

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

In re: Chapter 11  
ALOUETTE HOLDINGS, INC., Case No. 19-36126-KRH  
Debtor.

---

In re: Chapter 11  
CARDINAL HOMES, INC., Case No. 19-36275-KRH  
Debtor.

**MOTION FOR ENTRY OF AN ORDER AUTHORIZING  
JOINT ADMINISTRATION PURSUANT TO RULE 1015 OF THE  
FEDERAL RULES OF BANKRUPTCY PROCEDURE**

The above captioned debtors and debtors in possession (collectively the “Debtors”), hereby move the Court (the “Motion”) for entry of an order, the proposed form of which is attached hereto as **Exhibit A** (the “Order”), pursuant to section 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”), Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”); and Rules 1015-1 of the Local Rules of the United States Bankruptcy Court for the Eastern District of Virginia (the “Local Rules”), directing

---

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](mailto:mhastings@wtplaw.com)  
[brapp@wtplaw.com](mailto:brapp@wtplaw.com)

*Proposed Counsel for the Debtors and  
Debtors in Possession*

the joint administration of the Debtors' chapter 11 cases. In further support of this Motion, the Debtors respectfully represent as follows:

### **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 and legal predicates for the relief requested herein are section 105 of the Bankruptcy Code, Bankruptcy Rule 1015(b), and Local Rule 1015-1.

### **BACKGROUND**

3. On November 20, 2019, Debtor Alouette Holdings, Inc. ("Alouette") commenced its case by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code. On December 2, 2019, Debtor Cardinal Homes, Inc. ("Cardinal") commenced its case by filing a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The date on which each respective Debtor filed its voluntary petition under chapter 11 of the Bankruptcy Code shall be referred to as the "Petition Date."

4. The Debtors continue to manage their properties as debtors 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 these cases, and no official committee has yet been appointed by the Office of the United States Trustee.

### **RELIEF REQUESTED**

6. By this Motion, the Debtors seek entry of an order directing joint administration of these Chapter 11 Cases for procedural purposes only.

7. Specifically, the Debtors request that the Court maintain one file and one docket for the jointly administered cases under the case of Cardinal and that the cases be administered under a consolidated caption, as follows:

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

In re:

Chapter 11

CARDINAL HOMES, INC., *et.al.*,

Case No. 19-36275-KRH  
(Jointly Administered)

Debtors.

8. The Debtors also request that a docket entry, substantially similar to the following, be entered on the docket in Alouette’s case to reflect the joint administration of these chapter 11 cases:

An Order has been entered in this case in accordance with Rule 1015 of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of Virginia directing the procedural consolidation and joint administration of the chapter 11 cases of Alouette Holdings, Inc. and Cardinal Homes, Inc. The docket in Case No. 19-36275-KRH should be consulted for all matters affecting this case.

**BASIS FOR RELIEF**

9. Bankruptcy Rule 1015(b) provides, in relevant part, that “[i]f... two or more petitions are pending in the same court by or against ... a debtor and an affiliate, the court may order a joint administration of the estates.” Fed R. Bankr. P. 1015(b). The Debtors are “affiliates” as that term is defined under section 101(2) of the Bankruptcy Code. Accordingly, this Court is authorized to grant the relief requested herein.

10. Section 105(a) of the Bankruptcy Code also provides this Court with the power to grant the relief requested herein. 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).

11. Joint administration is generally non-controversial, and courts in this jurisdiction routinely order joint administration in cases with multiple related debtors. See, e.g., In re The Gymboree Corporation, Case No. 17-32986 (KLP) (Bankr. E.D. Va. June 12, 2017); In re Penn Va. Corp., Case No. 16-32395 (KLP) (Bankr. E.D. Va. May 13, 2016); In re Eidos, LLC, Case No. 16-10385 (BFK) (Bankr. E.D. Va. Mar. 2, 2016); In re Alpha Natural Res., Inc., Case No. 15-33896 (KRH) (Bankr. E.D. Va. Aug. 5, 2015); In re Patriot Coal Corp., Case No. 15-32450 (KLP) (Bankr. E.D. Va. May 13, 2015); In re James River Coal Co., Case No. 14-31848 (KRH) (Bankr. E.D. Va. Apr. 10, 2014); In re AMF Bowling Worldwide, Inc., Case No. 12-36495 (KRH) (Bankr. E.D. Va. Nov. 14, 2012); In re Workflow Mgmt., Inc., Case No. 10-74617 (SCS) (Bankr. E.D. Va. Oct. 1, 2010).

12. Given the provisions of the Bankruptcy Code and the Debtors’ affiliation, joint administration of these cases is warranted and will provide significant administrative convenience without harming the substantive rights of any party in interest. Joint administration will avoid the preparation, replication, service and filing, as applicable, of duplicative notices, applications and orders, thereby saving the Debtors considerable expense and resources. The Debtors’ financial affairs and business operations are closely related. Most of the motions, hearings and orders in these chapter 11 cases will affect each Debtor and their respective estates. The rights of creditors will not be adversely affected, as this Motion requests only administrative, and not substantive, consolidation of the estates. Moreover, each creditor can still file its claim against a particular estate. In fact, all creditors will benefit by the reduced costs that will result

from the joint administration of these chapter 11 cases. The Court also will be relieved of the burden of entering duplicative orders and maintaining duplicative files.

