

Vincent P. Slusher
State Bar No. 00785480
vincent.slusher@dlapiper.com
DLA Piper LLP (US)
1717 Main Street, Suite 4600
Dallas, Texas 75201
Telephone: (214) 743-4572
Facsimile: (972) 813-6267

Thomas R. Califano
thomas.califano@dlapiper.com
Jeremy R. Johnson
jeremy.johnson@dlapiper.com
DLA Piper LLP (US)
1251 Avenue of the Americas
New York, New York 10020-1104
Tel: (212) 835-6000
Fax: (212) 835-6001

PROPOSED ATTORNEYS FOR THE DEBTORS
AND DEBTORS IN POSSESSION

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	CASE NO. 09-[]
	§	
ERICKSON RETIREMENT	§	CHAPTER 11
COMMUNITIES, LLC, <i>et al.</i>¹	§	Joint Administration Pending
	§	
Debtors.	§	

**MOTION OF DEBTORS FOR ORDER AUTHORIZING (I) CONTINUED USE OF
EXISTING CASH MANAGEMENT SYSTEM, (II) MAINTENANCE OF EXISTING
BANK ACCOUNTS, (III) CONTINUED USE OF EXISTING BUSINESS FORMS,
AND (IV) MAINTENANCE OF EXISTING INVESTMENT PRACTICES**

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) by
their proposed attorneys, DLA Piper LLP (US) (“DLA Piper”), hereby move (the “Motion”) this

¹ The Debtors in these chapter 11 cases are Erickson Retirement Communities, LLC, Ashburn Campus, LLC, Columbus Campus, LP, Concord Campus GP, LLC, Concord Campus, LP, Dallas Campus GP, LLC, Dallas Campus, LP, Erickson Construction, LLC, Hingham Campus, LLC, Houston Campus, LP, Kansas Campus, LLC, Lincolnshire Campus, LLC, Littleton Campus, LLC, Naperville Campus, LLC, Novi Campus, LLC, Senior Campus Services, LLC, Warminster Campus GP, Warminster Campus, LP.

Court for entry of an order, pursuant to sections 105(a), 345, 1107 and 1108 of title 11 of the United States Code (the “Bankruptcy Code”), authorizing the Debtors to (i) continue to use their existing cash management system, (ii) maintain their existing bank accounts, (iii) continue to use their existing business forms, and (iv) maintain their existing investment practices. In support of this Motion, the Debtors respectfully represent as follows:

Jurisdiction and Venue

1. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).
2. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.
3. The statutory basis for the relief requested herein is Bankruptcy Code sections 105(a), 345, 1107 and 1108.

Background

4. On October 19, 2009 (the “Petition Date”), the Debtors commenced these cases by each filing voluntary petitions for relief under chapter 11 of the Bankruptcy Code.
5. The Debtors remain in possession of their assets and continue to operate and manage their businesses as debtors in possession pursuant to Bankruptcy Code sections 1107 and 1108.
6. No trustee, examiner or committee of creditors has been appointed in these cases.
7. The factual background regarding each of the Debtors, including their current and historical business operations and the events precipitating these chapter 11 filings, is set forth in detail in the Affidavit of Paul B. Rundell in Support of First Day Motions (the “Rundell Affidavit”), and is incorporated herein by reference.

The Debtors' Cash Management System

8. Prior to the Petition Date and in the ordinary course of business, Erickson Retirement Communities, LLC (“ERC”), Erickson Construction, LLC, Erickson Group, LLC, Concord Campus GP, LLC, Dallas Campus GP, LLC, Warminster Campus GP, and Senior Campus Services, LLC maintained a centralized cash management system through which funds are collected into an operating account and disbursed to various other accounts to pay operating expenses, with excess funds being invested (the “ERC Cash Management System”). A flow chart depicting the ERC Cash Management System is attached hereto as Exhibit A.

9. The ERC Cash Management System employs a series of integrated financial accounts, including a centralized operating account maintained at PNC Bank which receives cash from various sources. The cash maintained in the operating account is used to fund day-to-day operations, including payroll, employee benefits, payments to vendors, and other accounts payable. Any funds remaining in the operating account are automatically transferred on a daily basis to an interest-bearing sweep account to maximize interest income.

10. Likewise, prior to the Petition Date and in the ordinary course of business, Ashburn, Columbus, Concord, Dallas, Hingham, Houston, Kansas, Lincolnshire, Littleton, Naperville, Novi, and Warminster (collectively, the “Landowners”), all of which are ERC subsidiaries, maintained their own separate cash management systems (collectively, the “Landowner Cash Management Systems,” together with the ERC Cash Management System, the “Cash Management System”). Each of the Landowner Cash Management Systems are similar to the ERC Cash Management System in that funds, except for initial entrance deposits (“IEDs”), are generally collected into an operating account and disbursed to various other accounts to pay operating expenses, with excess funds being invested. The IEDs are held in escrow until certain

conditions are satisfied and they are transferred to borrower collateral accounts held by the Landowners. Flow charts depicting each of the Landowner Cash Management Systems are attached hereto as Exhibit B.

11. Each Landowner Cash Management System also employs a series of integrated financial accounts, including a centralized operating account, which is generally maintained at PNC Bank² and which receives cash from various sources. The cash maintained in the operating account is used to fund day-to-day operations of the Landowner, including payments to construction vendors, debt service, and other accounts payable. Any funds remaining in the operating account are typically transferred automatically on a daily basis to an interest-bearing sweep account to maximize interest income.

12. Furthermore, funds may flow back and forth from the ERC Cash Management System and an individual Landowner's Cash Management System (*e.g.*, from the ERC Operating Account or Erickson Construction Account to a particular Landowner's operating account) to cover certain operating costs, such as payments to subcontractors or other vendors. These intercompany transfers are made between ERC, Erickson Construction, and individual Landowners on an as-needed basis. No intercompany transfers occur between individual Landowners.

13. As of the Petition Date, the Debtors' Cash Management System employed a total of sixty-nine (69) bank accounts (collectively, the "Bank Accounts") with the following financial institutions (collectively with any other institutions with which the Debtors maintain or establish deposit accounts or investment accounts, the "Banks"): (a) Bank of America, N.A.; (b) M&T

² The only operating account not maintained at PNC Bank is the operating account of Naperville, which is maintained at Bank of America.

Bank; (c) Pen Cal Trust; (d) PNC Bank; (e) Sandy Spring Bank; (f) Sovereign Bank; (g) Fifth Third Bank; and (h) Key Bank.

14. The table attached hereto as Exhibit C sets forth for each of the Bank Accounts the name of the particular Debtor that maintains the account, the name of the institution at which the account is maintained, the account number (last four digits only) and a description of the purpose of the account. The Debtors manage their cash receipts, transfers and disbursements through the Bank Accounts. In doing so, the Debtors routinely deposit, withdraw and otherwise transfer funds to, from and between the Bank Accounts by various methods including check, wire transfer, automated clearing house transfer and electronic funds transfer. On a daily basis, the Debtors process large numbers of transactions through the Cash Management System. The Debtors maintain current and accurate records of all transactions processed through the Cash Management System.

15. The Debtors' Cash Management System is similar to those commonly employed by corporate enterprises of comparable size and complexity. Among other benefits, the Cash Management System permits the Debtors to accurately monitor cash availability at all times. The Cash Management System also permits the Debtors to centrally manage and track the collection and transfer of funds, including intercompany transfers, which reduces administrative burden and expense and maximizes interest income.

16. In addition to the Cash Management System and Bank Accounts, the Debtors use in the ordinary course of their business numerous business forms (including but not limited to checks, deposit slips, letterhead, contracts, purchase orders and invoices). The Debtors have a supply of these forms on hand. It would be expensive and wasteful, and disruptive to the Debtors' business, to destroy all of these forms and order new ones.

Relief Requested

17. By this Motion, the Debtors seek entry of an order, pursuant to Bankruptcy Code sections 105(a), 345, 1107 and 1108, granting the following relief:

- (a) Authorizing the Debtors to continue to use the Cash Management System, subject to any modification or other relief granted by order of this Court relating thereto, including the following:
 - (i) the continued use of the existing Bank Accounts with the same names and account numbers as such Bank Accounts existed immediately prior to the Petition Date (with the option to both the Debtors and the Banks of streamlining their Cash Management System by closing or consolidating Bank Accounts in accordance with the terms and conditions of the existing account and service agreements);
 - (ii) the ability of the Debtors to deposit funds into and withdraw funds from any of the Bank Accounts (subject to available funds or, in the case of zero balance accounts, subject to the availability of funds in the applicable linked funding accounts) by all usual means, including but not limited to checks, wire transfers, electronic funds transfers and other debits;
 - (iii) the ability of the Debtors to continue to make intercompany transfers among the Bank Accounts in the ordinary course of their business through the Cash Management System;
 - (iv) the ability of the Debtors to otherwise treat the Bank Accounts, along with any accounts opened postpetition, for all purposes as debtor in possession accounts;
 - (v) the waiver of any requirements to establish separate accounts for cash collateral and/or tax payments; and
 - (vi) authorizing and directing the Banks to maintain, service and administer such deposit accounts or investment accounts, without interruption and in the ordinary course of business, in accordance with applicable non-bankruptcy law and the account agreements and/or other service documentation between the applicable Bank and the Debtors relating to such accounts; and

- (vii) authorizing the Banks to charge and collect, and authorizing but not directing the Debtors to pay, the prepetition and postpetition service charges and other fees and expenses to which the Banks are entitled under the terms of their account agreements and/or other service documentation with the Debtors;
- (b) Authorizing the Debtors to continue to use their existing business forms without alteration or change; *provided, however*, that, once the Debtors have depleted their existing stock of checks, the Debtors shall order new checks with the “debtor in possession” designation; and
- (c) Authorizing the Debtors to maintain their existing investment practices and waiving the requirements of Bankruptcy Code section 345(b) as to the Cash Management System for a period of sixty (60) days following the Petition Date.

