UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS

In re: CELEST INVESTMENTS, LLC Debtor.	Case No. 26-40564 EDK Chapter 11

ORDER AUTHORIZING INTERIM USE OF CASH COLLATERAL

Upon consideration of the *Debtor's Motion for Orders (A) Authorizing Further Use of Cash Collateral; (B) Granting Post-petition Replacement Liens as Adequate Protection; and (C) Authorizing Adequate Protection* (the "Motion") by Celest Investments, LLC (the "Debtor"); notice of the Motion being good and sufficient notice under the circumstances; the Court having held a hearing on May 28, 2026, relating to the Motion; after due deliberation and sufficient cause appearing:

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is granted subject to the terms and conditions set forth at the hearing on May 28, 2026 in this order.

2. The Debtor is authorized to use Cash Collateral to pay all expenses incurred by the Debtor in the operation of its ongoing business post-petition consistent with the Budget Reconciliation to the extent necessary to prevent immediate and irreparable harm.

3. The Debtor is to provide, by the Friday of each week beginning June 5, 2026, a weekly accounting of beginning and ending bank account balances to RD WAB SPB LLC and Park Street Ventures.

[1] Capitalized term used herein and not otherwise defined shall have the meanings set forth in the Motion.

4. The Lienholders are hereby granted post-petition replacement liens and security interests in property of the Debtor's estate, as set forth in the Motion, in an amount equivalent to the amount of Cash Collateral expended by the Debtor, of the same type, in the same nature and to the same extent as the Lienholders had in such assets pre-petition to the extent the lienholders held validly perfected liens and security interests as of the Petition Date ("Post-petition Liens").

5. The Post-petition Liens of the lienholders (the "post-Petition Liens) shall be recognized only to the extent of diminution in the value of the Lienholders' prepetition collateral constituting Cash Collateral resulting from the Debtor's use thereof in the operation of the Debtor's business in the Post-petition period.

6. The Post-petition Liens shall maintain the same priority, validity, and enforceability as the Lienholders' liens on their pre-petition collateral.

7. This order shall be sufficient and conclusive evidence of the existence of the Post-petition Liens without the necessity of filing or recording any financial statement or other instrument or document which may otherwise be required under the law or regulation of any jurisdiction to validate or perfect (in accordance with applicable non- bankruptcy law) the Post-petition Liens.

8. The Post-petition Liens shall not attach to any avoidance powers held by the Debtor or any subsequently appointed trustee for the Debtor, including those avoidance powers set forth in sections 544, 545,547,548, 549, 550, 551, and 553 of the Bankruptcy Code, or to the proceeds of any claims under or actions commenced pursuant to such powers.

9. As further adequate protection, to the extent funds are available, the Debtor is authorized to make weekly adequate protection payments consistent with the budget.

10. Nothing in this Order shall constitute a waiver by or restrict the Debtor's right to seek further use of Cash Collateral or to seek authority to use Cash Collateral other than on the terms and conditions set forth herein.

11. This Order shall be without prejudice to the rights of the Debtor and other parties in

interest to challenge the validity or perfection or priority of the secured creditors' asserted security interests, including the Lienholders' pre-petition liens, on any grounds whatsoever, and the Post-petition Liens granted pursuant to this Order may be revoked or reduced to the extent that any such challenge or objection is successful.

12. A hearing on the Debtor's further use of cash collateral will be held on June 17, 2026 at 10:00 a.m. The hearing will be conducted both in person at the Federal Courthouse, Berkshire Courtroom, 300 State Street, Springfield, MA and by Zoom.gov videoconference. Parties in interest who wish to participate through Zoom, **by 12:00 p.m. one court business day before the hearing,** should email the Courtroom Clerk at sophia_howard@mab.uscourts.gov requesting remote participation, providing their name, the party they represent, and whether or not they will be an active participant in the hearing or only observing. Participation by video is only permitted by parties in interest. All other parties who wish to attend the hearing must attend in person.

13. The Debtor is ORDERED to file, on before June 16, 2026, a reconciled budget showing actual to projected income and expenses for the period ending June 12, 2026, as well as beginning and ending bank balances monthly, and a projected budget for June, July, and August 2026.

14. The Debtor shall serve, on or before June 8, by United States mail, first-class postage prepaid, email, or other appropriate method of service, notice of the entry of this order and of the further hearing on: (a) the parties having been given notice of the Motion, including the Lienholders and US Trustee, and (b) any party which has filed prior to such date a request for notices with this Court.

15. Notwithstanding the possible applicability of Bankruptcy Rules 6004 and 7062 or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry by the Court.

Dated: June 5, 2026

Elizabeth D. Katz
ELIZABETH D. KATZ
UNITED STATES BANKRUPTCY JUDGE