



IT IS ORDERED as set forth below:

Date: March 15, 2018

Mary Grace Diehl

Mary Grace Diehl
U.S. Bankruptcy Court Judge

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ROME DIVISION

IN RE:)	CHAPTER 11
)	
BEAULIEU GROUP, LLC, et al.,)	Jointly Administered Under
)	CASE NO. 17-41677-mgd
Debtors.)	
)	

**ORDER APPROVING DISCLOSURE STATEMENT TO
ACCOMPANY FIRST AMENDED JOINT PLAN OF LIQUIDATION
AND SCHEDULING HEARING ON CONFIRMATION**

THIS CAUSE came before the Court at a hearing on March 9, 2018 at 10:00 a.m. (the “**Hearing**”) to consider the Disclosure Statement to Accompany Joint Plan of Liquidation [Dkt. No. 543] filed by Beaulieu Group, LLC and Beaulieu Trucking, LLC, both debtors and debtors in possession (collectively, the “**Debtors**”), and the Official Committee of Unsecured Creditors (the “**Committee**”) on February 9, 2018. Any capitalized term used herein but not otherwise defined herein shall have the meaning ascribed to such term in the Plan (as defined below).

By Notice of Hearing dated February 9, 2018 [Dkt. No. 545], all creditors, equity security holders and other parties in interest were given proper notice of the Hearing and were requested to file any objections to the Disclosure Statement to Accompany Joint Plan of Liquidation in writing no later than March 6, 2018. Objections were filed by Dennis Mason [Dkt. No. 570], Discount Carpet & Tile [Dkt. No. 608] and Cygnets, LLC [Dkt. No. 611] (hereinafter, collectively, the “**Objections**”).

On March 14, 2018, the Debtors and the Committee filed their First Amended Joint Plan of Liquidation [Dkt. No. 631] (the “**Plan**”) and their Disclosure Statement to Accompany the First Amended Joint Plan of Liquidation [Dkt. No. 632] (as amended, the “**Disclosure Statement**”) reflecting the additions and revisions recited on the record at the Hearing.

The Court, having reviewed the record, it appearing that due and adequate notice of the Hearing has been provided and for good cause shown, the Court finds that the Disclosure Statement contains adequate information as required by 11 U.S.C. §1125. Accordingly, it is hereby ORDERED and NOTICE IS HEREBY GIVEN as follows:

1. Pursuant to 11 U.S.C. §1125 and Federal Rules of Bankruptcy Procedure 2002 and 3017, the Disclosure Statement is approved;
2. The Objections to the Disclosure Statement, to the extent not resolved herein or withdrawn, are each overruled, without prejudice to any objection to confirmation of the Plan by Cygnets, LLC;
3. The Debtors and the Committee are authorized to make non-substantive conforming changes to the First Amended Joint Plan of Liquidation [Dkt. No.631] (the “**Plan**”) and the Disclosure Statement prior to solicitation;

4. The Debtors and the Committee are authorized, pursuant to 11 U.S.C. §1125(b) and the Order Granting Joint Motion Of The Debtors And The Official Committee Of Unsecured Creditors For An Order Approving Solicitation Procedures And Form Of Solicitation Materials, to transmit copies of the Disclosure Statement, the Plan, and related documents to certain known holders of Claims against and Interests in the Debtors and to solicit acceptances of the Plan from Holders of Claims against the Debtors that are impaired under the Plan;
5. All ballots accepting or rejecting the Plan must be filed, on a ballot form to be provided by the Debtors and the Committee, with American Legal Claims Service, LLC at the following address:

By U.S. Postal Service:

Beaulieu Group, LLC, et al.
c/o ALCS
P.O. Box 23650
Jacksonville, FL 32241

By Private Delivery Service/Hand Delivery:

Beaulieu Group, LLC, et al.
c/o ALCS
8021 Philips Highway, STE 1
Jacksonville, FL 32256

and received by 5:00 p.m. (Eastern Time) on April 20, 2018, (the “**Voting Deadline**”). A copy should also be mailed to counsel for the Debtors and counsel for the Committee at the following addresses:

Ashley R. Ray
Scroggins & Williamson, P.C.
4401 Northside Parkway
Suite 450
Atlanta, Georgia 30327

