

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

In re:

CBC RESTAURANT CORP.,

Debtor.

Federal Tax I.D. No. 13-4310801

Chapter 11

Case No. 23-10245 (KBO)

In re:

**CORNER BAKERY HOLDING
COMPANY,**

Debtor.

Federal Tax I.D. No. 45-2253981

Chapter 11

Case No. 23-10246 (KBO)

In re:

CBC CARDCO, INC.,

Debtor.

Federal Tax I.D. No. 27-3791938

Chapter 11

Case No. 23-10247 (KBO)

**MOTION OF THE DEBTORS FOR ENTRY OF AN
ORDER: (1) DIRECTING JOINT ADMINISTRATION OF
CHAPTER 11 CASES; AND (2) GRANTING RELATED RELIEF**

CBC Restaurant Corp. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, "Corner Bakery" or the "Debtors"),¹ respectfully state the following in support of this motion (this "Motion").

¹ Detailed descriptions of the Debtors and their business and the facts and circumstances supporting this Motion and the Debtors' chapter 11 cases are set forth in detail in the *Declaration of Jignesh Pandya, Chief Executive Officer and Chief Operating Officer of Corner Bakery, in Support of Chapter 11 Petitions and Certain First Day Emergency Motions* (the "First Day Declaration") filed substantially contemporaneously with this Motion.



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Relief Requested

1. Corner Bakery seeks entry of an order, substantially in the form attached hereto as **Exhibit A** (the “Order”): (a) directing joint administration of these chapter 11 cases for procedural purposes only; and (b) granting related relief. Additionally, Corner Bakery requests that one file and one docket be maintained for the jointly administered cases under the case of CBC Restaurant Corp. (the primary operating company) and that the Court modify the captions in these chapter 11 cases to reflect joint administration, as follows:

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

In re:

CBC RESTAURANT CORP., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10245 (KBO)

(Jointly Administered)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include CBC Restaurant Corp. (0801), Corner Bakery Holding Company (3981), and CBC Cardco, Inc. (1938). The Debtors’ service address is 121 Friends Lane, Ste 301, Newtown, PA 18940.

2. Corner Bakery also requests that a docket entry, substantially similar to the following, be entered on the docket of the chapter 11 cases for Corner Bakery Holding Company and CBC Cardco, Inc. to reflect the joint administration of these chapter 11 cases:

An order has been entered in this case in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware directing joint administration for procedural purposes only of the chapter 11 cases of CBC Restaurant Corp., Case No. 23-10245, Corner Bakery Holding Company, Case No. 23-10246 and CBC Cardco, Inc., Case No. 23-10247. The docket in Case No. 23-10245 should be consulted for all matters affecting this case.

Jurisdiction and Venue

3. The United States Bankruptcy Court for the District of Delaware (the “Court”) has 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 (Sleet, C.J.).

4. The Debtors confirm their consent, pursuant to Rule 7008 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “Local Rules”), to the entry of a final order by the Court in connection with this Motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

5. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

6. The bases for the relief requested in this Motion are section 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Bankruptcy Rule 1015(b), and Local Rules 1015-1 and 9013-1(m).

Basis for Relief

7. Bankruptcy Rule 1015(b) provides, in relevant part, that “[i]f . . . two or more petitions are pending in the same court by or against . . . a debtor and an affiliate, the court may order a joint administration of the estates.”² The three Debtor entities that commenced these chapter 11 cases are “affiliates” as that term is defined in section 101(2) of the Bankruptcy Code. Accordingly, the Court has authority to grant the relief requested herein.

² Fed. R. Bankr. P. 1015.

8. Further, Local Rule 1015-1 provides additional authority for the Court to order joint administration of these chapter 11 cases:

An order of joint administration may be entered, without notice and an opportunity for hearing, upon the filing of a motion for joint administration pursuant to Fed. R. Bankr. P. 1015 . . . supported by an affidavit, declaration, or verification, which establishes that the joint administration of two or more cases pending in the Court under title 11 is warranted and will ease the administrative burden for the Court and the parties. . . . An order of joint administration under this Local Rule is for procedural purposes only and shall not cause a “substantive” consolidation of the respective debtors’ estates.³

