Docket #57 Date Filed: 02/03/2023

ENTERED

February 01, 2023 Nathan Ochsner, Clerk

IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

In re:) Chapter 11
IEH AUTO PARTS HOLDING LLC,) Case No. 23-90054 (CML)
Debtor.	
Tax I.D. No. 47-3476529))
In re:	Chapter 11
AP ACQUISITION COMPANY CLARK LLC,) Case No. 23-90053
Debtor.))
Tax I.D. No. 36-4874531	
In re:) Chapter 11
AP ACQUISITION COMPANY GORDON LLC,) Case No. 23-90060
Debtor.))
Tax I.D. No. 37-1865666	
In re:	Chapter 11
AP ACQUISITION COMPANY MASSACHUSETTS LLC,) Case No. 23-90062
Debtor.))
Tax I.D. No. 82-3717581))
In re:) Chapter 11
AP ACQUISITION COMPANY MISSOURI LLC,) Case No. 23-90063
Debtor.))
Tax I.D. No. 82-2927840))

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In re:	Chapter 11
AP ACQUISITION COMPANY NEW YORK LLC	Case No. 23-90056
Debtor.	
Tax I.D. No. 82-3727361)
In re:	Chapter 11
AP ACQUISITION COMPANY NORTH CAROLINA LLC,	Case No. 23-90064
Debtor.	
Tax I.D. No. (N/A)	
In re:	Chapter 11
AP ACQUISITION COMPANY WASHINGTON LLC,	Case No. 23-90061
Debtor.	
Tax I.D. No. 82-2942773	
In re:	Chapter 11
AUTO PLUS AUTO SALES LLC,	Case No. 23-90055
Debtor.	
Tax I.D. No. 83-0546921	
In re:	Chapter 11
IEH AIM LLC,	Case No. 23-90065
Debtor.	
Tax I.D. No. 47-3392233	
In re:	Chapter 11
IEH AUTO PARTS LLC,	Case No. 23-90057

Debtor.)
Tax I.D. No. 47-3322066)
In re:) Chapter 11
IEH AUTO PARTS PUERTO RICO, INC.,) Case No. 23-90058
Debtor.))
Tax I.D. No. 86-1484539))
In re:) Chapter 11
IEH BA LLC,) Case No. 23-90059
Debtor.) (Joint Administration Requested)
Tax I.D. No. 47-3401428) Re: Docket No. 2

ORDER (I) DIRECTING JOINT ADMINISTRATION OF THE DEBTORS' CHAPTER 11 CASES AND (II) GRANTING RELATED RELIEF

Upon the motion (the "Motion")¹ of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order") (a) directing the joint administration of the Debtors' chapter 11 cases for procedural purposes only and (b) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; 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 it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate and no other

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

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, if any (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 upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is ORDERED THAT:

- 1. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by this Court under Case No. 23-90054 (CML). All of the jointly administered cases previously assigned to Judge Jones are transferred to Judge Lopez.
 - 2. The following checked items are ordered
 - a. One disclosure statement and plan of reorganization may be filed for all cases by any plan proponent.
 - b. Parties may request joint hearings on matters pending in any of the jointly administered cases.
 - c. Other: see below.
 - 3. The caption of the jointly administered cases should read as follows:

IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

In re:) Chapter 11
IEH AUTO PARTS HOLDING LLC, et al., 1) Case No. 23-90054 (CML)
Debtors.) (Jointly Administered)

- ¹ The Debtor entities in these chapter 11 cases, along with the last four digits of each Debtor entity's federal tax identification number, are: IEH Auto Parts Holding LLC (6529); AP Acquisition Company Clark LLC (4531); AP Acquisition Company Gordon LLC (5666); AP Acquisition Company Massachusetts LLC (7581); AP Acquisition Company Missouri LLC (7840); AP Acquisition Company New York LLC (7361); AP Acquisition Company North Carolina LLC (N/A); AP Acquisition Company Washington LLC (2773); Auto Plus Auto Sales LLC (6921); IEH AIM LLC (2233); IEH Auto Parts LLC (2066); IEH Auto Parts Puerto Rico, Inc. (4539); and IEH BA LLC (1428). The Debtors' service address is: 112 Townpark Drive NW, Suite 300, Kennesaw, GA 30144.
- 4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.
- 5. A docket entry, substantially similar to the following, shall be entered on the docket of each of the Debtors other than IEH Auto Parts Holding LLC to reflect the joint administration of these chapter 11 cases:

