



UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-2(c)  
 COLE, SCHOTZ, MEISEL,  
 FORMAN & LEONARD, P.A.  
 A Professional Corporation  
 Court Plaza North  
 25 Main Street  
 P.O. Box 800  
 Hackensack, NJ 07602-0800  
 Michael D. Sirota, Esq.  
 Warren A. Usatine, Esq.  
 Ryan T. Jareck, Esq.  
 Nicholas B. Vislocky, Esq.  
 (201) 489-3000  
 (201) 489-1536 Facsimile  
 Proposed attorneys for RIH Acquisitions NJ, LLC, *et al.*,  
 Debtors-in-Possession

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In re:

RIH ACQUISITIONS NJ, LLC, *et al.*,<sup>1</sup>

Debtors-in-Possession.

Case No. 13- **34483**  
 Judge:  
 Chapter 11  
 (Joint Administration Pending)  
**Hearing Date and Time:**  
 \_\_\_\_\_, 2013, at \_\_\_\_:\_\_\_\_.m.

**ORDER: (I) AUTHORIZING RIH ACQUISITIONS NJ, LLC TO (A) SATISFY AND, TO THE EXTENT APPLICABLE, DIRECTING ANY PAYROLL BANKS TO HONOR, PRE-PETITION GROSS SALARIES, PAYROLL TAXES AND RELATED OBLIGATIONS TO OR FOR THE BENEFIT OF ITS EMPLOYEES, AND (B) HONOR, IN ITS DISCRETION, PRE-PETITION SICK, VACATION, PERSONAL, AND SIMILAR THEMED DAYS; AND (II) GRANTING OTHER RELATED RELIEF**

The relief set forth on the following pages, numbered two (2) through six (6), is hereby **ORDERED.**

~~11/8/13~~ 11/8/13  


<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's federal identification number are: RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (1695) and RIH Propco NJ, LLC (5454).



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Debtor: RIH ACQUISITIONS NJ, LLC, *et al.*

Case No. 13-

Caption of Order: ORDER: (I) AUTHORIZING RIH ACQUISITIONS NJ, LLC TO (A) SATISFY AND, TO THE EXTENT APPLICABLE, DIRECTING ANY PAYROLL BANKS TO HONOR, PRE-PETITION GROSS SALARIES, PAYROLL TAXES AND RELATED OBLIGATIONS TO OR FOR THE BENEFIT OF ITS EMPLOYEES, AND (B) HONOR, IN ITS DISCRETION, PRE-PETITION SICK, VACATION, PERSONAL, AND SIMILAR THEMED DAYS; AND (II) GRANTING OTHER RELATED RELIEF

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THIS MATTER having been opened to the Court by RIH Acquisitions NJ, LLC d/b/a The Atlantic Club Casino Hotel (“**RIH Acquisitions**”) and RIH Propco NJ, LLC, the within debtors and debtors-in-possession (the “**Debtors**”), by and through their proposed counsel, Cole, Schotz, Meisel, Forman & Leonard, P.A., upon motion for entry of an Order: (i) authorizing RIH Acquisitions to (a) satisfy and, to the extent applicable, directing any payroll banks to honor, pre-petition gross salaries, payroll taxes and related obligations to or for the benefit of the Debtors’ employees, and (b) honor, in its discretion, pre-petition sick, vacation, personal, and similar themed days; and (ii) granting other related relief (the “**Motion**”);<sup>2</sup> and good and sufficient notice of the Motion having been provided in accordance with the Order Regarding Application for Expedited Consideration of First Day Matters previously entered by the Court, as evidenced by the Affidavit of Service filed with the Court; and the Court having considered all the motion papers, the opposition thereto, if any, and the arguments of counsel, if any; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and other good cause having been shown,

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<sup>2</sup> All capitalized terms used but not otherwise defined herein shall have the same meanings ascribed to them in the Verified Application submitted in support of the Motion.

