

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

In re:	)	Chapter 11
)	
RC SOONER HOLDINGS, LLC,	)	Case No. 10-10528 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1187904
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
RC BRIXTON SQUARE OWNER, LLC,	)	Case No. 10-10529 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1188002
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
RC CEDAR CREST OWNER, LLC,	)	Case No. 10-10530 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1187914
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
RC FULTON PLAZA OWNER, LLC,	)	Case No. 10-10531 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1188011
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
RC MAGNOLIA OWNER, LLC,	)	Case No. 10-10532 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1187998
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
RC POMEROY PARK OWNER, LLC,	)	Case No. 10-10533 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1187939
New York, 10036-8901)	
)	
Debtor.	x	

In re:	)	Chapter 11
)	
RC SALIDA OWNER, LLC,	)	Case No. 10-10534 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1187947
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
RC SAVANNAH SOUTH OWNER, LLC,	)	Case No. 10-10535 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1187983
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
RC SOUTHERN HILLS OWNER, LLC,	)	Case No. 10-10536 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 27-1187958
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
BRIXTON SQUARE	)	Case No. 10-10537 (BLS)
APARTMENTS, LLC,	)	Tax I.D. No. 26-3451844
1515 Broadway, 11 th Floor, New York,)	
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
CC APARTMENTS, LLC,	)	Case No. 10-10538 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 26-3451798
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
FULTON PLAZA APARTMENTS, LLC,	)	Case No. 10-10539 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 26-2564344
New York, 10036-8901)	
)	
Debtor.	x	

In re:	)	Chapter 11
)	
MAGNOLIA MANOR	)	Case No. 10-10540 (BLS)
APARTMENTS, LLC,	)	Tax I.D. No. 26-2564486
1515 Broadway, 11 th Floor, New York,)	
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
POMEROY PARK APARTMENTS, LLC,	)	Case No. 10-10541 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 26-3451649
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
SALIDA APARTMENTS, LLC,	)	Case No. 10-10542 (BLS)
1515 Broadway, 11 th Floor, New York,	)	Tax I.D. No. 26-3451915
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
SAVANNAH SOUTH	)	Case No. 10-10543 (BLS)
APARTMENTS, LLC,	)	Tax I.D. No. 26-2568586
1515 Broadway, 11 th Floor, New York,)	
New York, 10036-8901)	
)	
Debtor.	x	
In re:	)	Chapter 11
)	
SOUTHERN HILLS VILLA	)	Case No. 10-10544 (BLS)
APARTMENTS, LLC,	)	Tax I.D. No. 26-3451721
1515 Broadway, 11 th Floor, New York,)	
New York, 10036-8901)	
)	
Debtor.	x	

**ORDER DIRECTING THE JOINT
ADMINISTRATION OF RELATED CHAPTER 11 CASES**

This matter coming before the Court on the Motion of the Debtors for an Order Directing the Joint Administration of Related Chapter 11 Cases (the "Motion")¹, filed by the above-captioned debtors and debtors in possession (collectively, the "Debtors"); the Court having reviewed the Motion and upon consideration of the Affidavit of Daniel Gordon in Support of Chapter 11 Petitions and First Day Pleadings; the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (c) venue of these chapter 11 cases and the Motion is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409, and (d) notice of the Motion was sufficient under the circumstances; the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The above-captioned chapter 11 cases be, and hereby are, consolidated for procedural purposes only and shall be jointly administered by the Court. All documents filed in these jointly administered cases shall be filed on the docket of the case of RC Sooner Holdings, LLC, Case No. 10-10528 (BLS).
3. Nothing contained in this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of the above-captioned cases, and shall be

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.

4. The caption of the jointly administered cases shall read as follows:

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
)	
RC SOONER HOLDINGS, LLC, <u>et al.</u> , ¹	)	Case No. 10-10528 (BLS)
)	
Debtors.	)	(Jointly Administered)

¹ The Debtors and the last four digits of their taxpayer identification numbers are: RC Sooner Holdings, LLC (7904); RC Brixton Square Owner, LLC (8002); RC Cedar Crest Owner, LLC (7914); RC Fulton Plaza Owner, LLC (8011); RC Magnolia Owner, LLC (7998); RC Pomeroy Park Owner, LLC (7939); RC Salida Owner, LLC (7947); RC Savannah South Owner, LLC (7983); RC Southern Hills Owner, LLC (7958); Brixton Square Apartments, LLC (1844); CC Apartments, LLC (1798); Fulton Plaza Apartments, LLC (4344); Magnolia Manor Apartments, LLC (4486); Pomeroy Park Apartments, LLC (1649); Salida Apartments, LLC (1915); Savannah South Apartments, LLC (8586); and Southern Hills Villa Apartments, LLC (1721). The business address for each of the Debtors where notices should be sent is 1515 Broadway, 11th Floor, New York, New York 10036-8901.

5. The requirement that each of the Debtors' addresses and tax identification numbers be contained in the caption is hereby waived.

6. This Order is effective immediately upon its entry.

7. A notation shall be entered on the docket for each of the Debtors' cases substantially as follows:

An order has been entered consolidating this chapter 11 case for procedural purposes only and providing for its joint administration with the chapter 11 case of RC Sooner Holdings, LLC, Case No. 10-10528 (BLS).

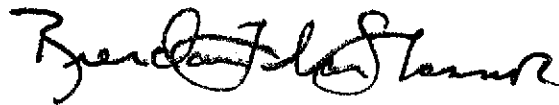
8. This caption shall be deemed to comply with the requirements of section 342 of the Bankruptcy Code and Bankruptcy Rule 2002.

9. A combined service list shall be used for the jointly administered cases, and combined notices shall be sent to creditors of the Debtors' estates.

10. Separate claims registers for each of the Debtors shall be maintained absent further order of this Court.

11. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: February 24, 2010



UNITED STATES BANKRUPTCY JUDGE