, priority or amount of any Taxes or Regulatory Fees that may be due to any Taxing Authorities; and it is further

**ORDERED** that the requirements set forth in Rule 6003(b) of the Bankruptcy Rules are satisfied by the contents of the Motion because the relief requested therein is necessary to avoid immediate and irreparable harm; and it is further

**ORDERED** that notwithstanding the possible applicability of Rules 6004, 7062, and 9014 of the Bankruptcy Rules, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

**ORDERED** that the Court retains jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

###

**Order prepared by:**

STINSON MORRISON HECKER LLP

s/ Sharon L. Stolte

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*Proposed Reorganization Counsel for  
the Debtor and Debtor-in-Possession*

*-and-*

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*Proposed General Corporate and  
Conflicts Counsel for the Debtor and  
Debtor-in-Possession*

United States Bankruptcy Court  
District of Kansas

In re:  
Dickinson Theatres, Inc.  
Debtor

Case No. 12-22602-DLS  
Chapter 11

**CERTIFICATE OF NOTICE**

District/off: 1083-2

User: cindy  
Form ID: pdf020

Page 1 of 2  
Total Noticed: 7

Date Rcvd: Sep 28, 2012

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Sep 30, 2012.

db +Dickinson Theatres, Inc., 6801 W 107th Street, Overland Park, KS 66212-1825  
cr +First Community Bank, P.O. Box 2190, 301 Southeast Main Street, Lee's Summit, MO 64063-2333  
cr +Jack Waters, c/o Thomas M. Mullinix, Evans & Mullinix, P.A., 7225 Renner Road, Suite 200,  
Shawnee, KS 66217-3046  
cr +Marks Nelson Vohland Campbell Radetic, LLC, c/o Cohen McNeile & Pappas, P.C.,  
4601 College Blvd., Suite 200, Leawood, KS 66211-1650  
cr +Oak Meadows, LLC, c/o Thomas M. Mullinix, Evans & Mullinix, P.A.,  
7225 Renner Road, Suite 200, Shawnee, KS 66217-3046  
cr +Simon Property Group, Inc., Attn: Ronald M. Tucker, Esq., 225 W. Washington Street,  
Indianapolis, IN 46204-3438

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.  
cr +E-mail/Text: ecfnofices@dor.mo.gov Sep 29 2012 02:21:05 Missouri Department of Revenue,  
Bankruptcy Unit, PO Box 475, Jefferson City, MO 65105-0475

TOTAL: 1

\*\*\*\*\* BYPASSED RECIPIENTS (undeliverable, \* duplicate) \*\*\*\*\*

cr Hartley's Executive Cleaners, Inc.  
cr Prize Properties, LLC  
cr Spirit Master Funding LLC  
cr ##+Peoples Bank, PO Box 23610, Overland Park, KS 66283-0610

TOTALS: 3, \* 0, ## 1

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

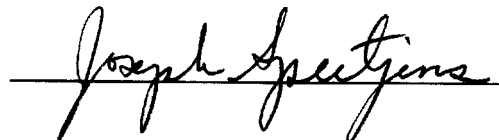
Addresses marked '##' were identified by the USPS National Change of Address system as undeliverable. Notices will no longer be delivered by the USPS to these addresses; therefore, they have been bypassed. The debtor's attorney or pro se debtor was advised that the specified notice was undeliverable.

**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: Sep 30, 2012

Signature:



The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on September 28, 2012 at the address(es) listed below:

- Bruce E. Strauss on behalf of Creditor First Community Bank bruce@merrickbakerstrauss.com, bestrauss@mbslaw.psemail.com
- Paul M. Hoffmann on behalf of Debtor Dickinson Theatres, Inc. phoffmann@stinson.com
- Robert D. Maher on behalf of Creditor Hartley's Executive Cleaners, Inc. rmaher@mcdowellrice.com, jcummings@mcdowellrice.com
- Ronald M Tucker on behalf of Creditor Simon Property Group, Inc. rtucker@simon.com, cmartin@simon.com;psummers@simon.com;Bankruptcy@simon.com
- Scott M. Brinkman on behalf of Creditor Spirit Master Funding LLC sbrinkman@bscr-law.com
- Sharon L. Stolte on behalf of Debtor Dickinson Theatres, Inc. sstolte@stinson.com
- Susan L Lissant on behalf of Creditor Missouri Department of Revenue ks@dor.mo.gov
- Susan P DeCoursey on behalf of Creditor Marks Nelson Vohland Campbell Radetic, LLC sdecoursey@cmlaw.net, gpappas@cmlaw.net;jdavis@cmlaw.net
- Thomas M. Mullinix on behalf of Creditor Jack Waters TMM@evans-mullinix.com, jeff@evans-mullinix.com;denise@evans-mullinix.com
- Timothy M Swanson on behalf of Debtor Dickinson Theatres, Inc. tswanson@stinson.com
- U.S. Trustee ustpreion20.wi.ecf@usdoj.gov
- Wesley F. Smith on behalf of Creditor Peoples Bank wsmith@stevensbrand.com, jackerman@stevensbrand.com;sdatumtate@stevensbrand.com;mcarroll@stevensbrand.com

TOTAL: 12