18. Contemporaneously with the filing of this Motion, the Debtors have filed other motions seeking authority to pay certain prepetition obligations, including obligations to employees, taxing authorities and other entities. With respect to certain of these prepetition obligations, the Debtors already have issued, in the ordinary course of business, checks and other debits that have yet to clear the banking system. In other instances, the Debtors will issue checks or other debits postpetition on account of the prepetition obligations once the Court has entered an appropriate order permitting the Debtors to do so. The Debtors intend to inform the Banks which prepetition checks and other debits should be honored pursuant to orders of the Court authorizing such payment. Regardless of any orders of the Court authorizing pre-petition and/or post-petition payments by the Debtors, the Banks shall not be required to honor any overdrafts, checks, drafts, ACH transfers, debits, wires or other transfers from the Bank Accounts unless there are collected and immediately available funds in the Bank Accounts sufficient to cover such requests.

19. As a result of the foregoing, the Debtors request that the Banks be authorized to accept and honor all representations from the Debtors as to which checks, drafts, wires or other

transfers should be honored or dishonored consistent with any order(s) of the Court and governing law, whether such checks, drafts, wires or other transfers are dated or made prior to, on or subsequent to the Petition Date. The Debtors further request that the Banks shall not be liable to any party on account of: (a) following the Debtors' instructions or representations with respect to any order(s) of the Court; or (b) the honoring of any prepetition check or item in a good faith belief that the Court has authorized such prepetition check or item.

20. As described in greater detail below, the Debtors submit that the relief requested herein will help to ensure the Debtors' orderly entry into and administration in Chapter 11 and avoid many of the possible disruptions and distractions that could divert the Debtors' attention from more pressing matters during the initial days of these chapter 11 cases. Moreover, the Debtors acknowledge that the Cash Management System was disabled prior to the Petition Date and that upon the entry of an order by the Court approving this Motion, the Banks will use reasonable efforts to reinstate the Cash Management System.

Basis for Relief

A. Continued Use of the Debtors' Existing Cash Management System and Bank Accounts is in the Best Interests of the Debtors' Estates and Will Not Prejudice Parties in Interest.

21. The Office of the United States Trustee has established operating guidelines for debtors in possession relating to cash management systems (the "UST Guidelines"). The UST Guidelines, which are designed to provide a clear demarcation between a debtor's prepetition and postpetition operations, require, among other things, that a debtor: (a) close all existing bank accounts; (b) open new accounts designated as "debtor in possession" accounts; (c) make all post-petition disbursements by check; and (d) include the words "debtor in possession" and certain other information on all checks. See 28 U.S.C. § 586 and UST Guidelines.

22. In larger Chapter 11 cases, courts have routinely waived the requirements of the UST Guidelines, recognizing that they are often impractical and potentially detrimental to a debtor's postpetition business operations and restructuring efforts. See, e.g., In re Southmark Corp., 49 F.3d 1111, 1114 (5th Cir. 1995) (finding that the cash management system allows the debtor "to administer more efficiently and effectively its financial operations and assets"); In re Columbia Gas System, Inc., 997 F.2d 1039, 1061 (3d Cir. 1993) (finding that a requirement to maintain all accounts separately "would be a huge administrative burden and economically inefficient").

23. Given the size and complexity of the Debtors' business operations, any disruption of their accounting and cash management procedures would be enormously burdensome and disruptive, and could adversely impact the Debtors' efforts to reorganize. At this critical juncture, the Debtors must be able to conduct "business as usual" to the extent possible. To this end, it is essential that the Debtors be permitted to continue to use their existing Cash Management System and Bank Accounts.

24. The Cash Management System and Bank Accounts provide numerous benefits to the Debtors and their estates. Among other benefits, the Cash Management System and Bank Accounts permit the Debtors to centrally control and monitor the collection and transfer of funds, to ensure cash availability, to reconcile intercompany transactions, to maximize investment income and to reduce administrative burden and expense. The Debtors have the capability through the Cash Management System to distinguish between prepetition and postpetition transactions and to reconcile intercompany transactions without the necessity of closing the Bank Accounts and opening new ones. Moreover, the Debtors have the ability to generate through the Cash Management System detailed and accurate reports.

25. Based on the foregoing, there is good cause for waiver of the requirements of the UST Guidelines. The continued use of the Cash Management System and the Bank Accounts is clearly in the best interests of the Debtors' estates and no party in interest would be prejudiced in any way by their continued use.

26. The Court has authority to grant the relief requested in this Motion under Bankruptcy Code section 105(a), which empowers bankruptcy courts to enter "any order, process, or judgment that is necessary or appropriate" to carry out the provisions of the Bankruptcy Code. 11 U.S.C. § 105(a). Bankruptcy Code section 105(a) codifies the "equitable power" of bankruptcy courts and provides "broad authority" to accomplish tasks important to the implementation of the Bankruptcy Code. See United States v. Energy Resource Co., 495 U.S. 545, 549 (1990) (stating that the statutory directive of section 105(a) is "consistent with the traditional understanding that bankruptcy courts, as courts in equity, have broad authority to modify creditor-debtor relationships").

B. Continued Use of the Debtors' existing Business Forms is in the Best Interests of the Debtors' Estates and Will Not Prejudice Parties in Interest.

27. The Debtors use in the ordinary course of their business numerous business forms (including but not limited to checks, deposit slips, letterhead, contracts, purchase orders and invoices). To minimize expense to their estates and avoid disruption and confusion on the part of employees, customers and suppliers, the Debtors request that the Court authorize them to continue to use all existing business forms as such business forms existed immediately before the Petition Date, without reference to the Debtors' status as debtors in possession. With such authorization, the Debtors will be able to avoid the expense and delay of ordering new business forms.

28. No party in interest would be prejudiced in any way by the Debtors' continued use of their existing business forms. The Debtors believe that the notices that are being issued in connection with the filing of these Chapter 11 proceedings, and which will continue to be issued throughout the course of these proceedings, will be sufficient to put interested parties on notice that the Debtors are operating as debtors in possession. The Debtors have no desire to conceal the fact that they are in Chapter 11, and parties doing business with the Debtors undoubtedly will be aware of the Debtors' bankruptcy proceedings. Given these circumstances, changing business forms would be unnecessary and unduly burdensome.

C. Cause Exists for Waiver of the Requirements of Section 345(b) of the Bankruptcy Code.

29. Historically, all excess funds of the Debtors have been maintained in interest-bearing domestic bank accounts insured by the United States (through the FDIC or FSLIC) or invested through low risk investment accounts. The investment of the Debtors' excess funds is managed exclusively through the Cash Management System. Although the Debtors' investment practices may not strictly comply in all respects with the guidelines identified in Bankruptcy Code section 345, the Debtors' investments are nevertheless safe, prudent and designed to yield the maximum reasonable return on the funds invested, taking into account the safety of such deposits and investments. Accordingly, the Debtors request authority to maintain their existing investment practices and a waiver of the requirements of Section 345(b) of the Bankruptcy Code.

30. Pursuant to Bankruptcy Code section 345(b), any deposit or other investment made by a debtor, except those insured or guaranteed by the United States or a department, agency or instrumentality of the United States or backed by the full faith and credit of the United States, must be secured by either a bond in favor of the United States that is secured by the

undertaking of a corporate surety approved by the United States Trustee for the relevant district or the deposit of securities of the kind specified in 31 U.S.C. § 9303. Section 345(b) provides further, however, that a bankruptcy court may allow the use of alternatives to these approved investment guidelines “for cause.” See 11 U.S. C. § 345(b); see also In re Service Merchandise Co., 240 B.R. 894, 896 (Bankr. M.D. Tenn. 1999).

31. In the Service Merchandise case, the court identified the following factors as a guide for determining whether cause exists to waive the requirements of section 345(b):

- (a) the sophistication of the debtor’s business;
- (b) the size of the debtor’s business operations;
- (c) the amount of the investments involved;
- (d) the bank ratings of the financial institutions where the debtor’s funds are held;
- (e) the complexity of the case;
- (f) the safeguards in place within the debtor’s own business of insuring the safety of the funds;
- (g) the debtor’s ability to reorganize in the face of a failure of one or more of the financial institutions;
- (h) the benefit to the debtor;
- (i) the harm, if any, to the estate; and
- (j) the reasonableness of the debtor’s request for relief in light of the overall circumstances of the case.

Service Merchandise, 240 B.R. at 896.

32. Examining these factors, the court in the Service Merchandise case concluded that “cause” existed because the debtors were “large, sophisticated [companies] with a complex cash management system” that had the capacity to shift funds as needed to ensure their safety. Id. The court also concluded that the benefits of waiving the requirements of section 345(b) far

outweighed any potential harm to the estates, and the failure to waive the requirements “would needlessly handcuff these debtors’ reorganization efforts.” Id. at 896-97.

