



ORDERED in the Southern District of Florida on December 31, 2020.

Peter D. Russin

Peter D. Russin, Judge
United States Bankruptcy Court

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
FORT LAUDERDALE DIVISION
www.flsb.uscourts.gov

In re:

TAMARAC 10200, LLC and
UNIPHARMA, LLC,

Debtors¹.

Case No. 20-bk-23346-PDR
Case No. 20-bk-23346-PDR

Chapter 11 Cases
(Jointly Administered)

**INTERIM ORDER GRANTING DEBTORS' MOTION FOR ENTRY OF ORDER
AUTHORIZING THE RETENTION AND EMPLOYMENT OF PROFESSIONALS
UTILIZED IN THE ORDINARY COURSE OF BUSINESS**

THIS MATTER came before the Court in Fort Lauderdale, Florida for a hearing on December 30, 2020 at 10:00 a.m. (the "Hearing") upon the *Debtors' Motion Seeking Approval to Retain and Employ Professionals Utilized in the Ordinary Course of Business* [ECF No. 78] (the "Motion"), seeking the entry of an order authorizing the Debtors² to retain and compensate certain professionals utilized in the ordinary course of the Debtors' business. The Court, having

¹ The last four digits of each Debtor's federal tax identification number are Tamarac 10200, LLC (2050) and Unipharma, LLC (8962). The address of the Debtors is 10200 N.W. 67th Street, Tamarac, FL 33321.

² Capitalized terms not specifically defined herein shall have the same meaning ascribed to them as in the Motion.



considered the Motion, finds that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; (c) this matter is core pursuant to 28 U.S.C. § 157(b)(2); (d) the Court may enter a final order consistent with Article III of the United States Constitution; (e) notice of the Motion and the Hearing thereon was sufficient under the circumstances and no other or further notice need be provided; (f) the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and (g) upon a review of the record before the Court, including the legal and factual bases set forth in the Motion and the First Day Declaration and the statements made by counsel at the Hearing, and being otherwise fully advised in the premises, does for the reasons stated on the record of the Hearing, all of which are incorporated herein; and after due deliberation and sufficient cause appearing therefor, has determined that good and sufficient cause exists to grant the relief requested. Accordingly, it is

IT IS ORDERED THAT:

1. The Motion is **GRANTED**, on an interim basis.
2. The Debtors are authorized, but not required, to retain and pay reasonable fees and expenses for the services of the Ordinary Course Professionals to assist and advise the Debtors in the operation of their business and to represent the Debtors in matters arising in the ordinary course of the Debtors' business up to a maximum of \$20,000.00 per month for each Ordinary Course Professional. For purposes of this interim Order, the Court is only approving the retention of, and the procedures set forth below to apply to the one Ordinary Course Professional identified in **Exhibit A** to the Motion, Paladin Management Group, LLC.
3. While only one Ordinary Course Professional was identified in **Exhibit A** to the Motion, entry of this Order is without prejudice to the Debtors retaining additional Ordinary

Course Professionals if, when and as necessary, subject to the terms and conditions in the second sentence in paragraph 2, above.

4. The following procedures for the retention of the Ordinary Course Professionals are hereby approved:

- a. The Debtors shall be authorized to pay, without formal application to the Court by any Ordinary Course Professional, 100% of the fees and disbursements to each of the Ordinary Course Professionals retained by the Debtors upon (i) each Ordinary Course Professional's submission of a Declaration of Disinterestedness (as defined below) and (ii) upon the Debtors' submission of an appropriate invoice setting forth in reasonable detail the nature of the services rendered after the Petition Date, in accordance with the respective professional's retention agreement; provided, however, that each Ordinary Course Professional's fees, excluding costs and disbursements, do not exceed \$20,000 per month while these chapter 11 cases are pending.
- b. Any payments to an Ordinary Course Professional in excess of the fee cap set forth in clause (a) above shall be subject to prior approval of the Court in accordance with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules of the Bankruptcy Court for the Southern District of Florida (the "Local Rules"), the Fee Guidelines promulgated by the Executive Office of the United States Trustee, and any applicable orders of the Court.
- c. No later than twenty (20) days after the entry of an order granting this motion, each Ordinary Course Professional on the list annexed hereto as **Exhibit "A"** shall file with the Court and serve upon (i) the Office of the United States Trustee, 51 S.W. 1st Avenue, Ste. 1204, Miami, FL 33130 (Attn: Adisley M. Cortez-Rodriguez, Esq., Email: Adisley.M.Cortez-Rodriguez@UST.DDJ.GIV (the "U.S. Trustee"); (i) Debtors, Berger Singerman LLP, 1450 Brickell Avenue, Suite 1900, Miami, Florida 33131 (Attn: Paul Steven Singerman, Esq., Email: singerman@bergersingerman.com and Christopher Andrew Jarvinen, Esq., Email: cjarvinen@bergersingerman.com); (iv) attorneys for secured creditor, NHTV ULM Holdings LLC, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Ray C. Shrock, P.C., Email: ray.schrock@weil.com, Alexander Welch, Esq., Email: alexander.welch@weil.com and Bryan R. Podzius, Esq., Email: bryan.podzius@weil.com); and (v) attorneys for Official Committee of Unsecured Creditors, Fox Rothschild LLP, 321 N. Clark Street, Suite 1600, Chicago, IL 60654 (Attn: Gordon Gouveia, Esq., Email: ggouveia@foxrothschild.com and Heather Ries, Esq., Email:

hries@foxrothschild.com) (together, the “Notice Parties”) a declaration of disinterestedness (the “Declaration of Disinterestedness”) substantially similar to the form attached to the Motion as **Exhibit “B”**.