An order has been entered in accordance with Bankruptcy Rule 1015(b) and Local Rule 1015-1 for the United States Bankruptcy Court for the Southern District of Texas directing joint administration for procedural purposes only of the chapter 11 cases of each of the following: IEH Auto Parts Holding LLC 23-90054; AP Acquisition Company Clark LLC 23-90053; AP Acquisition Company Gordon LLC 23-90060; AP Acquisition Company Massachusetts LLC 23-90062; AP Acquisition Company Missouri LLC 23-90063; AP Acquisition Company New York LLC 23-90056; AP Acquisition Company North Carolina LLC 23-90064; AP Acquisition Company Washington LLC 23-90061; Auto Plus Auto Sales LLC 23-90055; IEH AIM LLC 23-90065; IEH Auto Parts LLC 23-90057; IEH Auto Parts Puerto Rico, Inc. 23-90058; and IEH BA LLC 23-90059. All further pleadings and other papers shall be filed in and all further docket entries shall be made in Case No. 23-90054 (CML).

- 6. The Debtors shall maintain, and the Clerk of the Court shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.
- 7. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases, and this Order shall be without prejudice to the rights of the Debtors to seek entry of an order substantively consolidating their respective cases.
 - 8. A separate claims registry shall be maintained for each Debtor.

- 9. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.
- 10. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.
- 11. The Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Signed: February 01, 2023

Christopher Lopez ///

United States Bankruptcy Judge

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United States Bankruptcy Court Southern District of Texas

In re: Case No. 23-90054-cml

IEH Auto Parts Holding LLC

Chapter 11

Debtor

CERTIFICATE OF NOTICE

District/off: 0541-4 User: ADIuser Page 1 of 2
Date Rcvd: Feb 01, 2023 Form ID: pdf001 Total Noticed: 1

The following symbols are used throughout this certificate:

Symbol Definition

Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS

regulations require that automation-compatible mail display the correct ZIP.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Feb 03, 2023:

Recipi ID Recipient Name and Address

db + IEH Auto Parts Holding LLC, 112 Townpark Drive NW, Suite 300, Kennesaw, GA 30144-3754

TOTAL: 1

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI).

NONE

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID Bypass Reason Name and Address

cr American Entertainment Properties Corp.
cr The Pep Boys Manny, Moe & Jack LLC

TOTAL: 2 Undeliverable, 0 Duplicate, 0 Out of date forwarding address

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Feb 03, 2023 Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on February 1, 2023 at the address(es) listed below:

Name Email Address

Andrew Jimenez

on behalf of U.S. Trustee US Trustee andrew.jimenez@usdoj.gov aubrey.thomas@usdoj.gov

Elizabeth Carol Freeman

on behalf of Debtor IEH Auto Parts Holding LLC liz@lizfreemanlaw.com

kgradney@jw.com;dtrevino@jw.com;jpupo@jw.com;JacksonWalkerLLP@jubileebk.net

Emily Flynn

on behalf of Debtor IEH Auto Parts Holding LLC emeraia@jw.com kgradney@jw.com;dtrevino@jw.com;jpupo@jw.com

Jason Lee Boland

on behalf of Creditor The Pep Boys Manny Moe & Jack LLC jason.boland@nortonrosefulbright.com

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District/off: 0541-4 User: ADIuser Page 2 of 2
Date Rcvd: Feb 01, 2023 Form ID: pdf001 Total Noticed: 1

Jayson B. Ruff

on behalf of U.S. Trustee US Trustee jayson.b.ruff@usdoj.gov

Maegan Quejada

on behalf of Creditor American Entertainment Properties Corp. mquejada@sidley.com txefilingnotice@sidley.com;maegan-quejada-3302@ecf.pacerpro.com;efilingnotice@sidley.com

Matthew D Cavenaugh

on behalf of Debtor IEH Auto Parts Holding LLC mcavenaugh@jw.com

kgradney@jw.com;dtrevino@jw.com;jpupo@jw.com;JacksonWalkerLLP@jubileebk.net

US Trustee

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Veronica Ann Polnick

on behalf of Debtor IEH Auto Parts Holding LLC vpolnick@jw.com

kgradney@jw.com;dtrevino@jw.com;jpupo@jw.com;JacksonWalkerLLP@jubileebk.net

TOTAL: 9