Paul Labov
Fox Rothschild LLP
101 Park Avenue
Suite 1700
New York, NY 10178

Notwithstanding anything to the contrary contained in this Order, Cygnets, LLC may file a provisional ballot to accept or reject the Plan in accordance with this Paragraph 5, subject to the rights of the Plan Proponents to object thereto;

6. A hearing (the “**Confirmation Hearing**”) to consider confirmation of the Plan and any other matters that may properly come before the Court, will be held on **April 27, 2018 at 10:00 a.m.** in Courtroom 1201, U.S. Courthouse, 75 Ted Turner Drive, Atlanta, Georgia;
7. All responses and objections, if any, to the relief sought in connection with confirmation of the Plan shall (i) be in writing and state the name of the objector, its interest in these Chapter 11 cases, and, if applicable, the amount and nature of its claim or interest, as well as state with particularity the nature of the objection and the legal basis therefore, (ii) include suggested language to amend the Plan in a manner that would resolve the objection, and (iii) be filed with the Court and served in a manner so as to be received by the parties listed below, together with proof of service, no later than 5:00 p.m. (Eastern) on **April 20, 2018** (the “**Plan Objection Deadline**”). A copy of any responses and/or objections must be served upon counsel for the Debtors and counsel for the Committee at the addresses set forth in paragraph 5 above;
8. Any party asserting a Cure Claim arising from (a) the assumption of an executory contract or unexpired lease by the Debtors pursuant to 11 U.S.C. § 365 or (b) the reinstatement of a claim pursuant to 11 U.S.C. § 1124(2) must file a written notice setting forth the asserted amount of such Cure Claim. Such notice must be filed with the Clerk of the Bankruptcy Court and served on counsel for the Debtors and counsel for the Committee at the addresses set forth in paragraph 5 above no later than 5:00 p.m. (Eastern) on **April 20, 2018** (the “**Cure Claim Deadline**”). The

amount of any asserted Cure Claims shall be heard and determined by the Court at the Confirmation Hearing;

9. The Confirmation Hearing may be adjourned from time to time by announcement without further notice to creditors or parties-in-interest;
10. Notice of the Confirmation Hearing shall be deemed adequate and sufficient if a copy of this Order is served upon (i) the Office of the United States Trustee, (ii) the Internal Revenue Service, (iii) all known creditors of the Debtors as reflected on the creditors matrix maintained by the Clerk of the Bankruptcy Court in this case, and (iv) all persons or entities that have filed notices of appearance in this case prior to the date of this Order;
11. This Court shall retain jurisdiction with respect to any matters or disputes which arise from or relate to implementation of this Order.

END OF DOCUMENT

Prepared and presented by:

SCROGGINS & WILLIAMSON, P.C.

FOX ROTHSCHILD LLP

/s/ Ashley R. Ray

J. ROBERT WILLIAMSON
Georgia Bar No. 765214
ASHLEY REYNOLDS RAY
Georgia Bar No. 601559
MATTHEW W. LEVIN
Georgia Bar No. 448270
One Riverside
4401 Northside Parkway
Suite 450
Atlanta, GA 30327
(404) 893-3880

Counsel for the Debtors

/s/ Paul J. Labov (by ARR w/express permission)

MICHAEL G. MENKOWITZ
PAUL J. LABOV
JASON C. MANFREY
2000 Market Street, 20th Floor
Philadelphia, PA 19103-3291
(215) 299-2000

-and-

THOMPSON HINE LLP
JOHN F. ISBELL
Georgia Bar No. 384883
GARRETT A. NAIL
Georgia Bar No. 997924
Two Alliance Center
3560 Lenox Road, Suite 1600
Atlanta, GA 30326
(404) 541-2900

Co-Counsel for the Official Committee of
Unsecured Creditors

Distribution List

Ashley R. Ray
SCROGGINS & WILLIAMSON, P.C.
4401 Northside Parkway
Suite 450
Atlanta, GA 30327

Martin P. Ochs
OFFICE OF THE UNITED STATES TRUSTEE
362 Richard Russell Federal Building
75 Ted Turner Drive, SW
Atlanta, GA 30303

Michael G. Menkowitz
Paul J. Labov
Jason C. Manfrey
FOX ROTHSCHILD LLP
2000 Market Street, 20th Floor
Philadelphia, PA 19103-3291
(215) 299-2000

John F. Isbell
Garrett A. Nail
THOMPSON HINE LLP
Two Alliance Center
3560 Lenox Road, Suite 1600
Atlanta, Georgia 30326