

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

Chapter 11

ALOUETTE HOLDINGS, INC.,

Case No. 19-36126-KRH

Debtor.

**DEBTOR'S MOTION FOR EXPEDITED HEARING ON
DEBTOR'S MOTION FOR ENTRY OF INTERIM AND FINAL ORDERS
AUTHORIZING THE DEBTOR TO OBTAIN POST-PETITION FINANCING**

The above captioned debtor and debtor in possession (the "Debtor") hereby files this Motion (the "Motion"), pursuant to section 105(a) of title 11 of the United States Code (the "Bankruptcy Code") and Rules 9013-1(M) and (N) of the Local Rules of the United States Bankruptcy Court for the Eastern District of Virginia (the "Local Rules"), for entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Order"): (a) setting an expedited hearing (the "First Day Hearing") at the Court's earliest convenience on the *Debtor's Motion for Entry of Interim and Final Orders Authorizing the Debtor to Obtain Post-Petition Financing* (the "DIP Motion") (Docket No. 4); and (b) deeming the Debtor's notice of the First Day Hearing as set forth herein to be adequate and appropriate notice under the circumstances.. In support of this Motion, the Debtor respectfully states as follows:

Michael E. Hastings (Virginia Bar No. 36090)
Brandy M. Rapp (Virginia Bar No. 71385)
WHITEFORD, TAYLOR & PRESTON LLP
Two James Center
1021 E. Cary St., Suite 1700
Richmond, Virginia 23219
T: (804) 799-7859
F: (804) 977-3295
mhastings@wtplaw.com
brapp@wtplaw.com

*Proposed Counsel for the Debtor and
Debtor in Possession*

JURISDICTION

1. This Court has jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b), and the Court may enter a final order consistent with Article III of the United States Constitution. Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief requested herein are section 105(a) of the Bankruptcy Code and Local Rules 9013-1(M) and (N).

BACKGROUND

3. On November 20, 2019 (the “Petition Date”), the Debtor commenced this case by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

4. The Debtor has continued in possession of its property and has continued to operate and manage its business as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. No request has been made for the appointment of a trustee or an examiner in this case, and no official committee has yet been appointed by the Office of the United States Trustee.

RELIEF REQUESTED

6. By this Motion, the Debtor seeks entry of an Order:
- (a) Setting an expedited First Day Hearing at the Court’s earliest convenience on the DIP Motion; and
 - (b) Deeming the Debtor’s notice of the First Day Hearing as set forth herein to be adequate and appropriate notice under the circumstances.

BASIS FOR RELIEF

7. Local Rule 9013-1 allows the setting of a hearing on an expedited basis as requested herein. An expedited hearing on the DIP Motion is appropriate under these circumstances and is consistent with past practices in virtually every significant chapter 11 case, where various relief is required at the outset of the case to ensure a smooth transition into chapter 11.

8. In addition, section 105(a) of the Bankruptcy Code provides this Court with the power to set an expedited First Day Hearing on the DIP Motion. Section 105(a) states that a bankruptcy court “may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of [the Bankruptcy Code].” 11 U.S.C. § 105(a).

9. The relief sought in the DIP Motion is essential to fund the administration of this case. Moreover, expedited consideration of motions to approve post-petition financing was granted by this Court in several previous chapter 11 cases. See, e.g., *In re The Gymboree Corporation*, No. 17-32986 (KLP) (Bankr. E.D. Va. June 12, 2017); *In re Penn Virginia Corp.*, No. 16-32395 (KLP) (Bankr. E.D. Va. May 13, 2016); *In re Patriot Coal Corp.*, No. 15-32450 (KLP) (Bankr. E.D. Va. May 15, 2015); *In re James River Coal Co.*, No. 14-31848 (KRH) (Bankr. E.D. Va. Apr. 9, 2014); *In re AMF Bowling Worldwide, Inc.*, No. 12-36495 (KRH) (Bankr. E.D. Va. Nov. 13, 2012); *In re Circuit City Stores, Inc.*, No. 08-35653 (KRH) (Bankr. E.D. Va. Nov. 10, 2008).