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Case No. 13-

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IT IS ORDERED as follows:

1. To the extent the relief set forth in this paragraph previously has not been approved by that *Emergency Interim Order Authorizing RIH Acquisitions to Satisfy and, to the Extent Applicable, Directing Any Payroll Banks to Honor, Certain Pre-Petition Gross Salaries and Payroll Taxes of their Employees Pending Hearing on "First Day" Motions* entered by the Court on November 7, 2013, RIH Acquisitions hereby is authorized and empowered to satisfy in the ordinary course of business the Pre-Petition Employee Compensation Obligations including, but not limited to, the Uncleared Payroll Checks, the Pre-Petition Payroll, Payroll Taxes, and Expense Reimbursements, subject to the limitations set forth in 11 U.S.C. §§ 507(a)(4) and 507(a)(5).

2. RIH Acquisitions hereby is authorized and empowered, but not directed, in its sole and absolute discretion, in the ordinary course of business: (i) to honor the Employees' earned pre-petition Total Benefit Days by allowing the Employees to use all or portions of their pre-petition Total Benefit Days post-petition; and (ii) to continue paying and/or honoring the Other Employee Benefits, including, but not limited to, the RIH Acquisitions' Insurance Obligations, Severance Practice, RIH Acquisitions 401(k) Costs, FSA withholdings and

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remittances, life, accidental death and dismemberment insurance obligations, union benefits contributions, workers' compensation claims, and obligations incurred through the Sunshine Fund, subject to the limitations set forth in 11 U.S.C. §§ 507(a)(4) and 507(a)(5).

3. This Order does not expressly or implicitly grant or approve any bonus or severance plan or practice (other than the Severance Practice described above) that might be covered by 11 U.S.C. § 503(c).

4. To the extent any pre-petition accrued Total Benefit Days or Other Employee Benefits are utilized by the Employees post-petition, the Employees shall use and be charged the oldest accrued Total Benefit Days or Other Employee Benefits, as the case may be.

5. Notwithstanding the relief granted in the preceding paragraph, nothing herein shall be construed to create or impose any administrative expense liability on RIH Acquisitions with regard to the pre-petition Total Benefit Days or to obligate RIH Acquisitions to compensate its Employees for pre-petition Total Benefit Days in cash.

6. The relief granted herein shall not be deemed as an assumption or an authorization to assume any of RIH Acquisitions' employee compensation, benefits or

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reimbursement policies, plans or programs as outlined in the preceding paragraphs pursuant to Section 365 of the Bankruptcy Code.

7. Any and all financial institutions honoring the aforementioned obligations to RIH Acquisitions' Employees (including ADP) are authorized and directed to receive, process, honor and pay all checks, drafts, and automatic clearing house and wire transfers drawn on bank accounts of RIH Acquisitions to the extent authorized herein or directed by RIH Acquisitions, whether presented, drawn or issued before or after the commencement of the bankruptcy cases for payment by the holder thereof, provided that sufficient funds, whether deposited prior to, or subsequent to, the commencement of these bankruptcy cases, are in, or otherwise are available pursuant to RIH Acquisitions' cash management system to fund the relevant bank accounts to cover and permit payment thereof.

8. RIH Acquisitions is hereby authorized (consistent with this Order) to issue post-petition checks (or electronic fund transfers) in payment of pre-petition obligations to its Employees, including, but not limited to, wage garnishments, child support payments and alimony covered by a check that is dishonored or rejected as a consequence of the commencement of these bankruptcy cases.

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9. Nothing in this Order or the Motion shall be construed as prejudicing any rights the Debtors may have to dispute or contest the amount of or basis for any claims asserted against the Debtors arising in connection with the Pre-Petition Employee Compensation Obligations or as an admission as to the validity or priority of any claim against the Debtors.

10. The requirements set forth in Rule 6003(b) of the Bankruptcy Rules are satisfied by the contents of the Motion or otherwise deemed waived.

11. Notice of the Motion shall be deemed good and sufficient notice, and the requirements of Bankruptcy Rule 6004(a) are satisfied by such notice or otherwise deemed waived.

12. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

13. The Debtors' proposed counsel shall serve a copy of this Order on all parties-in-interest by regular mail within seven (7) days hereof.