33. Here, the Debtors are large and sophisticated companies with a complex Cash Management System that provides the Debtors with the ability to transfer funds rapidly to ensure their safety and to maximize their investment value. The Debtors and their estates will receive significant benefit from the continued investment of excess funds. In light of these factors and the safety of the Debtors’ investment practices, the Debtors submit that cause exists for waiver of the requirements of Bankruptcy Code section 345(b).

D. The Requirements of Bankruptcy Rule 6003(b) Have Been Satisfied.

34. For the reasons set forth above, the relief sought in this Motion is necessary to avoid immediate and irreparable harm to the Debtors and their estates. Accordingly, to the extent Bankruptcy Rule 6003(b) applies, the Debtors submit that the requirements of such rule have been satisfied.

E. Cause Exists for Waiver of the Stay Imposed by Bankruptcy Rule 6004(h).

35. For the reasons set forth above, there is ample cause for waiver of the 10-day stay imposed by Bankruptcy Rule 6004(h) of the Federal Rules of Bankruptcy Procedure. Accordingly, to the extent the stay imposed by such rule applies, the Debtors submit that it should be waived.

Reservation of Rights

36. Notwithstanding anything to the contrary in this Motion, the Debtors reserve the right to close any of their existing Bank Accounts and/or to open one or more new accounts as may be necessary in the Debtors’ business judgment and consistent with any requirements that may be imposed by the Court provided, however, that the Debtors shall not close any existing

Bank Accounts and open one or more new accounts in the name of the Debtors with another financial institution, including, without limitation, one of the other Banks without the consent of the Bank where the account is being closed. The Debtors will give notice, however, to the Office of the United States Trustee and any official committee that may be appointed in these cases prior to closing any of their existing Bank Accounts and/or opening any new accounts.

Notice

37. Notice of this Motion has been provided to (a) the Office of the United States Trustee for the Northern District of Texas; (b) the Debtors' thirty largest unsecured creditors on a consolidated basis; and (c) the Debtors' prepetition secured lenders. The Debtors submit that, in light of the nature of the relief requested, no other or further notice is necessary or required.

WHEREFORE, the Debtors respectfully request that the Court enter an order substantially in the form annexed hereto as Exhibit D, (a) authorizing the Debtors to (i) continue to use their existing cash management system, (ii) maintain their existing bank accounts, (iii) continue to use their existing business forms, and (iv) maintain their existing investment practices, and (b) granting such other and further relief as is just and proper.

Dated: October 19, 2009
Dallas, Texas

DLA PIPER LLP (US)

By: /s/ Vincent P. Slusher

Vincent P. Slusher
State Bar No. 00785480
vincent.slusher@dlapiper.com
DLA Piper LLP (US)
1717 Main Street, Suite 4600
Dallas, Texas 75201
Telephone: (214) 743-4572
Facsimile: (972) 813-6267

Thomas R. Califano
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Jeremy R. Johnson
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DLA Piper LLP (US)
1251 Avenue of the Americas
New York, New York 10020-1104
Tel: (212) 835-6000
Fax: (212) 835-6001
Proposed Attorneys for the Debtors
and Debtors in Possession

Exhibit A

Erickson Retirement Communities, LLC

Bank Account Structure

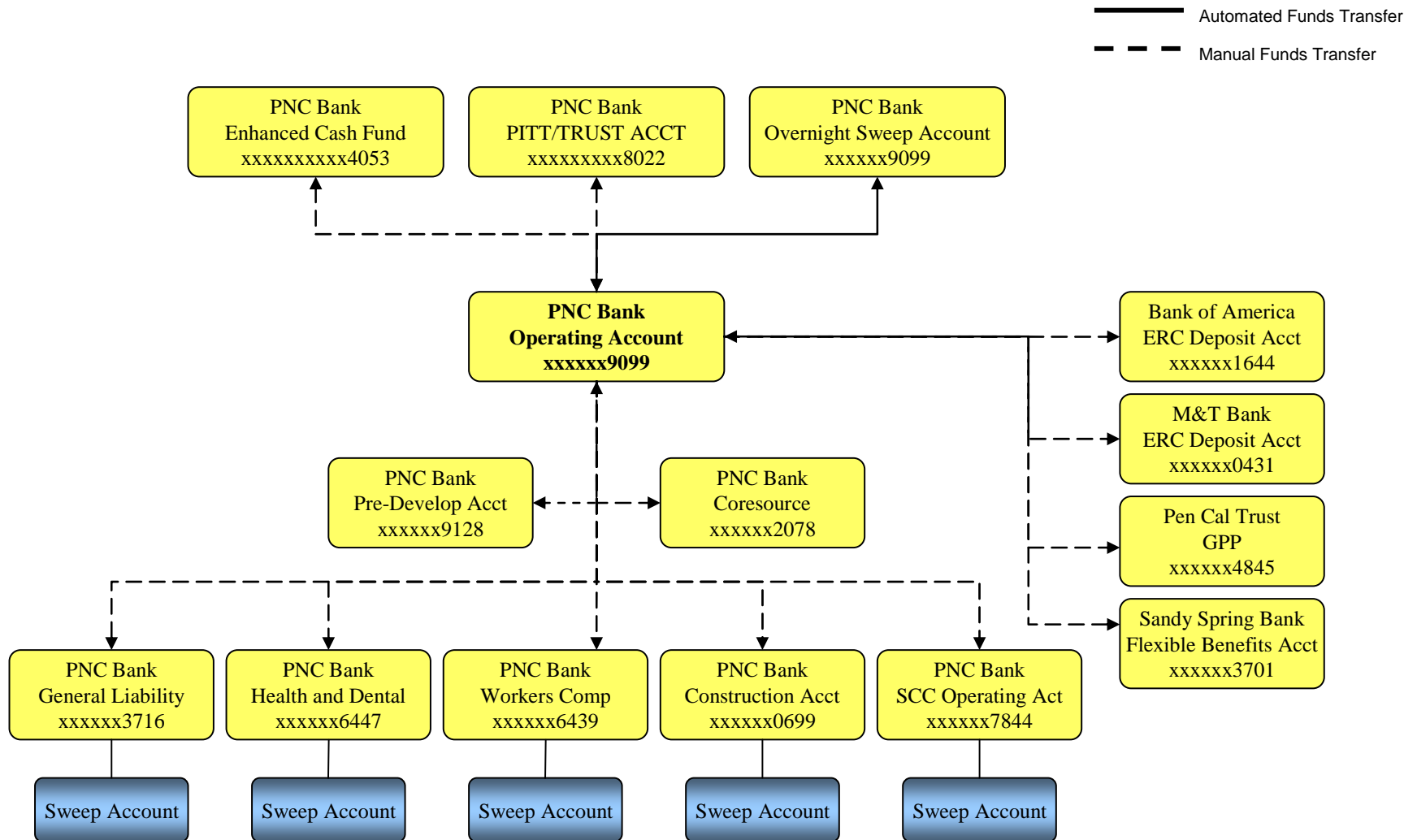
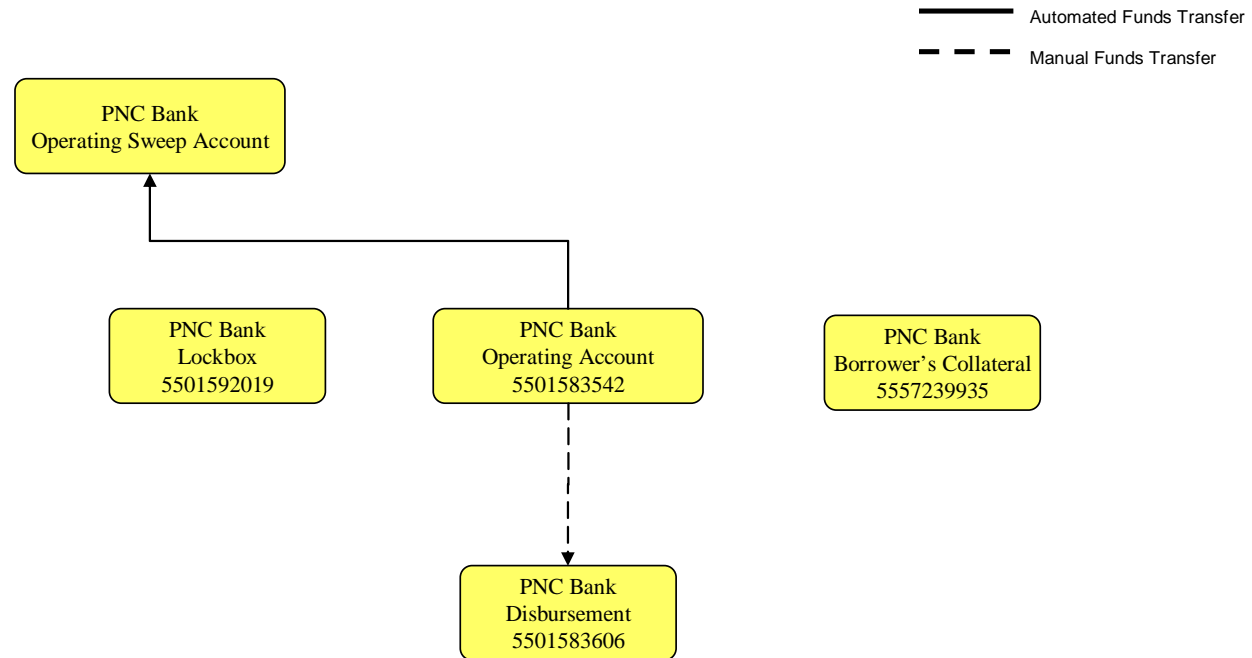


