

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

IN RE:

BLUE EAGLE FARMING, LLC, et al.¹,

Debtor.

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**Chapter 11
Case No. 18-02395-TOM11
(Jointly Administered)**

**ORDER AUTHORIZING THE DEBTORS' MOTION TO ENTER INTO AND
PERFORM UNDER REAL PROPERTY SALES CONTRACTS IN THE ORDINARY
COURSE OF BUSINESS**

This matter came to be heard upon the motion (the "Motion")² of Blue Eagle Farming, LLC ("Blue Eagle"), and its affiliated debtors (each a "Debtor" and collectively, the "Debtors" or "Blue Eagle"), for authorization to enter into and perform under real property sales contracts in the ordinary course of business pursuant to §§ 105(a), and 363 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (the "Bankruptcy Code"); the court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; due notice of this Motion has been provided the Master Service List; and it appearing that no other notice or further notice need be provided; the Court having determined that the relief sought in the Motion is in the best interests of Debtors, its creditors, and all parties in interest; upon the Motion and all

¹ In addition to Blue Eagle Farming, LLC, the Debtors include the following entities: (1) War-Horse Properties, LLLP; (2) Eagle Ray Investments, LLC; (3) H J Farming, LLC; (4) Blue Smash Investments, LLC; (5) Armor Light, LLC; (6) Forse Investments, LLC; and (7) Robert Bradford Johnson.

² All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

of the proceedings before this Court; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED that the relief requested in the Motion is hereby **GRANTED** as set forth herein; and it is further

ORDERED that the Debtors are authorized to sell (each a “**Proposed Real Estate Asset Sale**”) the real property assets described in **Exhibit 1** hereto (the “**Real Property Assets**”) in accordance with the following procedures (collectively, the “**Real Estate Asset Sale Procedures**”):

- a) Prior to selling any Real Property Assets, the Debtors shall file with the Court a notice, substantially in the form attached hereto as **Exhibit 2**, of such Proposed Real Estate Asset Sale (a “**Real Estate Asset Sale Notice**”) and serve such Real Estate Asset Sale Notice by email, if available, and overnight delivery on the parties listed on the Master Service List (the “**Notice Parties**”).
- b) Following service of each Real Estate Asset Notice, the Debtor shall file a certification setting forth the date of service and the manner in which service was effectuated.
- c) Each Real Estate Asset Sale Notice shall include: (i) a description of the Real Property Assets that are the subject of the Proposed Real Estate Asset Sale; (ii) the location of the Real Property Assets; (iii) the economic terms of sale, including a copy of any asset purchase agreement; (iv) the identity of any non-Debtor party to the Proposed Real Estate Asset Sale and an indication of whether that party is an “affiliate” or “insider” as those terms are defined under section 101 of the Bankruptcy Code; (v) the identity of the party, if any, holding liens, claims, encumbrances or other interests in the Real Property Assets; (vi) the identity and terms of compensation of any agents and/or brokers involved in a Proposed Real Estate Asset Sale; (vii) a description of the marketing process or efforts taken to find a buyer for the Real Property Asset; (viii) whether there were any other bids or offers and the basic economic terms thereof; (ix) whether the Real Property Asset is currently leased and the monthly rental income derived from the Real Property Asset; and (x) a copy of any appraisal of the property conducted as part of the sale (that is available as of filing of the Real Estate Asset Sale Notice) or in the last year.
- d) Upon the closing, the transfer of the Real Property Assets will be a legal, valid, and effective transfer, and will vest the purchaser with all right, title, and interest of the Debtors to the Real Property Assets free and clear of any and all liens, claims, interests and encumbrances of any kind or nature (the “**Claims and Interests**”), with all such purported Claims and Interests attaching to the proceeds

of the sale. The proceeds of any sale (net of any applicable closing costs) for which any non-Debtor has any Claims or Interests shall be placed into a separate bank account and the proceeds shall not be distributed from that account without an order from this Court. These purported Claims and Interests include, but are not limited to, the liens obtained by the United States in *United States of America et al. v. Bluewave Healthcare Consultants Inc., et al.*, Case Number 14-230 in the United States District Court for the District of South Carolina. All such purported Claims and Interests shall attach to the proceeds of the Sale with the same order of priority, validity, force, and effect which they now have against the Real Property Assets, subject to any claims and defenses the Debtors or any party in interest may possess with respect thereto.

