Approved Oct 21, 2009.

U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
ENTERED
THE DATE OF ENTRY IS
ON THE COURT'S DOCKET
TAWANA C. MARSHALL, CLERK

Harlin D. C. Hale
U.S. Bankruptcy Judge

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

In re:	§	**CASE NO. 09-37010**
	§	
ERICKSON RETIREMENT	§	**CHAPTER 11**
COMMUNITIES, LLC, *et al.*[1]	§	**Joint Administration Pending**
	§	
Debtors.	§	

INTERIM 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

[1] The Debtors in these chapter 11 cases are Erickson Retirement Communities, LLC, Ashburn Campus, LLC, Columbus Campus, LLC, Concord Campus GP, LLC, Concord Campus, LP, Dallas Campus GP, LLC, Dallas Campus, LP, Erickson Construction, LLC, Houston Campus, LP, Kansas Campus, LLC, Littleton 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, except that the term "Bank Accounts" (i) shall not include those accounts pertaining to certificates of deposit or other accounts which secure outstanding letters of credit; and (ii) shall include the following accounts maintained at PNC: PNC Trust Account 8022, Enhanced Cash 4053, Ashburn Disbursement Account 3606, and Concord Disbursement Account 1513.

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 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 subject to their existing agreements with the Banks, the Debtors are authorized to continue to use the Cash Management System, notwithstanding the filing of the Debtors' chapter 11 bankruptcy cases, 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; provided, however, that accounts pledged or serving as collateral for prepetition obligations shall be maintained as such; 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 and 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 Interim Order are immediately effective and enforceable upon entry of the Interim 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 Interim Order; and it is further

ORDERED that this Interim Order shall be immediately effective for a period of two weeks, after which time, this Interim Order shall become a Final Order, unless an objection or motion to reconsider is filed by the Debtors or the Banks.

###End of Order###