Exhibit B

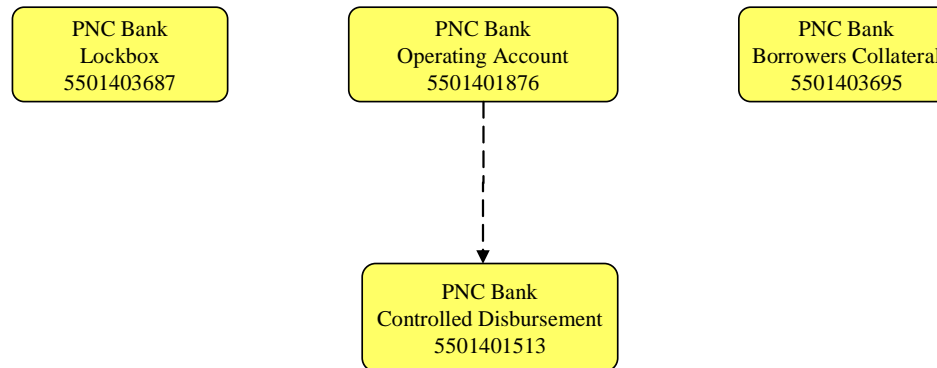
Ashburn Campus, LLC

Bank Account Structure



Concord Campus, LP Bank Account Structure

———— Automated Funds Transfer
- - - Manual Funds Transfer



Dallas Campus, LP

Bank Account Structure

———— Automated Funds Transfer
- - - Manual Funds Transfer

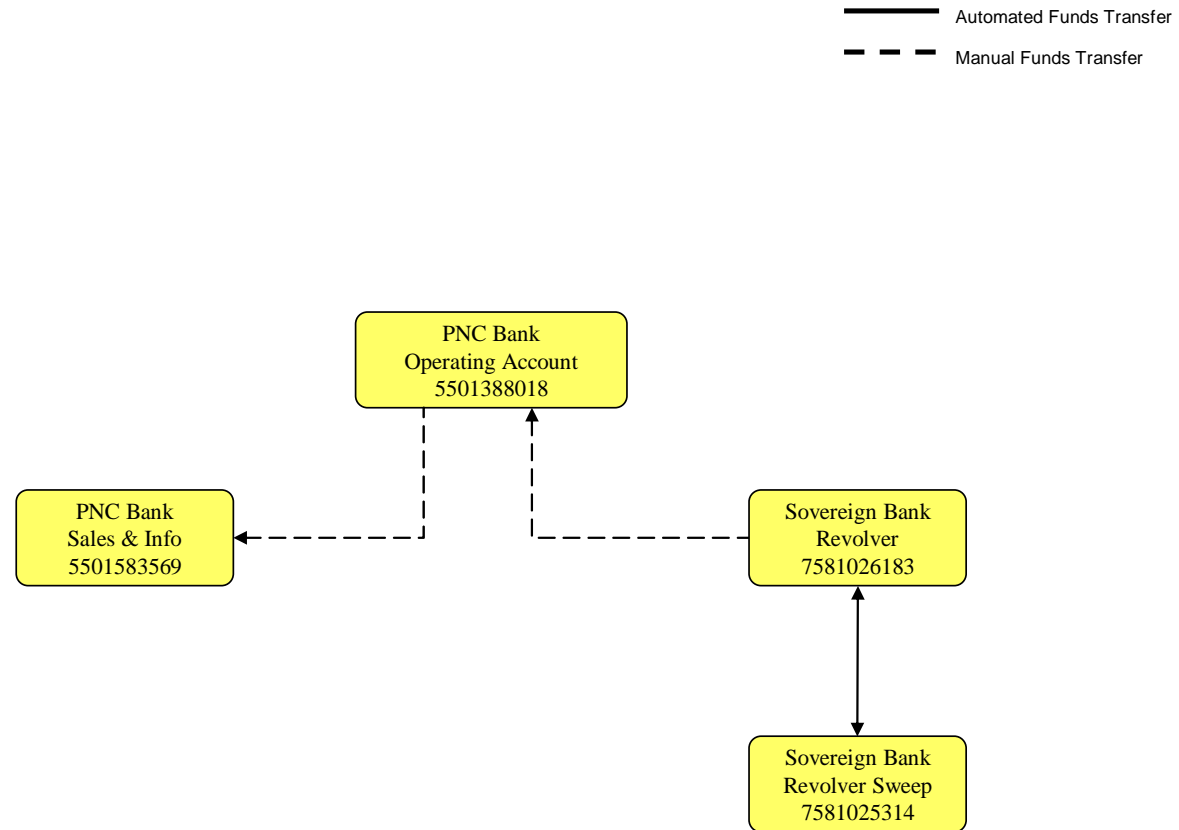
Bank of America
Campus Operating Account
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PNC Bank
Operating Account
5501573184

Bank of America
Borrowers Collateral
004605297078

Hingham Campus, LLC

Bank Account Structure



Houston Campus, LP
Bank Account Structure

———— Automated Funds Transfer
- - - Manual Funds Transfer

PNC Bank
Operating Account
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PNC Bank
Borrowers Collateral
5501402086

Kansas Campus

Bank Account Structure

———— Automated Funds Transfer
- - - Manual Funds Transfer

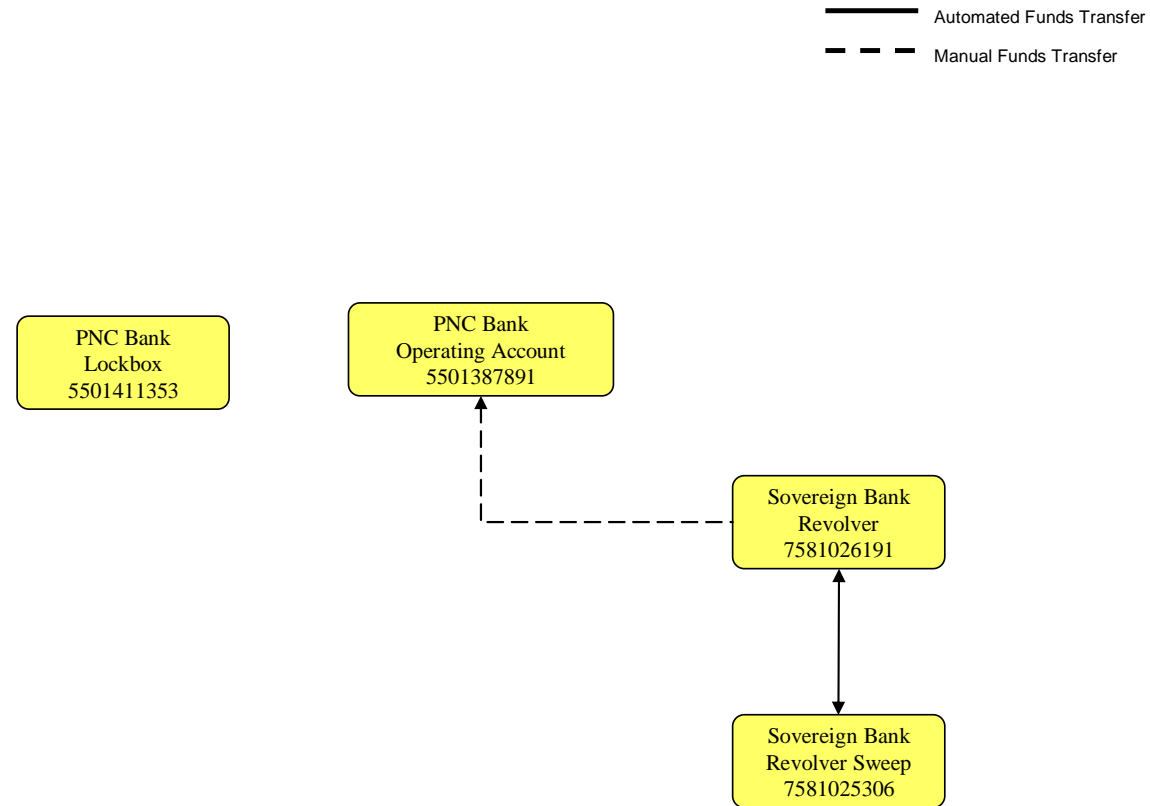
PNC Bank
Lockbox
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PNC Bank
Operating Account
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PNC Bank
Borrowers Collateral
5501592027

