

EXHIBIT A

Proposed Order

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

In re:

SHARITY MINISTRIES, INC.,¹

Debtor.

Chapter 11 (Subchapter V)

Case No.: 21-11001 (JTD)

Ref. No. ____

**ORDER (I) AUTHORIZING THE DEBTOR TO REJECT AS OF A SPECIFIED
REJECTION DATE (A) CERTAIN EXECUTORY CONTRACTS, AND (B) THAT
CERTAIN UNEXPIRED LEASE; AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the Debtor for entry of an order (the “Order”)

(i) authorizing the Debtor to (a) reject the Executory Contracts set forth on **Schedule 1** hereto, and

(b) reject the Unexpired Lease set forth on **Schedule 2** hereto (collectively, the “Subject Contracts”), each effective as of the applicable Rejection Date; and (ii) granting certain related relief; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that venue of this case and this proceeding is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtor’s estate, its creditors, and other parties in interest; and this 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 this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”);

¹ The last four digits of the Debtor’s federal tax identification number is 0344. The Debtor’s mailing address is 821 Atlanta Street, Suite 124, Roswell, GA 30075.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

and this 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 this 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 Subject Contracts identified on **Schedule 1** and **Schedule 2** attached hereto, including all attendant and ancillary agreements and all modification and extension agreements with respect thereto, are hereby rejected as of the applicable Rejection Date.
3. Notwithstanding Bankruptcy Rule 6004(h), this Order shall be effective and enforceable immediately upon entry hereof and notice of the Motion as provided therein shall be deemed good and sufficient pursuant to the requirements of Bankruptcy Rule 6004(a) and the Local Rules.
4. The Debtor is authorized and empowered to take all actions necessary to implement the relief granted in this Order in accordance with the Motion.
5. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2021
Wilmington, Delaware

THE HONORABLE JOHN T. DORSEY
UNITED STATES BANKRUPTCY JUDGE

Schedule 1**Executory Contracts**

CONTRACT COUNTERPARTY	COUNTERPARTY ADDRESS	CONTRACT DESCRIPTION	REJECTION DATE
A. Joseph Guarino III	4917 Farm Valley Dr. Woodstock, GA 30188	Employment agreement	August 9, 2021
Base Commerce, LLC (Fresno First Bank)	Fresno State Bank 7690 N. Palm Avenue Suite 101 Fresno, CA 93711	Processing of credit card transactions and other ancillary transaction services	July 21, 2021
Global Processing Partners, LLC	389 Highway 21 Suite 402b Madisonville, LA 70447	Processing of ACH transactions and checks	July 21, 2021
Faith Driven Life Church	Faith Driven Life Church/New Horizons Church of God in Christ c/o Oliver J. Haney III 2822 Randall St. East Point, GA 30344	Charitable contribution agreement	Date this Motion was filed with the Court

Schedule 2

Unexpired Lease

LEASE COUNTERPARTY	COUNTERPARTY ADDRESS	LEASE DESCRIPTION	REJECTION DATE
Office Evolution	821 Atlanta Street Roswell, GA 30075	Office space	July 31, 2021