

**UNITED STATES BANKRUPTCY COURT
THE SOUTHERN DISTRICT OF NEW YORK**

In re:

JENNIFER CONVERTIBLES, INC.,¹

Debtors.

Chapter 11

Case No. 10-13779 (ALG)

(Jointly Administered)

**ORDER APPROVING THE DEBTORS' THIRD OMNIBUS OBJECTION TO CERTAIN
PROOFS OF CLAIM FILED AS PRIORITY AND SECURED CLAIMS THAT
DO NOT CORRESPOND TO THE DEBTORS' BOOKS AND RECORDS
WITH RESPECT TO THE CLAIM OF THE OHIO DEPARTMENT OF TAXATION**

Upon the objection, dated April 20, 2011 (the "Third Omnibus Objection")² of the above-captioned debtors (collectively, the "Debtors", or, the "Reorganized Debtors") for entry of an order (the "Order") pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 expunging proof of claim nos. 352 and 353, filed by the Ohio Department of Taxation (collectively, the "ODT Claims"); and the Court having jurisdiction to consider the Third Omnibus Objection 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 Third Omnibus Objection 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 Third Omnibus

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 defined herein shall have the meanings ascribed to them in the Third Omnibus Objection.

Objection (the “Hearing”); and the appearances of all interested parties having been noted in the record of the Hearing; and the Court having determined that the legal and factual bases set forth in the Third Omnibus Objection establish just cause for the relief granted herein; and it appearing that the relief requested in the Third Omnibus Objection 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 relief requested in the Third Omnibus Objection with respect to the ODT Claims is GRANTED, as set forth herein.
2. The ODT Claims are hereby expunged as indicated on Exhibit A attached hereto.
3. Entry of this Order is without prejudice to the Debtors' right to object to any other claims in these chapter 11 cases, or to further object to claims objected to in the Third Omnibus Objection, on any grounds whatsoever.
4. Nothing contained herein shall constitute, nor shall it be deemed to constitute, the allowance of any of the claims.
5. This Court shall retain jurisdiction over the Debtors and the holders of the ODT Claims subject to the Third Omnibus Objection to hear and determine all matters arising from the implementation of this Order.
6. Each ODT Claim and the objections by the Debtors to each Claim as addressed in the Third Omnibus Objection constitutes a separate contested matter as contemplated by Fed. R. Bankr. P. 9014. This Order shall be deemed a separate order with respect to each ODT Claim. Any stay of this Order shall apply only to the contested matter which involves such creditor and shall not act to stay the applicability or finality of this order with respect to the other contested matters covered hereby.

7. This Court shall retain jurisdiction to interpret and enforce this Order.

Dated: _____, 2011
New York, New York

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

CLAIM TO BE EXPUNGED

<i>Creditor Name and Address</i>	<i>Claim No.</i>	<i>Claim Class</i>	<i>Total Claim Amount</i>	<i>Reason</i>
Ohio Department of Taxation, Bankruptcy Division Attention: Rebecca L. Daum PO Box 530 Columbus, OH 43216	352	Priority: \$2,619.35 Unsecured: \$341.59	\$2,960.94	Settled at \$0.
Ohio Department of Taxation, Bankruptcy Division Attention: Rebecca L. Daum PO Box 530 Columbus, OH 43216	353	Priority: \$5,754.83 Unsecured: \$654.36	\$6,409.19	Settled at \$0.