- e) Unless an extension is granted with consent of the Debtors or by order of the Court, Notice Parties shall have until 4:00 p.m. central on the fifth business day following the day on which the Real Estate Asset Sale Notice is served (the “**Objection Deadline**”) to file an objection with the Court. Any such objection must contain specific and particular bases for objection to the Proposed Real Estate Asset Sale described in such Real Estate Asset Sale Notice. If no written objection is filed by the Objection Deadline, the Debtors may request that the Court enter an order authorizing the Real Estate Asset Sale. Following entry of such an order, the Debtors may consummate the Proposed Real Estate Asset Sale without further notice to any other party and without the need for a hearing.
- f) If a written objection to a Proposed Real Estate Asset Sale is timely filed by the Objection Deadline, the Debtors will not proceed with the Proposed Real Estate Asset Sale and the Court will set the Proposed Real Estate Asset Sale for an expedited hearing.

ORDERED that notice of any sale of the Debtors’ Real Property Assets in accordance with the Real Estate Asset Sale Procedures shall constitute sufficient notice of the sale of such assets; and it is further

ORDERED that the form of the Real Estate Asset Sale Notice attached hereto as **Exhibit 2** is hereby approved; and it is further

ORDERED that the number of sales of Real Property Assets which may occur pursuant to the terms of this Order is capped at four, unless the United States Department of Justice and the HDL Trustee consent to additional sales occurring pursuant to this Order; and it is further

ORDERED that after four sales of Real Property Assets occur, in the event the United States Department of Justice and the HDL Trustee do not consent to additional sales occurring

pursuant to this Order, the Debtors may file a motion with this Court to seek authorization to conduct additional sales of Real Property Assets; and it is further

ORDERED that nothing in the Motion or this Order shall prohibit the Debtors from filing one or more motions to approve a sale of assets; and it is further

ORDERED that the provision in Bankruptcy Rule 6004(h) staying an order authorizing the use, sale, or lease of property until the expiration of fourteen (14) days after entry of the order is hereby waived with respect to this Order and in respect of the sale of any Real Property Assets made in accordance with this Order; and it is further

ORDERED the Debtors are authorized to take all such actions as are necessary to implement the terms of this Order.

Dated: August 21, 2018

/s/ Tamara O. Mitchell
TAMARA O. MITCHELL
United States Bankruptcy Judge

Exhibit 1

Property Location	Debtor	Net Book Value	Debtor's Scheduled Liquidation Value
2237 2nd Street Birmingham, AL 35205	Robert Bradford Johnson	N/A	\$35,000.00
188 Dogwood Circle Brandon, MS 39047	Robert Bradford Johnson	N/A	\$60,000.00
74 County Road 460 Cullman, AL	Forse Investments, LLC	\$90,531.00	\$76,000.00
7542 Section Line Albertville, AL 35951	Forse Investments, LLC	\$64,631.00	\$65,000.00
54 HT Greer Road Albertville, AL 35951	Forse Investments, LLC	\$51,866.00	\$40,000.00
1503 Wilderness Lane Birmingham, AL	Forse Investments, LLC	\$40,593.00	\$85,000.00
1924 Springlake Birmingham, AL	Forse Investments, LLC	\$34,470.00	\$50,000.00
2004 Reed Road Birmingham, AL	Forse Investments, LLC	\$14,269.00	\$10,000.00
2008 Reed A Birmingham, AL	Forse Investments, LLC	\$60,207.00	\$55,000.00
377 St. Johnson Rd NW Birmingham, AL	Forse Investments, LLC	\$48,297.00	\$60,000.00
389 St. John Birmingham, AL	Forse Investments, LLC	\$47,888.00	\$60,000.00
394 St. John Rd NW Birmingham, AL	Forse Investments, LLC	\$46,598.00	\$60,000.00
509 Ridge Birmingham, AL	Forse Investments, LLC	\$70,636.00	\$85,000.00
5345 Tyler Loop Birmingham, AL	Forse Investments, LLC	\$43,654.00	\$60,000.00
5866 Brenda Drive Birmingham, AL	Forse Investments, LLC	\$46,389.00	\$60,000.00
5881 Janet Drive Birmingham, AL	Forse Investments, LLC	\$47,875.00	\$55,000.00
628 15th Court Birmingham, AL	Forse Investments, LLC	\$43,457.00	\$35,000.00
6500 Kathy Circle Birmingham, AL	Forse Investments, LLC	\$44,509.00	\$60,000.00
6935 Heather Lane Birmingham, AL	Forse Investments, LLC	\$48,713.00	\$45,000.00
7322 Cavern Birmingham, AL	Forse Investments, LLC	\$38,750.00	\$60,000.00
742 Eastern Manor	Forse Investments, LLC	\$41,512.00	\$45,000.00