Lincolnshire Campus, LLC

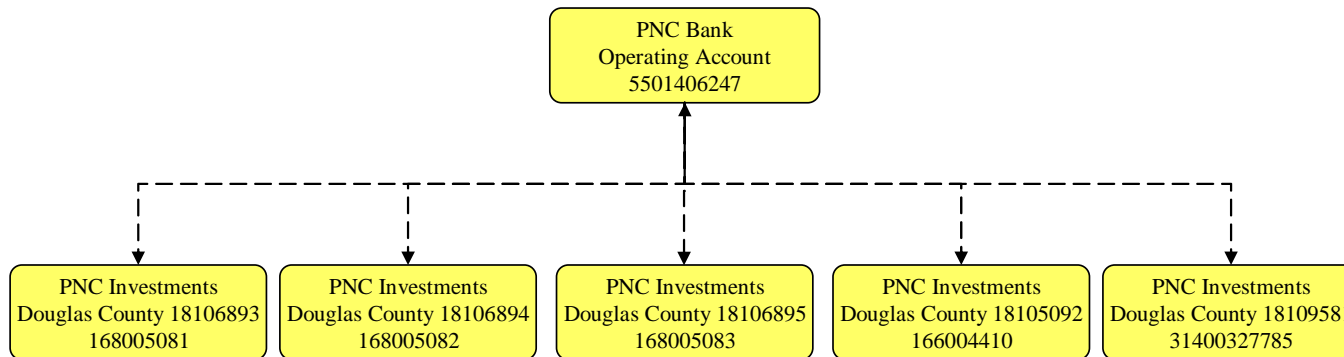
Bank Account Structure



Littleton Campus, LLC

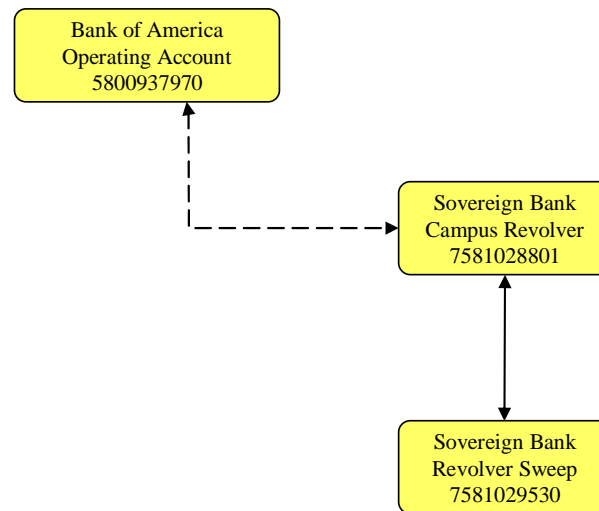
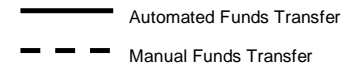
Bank Account Structure

