

**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 PURSUANT TO SECTIONS 105(a), 363(c)(1), AND 503(b)(1) OF THE
BANKRUPTCY CODE: (A) APPROVING THE CONTINUED USE OF DEBTORS'
CASH MANAGEMENT SYSTEM, BANK ACCOUNTS AND BUSINESS FORMS; AND
(B) AUTHORIZING BANKS PARTICIPATING IN THE DEBTORS' CASH
MANAGEMENT SYSTEM TO HONOR CERTAIN TRANSFERS AND CHARGE
CERTAIN FEES AND OTHER AMOUNTS**

Upon the Motion of the above-captioned debtors (the "Debtors") for the entry of an order pursuant to sections 105(a), 363(c)(1), and 503(b)(1) of the Bankruptcy Code: (a) approving the Debtors' maintenance of a cash management system with Wells Fargo Bank, N.A. ("Wells Fargo"); JP Morgan Chase Bank ("JPMorgan"), Bank of America, National Association ("BANA"), PNC Bank N.A. ("PNC") and Regions Bank ("Regions"); (b) authorizing the Debtors, if necessary, to (i) open replacement bank accounts with Wells Fargo, JPMorgan, BANA, PNC and Regions, (ii) continue using their current business forms; and (c) authorizing all banks participating in the cash management system to honor certain transfers and charge bank

fees and certain other amounts; the Court having reviewed the Motion and testimony at the hearing, and it appearing that the relief requested is in the best interests of the Debtors' estate, their 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; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED

1. The Motion is granted.
2. The Debtors are authorized to continue using their cash management system as described in the Motion.
3. The Debtors are authorized to: (a) continue to use, with the same account numbers, all of the bank accounts in existence as of May 6, 2013 (the "Petition Date"); (b) use, in their present form, all correspondence and business forms (including, but not limited to, letterhead, purchase orders and invoices), as well as checks and other documents related to the Debtors' bank accounts existing immediately before the Petition Date, without reference to their status as a debtor in possession; (c) treat the Debtors' bank accounts for all purposes as accounts of the Debtors as debtors in possession; (d) implement ordinary course changes to their cash management system; and (e) open and close bank accounts as they deem necessary and in their own discretion.
4. Debtors are hereby authorized to open replacement bank accounts with Wells Fargo, JPMorgan, BANA, PNC and Regions or any other bank approved by the U.S. Trustee to the extent needed by the Debtors during this Chapter 11 case.
5. Except as otherwise expressly provided in this Order, all banks at which the Debtors' bank accounts are maintained are authorized and directed to continue to service and administer

the Debtors' bank accounts as accounts of the Debtors as debtors in possession, without interruption and in the ordinary course, and to receive, process, honor and pay any and all checks, drafts, wires and automated clearing house transfers issued and drawn on the Debtors' bank accounts after the Petition Date by the holders or makers thereof, as the case may be. All banks used by the Debtors must agree to the reporting requirements imposed by the U.S. Trustee in order for the Debtors to continue to maintain accounts at such bank.

6. Unless the Debtors and Wells Fargo agree otherwise, all of the Debtors' bank accounts maintained at Wells Fargo shall be closed by the Debtors on or before July 31, 2013.

7. The Debtors' banks are authorized to charge and the Debtors are authorized to pay or honor, in their sole discretion, reasonable and ordinary bank fees. The Debtors' banks also are authorized to charge back returned items to the Debtors' bank accounts in the normal course of business.

8. The Debtors are authorized to direct the banks and the banks are authorized and directed to pay obligations in accordance with this or any separate order of this Court.

9. Except as otherwise provided in this Order or in a separate order of this Court, all banks provided with notice of this Order maintaining any of the Debtors' bank accounts shall honor or pay any bank payments drawn on the listed bank accounts or otherwise issued prior to the Petition Date unless directed by the Debtors not to pay such obligation.

10. Should any of the Debtors' banks honor a prepetition check, automated clearing house debit, wire transfer or other item drawn on any account that is the subject of this Order (a) at the direction of the Debtors to honor such prepetition check or item, (b) in a good faith belief that the Court has authorized such prepetition check or item to be honored or (c) as the result of an innocent mistake made despite implementation of customary item handling procedures, it shall

not be deemed to be nor shall be liable to the Debtors or its estate or otherwise in violation of this Order.

11. As soon as practicable after the entry of this Order, the Debtors shall serve a copy of this Order on Wells Fargo, JPMorgan, BANA, PNC and Regions.

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

13. To the extent applicable, the stay under Bankruptcy Rule 6004(h) is hereby waived. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

14. 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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