OLSHAN GRUNDMAN FROME
ROSENZWEIG & WOLOSKY LLP
Park Avenue Tower
65 East 55th Street
New York, New York 10022
Michael S. Fox, Esq.
Jordanna L. Nadritch, Esq.
Jayme M. Bethel, Esq.
212.451.2300

Counsel for the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT
THE SOUTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
JENNIFER CONVERTIBLES, INC., *et al.*,[1]	Case No. 10-13779 (ALG)
Debtors.	(Jointly Administered)

DEBTORS' MOTION FOR ENTRY OF AN ORDER SHORTENING TIME OF NOTICE WITH RESPECT TO THE EMERGENCY MOTION FOR ENTRY OF AN INTERIM ORDER AUTHORIZING THE DEBTORS TO ENTER INTO A DIP CREDIT AGREEMENT

Jennifer Convertibles, Inc. ("Jennifer Convertibles") and its affiliated debtors, as debtors in possession (together, the "Debtors"), hereby move this Court (the "Motion") for entry of an interim order shortening time of notice with respect to the motion pursuant to section 364 of title 11 of the United States Code (the "Bankruptcy Code"), authorizing the Debtors' to enter into a DIP credit agreement (the "DIP Financing Motion"). In support of this Motion, the Debtors respectfully state as follows:

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: (i) Jennifer Convertibles, Inc. (4646); (ii) Jennifer Convertibles Boylston MA, Inc. (7904); (iii) Jennifer Chicago Ltd. (0505); (iv) Elegant Living Management, Ltd. (5049); (v) Hartsdale Convertibles, Inc. (1681); (vi) Jennifer Management III Corp. (3552); (vii) Jennifer Purchasing Corp. (7319); (viii) Jennifer Management II Corp. (9177); (ix) Jennifer Management V Ltd. (9876); (x) Jennifer Convertibles Natick, Inc. (2227); (xi) Nicole Convertibles, Inc. (5985); (xii) Washington Heights Convertibles, Inc. (0783).

Background

1. On July 18, 2010 (the "Petition Date"), each of the Debtors commenced with the Bankruptcy Court a voluntary case pursuant to chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. An Official Committee of Unsecured Creditors was appointed in these chapter 11 cases on July 23, 2010.

2. On September 3, 2010, the Debtors filed their Schedules of Assets and Liabilities and Statements of Financial Affairs. On September 15, 2010, the meeting of creditors pursuant to section 341 of the Bankruptcy Code was held.

3. Jennifer Convertibles, Inc. was organized as a Delaware corporation in 1986, and is currently the owner of (i) the largest group of sofabed specialty retail stores and leather specialty retail stores in the United States, and (ii) six big box, full-line furniture stores operated under the Ashley Furniture HomeStore brand (the "Ashley Stores") under a license from Ashley Furniture Industries, Inc. ("Ashley").

4. As of the Petition Date, the Debtors' stores included 130 stores operated by the Jennifer segment. During fiscal 2007, the Debtors opened their first Ashley Store. As of the Petition Date, the Debtors operated seven Ashley Stores. Since the Petition Date, the Debtors have closed approximately fifty (50) of their store locations, including one Ashley Store.

5. As of the date hereof, the Debtors employ 404 people; 248 people in the Jennifer segment (including warehouse personnel), 115 people in the Ashley segment, and 41 corporate employees.

6. The factual background relating to the Debtors' commencement of these chapter 11 cases is set forth in additional detail in the Declaration of Rami Abada in Support of First Day Motions filed on July 19, 2010 and incorporated herein by reference.

Jurisdiction

7. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Relief Requested

8. On or about November 19, 2010, the Debtors filed their DIP Financing Motion.

9. Pursuant to Bankruptcy Rule 9006(c)(1) and Rule 9006-1(b) of the Local Rules of the Bankruptcy Court of the Southern District of New York (the "Local Rules"), the Debtors hereby request a shortening of the notice period with respect to the relief sought in the DIP Financing Motion so that the Debtors may seek entry of an order approving the DIP Financing Motion at the hearing scheduled for November 30, 2010 at 10:00 a.m. (Eastern Time). The Debtors propose that any objections to the Motion be filed and served so that they are actually received no later than November 29, 2010 at 4:00 p.m. (Eastern Time).

Basis For Relief: Grounds Exist to Shorten and Limit Notice

10. Bankruptcy Rule 9006(c)(1) provides that "when an act is required or allowed to be done at or within a specified time by these rules or by a notice given thereunder or by order of court, the court for cause shown may in its discretion with or without motion or notice order the period reduced." Fed. R. Bankr. P. 9006(c)(1).