———— Automated Funds Transfer
- - - - Manual Funds Transfer



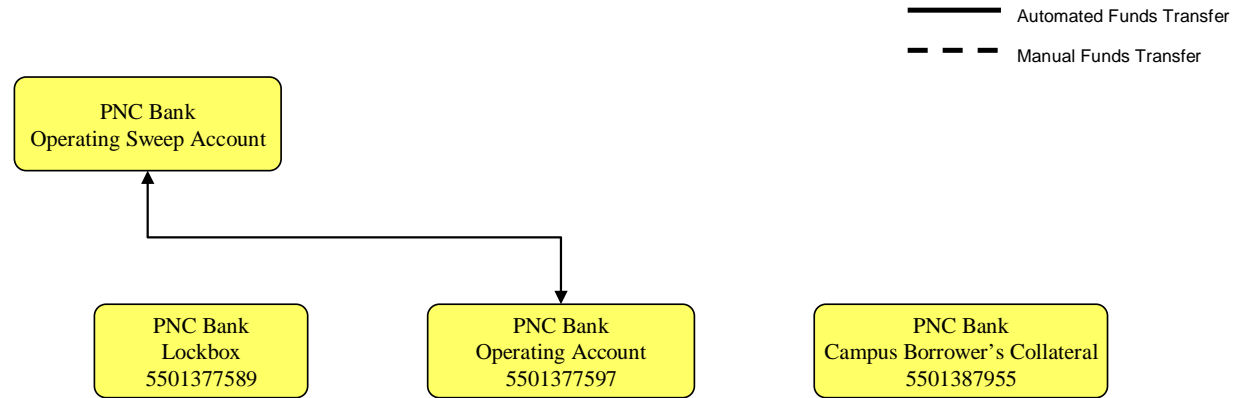
Naperville Campus, LLC

Bank Account Structure



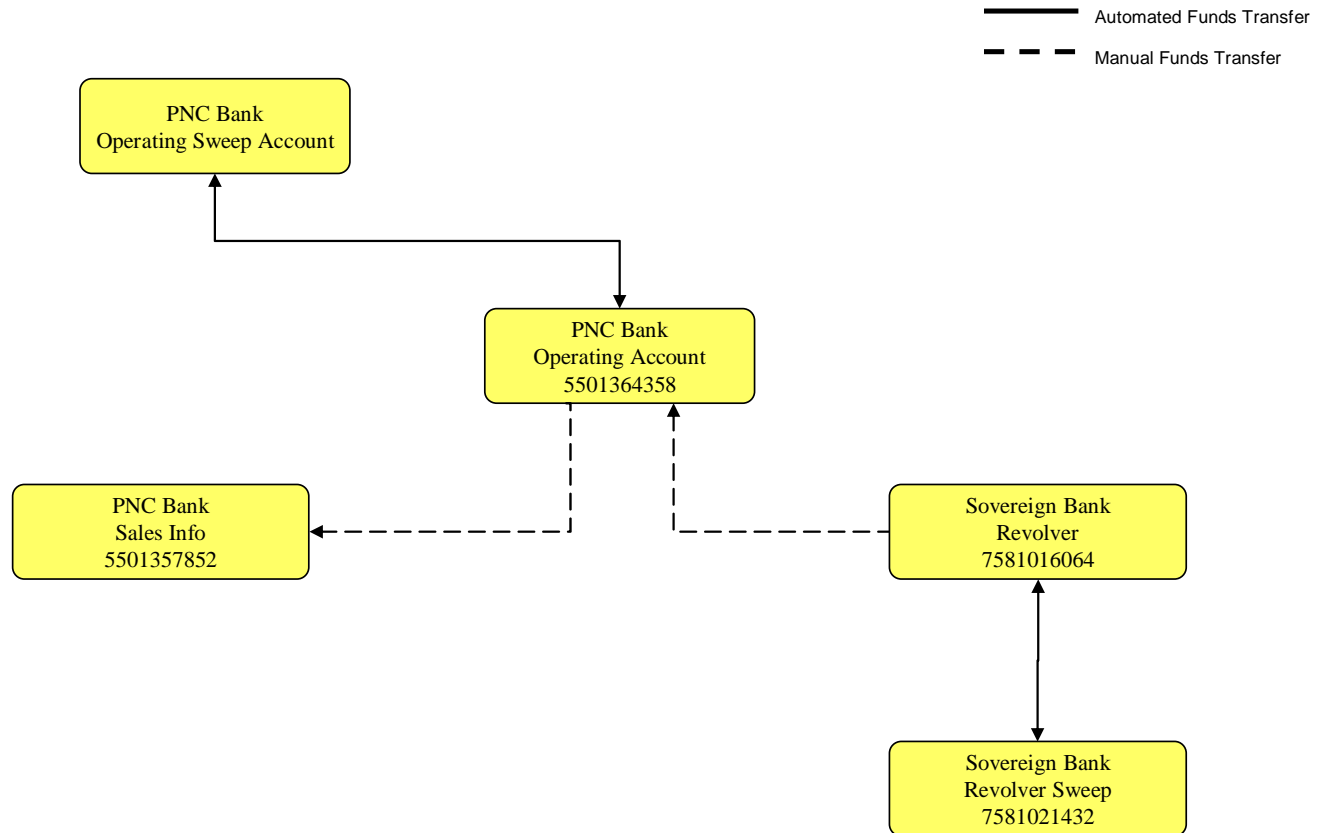
Novi Campus, LLC

Bank Account Structure

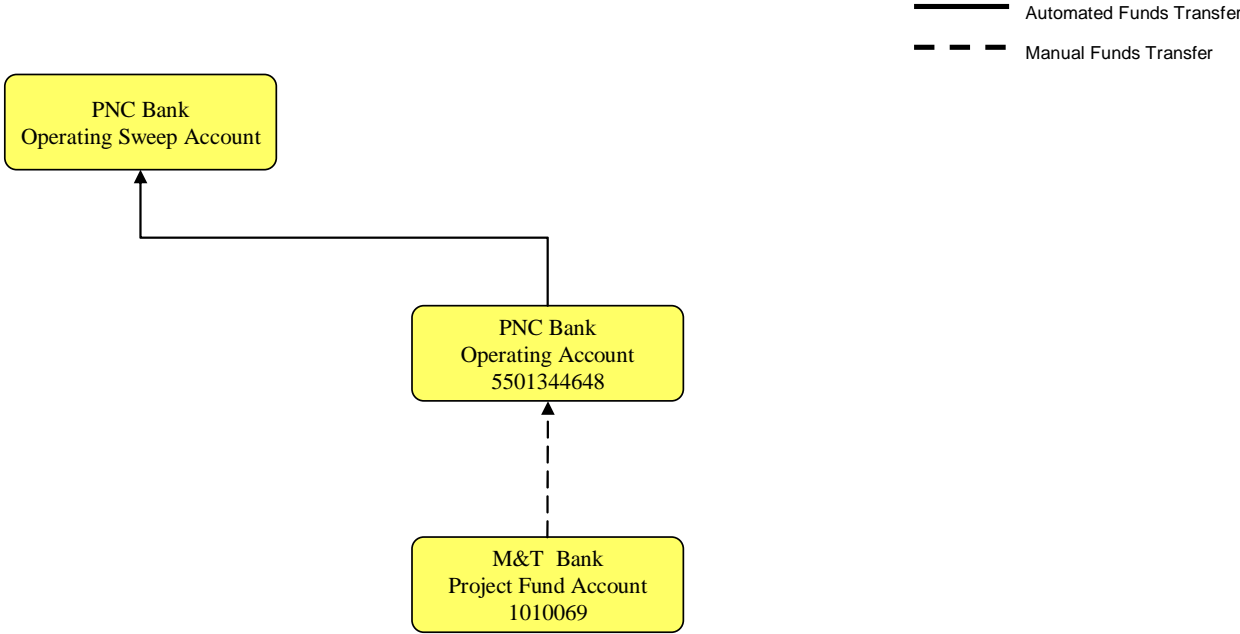


Point View Campus II, LLC

Bank Account Structure



Tinton Fall Campus, LLC
Bank Account Structure



Warminster Campus, LP

Bank Account Structure

— Automated Funds Transfer
- - - Manual Funds Transfer

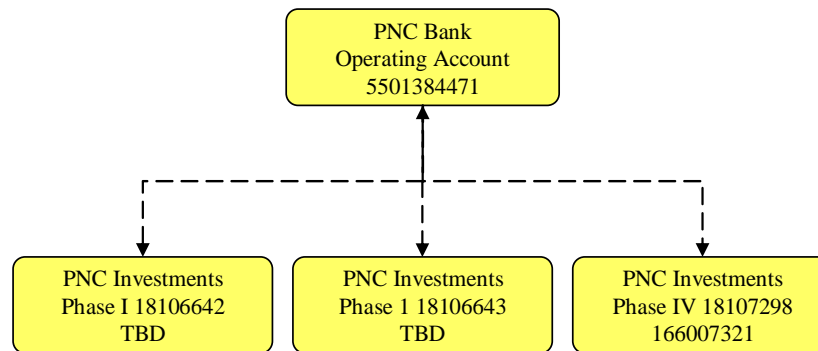


Exhibit C

<u>Account Holder</u>	<u>Bank</u>	<u>Account Number</u>	<u>Description of Account</u>
ERC	PNC Bank	*9099	<p>ERC Operating Account: The focal point of the ERC Cash Management System is the ERC Operating Account, which serves as the collection point for all funds moved into and through the ERC Cash Management System. The ERC Operating Account pools and holds cash, and supplies cash to all other accounts as necessary.</p> <p>The ERC Operating Account receives all cash receipts due to ERC, which are deposited from three primary sources: (i) management fees from campuses, (ii) developmental fees from campuses, and (ii) reimbursements from campuses for allocated corporate costs.</p> <p>The cash in the ERC Operating Account is used to fund the operations of ERC and the campuses it is developing, including payments to vendors, for payroll, and for other general payables. Cash from the ERC Operating Account is also transferred, automatically or manually, to the accounts discussed below.</p>
ERC	PNC Bank	*4053	<p>ERC Investment Accounts: The ERC Investment Accounts hold funds that are not used to fund current operations. The funds are manually transferred into the ERC Investment Accounts from the operating account. Funds in these accounts are used to gain a return on cash that is not used to fund current operations.</p>
ERC	PNC Bank	*8022	<p>ERC Investment Accounts: The ERC Investment Accounts hold funds that are not used to fund current operations. The funds are manually transferred into the ERC Investment Accounts from the operating account. Funds in these accounts are used to gain a return on cash that is not used to fund current operations.</p>

ERC	M&T Bank	*0431	ERC Investment Accounts: The ERC Investment Accounts hold funds that are not used to fund current operations. The funds are manually transferred into the ERC Investment Accounts from the operating account. Funds in these accounts are used to gain a return on cash that is not used to fund current operations.
ERC	PNC Bank	*9099	ERC Overnight Sweep Account: The ERC Overnight Sweep Account is used to generate interest income on funds held in the ERC Operating Account. Funds are automatically transferred between the ERC Operating Account and ERC Overnight Sweep Account to maximize interest income, while keeping cash liquid so that the ERC Operating Account can cover all obligations.
ERC	PNC Bank	*9128	ERC Pre-Develop Account: The ERC Pre-Develop Account is used to fund AP checks and vendor ACH. This is referred to as the pre-development account as it is for sites that have not established a formal Landowner company.
ERC	PNC Bank	*2078	ERC Coresource Account: The ERC Coresource account is a health benefits account; funds for this fund are manually transferred from the ERC Operating Account to cover employee reimbursements for personal health items.
ERC	PNC Bank	*3716	ERC General Liability Account: The ERC General Liability Account is funded through manual transfers from the ERC Operating Account. Cash in the ERC General Liability Account is used to fund general liability insurance claims for both Erickson and the not-for-profit communities.
ERC	PNC Bank	*6447	ERC Health and Dental Account: The ERC Health and Dental Account is funded through manual transfers from the ERC Operating Account. Cash in the ERC Health and Dental Account is used to fund health and dental insurance claims for both Erickson and the not-for-profit communities.

ERC	PNC Bank	*6439	ERC Workers' Compensation Account: The ERC Workers' Compensation Account is funded through manual transfers from the ERC Operating Account. Cash in the ERC Workers Comp Account is used to fund workers compensation claims for both Erickson and the not-for-profit communities.
ERC	PNC Bank	*0699	ERC Construction Account: The ERC Construction Account is funded through manual transfers from the ERC Operating Account or from campus level construction revolver accounts. The ERC Construction Account is used by ERC Construction to pay vendors where Erickson Construction is the General Contractor on campus construction projects.
ERC	Bank of America	*1644	ERC Deposit Account: The ERC Deposit Account is funded through manual and automatic transfers from the ERC Operating Account. The ERC Deposit Account holds \$150,000 for P-Card expenses; any withdrawals are reimbursed to the account from the PNC Bank Operating Acct, so that the account has a static balance of \$150,000. P-Cards are used by employees to pay for work related expenses and function like a corporate debit card. As of September 23, 2009, Erickson discontinued P-Card services with Bank of America and is currently being wound down.
ERC	PNC Bank	*844	ERC SCC Operating Account: The ERC SCC Operating Account is primarily funded through manual transfers from the ERC Operating Account. The ERC SCC Operating Account is used by Senior Campus Care, LLC to fund the operations including payments to vendors, for payroll, for other general payables, and for pooling funds
ERC	AST Trust Company	*4845	Pen Cal Trust Account: The Pen Cal Trust Account is funded through manual transfers from the ERC Operating Account. Deposits into this account relate to employee deferred compensation from ERC's incentive compensation

			and bonus programs. The funds remain in this account until employee vesting periods for deferred compensation close. Once vesting periods close funds are disbursed to employees.
ERC	Sandy Springs Bank	*3701	Sandy Springs Bank Flexible Benefits Account: The Sandy Springs Bank Flexible Spending Account is funded through manual transfers from the ERC Operating Account. The account is used to pay out flexible spending claims to administrators. The account generally holds funds on a temporary basis and currently holds minimal funds.
Ashburn	PNC Bank	*3542	Ashburn Operating Account: The focal point of the Ashburn Cash Management System is the Ashburn Operating Account which serves as the collection point for all funds moved into and through the Ashburn Cash Management System. The Ashburn Operating Account pools and holds cash, and supplies cash to the sweep and disbursement accounts as necessary. The Ashburn Operating Account receives all cash receipts due to Ashburn, which are deposited from two primary sources: (i) rent from the not for profit corporation, and (ii) draw funding from the line of credit as released by PNC. No draw funding is permitted at this time. The cash in the Ashburn Operating Account is used to fund the operations of the Ashburn campus, including payments to construction vendors, debt service, and other general payables. Cash from the Ashburn Operating Account is also transferred, automatically, to the sweep and disbursement accounts discussed below.
Ashburn	PNC Bank	*3542	Ashburn Overnight Sweep Account: The Ashburn Overnight Sweep Account is held at PNC Bank and this account is used to generate interest income on funds held in the Ashburn Operating Account. Funds are automatically transferred between the Ashburn Operating Account and Ashburn Overnight Sweep Account to maximize interest income, while keeping cash

			liquid so that the Ashburn Operating Account can cover all obligations.
Ashburn	PNC Bank	*2019	Ashburn Lockbox Account: The Ashburn Lockbox Account is used for deposits of the resident fees from the Ashby Ponds not-for-profit corporation and is then transferred as needed by Ashburn to Ashby Ponds Operating Account. The Lockbox Account allows for multiple deposits a day for resident fees received.
Ashburn	PNC Bank	*9935	Ashburn Borrower's Collateral Account: The Ashburn Borrower Collateral Account is used for deposits of resident IED's loaned from the not for profit corporation which are received twice monthly.
Ashburn	PNC Bank	*513	Ashburn Disbursement Account: The Ashburn Disbursement receives transfers from the Ashburn Operating Account in order to pay the liabilities of the land owner. The disbursement account is funded on an as needed basis when liabilities become due and immediately issues payment, carrying a zero balance.
Columbus	PNC Bank	*9505	Columbus Operating Account: The focal point of the Columbus Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Columbus Cash Management System. The Columbus Operating Account pools and holds cash. This account is in the process of being closed due to the transfer of the Columbus/Hickory Chase Project to the receiver. The cash in the Columbus Operating Account is used to fund the operations of the Columbus campus, including payments to construction vendors, debt service, and other general payables.
Columbus	Key Bank	*6948	Columbus Temporary Easement Escrow Account: The Columbus Temporary Easement Account is an escrow account

