



IT IS ORDERED as set forth below:

Date: May 30, 2008

Mary Grace Diehl

**Mary Grace Diehl
U.S. Bankruptcy Court Judge**

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

In re)	
)	Chapter 11
PIKE NURSERY HOLDING, LLC,)	
)	
)	Case No. 07-79129-mgd
Debtor.)	

**ORDER ON THE EMERGENCY MOTION FOR APPROVAL OF
COMPROMISE AND SETTLEMENT BETWEEN MARCUS A. WATSON,
CHAPTER 7 TRUSTEE OF PIKE NURSERY HOLDING LLC, AND
PNC BANK, NATIONAL ASSOCIATION SUBJECT TO FURTHER HEARING**

This matter is before the Court on the Emergency Motion for Approval of Compromise and Settlement Between Marcus A. Watson, as Chapter 7 Trustee of Pike Nursery Holding LLC, and PNC Bank, National Association (Docket Entry No. 538) (the "Motion"). The Court held a hearing on the Motion to consider (i) whether to hear the Motion on an expedited basis and (ii) whether to grant the Motion. Gas South, LLC objected to the Court hearing the Motion on an expedited basis and objected to the Court granting the Motion. After hearing the argument of counsel and the representations of counsel for the Trustee and PNC Bank, National Association

and each of the Trustee's and PNC's express consent to the terms of this Order, the Court finds cause exists to grant the relief set forth below. Accordingly, it is

ORDERED that Marcus A. Watson, as Chapter 7 Trustee of Pike Nursery Holding LLC (the "Trustee") is authorized to immediately pay PNC Bank, National Association ("PNC") \$3,421,567.95 (the "Settlement Amount").

IT IS FURTHER ORDERED that the Court will hold a continued hearing on the Motion in Courtroom 1201, Richard B. Russell Federal Building, 75 Spring Street, S.W., Atlanta, Georgia at 10:00 a.m. on June 13, 2008 (the "Hearing").

IT IS FURTHER ORDERED that parties in interest and creditors which oppose the Motion are requested to file objections to the Motion with the Clerk of the Court no later than 5:00 p.m. on June 11, 2008 and that such parties will serve such objections so as to be actually received by the following by such time: (i) Robert M.D. Mercer, Powell Goldstein, LLP, One Atlantic Center, Fourteenth Floor, 1201 West Peachtree Street, NW, Atlanta, Georgia 30309-3488 and (ii) James R. Langdon, Moore & Van Allen, LLP, Suite 4700, 100 North Tryon Street, Charlotte, North Carolina 28202.

IT IS FURTHER ORDERED that, if the Motion is not granted at the Hearing on June 13, 2008, then the Settlement Agreement shall not be binding on any of the parties thereto.

IT IS FURTHER ORDERED that, if the Court does not grant the Motion at the Hearing, the Court will hear the Motion to Reconsider April 9, 2008 Order Denying PNC Bank, National Association's Motion for Order Directing Payment in Accordance with DIP Facility (Docket Entry No. 485) (the "Reconsideration Motion") at the Hearing.

IT IS FURTHER ORDERED that, if the Court denies the Motion and Reconsideration Motion in whole or in part and orders PNC to return the Settlement Amount or some portion thereof (the “Returned Amount”) to the Trustee, PNC shall do so within five (5) business days.

IT IS FURTHER ORDERED that, with respect to the Court’s consideration of the Reconsideration Motion or any other motion or matter before the Court and any arguments PNC may make to the Court or any other court regarding the Court’s ruling on any such matters, the fact that the Settlement Amount has been paid shall not prejudice the rights of the Trustee, the bankruptcy estate, or any creditors of the Debtor.

IT IS FURTHER ORDERED that PNC shall not be entitled to any interest on the Settlement Amount; provided, however, if PNC returns the Returned Amount to the Trustee pursuant to the terms of this Order, PNC shall be entitled to the payment of interest on the Returned Amount pursuant to the terms of the Final Order (A) Authorizing Debtor in Possession to Obtain Secured Postpetition Financing from PNC with Priority Set Forth Herein, (B) Approving Agreements Relating to the Foregoing; and (C) Granting Related Relief (Docket Entry No. 166) notwithstanding the fact that it had received such funds.

IT IS FURTHER ORDERED that Special Counsel to the Trustee shall serve this Order by either electronic mail or a recognized overnight delivery service.

IT IS FURTHER ORDERED that the Clerk of the Court shall serve the parties identified on the attached Distribution List.

END OF DOCUMENT

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