

THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In re:)	
)	Chapter 11
GROEB FARMS, INC.)	
)	Case No. 13-58200
Debtor.)	
)	Honorable Walter Shapero

**DEBTOR'S EX PARTE MOTION FOR ENTRY OF AN
ORDER UNDER LOCAL RULE 9001-1 DESIGNATING
CASE AS LARGE BANKRUPTCY CASE**

Groeb Farms, Inc., as debtor and debtor-in-possession (the “Debtor”), by and through its proposed counsel, Foley & Lardner LLP, hereby moves the Court (this “Motion”) for entry of an order, pursuant to 11 U.S.C. § 105(a) and Local Bankruptcy Rule (“LBR”) 9001-1, file this Motion for Entry of an Order Designating Case as a Large Bankruptcy Case (the “Motion”). In support of this Motion, the Debtor respectfully represent as follows:

Jurisdiction

1. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b). This district is the proper venue of this proceeding and the Motion is under 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are 11 U.S.C. § 105(a) and LBR 9001-1.

Background

2. On the date hereof (the “Petition Date”), the Debtor filed a petition for relief under chapter 11 of the United States Bankruptcy Code, 11 U.S.C. §§ 101-1330, as amended (the “Bankruptcy Code”), in the United States Bankruptcy Court for the Eastern District of Michigan.



The Debtor intends to continue in possession of its property and to manage its business as debtor-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed and no committees have been appointed or designated in the Debtor's chapter 11 case.

3. The Debtor was formed in 1981 and is the country's leading processor and packager of honey for food manufacturers and food service companies.

4. The Debtor is headquartered in Onsted, Michigan. The Debtor also operates a honey processing facility in San Bernardino, California, and maintains a testing lab in Belleview, Florida.

5. The Debtor has approximately 76 full time employees, 8 contractors hired through staffing services, and 4 part time employees. Approximately 47 of the employees are in Michigan, 25 are in California, 2 are in Georgia, and 2 are in Florida. For the fiscal year ended December 31, 2012, the Debtor had net sales from continuing operations of approximately \$137.8 million.

6. Additional factual background relating to the Debtor, including its corporate structure, business operations, the circumstances leading to the filing of the chapter 11 case, the Restructuring Support Agreements, and the Debtor's existing indebtedness, is set forth in detail in the Irvin Declaration, filed concurrently herewith and fully incorporated herein by reference.

Relief Requested

7. By this Motion, the Debtor seeks entry of an order designating this case as "Large Bankruptcy Case" pursuant to Local Rule 9001-1, which provides that, "[u]pon a motion or the court's own initiative, the court may enter an order without a hearing designating a chapter 11 case as a 'Large Bankruptcy Case.'"

Basis for Relief Requested

8. The Debtor respectfully submits that the relief requested herein is appropriate under the Bankruptcy Code and the Local Rules, particularly given the size of the Debtor's operations and the Debtor's assets and liabilities. The Debtor anticipates having over 1000 creditors on this case, including numerous putative class action claimants. As of Petition Date, the Debtor's books and records reflected assets totaling approximately \$50 to \$100 million and total liabilities of approximately \$50-100 million.

9. For these reasons, the Debtor submits that this case constitute a "Large Bankruptcy Case" under LBR 9001-1. The relief requested herein will foster the efficient and economic administration of this case by, among other things, permitting the Debtor to request fixed omnibus hearings pursuant to LBR 9013-4 and seek authorization for special notice procedures pursuant to LBR 2002-1.

10. The Debtor intends to comply with LBR 2003-3 in conjunction with the filing of this Motion, which requires that the Debtor immediately email, facsimile or hand deliver to the Office of the United States Trustee's office, the name of the contact person, address, telephone and facsimile numbers and email address for each entity listed on the Debtor's Rule 1007(d) filing.

Notice

11. Notwithstanding that this Motion seeks relief on an ex-parte basis, notice of this Motion will be given to: (i) the United States Trustee for the Eastern District of Michigan; (ii) all known secured creditors and their counsel if known; and (iii) the Debtor's 20 largest unsecured creditors. In light of the nature of the relief requested, the Debtor submits that no further notice is required.

No Prior Request

12. No previous motion for the requested relief has been made to this or any other court.

Conclusion

ACCORDINGLY, the Debtor respectfully requests that the Court enter an order, substantially in the form attached as Exhibit 1, granting the relief requested in this Motion and granting such further relief as the Court deems appropriate.

Dated: October 1, 2013
Detroit, Michigan

FOLEY & LARDNER LLP

/s/ John A. Simon

Judy A. O'Neill (P32142)
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Proposed Counsel for the Debtor and Debtor in Possession

EXHIBIT 1: Proposed Order

4839-3120-5398.1

THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In re:)	
)	Chapter 11
GROEB FARMS, INC.)	
)	Case No. 13-58200
)	
Debtor.)	Honorable Walter Shapero
_____)	

**ORDER GRANTING EX PARTE MOTION FOR ENTRY OF AN ORDER UNDER
LOCAL RULE 9001-1 DESIGNATING CASE AS LARGE BANKRUPTCY CASE**

This matter has come before the Court upon the motion (the “Motion”) of the Debtor for entry of an order, pursuant to 11 U.S.C. § 105(a) and LBR 9001-1, designating this case as a Large Bankruptcy Case; due and sufficient notice of the Motion having been given under the particular circumstances; and it appearing that no other or further notice need be provided; the Court having considered the Motion and, upon the complete record of this case; and after due deliberation thereon and good cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Debtor’s chapter 11 case is hereby designated as “Large Bankruptcy Case” pursuant to Local Rule 9001-1.
3. The Debtor is authorized and empowered to take any necessary actions to implement and effectuate the terms of this Order.
4. The terms and conditions of this Order shall be immediately enforceable and effective upon its entry.

This Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Order.

EXHIBIT 2

Notice of Motion and Opportunity to Object

Not Applicable

EXHIBIT 3

Brief

Not Applicable

EXHIBIT 4

Certificate of Service

**THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

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In re:)	Chapter 11
)	
GROEB FARMS, INC.)	Case No. 13-58200
)	
Debtor.)	Hon. Walter Shapero
_____)	

CERTIFICATE OF SERVICE

The Debtor has engaged a Noticing Agent, which will serve this Motion and file a subsequent Proof of Service after it has performed the Service.

Dated: October 1, 2013
Detroit, Michigan

FOLEY & LARDNER LLP

By: /s/ John A. Simon
Judy A. O'Neill (P32142)
John A. Simon (P61866)
Tamar N. Dolcourt (P73425)
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Proposed Counsel for the Debtor and Debtor in Possession

EXHIBIT 5

Affidavit

Not Applicable

EXHIBIT 6

Not Applicable