



<p>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY</p>
<p>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, <i>et al.</i>, Debtors-in-Possession</p>
<p>In Re:</p> <p>RIH ACQUISITIONS NJ, LLC, <i>et al.</i>,¹</p> <p>Debtors-in-Possession.</p>

Case No. 13-34483 (GMB)
 Judge: Hon. Gloria M. Burns
 Chapter 11
 (Jointly Administered)
Hearing Date and Time:
 December 2, 2013, at 11:00 a.m.

CONSENT ORDER REGARDING ADEQUATE ASSURANCE OF PAYMENT TO SOUTH JERSEY GAS PURSUANT TO SECTION 366 OF THE BANKRUPTCY CODE

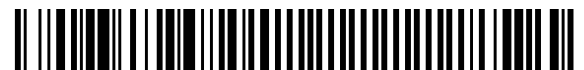
The relief set forth on the following pages, numbered two (2) through five (5), is hereby **ORDERED**.

DATED: 12/2/2013



 Gloria M. Burns, Chief Judge
 United States Bankruptcy Court Judge

¹ 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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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: (a) granting interim relief pursuant to 11 U.S.C. § 366(b); (b) authorizing the payment of adequate assurance for postpetition utility services; (c) fixing final hearing date to determine adequate assurance; and (d) granting other related relief [Docket No. 14] (the “**Motion**”); and it appearing that the Debtors and South Jersey Gas Company (“**SJG**”) have resolved SJG’s request for adequate assurance on the terms and conditions set forth herein,

IT IS HEREBY ORDERED THAT:

1. Within two (2) business days of the entry of this Consent Order, the Debtors shall pay a cash deposit of \$47,858.26 to SJG, which, together with the provisions of paragraph 2 below, shall constitute “adequate assurance of payment” under 11 U.S.C. § 366 (the “**Deposit**”) with respect to SJG Account Nos. 11339017532, 12082167011 and 11339030519 (collectively, the “**RIH Accounts**”). The Deposit shall be applied solely to utility services provided from and after November 6, 2013 (the “**Filing Date**”) and shall not be applied by SJG to any pre-Filing Date utility services.

2. As part of the proposed “adequate assurance of payment” under 11 U.S.C. § 366, beginning on December 1, 2013, then on December 25, 2013 and continuing on each

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twenty-fifth (25th) of each month thereafter, the Debtors shall cause SJG to receive pre-payments for utility services in the amount set forth on a schedule agreed to by the parties, representing an advance for the anticipated amount owed to SJG for the RIH Accounts for the following month.

Payments by the Debtors to SJG pursuant to any paragraph of this Order shall be sent via wire-transfer, pursuant to instructions that SJG will provide to the Debtors.

3. SJG shall continue to invoice the Debtors for the RIH Accounts as per its Tariff approved by the New Jersey Board of Public Utilities, and those invoices will show on the date they are generate whether prior prepayments have resulted in a credit or any deficiency in payment. Should there be any deficiency on any such invoice, the Debtors shall pay the same in accordance with the payment terms of that invoice. In the event that the advance monthly payment during the period exceed the actual charges billed to the Debtors for that period, SJG shall apply the excess sum against the next invoice owed by the Debtors.

4. In consideration for the Deposit paid pursuant to paragraph 1 and the advance pre-payment of utility services set forth in paragraph 2 of this Order, SJG is hereby enjoined with respect to the RIH Accounts from: (a) altering, refusing, or discontinuing utility services to, or discriminating against, the Debtors; or (b) requiring the payment by the Debtors of any deposit or other security for utility services, except as provided for herein.

5. In the event that the Debtors fail to provide SJG with the advance pre-payments for utility services as set forth in paragraph 2 of this Order by the first (1st) of each month, and do

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not cure such default by 5:00 p.m. (Eastern Standard Time) on the fifth (5th) business day thereafter, SJG is authorized to file a notice of non-payment with the Court and terminate services to the Debtors, but no earlier than ten (10) days following such filing.

6. Notice pursuant to any provision of this Order shall be deemed properly given and shall be effective upon being sent by facsimile (as confirmed by the sender's facsimile machine) and e-mail as follows:

Debtors

Cole, Schotz, Meisel, Forman & Leonard, P.A.
Ryan T. Jareck, Esq.
Court Plaza North
25 Main Street
P.O. Box 800
Hackensack, New Jersey 07602-0800
Facsimile: (201) 489-1536
Email: rjareck@coleschotz.com

South Jersey Gas Company

Cozen O'Connor
Jerrold N. Poslusny, Jr., Esq.
LibertyView
457 Haddonfield Road, P.O. Box 5459
Suite 300
Cherry Hill, NJ 08002-2220
Facsimile: (856) 910-5075
Email: jposlusny@cozen.com

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7. Nothing in this Consent Order shall be deemed or construed to impact or affect any agreements by and among the Debtors and South Jersey Energy.

8. Nothing in this Consent Order shall be deemed or construed to constitute the post-petition assumption or adoption of any agreement pursuant to Section 365 of the Bankruptcy Code.

9. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

The undersigned consent to the terms, conditions and entry of this Consent Order:

COLE, SCHOTZ, MEISEL,
FORMAN & LEONARD, P.A.
Proposed Attorneys for Debtors

COZEN O'CONNOR
Attorneys for South Jersey Gas Company

By: /s/ Ryan T. Jareck
Ryan T. Jareck, Esq.

By: /s/ Jerrold N. Poslusny, Jr.
Jerrold N. Poslusny, Jr., Esq.