13. Based on the foregoing, the Debtors submit that the joint administration of these Chapter 11 Cases is in the best interest of the Debtors, their creditors, equity security holders, and all other parties in interest.

14. For all of the foregoing reasons, the Debtors respectfully request immediate entry of an order providing for the joint administration of the Debtors' Chapter 11 Cases.

### **NOTICE**

15. 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 DIP Lender; (v) the Debtors' twenty (20) largest unsecured creditors; (vi) the Debtors' 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 Debtors' assets; and (viii) any party that has filed a request for notice with the Court. The Debtors submit that, under the circumstances, no other or further notice of the Motion is required.

### **NO PRIOR REQUEST**

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

WHEREFORE, for the reasons set forth herein, the Debtors respectfully request that this Court enter an order, substantially in the form attached hereto as **Exhibit A**, granting the relief requested in the Motion and such other and further relief as is just and proper.

Dated: December 2, 2019

Respectfully submitted,

/s/ Michael E. Hastings

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](mailto:mhastings@wtplaw.com)  
[brapp@wtplaw.com](mailto:brapp@wtplaw.com)

*Proposed Counsel for the Debtors and  
Debtors in Possession*

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

In re: Chapter 11  
ALOUETTE HOLDINGS, INC., Case No. 19-36126-KRH  
Debtor. (Joint Administration Requested)

---

In re: Chapter 11  
CARDINAL HOMES, INC., Case No. 19-36275-KRH  
Debtor. (Joint Administration Requested)

**ORDER AUTHORIZING JOINT ADMINISTRATION PURSUANT  
TO RULE 1015 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

Upon the Motion (the "Motion") of the above-captioned debtors and debtors-in-possession (the "Debtors") for, among other things, entry of an order pursuant to section 105(a) of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the "Bankruptcy Code"), Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"); and Rule 1015-1 of the Local Rules of the United States Bankruptcy Court for the Eastern District of Virginia (the "Local Rules"), directing the joint administration of the Debtors' chapter 11 cases; and notice of the Motion having been 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

---

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](mailto:mhastings@wtplaw.com)  
[brapp@wtplaw.com](mailto:brapp@wtplaw.com)

*Proposed Counsel for the Debtors and  
Debtors in Possession*

Service, (iv) counsel for the DIP Lender; (v) the Debtors' twenty (20) largest unsecured creditors; (vi) the Debtors' 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 Debtors' assets; and (viii) any party that has filed a request for notice with the Court; and the Court having conducted a hearing on December 3, 2019, to consider the relief requested in the Motion; and all objections, if any, to the entry of this Order having been withdrawn, resolved or overruled by the Court; and upon the entire record of this case, including any evidence presented or statements of counsel at the hearing; and after due deliberation thereon; and good and sufficient cause appearing therefor;

It is accordingly hereby **ORDERED, ADJUDGED, AND DECREED** that:

1. The Motion is **GRANTED**.
2. The above-captioned chapter 11 cases are consolidated for procedural purposes only and shall be jointly administered by the Court under Case No. 19-36275-KRH in accordance with the provisions of Bankruptcy Rule 1015.
3. The caption of the jointly administered cases should read as follows:

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

In re:

Chapter 11

CARDINAL HOMES, INC., *et al.*,  
Debtors.

Case No. 19-36275-KRH  
(Jointly Administered)

4. The foregoing caption satisfies the requirements set forth in section 342(c)(1) of the Bankruptcy Code.



5. A docket entry, substantially similar to the following, shall be entered on the docket of Debtor Alouette Holdings, Inc. to reflect the joint administration of these chapter 11 cases:

An Order has been entered in this case in accordance with Rule 1015 of the Federal Rules of Bankruptcy Procedure and Rule 1015-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Eastern District of Virginia directing the procedural consolidation and joint administration of the chapter 11 cases of Alouette Holdings, Inc. and Cardinal Homes, Inc. The docket in Case No. 19-36275-KRH should be consulted for all matters affecting this case.

6. The Debtors shall maintain, and the Clerk of the United States Bankruptcy Court for the Eastern District of Virginia shall keep, one consolidated docket, one file, and one consolidated service list for these chapter 11 cases.

7. Nothing contained in the Motion or this Order shall be deemed or construed as directing or otherwise effecting a substantive consolidation of these chapter 11 cases and this Order shall be without prejudice to the rights of the Debtors to seek entry of an Order substantively consolidating their respective cases.

8. The requirement under Local Rule 9013-1(G) to file a memorandum of law in connection with the Motion is waived.

9. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion.

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: \_\_\_\_\_

UNITED STATES BANKRUPTCY JUDGE

Entered on Docket \_\_\_\_\_

WE ASK FOR THIS:

/s/ Michael E. Hastings  
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](mailto:mhastings@wtplaw.com)  
[brapp@wtplaw.com](mailto:brapp@wtplaw.com)

*Proposed Counsel for the Debtors and Debtors 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