

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
 )  
FUHU, INC., *et al.*,<sup>1</sup> ) Case No. 15-12465 (CSS)  
 )  
Debtors. ) (Jointly Administered)

Re: Docket Nos. 12, 41, & 202

**FINAL ORDER GRANTING SOLELY  
WITH RESPECT TO THE DEBTORS' PAYPAL ACCOUNT THE DEBTORS'  
MOTION FOR AUTHORITY TO MAINTAIN CASH-MANAGEMENT SYSTEM,  
AUTHORITY TO USE EXISTING BANK ACCOUNTS AND BUSINESS FORMS, AND  
WAIVER OF REQUIREMENT OF SECTION 345(B) OF THE BANKRUPTCY CODE**

Upon consideration of the motion (the "Motion") [Docket No. 12]<sup>2</sup> filed by the debtors and debtors in possession (the "Debtors") in the above-captioned chapter 11 cases seeking entry of an Order under sections 105, 345, 363, 364, 1107, and 1108 of title 11 of the United States Code (the "Bankruptcy Code") authorizing the (i) maintenance of existing bank accounts including the authority to pay routine prepetition banking fees owed to financial institutions, (ii) continued use of the Debtors' existing cash management systems, bank accounts, forms, and checks for the Debtors, and (iii) continued performance of intercompany transactions and provision of administrative priority to postpetition intercompany receivables; and upon the First Day Declaration; and the Court having previously entered an order granting the relief requested

<sup>1</sup> The Debtors, together with the last four digits of each Debtor's tax identification number, are: Fuhu, Inc. (7896); Fuhu Holdings, Inc. (9761); Fuhu Direct, Inc. (2180); and Nabi, Inc. (4119). The location of the Debtors' headquarters and service address is 1700 E. Walnut Avenue, Suite 500, El Segundo, CA 90245.

<sup>2</sup> Unless otherwise noted, capitalized terms used herein shall have the meanings ascribed to them in the Motion.



in the Motion in an interim basis [Docket No. 41] and on a final basis [Docket No. 202] except with respect to the Debtors' PayPal Account, which relief was granted on an interim basis and on a further interim basis [Docket No. 254]; and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (M) and (O); and due and adequate notice of the Motion having been given under the circumstances; and after due deliberation and cause appearing therefor; it is hereby

ORDERED that the Motion is GRANTED with respect to the PayPal Account on a final basis as set forth herein; and it is further

ORDERED that the Debtors are authorized, but not directed, in the reasonable exercise of their business judgment and on a final basis, (i) to designate, maintain and continue to use, with the same account numbers, the PayPal Account; and (ii) treat the PayPal Account for all purposes as debtor in possession account; and it is further

ORDERED that the Debtors may continue to fund their businesses and operations through the PayPal Account, including without limitation, to the Debtors' affiliates that are not in chapter 11 consistent with the respective budgets attached to each of the Financing Orders and the terms and conditions of such Financing Orders; and it is further

ORDERED that the Debtors are granted a final waiver of the investment and deposit requirements of section 345 of the Bankruptcy Code with respect to the PayPal Account provided that (a) the Debtors shall sweep the PayPal Account on each business day, at a time approximating close of business, such that the balance of the PayPal Account shall be reduced to

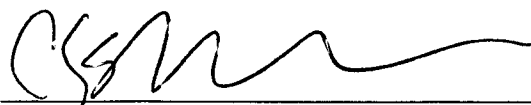
approximately \$5,000.00; (b) the Debtors shall provide the Office of the United States Trustee with a report of each such sweep within one business day after the sweep; and (3) the PayPal Account (if not otherwise transferred to the purchaser of substantially all of the Debtors' assets in connection with the sale expected to close not later than January 29, 2016) shall be closed by the Debtors not later than February 5, 2016, and evidence of the transfer or closure provided to the Office of the United States Trustee, which transfer or closing shall obviate the need for further sweeps or reports. Subject to the foregoing, the Debtors are permitted to maintain deposits in the PayPal account in accordance with their existing deposit practices, and it is further

ORDERED that, notwithstanding anything in this Order to the contrary, the authority and approvals granted by the terms of this Order to the Debtors, including with respect to the opening and closing of bank accounts and continuation of their Cash Management Systems, shall be in all respect subject to any requirements imposed on the Debtors under any approved cash collateral or financing order; and it is further

ORDERED that the notice requirements under Bankruptcy Rule 6004(a) and the stay under Bankruptcy Rule 6004(h) are hereby waived, to the extent that they apply; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: January 21, 2016



Honorable Christopher S. Sontchi  
United States Bankruptcy Judge