

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

CBC RESTAURANT CORP., et al.,¹

Debtors.

Chapter 11

Case No. 23-10245 (KB)

(Jointly Administered)

Re: Dkt. Nos. 62, 109

**CERTIFICATION OF COUNSEL REGARDING MOTION OF THE DEBTORS
FOR ENTRY OF INTERIM AND FINAL ORDERS AUTHORIZING THE DEBTORS
TO (I) PAY PREPETITION PAYROLL; (II) CONTINUE EMPLOYEE BENEFITS; (III)
PAY PREPETITION EMPLOYEE BENEFIT OBLIGATIONS; AND
(IV) GRANTING RELATED RELIEF**

I, Mette H. Kurth, hereby certify that:

1. On March 2, 2023, CBC Restaurant Corp. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Corner Bakery") filed the *Motion of the Debtors for Entry of Interim and Final Orders Authorizing the Debtors to (I) Pay Prepetition Payroll; (II) Continue Employee Benefits; (III) Pay Prepetition Employee Benefit Obligations; and (IV) Granting Related Relief* [D. I. No. 62] (the "Motion").

2. On March 7, 2023, the Court entered its *Interim Order (I) Authorizing the Debtors to (I) Pay Prepetition Payroll; (II) Continue Employee Benefits (III) Pay Prepetition Employee Benefit Obligations and (IV) Granting Related Relief* [D. I. No. 109] (the "Interim Order").

3. Pursuant to the Interim Order, the deadline to object to the final relief requested by the Motion was March 21, 2023, at 4:00 p.m. (ET). On March 20, 2023, the U.S. Trustee appointed

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include CBC Restaurant Corp. (0801), Corner Bakery Holding Company (3981), and CBC Cardco, Inc. (1938). The Debtors' service address is 121 Friends Lane, Suite 301, Newtown PA 18940.



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the Official Committee of Unsecured Creditors (the "Committee") in these cases, and the Debtors subsequently extended the Committee's objection deadline through March 24, 2023, at 12:00 p.m.

4. The undersigned has reviewed the Court's docket in these cases, and no answer, objection, or other responsive pleading objecting to the final relief requested by the Motion appears thereon. Corner Bakery received informal comments to the Motion from the Committee before the Objection Deadline. Corner Bakery received no other comments.

5. Attached hereto as **Exhibit A** is a revised proposed form of final order (the "Revised Order") that resolves the informal comments received from the Committee.

6. Attached hereto as **Exhibit B** is a blackline showing changes to the proposed final order filed with the Motion as compared to the Revised Proposed Final Order.

7. Accordingly, the Debtors request entry of the Proposed Final Order at the Court's earliest convenience.

Dated: March 27, 2023
Wilmington, Delaware

/s/ Mette H. Kurth

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Proposed Counsel to the Debtors and Debtors In Possession

Exhibit A

Proposed Final Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

CBC RESTAURANT CORP., et al.,¹

Debtors.

Chapter 11

Case No. 23-10245 (KB)

(Jointly Administered)

Re: D.I. No. 62, 109

**FINAL ORDER AUTHORIZING THE DEBTORS TO (I) PAY PREPETITION
PAYROLL; (II) CONTINUE EMPLOYEE BENEFITS; (III) PAY PREPETITION
EMPLOYEE BENEFIT OBLIGATIONS AND (IV) GRANTING RELATED RELIEF**

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) for entry of a final order (this “Final Order”): authorizing the Debtors to (a) pay prepetition payroll; (b) continue employee benefits programs *nunc pro tunc* as of the Petition Date in the ordinary course of business, (c) pay certain prepetition obligations related thereto; and (d) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include CBC Restaurant Corp. (0801), Corner Bakery Holding Company (3981), and CBC Cardco, Inc. (1938). The Debtors’ service address is 121 Friends Lane, Suite 301, Newtown PA 18940.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court finding that it may enter a final order consistent with Article III of the United States Constitution; and this Court finding that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court finding that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court; and this Court having determined that the legal and factual bases set forth in the Motion and at the hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** on a final basis as set forth herein.
2. The Debtors are authorized to pay Prepetition Wages as set forth in the Motion.
3. The Debtors are hereby authorized to continue Employee Benefits *nunc pro tunc* to the Petition Date in the ordinary course of business, including payment of certain prepetition Employee Benefit Obligations related thereto as set forth in the Motion, including, but not limited to, payments related to the Medical Plans, Dental Plan, FSA, Disability Insurance, Additional Benefits, Workers' Compensation Programs, Sick Leave Obligations, PTO, and 401(k) Plan.
4. The automatic stay is hereby modified, pursuant to section 362(d)(1) of the Bankruptcy Code, to permit the Debtors' employees to proceed with claims against the Workers' Compensation Program in the appropriate judicial or administrative forum.

5. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Final Order.

6. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Final Order are immediately effective and enforceable upon its entry.

7. The terms and conditions of this Final Order are effective and enforceable immediately upon its entry.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Final Order in accordance with the Motion.

9. This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this Final Order.

Exhibit B
Redline of Final Order to proposed Final Order

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

CBC RESTAURANT CORP., *et al.*,¹

Debtors.

Chapter 11

Case No. 23-10245 (KB)

(Jointly Administered)

Re: D.I. No. 62, 109

**~~INTERIM~~FINAL ORDER ~~(H)~~ AUTHORIZING THE DEBTORS TO (I) PAY
PREPETITION PAYROLL; (II) CONTINUE EMPLOYEE BENEFITS; (III) PAY
PREPETITION EMPLOYEE BENEFIT OBLIGATIONS AND (IV) GRANTING
RELATED RELIEF**

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) for entry of ~~an interim~~ a final order (this “InterimFinal Order”): authorizing the Debtors to (a) pay prepetition payroll; (b) continue employee benefits programs *nunc pro tunc* as of the Petition Date in the ordinary course of business, (c) pay certain prepetition obligations related thereto; and (d) granting related relief, -all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to

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² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court finding that it may enter a final order consistent with Article III of the United States Constitution; and this Court finding that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court finding that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court; and this Court having determined that the legal and factual bases set forth in the Motion and at the hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED** on ~~an interim~~ final basis as set forth herein.
2. The Debtors are authorized to pay Prepetition Wages as set forth in the Motion.
3. The Debtors are hereby authorized to continue Employee Benefits *nunc pro tunc* to the Petition Date in the ordinary course of business, including payment of certain prepetition Employee Benefit Obligations related thereto as set forth in the Motion, including, but not limited to, payments related to the Medical Plans, Dental Plan, FSA, Disability Insurance, Additional Benefits, Workers' Compensation Programs, Sick Leave Obligations, PTO, and 401(k) Plan.
- ~~4. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the Local Rules are satisfied by such notice.~~

4. ~~The~~ The automatic stay is hereby modified, pursuant to section 362(d)(1) of the Bankruptcy Code, to permit the Debtors' employees to proceed with claims against the Workers' Compensation Program in the appropriate judicial or administrative forum.

5. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtors' designation of any particular check or electronic payment request as approved by this Final Order.

6. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this ~~Interim~~Final Order are immediately effective and enforceable upon its entry.

5.7. The terms and conditions of this Final Order are effective and enforceable immediately upon its entry.

6.8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this ~~Interim~~Final Order in accordance with the Motion.

7.9. This Court shall retain exclusive jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and enforcement of this ~~Interim~~Final Order.