11. This Motion seeks to shorten the notice period so that the Court may approve the DIP Financing Motion requesting, on an interim basis, authorization for the Debtors to enter into, perform their obligations, and provide the required collateral under the $3,000,000 Senior

Secured Superpriority Debtor-in-Possession Credit Agreement, dated as of November 19, 2010 (the "DIP Agreement") (attached to the DIP Financing Motion as Exhibit A). Accordingly, the Debtors respectfully request that the Court waive the required notice period and allow the Debtors to seek entry of the DIP Financing Motion Interim Order at the hearing on November 30, 2010 at 10:00 a.m.

12. The Debtors believe that shortened notice and an expedited hearing is warranted under the circumstances, and that due process is not hindered as a result of the proposed shortening of the applicable notice periods. As set forth in greater detail in the DIP Financing Motion, the total amount of cash potentially available to the Debtors under the DIP Agreement is $6.5 million, which amount would significantly benefit the Debtors' estates and allow them to fund day-to-day business operations through confirmation of a plan of reorganization, as well as successfully exit from chapter 11.

13. The Debtors are in serious danger of running short of operating liquidity, in large measure because of the cash drain associated with the Chapter 11 process. The Debtors do not believe they will be able to sustain operations for the duration of the reorganization cases without additional funding. Allowing the Debtors to enter into the proposed DIP financing is in the best interests of the Debtors, and their estates and creditors. Under such circumstances, the Debtors submit that shortening the notice period for the interim relief as proposed herein is appropriate and will not prejudice the interests of any party in interest in these cases.

14. Accordingly, the Debtors submit that they should be permitted to seek entry of the DIP Financing Motion Interim Order at the hearing scheduled for November 30, 2010 at 10:00 a.m. (Eastern Time).

Notice

15. Notice of this Motion has been provided to: (i) counsel for Mengnu (ii) Office of the United States Trustee for the Southern District of New York; (iii) counsel to the Official Committee of Unsecured Creditors; (iv) the SEC; and (v) any other party who has filed a notice of appearance in these cases. The Debtors submit that such notice is sufficient under the circumstances.

No Previous Request

16. No previous request for the relief sought herein has been made to this or any other Court.

WHEREFORE the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: New York, New York
November 19, 2010

OLSHAN GRUNDMAN FROME
ROSENZWEIG & WOLOSKY LLP

By: /s/ Michael S. Fox

Michael S. Fox
Jordanna L. Nadritch
Jayme M. Bethel
Park Avenue Tower
65 East 55th Street
New York, New York 10022
(212) 451-2300

Counsel for the Debtors and Debtors in Possession

EXHIBIT A

Supplemental Declaration

OLSHAN GRUNDMAN FROME
ROSENZWEIG & WOLOSKY LLP
Park Avenue Tower
65 East 55th Street
New York, New York 10022
Michael S. Fox, Esq.
Jordanna L. Nadritch, Esq.
Jayme M. Bethel, Esq.
212.451.2300

Counsel for the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT
THE SOUTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
JENNIFER CONVERTIBLES, INC., *et al.*,[1]	Case No. 10-13779 (ALG)
Debtors.	(Jointly Administered)

DECLARATION OF MICHAEL S. FOX IN SUPPORT OF THE MOTION FOR ENTRY OF AN ORDER SHORTENING TIME OF NOTICE WITH RESPECT TO THE EMERGENCY MOTION FOR ENTRY OF AN INTERIM ORDER AUTHORIZING THE DEBTORS TO ENTER INTO A DIP CREDIT AGREEMENT

Michael S. Fox makes this declaration under 28 U.S.C. § 1746, and states:

1. I am a member of the firm of Olshan Grundman Frome Rosenzweig & Wolosky LLP ("Olshan"), a law firm with principal offices at 65 East 55th Street, New York, New York 10022.

2. I submit this declaration in support of the motion of the Debtors (the "Motion") for entry of an order shortening time of notice with respect to the motion pursuant to section 364

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: (i) Jennifer Convertibles, Inc. (4646); (ii) Jennifer Convertibles Boylston MA, Inc. (7904); (iii) Jennifer Chicago Ltd. (0505); (iv) Elegant Living Management, Ltd. (5049); (v) Hartsdale Convertibles, Inc. (1681); (vi) Jennifer Management III Corp. (3552); (vii) Jennifer Purchasing Corp. (7319); (viii) Jennifer Management II Corp. (9177); (ix) Jennifer Management V Ltd. (9876); (x) Jennifer Convertibles Natick, Inc. (2227); (xi) Nicole Convertibles, Inc. (5985); (xii) Washington Heights Convertibles, Inc. (0783).

of title 11 of the United States Code (the "Bankruptcy Code"), authorizing the Debtors' to enter into a DIP credit agreement (the "DIP Financing Motion").