- d. The Notice Parties shall have ten (10) days after the service of each Ordinary Course Professional’s Declaration of Disinterestedness (the “Objection Deadline”) to object to the retention of such Ordinary Course Professional. The objecting party shall serve any such objection upon the Notice Parties and the respective Ordinary Course Professional on or before the Objection Deadline. If any such objection cannot be resolved within ten (10) days of its receipt, the matter shall be scheduled for hearing before the Court at the next regularly scheduled omnibus hearing date or other date otherwise agreeable to the parties thereto. If no objection is received from any of the Notice Parties by the Objection Deadline with respect to any particular Ordinary Course Professional, the Debtors shall be authorized as a final matter to retain and pay such Ordinary Course Professional to whom an objection was not filed.
- e. Beginning on April 1, 2021 and on the first day of each quarter thereafter in which these Chapter 11 cases are pending, the Debtors shall file with the Court and serve on the Notice Parties a statement with respect to each Ordinary Course Professional paid during the immediately preceding three-month period. Each Ordinary Course Professional’s statement shall include the following information: (i) the name of the Ordinary Course Professional; (ii) the aggregate amounts paid as compensation for services rendered and reimbursement of expenses incurred by that Ordinary Course Professional during the reported quarter; and (iii) a general description of the services rendered by that Ordinary Course Professional.
- f. The Debtors reserve the right to supplement the list of Ordinary Course Professionals as necessary to add or remove Ordinary Course Professionals from time to time in its sole discretion, without the need for any further hearing and without the need to file individual retention applications for newly added Ordinary Course Professionals. In such event, the Debtors propose to file a notice with the Court listing the additional Ordinary Course Professionals that the Debtor intends to employ (the “Ordinary Course Professional Notice”) and to serve notice on the Notice Parties. Additionally, each additional Ordinary Course Professional listed in the Ordinary Course Professional Notice shall serve a Declaration of Disinterestedness on the Notice Parties. If, within ten (10) days of service of the Declaration of Disinterestedness, no objections are filed to any such additional Ordinary Course Professional, then retention of the Ordinary Course Professionals shall be deemed approved by the Court without a hearing or further order.

5. Notwithstanding the relief granted in this Order, any payment made by the Debtors pursuant to the authority granted herein shall be subject to and in compliance with any interim or final order entered by the Court approving the Debtors' entry into any post-petition debtor in possession financing facility (the "DIP Financing Order"). To the extent that there is any inconsistency between the terms of this Order and the DIP Financing Order, the terms of the DIP Financing Order shall control.

6. Notwithstanding the relief granted herein and any actions taken hereunder, nothing contained in the Motion or this Order or any payment made pursuant to this Order shall constitute, nor is it intended to constitute, an admission as to the validity or priority of any claim against the Debtors, a waiver of the rights of the Debtors or any party in interest to subsequently dispute such claim, or the assumption or adoption of any agreement, contract, or lease under section 365 of the Bankruptcy Code.

7. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

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

9. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062 or 9014, the terms and conditions of this order shall be immediately effective and enforceable upon its entry.

10. The Court shall conduct a final hearing (the "Final Hearing") on the Motion on **January 28, 2021 at 1:30 p.m. by VIDEO CONFERENCE.**

11. ****IMPORTANT**** The hearing scheduled by this Order will take place only by video conference. **DO NOT GO TO THE COURTHOUSE.** Attorneys must advise their

clients not to appear at the courthouse. To participate in the hearing by video conference please refer to the instructions under the name of the presiding Judge on the Court's web site, www.flsc.uscourts.gov.

12. To register for the video conference, manually enter the following registration link in a browser:

<https://www.zoomgov.com/meeting/register/vJltc-morD0iGqquaZSYA7AJi9L2zx7NL60>

13. **PLEASE NOTE:** No person may record the proceedings from any location by any means. The audio recording maintained by the Court will be the sole basis for creation of a transcript that constitutes the official record of the hearing. Although conducted using video conferencing technology, the hearing is a court proceeding. The formalities of the courtroom must be observed. All participants must dress appropriately, exercise civility, and otherwise conduct themselves in a manner consistent with the dignity of the Court.

14. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

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Submitted by:

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(Paul A. Avron, Esq. is directed to serve a copy of this order on interested parties and file with the Court a certificate of service.)

EXHIBIT "A"

(LIST OF ORDINARY COURSE PROFESSIONALS)

<u>Company</u>	<u>Contact Person</u>	<u>Type/Category</u>
Paladin Management Group, LLC 633 W. 5 th Street, 28 th Floor Los Angeles, FL 90071	Scott Avila (213) 320-5500	Strategic Communications Consulting Services