9. Joint administration generally is non-controversial, and courts in this jurisdiction routinely order joint administration in cases with multiple related debtors. Given the integrated nature of Corner Bakery's operations, joint administration of these chapter 11 cases will provide significant administrative convenience without harming the substantive rights of any party in interest. **First**, joint administration will eliminate the need to prepare, replicate, file, and serve duplicative notices, motions, applications, objections, and orders. **Second**, joint administration will relieve the Court of the burden of entering duplicative orders and maintaining duplicative dockets. **Third**, joint administration also will allow the Office of the United States Trustee for the District of Delaware (the “U.S. Trustee”) and all parties in interest to monitor these chapter 11 cases with greater ease and efficiency. **Finally**, joint administration will not adversely affect parties in interest because this Motion seeks only administrative, not substantive, consolidation of the Debtors’ estates. Therefore, each creditor will continue to hold its claim against a particular Debtors’ estate notwithstanding approval of this Motion. Further, the proposed caption to be used in these chapter 11 cases satisfies the requirements of Bankruptcy Code section 342(c)(1), which

³ Del. Bankr. L.R. 1015-1.

requires that notices given by the debtor to a creditor under the Bankruptcy Code contain the name, address, and last four digits of the taxpayer identification number of the debtor. Accordingly, Corner Bakery submits that the joint administration of these chapter 11 cases is in the best interests of its estates, its creditors, and all other parties in interest.

Notice

10. The Debtors have provided notice of this Motion to: (a) the Office of the United States Trustee for the District of Delaware; (b) the holders of the 30 largest unsecured claims against the Debtors (on a consolidated basis); (c) the Debtors' prepetition secured lender and counsel thereto; (d) the United States Attorney's Office for the District of Delaware; (e) the Internal Revenue Service; (f) the office of the attorneys general for the states in which the Debtors operate; and (g) any party that has requested notice pursuant to Bankruptcy Rule 2002. As this Motion is seeking "first day" relief, the Debtors will serve copies of this Motion and any order entered on this Motion as required by Local Rule 9013-1(m). Corner Bakery submits that, in light of the nature of the relief requested, no other or further notice need be given.

No Prior Request

11. No prior request for the relief sought in this Motion has been made by Corner Bakery to this or any other court.

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WHEREFORE, Corner Bakery respectfully requests that the Court enter an Order granting the relief requested herein and such other relief as the Court deems appropriate under the circumstances.

Dated: February 23, 2023
Wilmington, Delaware

/s/ Mette H. Kurth

Mette H. Kurth (DE Bar No. 6491)
CULHANE MEADOWS, PLLC
3411 Silverside Road
Baynard Building, Suite 104-13
Wilmington, Delaware 19810
Telephone: (302) 289-8839, Ext. 100
Email: mkurth@cm.law

Proposed Counsel to the Debtors and Debtors In Possession

Exhibit A

Proposed Order

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

In re: CBC RESTAURANT CORP., Debtor. Federal Tax I.D. No. 13-4310801		Chapter 11 Case No. 23-10245 (KBO)
In re: CORNER BAKERY HOLDING COMPANY, Debtor. Federal Tax I.D. No. 45-2253981		Chapter 11 Case No. 23-10246 (KBO)
In re: CBC CARDCO, INC., Debtor. Federal Tax I.D. No. 27-3791938		Chapter 11 Case No. 23-10247 (KBO)

**ORDER: (1) DIRECTING JOINT ADMINISTRATION OF
CHAPTER 11 CASES; AND (2) 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. §§ 157 and 1334 and the

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

Amended Standing Order of Reference from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court finding that it may enter a final order consistent with Article III of the United States Constitution; and this Court finding that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court finding that the Debtors' 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; 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 above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 23-10245.
3. The caption of the jointly administered cases shall read as follows:

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

In re:

CBC RESTAURANT CORP., et al.,¹

Debtors.

Chapter 11

Case No. 23-10245 (KBO)

(Jointly Administered)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include CBC Restaurant Corp. (0801), Corner Bakery Holding Company (3981), and CBC Cardco, Inc. (1938). The Debtors' service address is 121 Friends Lane, Ste. 301, Newtown, PA. 18940.

4. The foregoing caption satisfies the requirements of Bankruptcy Code section 342(c)(1).

5. A docket entry shall be made in each of the above-captioned cases substantially similar to the following:

An order has been entered in this case in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware directing joint administration for procedural purposes only of the chapter 11 cases of CBC Restaurant Corp., Case No. 23-10245, Corner Bakery Holding Company, Case No. 23-10246, and CBC Cardco, Inc., Case No. 23-10247. The docket in Case No. 23-10245 should be consulted for all matters affecting this case.

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the District of Delaware 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. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the Local Rules are satisfied by such notice.

9. The terms and conditions of this Order are effective and enforceable immediately 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. This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Order.