3. I declare that all statements made herein are made based on my own knowledge.

4. The facts as described in the Motion and the DIP Financing Motion are incorporated herein.

5. The Debtors believe that shortened notice and an expedited hearing are warranted under the circumstances. As more fully described in the Motion, the Debtors are seeking to shorten the notice period so that the Court may approve, on an interim basis, the DIP Financing Motion and authorize the Debtors to enter into, perform their obligations, and provide the required collateral under the $3,000,000 Senior Secured Superpriority Debtor-in-Possession Credit Agreement, dated as of November 19, 2010 (the "DIP Agreement") (attached to the DIP Financing Motion as Exhibit A).

6. The Debtors respectfully submit that due process is not hindered as a result of the proposed shortening of the applicable notice periods. As set forth in greater detail in the DIP Financing Motion, the total amount of cash potentially available to the Debtors under the DIP Agreement is $6.5 million, which amount would significantly benefit the Debtors' estates and allow them to fund day-to-day business operations through confirmation of a plan of reorganization, as well as successfully exit from chapter 11.

7. The Debtors are in serious danger of running short of operating liquidity, in large measure because of the cash drain associated with the Chapter 11 process. The Debtors do not believe they will be able to sustain operations for the duration of the reorganization cases without additional funding. Allowing the Debtors to enter into the proposed DIP financing is in the best interests of the Debtors, and their estates and creditors. Under such circumstances, the Debtors

submit that shortening the notice period for the interim relief as proposed herein is appropriate and will not prejudice the interests of any party in interest in these cases.

8. Accordingly, the Debtors submit that they should be permitted to seek entry of the DIP Financing Motion Interim Order at the hearing scheduled for November 30, 2010 at 10:00 a.m. (Eastern Time).

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: November 19, 2010

/s/ Michael S. Fox
Michael S. Fox

EXHIBIT B

Proposed Order

UNITED STATES BANKRUPTCY COURT
THE SOUTHERN DISTRICT OF NEW YORK

In re:	Chapter 11
JENNIFER CONVERTIBLES, INC.,[1]	Case No. 10-13779 (ALG)
Debtors.	(Jointly Administered)

ORDER SHORTENING TIME OF NOTICE WITH RESPECT TO A HEARING ON THE DEBTORS' EMERGENCY MOTION FOR ENTRY OF AN INTERIM ORDER AUTHORIZING THE DEBTORS TO ENTER INTO A DIP CREDIT AGREEMENT

Upon the motion, dated November 19, 2010 (the "Motion")[2] of Jennifer Convertibles, Inc. and its affiliated debtors, as debtors in possession (collectively, the "Debtors"), for entry of an order shortening time of notice with respect to the motion pursuant to section 364 of title 11 of the United States Code (the "Bankruptcy Code"), authorizing the Debtors' to enter into a DIP credit agreement (the "DIP Financing Motion"); and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984; 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 parties listed therein, 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

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: (i) Jennifer Convertibles, Inc. (4646); (ii) Jennifer Convertibles Boylston MA, Inc. (7904); (iii) Jennifer Chicago Ltd. (0505); (iv) Elegant Living Management, Ltd. (5049); (v) Hartsdale Convertibles, Inc. (1681); (vi) Jennifer Management III Corp. (3552); (vii) Jennifer Purchasing Corp. (7319); (viii) Jennifer Management II Corp. (9177); (ix) Jennifer Management V Ltd. (9876); (x) Jennifer Convertibles Natick, Inc. (2227); (xi) Nicole Convertibles, Inc. (5985); (xii) Washington Heights Convertibles, Inc. (0783).
[2] All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

Hearing; 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 it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, creditors, and parties in interest; and upon all of the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.

2. Pursuant to Bankruptcy Rule 9006(c)(1) and Local Rule 9006-1(b), the notice and objection periods for the relief requested are shortened as set forth herein.

3. A hearing to consider the interim relief sought in the DIP Financing Motion is set for November 30, 2010 at 10:00 a.m. (Eastern Time).

4. Any objections to the relief sought must be filed, served and received no later than November 29, 2010 at 4:00 p.m. (Eastern Time). Responses or objections to the DIP Financing Motion, if any, must be in writing, must conform to the Bankruptcy Rules and the Local Rules of the Bankruptcy Court of the Southern District of New York and must be served on (a) counsel for the Debtors, Olshan Grundman Frome Rosenzweig & Wolosky LLP, Attention: Jordanna L. Nadritch, Esq.; (b) counsel for the Official Committee of Unsecured Creditors, Kelley Drye & Warren LLP, Attention: James S. Carr, Esq.; and (c) Office of the United States Trustee for the Southern District of New York.

5. This Court shall retain jurisdiction to resolve all matters relating to implementation of this Order.

Dated: _____, 2010
New York, New York

_____

UNITED STATES BANKRUPTCY JUDGE