			which holds cash until the completion of certain Sitework projects pertaining to the opening of the community. This account is in the process of being closed and carries a zero balance due to the transfer of the Columbus/Hickory Chase Project to the receiver.
Columbus	Key Bank	*4397	Columbus Infrastructure Reserve Account: The Columbus Infrastructure Reserve Account is an escrow account which holds cash until the completion of certain Sitework projects pertaining to the opening of the community. This account is in the process of being closed and carries a zero balance due to the transfer of the Columbus/Hickory Chase Project to the receiver.
Columbus	Key Bank	*4397	Columbus Infrastructure Sweep Account: The Columbus Infrastructure Sweep Account is used to generate interest income on funds held in the Columbus Infrastructure Reserve Account. Funds are automatically transferred between the Reserve account and Sweep account to maximize interest income, while keeping cash liquid so that the Reserve account can cover all obligations. This account is in the process of being closed and carries a zero balance due to the transfer of the Columbus/Hickory Chase Project to the receiver.
Concord	PNC Bank	*1876	Concord Operating Account: The focal point of the Concord Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Concord Cash Management System. The Concord Operating Account pools and holds cash, and supplies cash to the disbursement account as necessary. The Concord Operating Account receives all cash receipts due to Concord, which are deposited from two primary sources: (i) rent from the not for profit, and (ii) draw funding from the line of credit as released by PNC. No draw funding is permitted at this time. The cash in the Concord Operating Account is used to fund the

			operations of the Concord campus, including payments to construction vendors, debt service, and other general payables. Cash from the Concord Operating Account is also transferred, automatically, to the disbursement account discussed below.
Concord	PNC Bank	*3687	Concord Lockbox Account: The Concord Lockbox Account is used for deposits of the resident fees from the Maris Grove not-for-profit and is then transferred as needed by Concord to Maris Grove Operating. The Lockbox Account allows for multiple deposits a day for resident fees received.
Concord	PNC Bank	*3695	Concord Borrower's Collateral Account: The Concord Borrower Collateral is used for deposits of resident IED's loaned from the not for profit which are received twice monthly.
Concord	PNC Bank	*1513	Concord Disbursement Account: The Concord Disbursement Account receives transfers from the Operating Account in order to pay the liabilities of the land owner. The disbursement account is funded on an as needed basis when liabilities become due and immediately issues payment, carrying a zero balance.
Dallas	PNC Bank	*3184	Dallas Operating Account: The focal point of the Dallas Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Dallas Cash Management System. The Dallas Operating Account pools and holds cash. The Dallas Operating Account receives all cash receipts due to Dallas, which are deposited from two primary sources: (i) rent from the not for profit, and (ii) draw funding from the line of credit as released by Bank of America. No draw funding is permitted at this time. The cash in the Dallas Operating Account is used to fund the

			operations of the Dallas campus, including payments to construction vendors, debt service, and other general payables.
Dallas	Bank of America	*7078	Dallas Borrower Collateral Account: The Dallas Borrower Collateral Account is used for deposits of resident IED's loaned from the not for profit which are received twice monthly.
Dallas	Bank of America	*108	Dallas Campus Operating Account: The Dallas Campus Operating Account which historically served as the collection point for all funds moved into and through the Dallas Cash Management System. In the past it received the same receipts and made the same disbursements that the Operating Account at PNC Bank now receives and disburses. This account is currently in the process of being closed and currently has a zero balance.
Hingham	PNC Bank	*8018	Hingham Operating Account: The focal point of the Hingham Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Hingham Cash Management System. The Hingham Operating Account pools and holds cash, and supplies cash to the sales and information account as necessary. The Hingham Operating Account receives all cash receipts due to Hingham, which are deposited from two primary sources: (i) rent from the not for profit, (ii) resident IEDs and (iii) in the past draw funding from the revolver account as released by Sovereign Bank. The cash in the Hingham Operating Account is used to fund the operations of the Hingham campus, including payments to construction vendors, debt service, and other general payables. Cash from the Hingham Operating Account is also transferred, manually, to the accounts discussed below.
Hingham	PNC Bank	*3569	Hingham Sales & Info Account: The Hingham Sales & Info Account is a petty cash account for the

			Hingham Campus Sales and Information Department. Sales and Information writes manual checks out of this account and sends the information to corporate where checks are recorded
Hingham	Sovereign Bank	*6183	Hingham Revolver Account: The Hingham Revolver Account historically received resident IED's from the not for profit twice monthly. Funds were released monthly to the Operating Account by Sovereign Bank through the draw process. In July, Hingham Campus discontinued using this and now as mentioned above receives resident IEDs directly into its operating account. The Hingham revolver account is in the process of being closed and carries a zero balance currently.
Hingham	Sovereign Bank	*5314	Hingham Revolver Sweep Account: The Hingham Revolver Sweep Account was used to generate interest income on funds held in the Hingham Infrastructure Reserve Account. Funds were automatically transferred between the Reserve account and Sweep account to maximize interest income, while keeping cash liquid so that the Reserve account can cover all obligations. This account currently is in the process of being closed.
Houston	PNC Bank	*6239	Houston Operating Account: The focal point of the Houston Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Houston Cash Management System. The Houston Operating Account pools and holds cash. The Houston Operating Account receives all cash receipts due to Houston, which are deposited from two primary sources: (i) rent from the not for profit, and (ii) draw funding from the line of credit as released by PNC. No draw funding is permitted at this time. The cash in the Houston Operating Account is used to fund the operations of the Houston campus, including payments to construction vendors, debt service, and other general payables.
Houston	PNC Bank	*2086	Houston Borrower's Collateral Account:

			The Houston Borrower Collateral Account is used for deposits of resident IED's loaned from the not for profit which are received twice monthly.
Kansas	PNC Bank	*3382	<p>Kansas Operating Account: The focal point of the Kansas Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Kansas Cash Management System. The Kansas Operating Account pools and holds cash.</p> <p>The Kansas Operating Account receives all cash receipts due to Kansas, which are deposited from two primary sources: (i) rent from the not for profit, and (ii) draw funding from the line of credit as released by PNC. No draw funding is permitted at this time.</p> <p>The cash in the Kansas Operating Account is used to fund the operations of the Kansas campus, including payments to construction vendors, debt service, and other general payables.</p>
Kansas	PNC Bank	*3614	<p>Kansas Lockbox Account: The Kansas Lockbox Account is used for deposits of the resident fees from the Tallgrass Creek not-for-profit and is then transferred as needed by Kansas to Tallgrass Creek Operating. The Lockbox Account allows for multiple deposits a day for resident fees received.</p>
Kansas	PNC Bank	*2027	<p>Kansas Borrower's Collateral Account: The Kansas Borrower Collateral Account is used for deposits of resident IED's loaned from the not for profit which are received twice monthly and can be used only to paydown Kansas' Line of Credit with PNC Bank.</p>
Lincolnshire	PNC Bank	*7891	<p>Lincolnshire Operating Account: The focal point of the Lincolnshire Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Lincolnshire Cash Management System. The Lincolnshire Operating Account pools and holds cash.</p>

			<p>The Lincolnshire Operating Account receives all cash receipts due to Lincolnshire, which are deposited from two primary sources: (i) rent from the not for profit, and (ii) draw funding from the revolver account as released by Sovereign Bank.</p> <p>The cash in the Lincolnshire Operating Account is used to fund the operations of the Lincolnshire campus, including payments to construction vendors, debt service, and other general payables.</p>
Lincolnshire	PNC Bank	*1353	<p>Lincolnshire Lockbox Account: The Lincolnshire Lockbox Account is used for deposits of the resident fees from the Sedgebrook not-for-profit and is then transferred as needed by Lincolnshire to Sedgebrook Operating. The Lockbox Account allows for multiple deposits a day for resident fees received.</p>
Lincolnshire	Sovereign Bank	*6191	<p>Lincolnshire Revolver Account: The Lincolnshire Revolver Account historically received resident IED's from the not for profit twice monthly. Funds were released monthly by Sovereign Bank through the draw process. In July Lincolnshire Campus discontinued using this account and now as mentioned above receives resident IEDs directly into its Operating account. The Lincolnshire Revolver Account is in the process of being closed and carries a zero balance currently.</p>
Lincolnshire	Sovereign Bank	*5306	<p>Lincolnshire Revolver Sweep Account: The Lincolnshire Revolver Sweep Account was used to generate interest income on funds held in the Lincolnshire Infrastructure Reserve Account. Funds were automatically transferred between the Reserve account and Sweep account to maximize interest income, while keeping cash liquid so that the Reserve account can cover all obligations. This account currently is in the process of being closed.</p>
Littleton	PNC Bank	*6247	<p>Littleton Operating Account: The focal point of the Littleton Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Littleton Cash Management System. The Littleton Operating Account pools and holds cash.</p>

