

**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

**INTERIM ORDER AUTHORIZING DEBTOR'S FIRST DAY APPLICATION TO  
EMPLOY FOLEY & LARDNER LLP AS GENERAL BANKRUPTCY COUNSEL  
PURSUANT TO 11 U.S.C. §§ 327(a), 328(a), 329 & 1107, RULES 2014(a) & 2016(b) OF  
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE AND LOCAL  
BANKRUPTCY RULE 2014-1, OR IN THE ALTERNATIVE, SPECIAL COUNSEL  
PURSUANT TO 11 U.S.C. §§ 327(e), 328(a), 329 & 1107, RULES 2014(a) & 2016(b) OF  
THE FEDERAL RULES OF BANKRUPTCY PROCEDURE AND LOCAL  
BANKRUPTCY RULE 2014-1 NUNC PRO TUNC TO THE PETITION DATE**

Upon the Debtor's Application (the "Application") to Employ Foley & Lardner LLP as General Counsel Pursuant to sections 327(a), 328(a), 329 & 1107 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 2014(a) & 2016(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2014-1 of the Local Bankruptcy Rules for the Eastern District of Michigan (the "Local Rules"); seeking entry of an order authorizing the Debtor to employ and retain Foley & Lardner LLP ("Foley") as general bankruptcy counsel to the Debtor as of the Petition Date; and upon consideration of the Declaration of Judy A. O'Neill (the "O'Neill Declaration") attached to the Application as Exhibit 5 and incorporated by reference herein; and the Court having jurisdiction pursuant to sections 157 and 1334 of title 28 of the United States Code to consider the Application and the relief requested therein; and venue being proper in this Court pursuant to sections 1408 and 1409 of title 28 of the United States Code; and it appearing that proper and adequate notice of the



Application has been given and that, except as otherwise ordered herein, no other or further notice is necessary; and the Court having determined that the relief sought in the Application is in the best interests of the Debtor, its creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Application and the O'Neill Declaration establish just cause for the relief granted herein, it is therefore,

**ORDERED** that until such time as a final hearing is held on the Application, the relief sought in the Application is granted, Foley is deemed to be qualified for employment and compensation under the Bankruptcy Code and applicable rules, and the Debtors are authorized to retain and compensate Foley on and subject to the terms of the O'Neill Declaration, *nunc pro tunc* to the Petition Date; and it is further

**ORDERED** pursuant to Section 327(a) of the Bankruptcy Code, the Debtor is authorized to employ and retain Foley, as of the Petition Date, as its general bankruptcy counsel for all purposes permitted by Section 327(a), until such time as a final order on the Application is entered; and it is further

**ORDERED** that Foley may receive and hold the balance of the Retainer until the conclusion of its services in this case, subject to approval of its final fee application; and it is further

**ORDERED** that Foley shall be compensated in accordance with Sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the Local Rules of this Bankruptcy Court, and such procedures as may be fixed by this Court, from the Petition Date until the final order on the Application is entered.



Signed on October 09, 2013

/s/ Walter Shapero

Walter Shapero  
United States Bankruptcy Judge