

**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)
)	
)	Objection Deadline: March 8, 2010 at 4:30 p.m. (ET)
)	Hearing Date: March 18, 2010 at 10:30 a.m. (ET)

NOTICE OF ENTRY OF SECOND INTERIM AGREED ORDER (A) AUTHORIZING DEBTORS IN POSSESSION TO USE CASH COLLATERAL, (B) GRANTING REPLACEMENT LIENS TO LENDER, (C) GRANTING ADEQUATE PROTECTION, AND (D) SCHEDULING A FINAL HEARING THEREON

PLEASE TAKE NOTICE that on February 22, 2010, each of the above-captioned Debtors and Debtors in Possession (collectively, the "Debtors") filed the **Motion for Entry of Interim and Final Orders (A) Authorizing Debtors and Debtors In Possession to Use Cash Collateral, (B) Granting Replacement Liens to Fannie Mae, (C) Granting Adequate Protection, and (D) Scheduling a Final Hearing Thereon** (the "Cash Collateral Motion") [Docket No. 7] with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that, following an initial hearing to consider the Cash Collateral Motion, on February 24, 2010, the Bankruptcy Court entered the **Interim Agreed Order (A) Authorizing Debtors in Possession to Use Cash Collateral, (B) Granting**

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 (continued...)

Replacement Liens to Lender, (C) Granting Adequate Protection, and (D) Scheduling a Final Hearing Thereon [Docket No. 20] (the "Interim Cash Collateral Order").

PLEASE TAKE FURTHER NOTICE that on March 9, 2010, the Debtors filed a **Certification of Counsel Regarding Second Interim Agreed Order (A) Authorizing Debtors in Possession to Use Cash Collateral, (B) Granting Replacement Liens to Lender, (C) Granting Adequate Protection, and (D) Scheduling a Final Hearing** ("Certification of Counsel") with the Bankruptcy Court [Docket No. 48].

PLEASE TAKE FURTHER NOTICE that on March 11, 2010, the Court entered the **Second Interim Agreed Order (A) Authorizing Debtors in Possession to Use Cash Collateral, (B) Granting Replacement Liens to Lender, (C) Granting Adequate Protection, and (D) Scheduling a Final Hearing** ("Second Interim Cash Collateral Order") [Docket No. 55]. A copy of the Second Interim Cash Collateral Order is attached hereto as Exhibit A.

(...continued)

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.

Dated: March 11, 2010
Wilmington, Delaware

Respectfully Submitted,

BALLARD SPAHR LLP

By: /s/ Christopher S. Chow

Tobey M. Daluz, Esquire (No. 3939)

Sean J. Bellew, Esquire (No. 4072)

Christopher S. Chow, Esquire (No. 4172)

919 N. Market Street, 12th Floor

Wilmington, DE 19801

Telephone: (302) 252-4465

Facsimile: (302) 252-4466

Email: daluzt@ballardspahr.com

bellews@ballardspahr.com

chowc@ballardspahr.com

- and -

Matthew G. Summers, Esquire²

300 East Lombard Street, 18th Floor

Baltimore, MD 21202-3268

Telephone: (410) 528-5600

Facsimile: (410) 528-5650

Email: summersm@ballardspahr.com

Proposed Counsel for the Debtors and Debtors in
Possession

2 Admitted *pro hac vice*.