

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:

CENTENNIAL BEVERAGE GROUP, LLC,

DEBTOR.

:
:
:
:
:
:
:

CASE NO. 12-37901

CHAPTER 11

NINTH STIPULATION EXTENDING TERM OF AGREED FINAL ORDER
(I) AUTHORIZING THE DEBTOR'S USE OF CASH COLLATERAL AND
(II) GRANTING ADEQUATE PROTECTION

WHEREAS, on December 17, 2012 (the "Petition Date"), Centennial Beverage Group, LLC (the "Debtor") filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, thereby commencing the above-styled and numbered bankruptcy case (this "Case"); and

WHEREAS, on February 11, 2013, this Court entered the *Agreed Final Order (I) Authorizing the Debtor's Use of Cash Collateral and (II) Granting Adequate Protection* [**Docket No. 191**] (the "Final Cash Collateral Order")¹ which, *inter alia*, authorized the Debtor's use of Cash Collateral pursuant to and in accordance with the terms and conditions set forth in the Final Cash Collateral Order and the Budget; and

WHEREAS, following two Court-approved extensions of the term of the Final Cash Collateral Order, on April 29, 2013 the Court entered the *Order Amending Final Cash Collateral Order* (the "April 29 Amendment") whereby the Debtor and Lender agreed to extend the term of the Final Cash Collateral Order; and

¹ Capitalized terms not otherwise defined herein have the meaning ascribed to such terms in the Final Cash Collateral Order.

WHEREAS, the Final Cash Collateral Order, as extended by the April 29 Amendment, was extended to August 31, 2013 under the terms of the *Eighth Stipulation Extending Terms of Agreed Final Order (I) Authorizing the Debtor's Use of Cash Collateral and (II) Granting Adequate Protection*; and

WHEREAS, the Debtor and Lender have agreed to further extend the term of the Final Cash Collateral Order as set forth herein;

NOW, THEREFORE, DEBTOR AND LENDER HEREBY STIPULATE AND AGREE THAT:

1. Pursuant to paragraph 29 of the Final Cash Collateral Order, the Termination Date is hereby extended to the earliest to occur of: (a) 11:59 p.m. Central time on September 30, 2013 (which shall become the Maturity Date for purposes of the Final Cash Collateral Order), or (b) any Termination Event occurring after the filing of this stipulation.

2. The Debtor's use of Cash Collateral under the Final Cash Collateral Order, as hereby extended, shall be in accordance with the line item budget attached hereto as **Exhibit A** (which shall become the Budget under the Final Cash Collateral Order).

3. The Debtor may seek reimbursement from JWV Associates, Ltd. ("JWV") of certain Budgeted expenses paid by the Debtor that relate primarily to the real property owned by JWV.² Lender does not object to JWV's reimbursement of the Debtor for such expenses, up to the amounts set forth in the Budget, provided that JWV shall pay Lender \$80,744.33 in accrued but unpaid interest owing under the Term Loan Agreement.

4. Except as otherwise expressly provided herein, all terms, conditions and provisions of the Final Cash Collateral Order are unchanged and remain in full force and effect.

² Such expenses are expressly noted in the Budget.

STIPULATED AND AGREED:

Counsel for the Debtor:

HAYNES AND BOONE, LLP

/s/ Ian T. Peck
Robert D. Albergotti
Ian T. Peck
Jarom J. Yates

Counsel for Compass Bank:

WINSTEAD PC

/s/ J. Frasher Murphy
J. Frasher Murphy
Matthew T. Ferris

EXHIBIT A

Centennial Beverage Group
Cash Flow Summary

	<u>Budget 9/1/2013</u>	<u>Budget 9/8/2013</u>	<u>Budget 9/15/2013</u>	<u>Budget 9/22/2013</u>	<u>Budget 9/29/2013</u>
Cash Receipts					
Vantiv Refund & Other					
Specs, net					
Cheers, net					
Misc Other					
Reimbursement from JWV	4,190	40,696	3,600	3,600	3,600
Subtotal: Total Receipts	<u>4,190</u>	<u>40,696</u>	<u>3,600</u>	<u>3,600</u>	<u>3,600</u>
Disbursements					
Payroll	4,040	3,250	3,250	3,250	3,250
Store Rent					
Corporate Office Rent	-	4,000			
Utilities	250	250	250	250	250
Allied (Com'l, Auto, Marine, Umbrella)	-	17,815			
AFCO (D&O)	-	5,281			
Self Insured Medical					
Franchise Tax					
Other Operating	100	10,100	100	100	100
Revolver Paydowns					
Subtotal: Disbursements	<u>4,390</u>	<u>40,696</u>	<u>3,600</u>	<u>3,600</u>	<u>3,600</u>
Net Cash Flow	<u>(200)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Beginning Cash	1,740,209	1,740,009	1,740,009	1,740,009	1,740,009
Net Cash Flow	(200)	-	-	-	-
Ending Cash	<u>1,740,009</u>	<u>1,740,009</u>	<u>1,740,009</u>	<u>1,740,009</u>	<u>1,740,009</u>
Line of Credit	294,410	294,410	294,410	294,410	294,410
Paydowns	-	-	-	-	-
Ending Balance	<u>294,410</u>	<u>294,410</u>	<u>294,410</u>	<u>294,410</u>	<u>294,410</u>