

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

RESTAURANTS ACQUISITION I, LLC,¹

Debtor.

Chapter 11

Case No. 15-12406 (KG)

Related to Docket No. 8

**ORDER (I) AUTHORIZING,
BUT NOT DIRECTING, DEBTOR TO (A) MAINTAIN EXISTING
INSURANCE PROGRAMS AND PREMIUM FINANCING AGREEMENT, AND
(B) FUND ALL OBLIGATIONS IN RESPECT THEREOF, (II) AUTHORIZING
BANKS AND FINANCIAL INSTITUTIONS TO HONOR AND PROCESS ALL
RELATED CHECKS AND ELECTRONIC PAYMENT REQUESTS,
AND (III) GRANTING RELATED RELIEF**

Upon the Motion (the “Motion”)² of Restaurants Acquisition I, LLC, debtor and debtor-in-possession (the “Debtor”) in the above-captioned chapter 11 case (the “Chapter 11 Case”), for entry of an order (the “Order”), pursuant to sections 105(a), 363(b), and 503(a) of the Bankruptcy Code and Bankruptcy Rules 6003 and 6004, (i) authorizing, but not directing, the Debtor to (a) maintain the Insurance Programs and the Premium Financing Agreement on an uninterrupted basis in accordance with its historical practices and (b) fund all Insurance Obligations, whether relating to the prepetition or post-petition period, including reimbursing BEP America for payments made by BEP America in satisfaction of such Insurance Obligations, (ii) authorizing financial institutions to honor and process all checks and electronic payment requests related to the foregoing, and (iii) granting such other and further relief as is requested in the Motion or as the Court otherwise deems necessary or appropriate; and the Court having

¹ The Debtor’s mailing address is 313 East Main Street, Suite 2, Hendersonville, TN and the last four digits of its tax identification number are 8761.

² Capitalized terms used but not otherwise defined herein have the meanings set forth in the Motion or the First Day Declaration, as applicable.

jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in the Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Motion is in the best interests of the Debtor's estate, creditors, and other parties-in-interest; and the Court having found that the Debtor's notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and the Court having reviewed and considered the Motion and the First Day Declaration; and the Court having heard the statements in support of the relief requested in the Motion at a hearing before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; 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 as set forth herein.
2. The Debtor is authorized, but not directed, in its sole discretion, to maintain, continue, and renew the Insurance Programs and the Premium Financing Agreement on an uninterrupted basis and in accordance with the same practices and procedures as were in effect prior to the Petition Date.
3. The Debtor is authorized, but not directed, in its sole discretion, to fund any Insurance Obligations, including reimbursing BEP America for payments made by BEP America in satisfaction of such Insurance Obligations; provided, however, that such payments and transfers shall be subject to the Insurance Obligations Cap.

4. The Debtor is authorized, in its sole discretion, to revise, extend, supplement, or change insurance coverage as needed, including entering into new insurance policies (e.g., through renewal of the Insurance Programs or purchase of new policies).

5. All applicable banks and other financial institutions are authorized to receive, process, honor, and pay any and all prepetition wire transfer requests, checks drawn, drafts issued, and electronic funds transfers by the Debtor and related to the payment of the Insurance Obligations, whether prior to or after the Petition Date.

6. The Debtor is authorized to issue new post-petition checks, or effect new electronic fund transfers, on account of the Insurance Obligations, and to replace any prepetition checks or electronic fund transfer requests that may have been dishonored or rejected as a result of the commencement of the Chapter 11 Case, regardless of whether such checks were presented or fund transfer requests were submitted prior to or after the Petition Date; provided, however, that (a) funds are available in the Debtor's accounts to cover the checks and fund transfers and (b) all the banks and other financial institutions are authorized to rely on the Debtor's designation of any particular check as approved by this Order.

7. Nothing in this Order or any action taken by the Debtor in furtherance of the implementation hereof shall be deemed to constitute an assumption or rejection of any executory contract or unexpired lease pursuant to section 365 of the Bankruptcy Code, and all of the Debtor's rights with respect to such matters are expressly reserved.

8. Nothing in this Order nor the Debtor's payment of claims pursuant to this Order shall be construed as (a) an agreement or admission by the Debtor as to the validity of any claim on any grounds, (b) a waiver or impairment of any Debtor's rights to dispute any claim on any grounds, (c) a promise by the Debtor to pay any claim, or (d) an implication or admission by the

Debtor that such claim is payable pursuant to this Order. Nothing herein shall acknowledge, grant, or otherwise permit any right of offset or recoupment by a non-debtor with respect to any claim asserted against the Debtor.

9. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied.

10. Notwithstanding the possible applicability of Bankruptcy Rules 6004(a) and 6004(h) or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry and the requirements of Bankruptcy Rules 6004(a) and 6004(h) are hereby waived.

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

12. The Court retains jurisdiction with respect to all matters arising from or relating to the implementation, interpretation, and enforcement of this Order.

Dated: December 4, 2015
Wilmington, Delaware



Honorable Kevin Gross
United States Bankruptcy Judge