Birmingham, AL			
747 Eastern Manor Birmingham, AL	Forse Investments, LLC	\$33,467.00	\$45,000.00
147 Center Street Blountsville, AL	Forse Investments, LLC	\$26,777.00	\$30,000.00
49605 State Hwy 79 Blountsville, AL	Forse Investments, LLC	\$23,913.00	\$45,000.00
1182 County Road 702 Cullman, AL	Forse Investments, LLC	\$52,697.00	\$45,000.00
916 Manor Drive Cullman, AL	Forse Investments, LLC	\$91,786.00	\$90,000.00
2009 Wooddale Fultondale, AL	Forse Investments, LLC	\$61,768.00	\$70,000.00
704 Hopewell Road Hanceville, AL	Forse Investments, LLC	\$46,044.00	\$35,000.00
1004 Rose Street Oneonta, AL	Forse Investments, LLC	\$19,490.00	\$35,000.00
403 Elm Street Oneonta, AL	Forse Investments, LLC	\$20,075.00	\$35,000.00
535 W Glenn Auburn, AL	Forse Investments, LLC	\$135,000.00	\$80,000.00
3417 Sudie Avenue Gadsden, AL	Forse Investments, LLC	\$14,187.00	\$14,000.00
1804 Third Street Gadsden, AL	Forse Investments, LLC	\$72,718.00	\$35,000.00
600 Sixth Avenue Gadsden, AL	Forse Investments, LLC	\$8,798.00	\$3,200.00
615 Hopewell Hanceville, AL	Blue Smash Investments, LLC	\$45,937.00	\$46,000.00
1301 Park Ave Oneonta, AL	Blue Smash Investments, LLC	\$49,258.00	\$65,000.00
77700 US Hwy 231 Rainbow Blountsville, AL	Blue Smash Investments, LLC	\$32,314.00	\$25,000.00

Exhibit 2

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

IN RE:

BLUE EAGLE FARMING, LLC, et al.¹,

Debtor.

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**Chapter 11
Case No. 18-02395-TOM11
(Jointly Administered)**

NOTICE OF PROPOSED REAL ESTATE ASSET SALE

PLEASE TAKE FURTHER NOTICE that on July *, 2018, the United States Bankruptcy Court for the Northern District of Alabama (the “**Court**”) entered that certain *Order Authorizing the Debtors’ Motion to Enter Into and Perform Under Real Property Sales Contracts in the Ordinary Course of Business* [Docket No. *] the (“**Real Estate Asset Sale Procedures Order**”),² whereby the Court authorized the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to sell certain Real Property Assets in accordance with procedures provided for therein.

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Real Estate Asset Sale Procedures Order, the Debtors propose to sell (the “**Proposed Real Estate Asset Sale**”) the Real Property Assets as set forth on **Exhibit A** attached hereto. In accordance with the Real Estate Asset Sale Procedures Order, **Exhibit A** attached hereto provides: (i) a description of the Real Property Assets that are the subject of the Proposed Real Estate Asset Sale; (ii) the location of the Real Property Assets; (iii) the economic terms of sale, including a copy of any asset purchase agreement; (iv) the identity of any non-Debtor party to the Proposed Real Estate Asset Sale and an indication of whether that party is an “affiliate” or “insider” as those terms are defined under section 101 of the Bankruptcy Code; (v) the identity of the party, if any, holding liens, claims, encumbrances or other interests in the Real Property Assets; (vi) the identity and terms of compensation of any agents and/or brokers involved in a Proposed Real Estate Asset Sale; (vii) a description of the marketing process or efforts taken to find a buyer for the Real Property Asset; (viii) whether there were any other bids or offers and the basic economic terms thereof; (ix) whether the Real Property Asset is currently leased and the monthly rental income derived from

¹ All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

es, LLLP; (2) Eagle Ray Investments, LLC; (3) H J Farming, LLC; (4) Blue Smash Investments, LLC; (5) Armor Light, LLC; (6) Forse Investments, LLC; and (7) Robert Bradford Johnson.

² All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Real Estate Asset Sale Procedures Order.

the Real Property Asset; and (x) a copy of any appraisal of the property conducted as part of the sale (that is available as of filing of the Real Estate Asset Sale Notice) or in the last year.

PLEASE TAKE FURTHER NOTICE that pursuant to the Real Property Asset Sale Procedures Order, parties shall have until *, **2018 at 4:00 p.m. (Central Time)** (the “**Objection Deadline**”) to file an objection with the Court with specific and particular bases that they object to the Proposed Real Estate Asset Sale.

PLEASE TAKE FURTHER NOTICE that if a written objection to a Proposed Real Estate Asset Sale is timely filed by the Objection Deadline, the Debtors will not proceed with the Proposed Real Estate Asset Sale and the Court will set the Proposed Real Estate Asset Sale for an expedited hearing.

s/ DRAFT

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