

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

In re:)	
	)	Chapter 11
Oreck Corporation,	)	Case No. 13-04006
ASP Oreck, Inc.	)	Case No. 13-04008
Oreck Direct, LLC	)	Case No. 13-04009
Oreck Merchandising, LLC	)	Case No. 13-04015
Oreck HomeCare, LLC	)	Case No. 13-04012
Vecteur, LLC	)	Case No. 13-04017
Oreck Holdings, LLC	)	Case No. 13-04010
Oreck Manufacturing Company	)	Case No. 13-04013
Oreck Sales, LLC	)	Case No. 13-04016
	)	Judge Lundin
565 Marriot Dr., Suite 300)	
Nashville, TN 37214)	
Debtors.)	

**ORDER (A) AUTHORIZING THE DEBTORS TO PAY CERTAIN
PREPETITION (I) WAGES, SALARIES, BONUSES AND OTHER
COMPENSATION, (II) REIMBURSABLE EMPLOYEE EXPENSES AND
(III) EMPLOYEE MEDICAL AND SIMILAR BENEFITS AND
(B) AUTHORIZING AND DIRECTING BANKS AND OTHER FINANCIAL
INSTITUTIONS TO HONOR ALL RELATED CHECKS AND
ELECTRONIC PAYMENT REQUESTS**

Upon the motion (the "Motion") of the above-captioned Debtors for the entry of an order (a) authorizing the Debtors to pay certain prepetition (collectively "Employee Wages and Benefits"), consisting of (i) accrued wages, salaries, severance payments and other compensation (the "Unpaid Compensation"), (ii) payroll deductions, including, without limitation, (a) garnishments, child support and similar deductions and (b) other pre-tax and after-tax deductions payable pursuant to certain of the Employee benefit plans discussed in the Motion (such as the Employee's share of health care benefits and insurance premiums, 401(k) contributions, legally ordered deductions and miscellaneous

deductions) (collectively, the "Deductions") and the withheld amounts related to federal, state and local income taxes, social security and Medicare taxes and the Debtors matching amounts for social security and Medicare taxes and pay and additional amounts for federal and state unemployment insurance (the "Payroll Taxes"), (iii) certain work-related expenses incurred by the Employees on behalf of the Debtors (the "Reimbursable Expenses"), (iv) accrued amounts for commissions in the Debtors' retail locations, (the "Commissions") and other compensation and (iv) amounts accrued in relation to the Debtors' health insurance and benefits programs, including health care, vision and dental plans, workers' compensation insurance, paid time off and other paid leaves of absence, retirement savings plans, flexible benefit plans, life insurance, accidental death and dismemberment insurance, short-term and long-term disability insurance and accident insurance (collectively, the "Employee Benefit Programs") and (b) authorizing and directing banks and other financial institutions to receive, process, honor and pay all checks presented for payment and electronic payment requests relating to the foregoing, and further upon the statements of counsel and the witnesses at the hearing; it appearing that the relief requested is in the best interests of the Debtors' estate, its creditors and other parties in interest; the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; notice of the Motion having been adequate and appropriate under the circumstances; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED

1. The Motion is granted.

2. The Debtors is authorized to honor and pay the Employee Wages and Benefits in accordance with the Debtors' stated policies and prepetition practices, including, but not limited to, prepetition amounts owed in connection with Unpaid Compensation and Commissions.

3. The Debtors are authorized to continue to allocate and distribute the Deductions and the Payroll Taxes in accordance with the Debtors' stated policies and prepetition practices.

4. The Debtors are authorized to pay the Reimbursable Expenses in accordance with the Debtors' stated policies and prepetition practices.

5. The Debtors are authorized to honor the Employee Benefit Programs, make any necessary contributions to such programs and pay any unpaid premium, claim or amount owed as of the Petition Date, including, but not limited to, honoring the following benefits defined in the Debtors' Motion: (a) the Medical, Prescription Drug, Dental/Vision Plan and Flexible Spending Plans; (b) Stop Loss Insurance; (c) Workers Compensation Program; (d) Paid Time Off, Sick Leave and Leaves of Absence policies; (e) the 401(k) Plan; (f) Life and AD&D Insurance and Supplemental Life Insurance; (g) Short-Term Disability Benefits and Long-Term Disability Benefits; and (h) Cancer, Life and Critical Illness Plans.

6. In accordance with this Order and any other order of this Court, the Debtors are authorized to pay all processing fees associated with, and all costs incident to, payment of the Employee Wages and Benefits and the Reimbursable Expenses.

7. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved

herein are authorized and directed to receive, process, honor and pay all such checks and electronic payment requests when presented for payment, and that all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Order.

8. The Debtors are authorized to reissue any check or electronic payment that originally was given in payment of any prepetition amount authorized to be paid under this Order and was not cleared by the applicable bank or other financial institution.

9. In no event shall the Debtors pay to or on behalf of any employee for any compensation or benefit earned prior to 180 days of the Petition Date, or for an aggregate of more than \$12,475 in payment of wages, salaries, commissions, vacation, severance and sick leave pay pursuant to 11 U.S.C. § 507(a)(4). In determining the aggregate amount to be paid in contributions to the employee benefit plans, the formula set forth in 11 U.S.C. § 507(a)(5) shall be used. Employment taxes shall be paid in accordance with 11 U.S.C. § 507(a)(8)(D).

10. Debtors have represented by filing the Motion that there is cause to believe that debt with greater priority than the debts allowed to be paid herein pursuant to 11 U.S.C. § 507(a) will not receive less favorable treatment in this case.

11. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

12. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

13. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

**This Order Was Signed And Entered
Electronically as Indicated At The Top Of
The First Page**

APPROVED FOR ENTRY:

/s/ William L. Norton III

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