NOTICE

10. Notice of this Motion will be given to: (i) the Office of the United States Trustee; (ii) the Office of the United States Attorney for the Eastern District of Virginia, (iii) Internal Revenue Service, (iv) counsel for the proposed DIP Lender; (v) the Debtor’s twenty (20) largest

unsecured creditors; (vi) the Debtor's pre-petition secured lenders and its counsel, if known; (vii) all parties that have filed a financing statement asserting a lien in any of the Debtor's assets; (viii) any party that has filed a request for notice with the Court; and (ix) all parties listed on the Debtor's creditor matrix. The Debtor submits that, under the circumstances, no other or further notice of the Motion is required.

NO PRIOR REQUEST

11. No previous motion for the relief sought herein has been made to this or any other court.

WHEREFORE, the Debtor respectfully requests that the Court (a) enter an Order substantially in the form attached hereto as Exhibit A; (b) set an expedited First Day Hearing at the Court's earliest convenience on the DIP Motion; (c) deem the Debtor's notice of the First Day Hearing as set forth herein to be adequate and appropriate notice under the circumstances; and (d) grant such other and further relief as the Court deems appropriate.

Dated: November 21, 2019

ALOUETTE HOLDINGS, INC.

/s/ Michael E. Hastings

Michael E. Hastings (Virginia Bar No. 36090)
Brandy M. Rapp (Virginia Bar No. 71385)
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Richmond, Virginia 23219
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*Proposed Counsel for the Debtor and
Debtor in Possession*

Certification

In Support Of *Debtor's Motion for Expedited Hearing on Debtor's Motion for Entry of Interim and Final Orders Authorizing the Debtor to Obtain Post-Petition Financing*, as required by Local Rule 9013-1(N), the undersigned proposed counsel for the Debtor certifies as follows:

1. I am a member of the Bar of this Court.
2. I have carefully examined this matter and have concluded that there is a true need for an emergency hearing.
3. I have not created the emergency through lack of diligence.
4. A *bona fide* effort to resolve the matters could not be made without a hearing.

/s/ Michael E. Hastings

CERTIFICATE OF SERVICE

I hereby certify that on November 21, 2019, I caused a copy of the foregoing *Debtor's Motion for Expedited Hearing on Debtor's Motion for Entry of Interim and Final Orders Authorizing the Debtor to Obtain Post-Petition Financing* to be served via first-class mail, postage prepaid and electronically via e-mail, as noted on the following parties:

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|---|--|
| <p>Office of the United States Trustee for the Eastern District of Virginia 701 E. Broad St., Suite 4304 Richmond, VA 23219</p> | <p>Office of the United States Attorney for the Eastern District of Virginia 919 E. Main St., Suite 1900 Richmond, VA 23219</p> |
| <p>Internal Revenue Service Centralized Insolvency Operation P. O. Box 7346 Philadelphia, PA 19101-7346</p> | <p>United States Treasury Department of Treasury P.O. Box 804522 Cincinnati, OH 45280-4522</p> |
| <p>John H. Small, Esq. Brooks Pierce P.O. Box 26000 Greensboro, NC 27420 jsmall@brookspierce.com</p> <p>William E. Callahan, Jr., Esq. Gentry Locke P.O. Box 40013 Roanoke, VA 24022-0013 callahan@gentrylocke.com <i>Counsel for the Lender</i></p> | <p>NewTek Small Business Finance, LLC Attn: Gary Golden 1981 Marcus Ave., Suite 130 New Hyde Park, NY 11042 ggolden@newtekbusinessservices.com</p> |
| <p>Benson Howard 4512 Tweedsmuir Turn Moseley, VA 23120 benson@ameliapt.com</p> | <p>PIRs Capital LLC Attn: Eric Mallinger 40 Exchange Place New York, NY 10005 eric.mallinger@pirscapital.com</p> |
| <p>Michael A. Condyles, Esq. Kutak Rock 901 E. Byrd St., Suite 1000 Richmond, VA 23219-4071 michael.condyles@kutakrock.com <i>Counsel for NewTek Small Business Finance, LLC</i></p> | <p>Bret and Dorathy Berneche 307 Palamino Road Buffalo Junction, VA 24529</p> |

