

In re:

Debtors.

)
) Chapter 11
)
) Case No. 11-13063 (PJW)
)
) (Joint Administration Requested)
)
) **Re: Docket No. 6**

Upon the motion (the “**Motion**”)² of Blitz U.S.A., Inc. (“**Blitz**”) and certain of its affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”), for entry of an interim order (this “**Order**”) pursuant to sections 105(a), 363, 1107 and 1108 of the Bankruptcy Code, Rules 6003, 6004(a) and 6004(h) of the Bankruptcy Rules and Rule 9013-1(m) of the Local Rules, (a) authorizing the Debtors to (i) continue the prepetition Insurance Policies, including renewing or modifying the Insurance Policies and (ii) maintain financing of insurance premiums under the Financing Agreements and (b) scheduling a Final Hearing to consider entry of the Final Order to the extent a hearing is necessary, all as more fully described in the Motion; and this Court having found that: (i) this Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; (ii) the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. § 1408; (iv) the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and

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

other parties in interest; (v) notice of the Motion was adequate and appropriate under the circumstances; and (vi) no other or further notice need be provided; and this Court having reviewed the Motion and having heard statements in support of the Motion at a hearing held before this Court (the “**Hearing**”); 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 this Court having found that relief requested in the Motion is necessary to prevent immediate and irreparable harm; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED:

1. The Motion is granted on an interim basis to the extent provided herein.
2. The Debtors are authorized in their sole discretion to continue the Insurance Policies uninterrupted on a postpetition basis.
3. The Debtors are authorized, in their sole discretion, to maintain financing of insurance premiums, including payment of any prepetition amounts due in the 21-day period following the Petition Date under the Financing Agreements, in an approximate amount of \$250,000.00.
4. Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained in this Order or any payment made pursuant to this Order shall constitute, nor is it intended to constitute, an admission as to the validity or priority of any claim against the Debtors, a waiver of the Debtors' rights to subsequently dispute such claim or the assumption or adoption of any agreement, contract or lease under section 365 of the Bankruptcy Code.
5. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

6. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized and directed to receive, process, honor and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as being approved by this Order.

7. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied by the contents of the Motion or are otherwise deemed waived.

8. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014 or otherwise, this Order shall be immediately effective and enforceable upon its entry.

9. The Final Hearing shall be heard on December 5, 2011 at 9:30 a.m./p.m. prevailing Eastern Time. Any objections to the Motion shall be filed on or before November 30, 2011 at 4:00 p.m. and served on parties in interest as required by the Local Rules..

10. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

Dated: Nov. 10, 2011
Wilmington, Delaware



THE HONORABLE PETER J. WALSH
UNITED STATES BANKRUPTCY JUDGE