			<p>The Littleton Operating Account receives all cash receipts due to Littleton, which are deposited from two primary sources: (i) rent from the not for profit, and (ii) draw funding from the line of credit as released by Capmark.</p> <p>The cash in the Littleton Operating Account is used to fund the operations of the Littleton campus, including payments to construction vendors, debt service, and other general payables.</p>
Littleton	PNC Bank	*092	<p>Littleton Douglas County Investment Account: The Littleton Douglas County Investment Account are CD's which collateralize the letters of credit for Littleton. They were originally funded by ERC operating. Any additions and/or payments of interest and funds released are paid/deposited from ERC operating.</p>
Littleton	PNC Bank	*893	<p>Littleton Douglas County Investment Account: The Littleton Douglas County Investment Account are CD's which collateralize the letters of credit for Littleton. They were originally funded by ERC operating. Any additions and/or payments of interest and funds released are paid/deposited from ERC operating.</p>
Littleton	PNC Bank	*894	<p>Littleton Douglas County Investment Account: The Littleton Douglas County Investment Account are CD's which collateralize the letters of credit for Littleton. They were originally funded by ERC operating. Any additions and/or payments of interest and funds released are paid/deposited from ERC operating.</p>
Littleton	PNC Bank	*895	<p>Littleton Douglas County Investment Account: The Littleton Douglas County Investment Account are CD's which collateralize the letters of credit for Littleton. They were originally funded by ERC operating. Any additions and/or payments of interest and funds released are paid/deposited from ERC operating.</p>
Littleton	PNC Bank	*581	<p>Littleton Douglas County Investment Account: The Littleton Douglas County Investment Account are CD's which</p>

			collateralize the letters of credit for Littleton. They were originally funded by ERC operating. Any additions and/or payments of interest and funds released are paid/deposited from ERC operating.
Naperville	Bank of America	*7970	<p>Naperville Operating Account: The focal point of the Naperville Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Naperville Cash Management System. The Naperville Operating Account pools and holds cash.</p> <p>The Naperville Operating Account receives all cash receipts due to Naperville, which are deposited from two primary sources: (i) rent from the not for profit, and (ii) draw funding from the revolver account as released by Sovereign Bank.</p> <p>The cash in the Naperville Operating Account is used to fund the operations of the Naperville campus, including payments to construction vendors, debt service, and other general payables.</p>
Naperville	Sovereign Bank	*8801	<p>Naperville Revolver Account: The Naperville Revolver Account historically received resident IED's from the not for profit twice monthly. Funds were released monthly by Sovereign Bank through the draw process. In July Naperville Campus discontinued using this account and now as mentioned above receives resident IEDs directly into its Operating account. The Naperville Revolver Account is in the process of being closed and carries a zero balance currently.</p>
Naperville	Sovereign Bank	*9530	<p>Naperville Revolver Sweep Account: The Naperville Revolver Sweep Account was used to generate interest income on funds held in the Naperville Infrastructure Reserve Account. Funds were automatically transferred between the Reserve account and Sweep account to maximize interest income, while keeping cash liquid so that the Reserve account can cover all obligations. This account currently is in the process of being closed.</p>

Novi	PNC Bank	*7597	<p>Novi Operating Account: The focal point of the Novi Cash Management System is the Operating Account which serves as the collection point for all funds moved into and through the Novi Cash Management System. The Novi Operating Account pools and holds cash, and supplies cash to the sweep account as necessary.</p> <p>The Novi Operating Account receives all cash receipts due to Novi, which are deposited from one primary source: (i) rent from the not for profit. No draw funding is permitted at this time.</p> <p>The cash in the Novi Operating Account is used to fund the operations of the Novi campus, including payments to construction vendors, debt service, and other general payables. Cash from the Novi Operating Account is also transferred, automatically, to the sweep account discussed below.</p>
Novi	PNC Bank	*7597	<p>Novi Overnight Sweep Account: The Novi Overnight Sweep Account is used to generate interest income on funds held in the Novi Operating Account. Funds are automatically transferred between the Operating account and Sweep account to maximize interest income, while keeping cash liquid so that the Operating account can cover all obligations.</p>
Novi	PNC Bank	*7589	<p>Novi Lockbox Account: The Novi Lockbox Account is used for deposits of the resident fees from the Fox Run not-for-profit and is then transferred as needed by Novi to Fox Run Operating. The Lockbox Account allows for multiple deposits a day for resident fees received</p>
Novi	PNC Bank	*7955	<p>Novi Borrower's Collateral Account: The Novi Borrower Collateral Account is used for deposits of resident IED's loaned from the not for profit which are received twice monthly.</p>
Warminster	PNC Bank	*4471	<p>Warminster Operating Account: The focal point of the Warminster Cash Management System is the</p>

			<p>Operating Account which serves as the collection point for all funds moved into and through the Warminster Cash Management System. The Warminster Operating Account pools and holds cash.</p> <p>The Warminster Operating Account receives all cash receipts due to Warminster, which are deposited from one primary sources: (i) initial entry deposits (IEDs) loaned from the not for profit.</p> <p>The cash in the Warminster Operating Account is used to fund the operations of the Warminster campus, including payments to construction vendors, debt service, and other general payables.</p>
Warminster	PNC Bank	*6642	<p>Warminster Phase I Account: The Warminster Phase I Account holds CD's that are used to collateralize various letters of credit for the project.</p>
Warminster	PNC Bank	*6643	<p>Warminster Phase I Account: The Warminster Phase I Account holds CD's that are used to collateralize various letters of credit for the project.</p>
Warminster	PNC Bank	*7321	<p>Warminster Phase I Account: The Warminster Phase I Account holds CD's that are used to collateralize various letters of credit for the project.</p>

Exhibit D

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:	§	CASE NO. 09-[]
	§	
ERICKSON RETIREMENT	§	CHAPTER 11
COMMUNITIES, LLC, <i>et al.</i> ¹	§	Joint Administration Pending
	§	
Debtors.	§	

**ORDER AUTHORIZING (I) CONTINUED USE OF EXISTING CASH MANAGEMENT
SYSTEM, (II) MAINTENANCE OF EXISTING BANK ACCOUNTS,
(III) CONTINUED USE OF EXISTING BUSINESS FORMS, AND
(IV) MAINTENANCE OF EXISTING INVESTMENT PRACTICES**

Upon the Debtors' motion for an order authorizing (i) continued use of existing cash management system, (ii) maintenance of existing bank accounts, (iii) continued use of existing business forms, and (iv) maintenance of existing investment practices, (the "Motion"),² dated October 19, 2009; and all as more fully set forth in the Motion; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. §157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409, and due and proper notice of the Motion having been provided to the necessary parties; and it appearing that no other or further notice need be provided; and a hearing having been held to consider the relief requested in the Motion (the "Hearing"); and the appearances of all interested parties having been noted in

¹ The Debtors in these chapter 11 cases are Erickson Retirement Communities, LLC, Ashburn Campus, LLC, Columbus Campus, LP, Concord Campus GP, LLC, Concord Campus, LP, Dallas Campus GP, LLC, Dallas Campus, LP, Erickson Construction, LLC, Hingham Campus, LLC, Houston Campus, LP, Kansas Campus, LLC, Lincolnshire Campus, LLC, Littleton Campus, LLC, Naperville Campus, LLC, Novi Campus, LLC, Senior Campus Services, LLC, Warminster Campus GP, Warminster Campus, LP.

² All capitalized terms used but not otherwise defined on this Order shall have the meanings ascribed to them in the Motion.

the record of the Hearing; and upon the record of the Hearing, and all of the proceedings had before the Court; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefore, it is hereby:

ORDERED that the Motion is GRANTED; and it is further

ORDERED that the Debtors' are authorized to continue to use the Cash Management System, including the following:

- (i) the continued use of the existing Bank Accounts with the same names and account numbers as such Bank Accounts existed immediately prior to the Petition Date (with the option to both the Debtors and the Banks of streamlining their Cash Management System by closing or consolidating Bank Accounts in accordance with the terms and conditions of the existing account and service agreements);
- (ii) the ability of the Debtors to deposit funds into and withdraw funds from any of the Bank Accounts (subject to available funds or, in the case of zero balance accounts, subject to the availability of funds in the applicable linked funding accounts) by all usual means, including but not limited to checks, wire transfers, electronic funds transfers and other debits;
- (iii) the ability of the Debtors to continue to make intercompany transfers among the Bank Accounts in the ordinary course of their business through the Cash Management System;
- (iv) the ability of the Debtors to otherwise treat the Bank Accounts, along with any accounts opened postpetition, for all purposes as debtor in possession accounts;
- (v) the waiver of any requirements to establish separate accounts for cash collateral and/or tax payments; and

- (vi) authorizing and directing the Banks to maintain, service and administer such deposit accounts or investment accounts, without interruption and in the ordinary course of business, in accordance with applicable non-bankruptcy law and the account agreements and/or other service documentation between the applicable Bank and the Debtors relating to such accounts; and
- (vii) authorizing the Banks to charge and collect, and authorizing but not directing the Debtors to pay, the prepetition and postpetition service charges and other fees and expenses to which the Banks are entitled under the terms of their account agreements and/or other service documentation with the Debtors; and it is further

ORDERED that the Debtors' are authorized to continue to use their existing business forms without alteration or change; provided, however, that, once the Debtors have depleted their existing stock of checks, the Debtors shall order new checks with the "debtor in possession" designation; and it is further

ORDERED that the Debtors' are authorized to maintain their existing investment practices and waiving the requirements of Bankruptcy Code section 345(b) as to the Cash Management System for a period of sixty (60) days following the Petition Date; and it is further

ORDERED that Bankruptcy Rule 6003 has been satisfied because the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors; and it is further

ORDERED that notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon entry of the Order; and it is further

ORDERED that this Court hereby retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

###End of Order###