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| Burnette & Sneed CPAs LLC P.O. Box 680 South Boston, VA 24592 | Capital One Attn: General Correspondence P.O. Box 30285 Salt Lake City, UT 84130-0285 |
| Cardinal Homes, Inc. 525 Barnsville Highway Wylliesburg, VA 23976 | Charlotte County Treasurer P.O. Box 267 Charlotte Court House, VA 23923 |
| Citibank Customer Service P.O. Box 6500 Sioux Falls, SD 57117 | Kituwah, LLC 1158 Seven Clans Lane Cherokee, NC 28719 |
| Paymentus Louis L. Redding Building 800 N. French Street Wilmington, DE 19801 | Raffles Insurance Ltd Kensington House, Dr Roys Drive George Town P.O. Box 10027 Grand Cayman KY1-1001 KY |
| Virginia State Corporation Commission 1300 E. Main Street Richmond, VA 23219 | Wells Fargo Bank P.O. Box 6995 Portland, OR 97228-6995 |
| Wells Fargo Card Services P.O. Box 51193 Los Angeles, CA 90051-5493 | |

/s/ Michael E. Hastings

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re:

Chapter 11

ALOUETTE HOLDINGS, INC.,

Case No. 19-36126-KRH

Debtor.

**ORDER SETTING EXPEDITED HEARING ON
DEBTOR'S MOTION FOR ENTRY OF INTERIM AND FINAL ORDERS
AUTHORIZING THE DEBTOR TO OBTAIN POST-PETITION FINANCING**

Upon the Motion (the "Motion") of the above captioned debtor and debtor in possession, pursuant to section 105(a) of title 11 of the United States Code (the "Bankruptcy Code") and Rules 9013-1(M) and (N) of the Local Rules of the United States Bankruptcy Court for the Eastern District of Virginia (the "Local Rules"), for entry of an order: (a) setting an expedited hearing (the "First Day Hearing") at the Court's earliest convenience on the *Debtor's Motion for Entry of Interim and Final Orders Authorizing the Debtor to Obtain Post-Petition Financing* (the "DIP Motion") (Docket No. 4); and (b) deeming the Debtor's notice of the First Day Hearing as set forth herein to be adequate and appropriate notice under the circumstances, as more fully set forth in the Motion; and this court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and

Michael E. Hastings (Virginia Bar No. 36090)
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*Proposed Counsel for the Debtor and
Debtor in Possession*

the Motion in this district is proper pursuant to 28 U.S.C. §§1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtor's estate, its creditors, and other parties in interest; and this Court having found that the Debtor's 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 this Court having determined that the legal and factual bases set forth in the Motion 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 as set forth herein.
2. A hearing will be held on **November __, 2019 at ____ __ prevailing Eastern Time, Courtroom 5000, United States Bankruptcy Court for the Eastern District of Virginia, Richmond Division, 701 East Broad Street, Richmond, Virginia 23219** (the "First Day Hearing"), to hear and consider the DIP Motion.
3. As soon as practicable after the entry of this Order, the Debtor shall serve this Order and the DIP Motion via electronic mail or United States mail, first-class postage prepaid to: (i) the Office of the United States Trustee; (ii) the Office of the United States Attorney for the Eastern District of Virginia, (iii) Internal Revenue Service, (iv) counsel for Lender; (v) the Debtor's twenty (20) largest unsecured creditors; (vi) the Debtor's pre-petition secured lenders and its counsel, if known; (vii) all parties that have filed a financing statement asserting a lien in any of the Debtor's assets; (viii) any party that has filed a request for notice with the Court and (ix) all parties listed on the Debtor's creditor matrix.
4. The requirement under Local Rule 9013-1(G) to file a memorandum of law in connection with the Motion is waived.

5. The notice requirements of Local Rule 9013-1(M) are hereby waived for the Motion and the DIP Motion, subject to the Court's right, upon further consideration at the First Day Hearing, to require additional notice with respect to the DIP Motion.

6. Subject to the Debtor serving the DIP Motion in accordance with this Order, the requirements of Local Rule 902201(B) are hereby waived for the Motion and the DIP Motion.

7. The requirement of filing a written response to the DIP Motion is waived.

8. The endorsement requirement of Local Rule 9022-1(C) is hereby waived for the purposes of this Order.

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

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

11. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2019
Richmond, Virginia

UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

/s/ Michael E. Hastings

Michael E. Hastings (Virginia Bar No. 36090)

Brandy M. Rapp (Virginia Bar No. 71385)

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*Proposed Counsel for the Debtor and Debtor in Possession
Debtor in Possession*

Local Rule 9022-1(C) Certification

The foregoing Order was endorsed by and/or served upon all necessary parties pursuant to Local Rule 9022-1(C).

/s/ Michael E. Hastings

Michael E. Hastings