

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF LOUISIANA**

IN RE:

HECK INDUSTRIES, INC.

CASE NO. 16-10516

DEBTOR

CHAPTER 11

AGREED ORDER

Considering the *Motion for Order Approving Sale Pursuant to Sections 363(b) and 363(f) of the Bankruptcy Code* [P-276] filed by Heck Industries, Inc. (“Debtor”), debtor; the objections [P-293, 295] thereto filed by Investar Bank (“Investar”) and the Unsecured Creditors’ Committee (“the Committee”); the settlement reached during a mediation held on September 30, 2016 among the Debtor, Heck Enterprises, Inc., Investar, Buzzi Unicem USA, Inc. (“Buzzi”), the Committee, Holcim USA, Inc., Southern Aggregates, and Continental Cement Company; and applicable law;

IT IS ORDERED that the sale of the Mansura, Louisiana and Moreauville, Louisiana batch plants, along with the cement trucks and equipment described on Exhibit “A” attached hereto, is approved in the amount of \$550,000.00 in cash to be paid at the closing of the sale by the Debtor to Bayou Ready Mix, LLC, pursuant to 11 U.S.C. §363(b) and (f), free and clear of all liens, claims and encumbrances, with such liens, claims and encumbrances attaching to the proceeds of the respective sale proceeds;

IT IS FURTHER ORDERED that, as a condition of the sale, the execution by the Debtor of the “Agreement To Not Compete” attached hereto as Exhibit “B” is approved and ratified, and, accordingly, (i) any and all claims scheduled by the Debtor as due to, or asserted by, 3B Trucking, LLC in this case are forever disallowed and expunged, and (ii) Bayou Ready Mix,

LLC is ordered and directed to make two payments of \$10,000.00 each to the Debtor on or before August 1, 2017, and on or before August 1, 2018, which payments are recognized as a portion of the collateral securing Investar's claim;

IT IS FURTHER ORDERED that, as a condition of the Committee withdrawing its objection to the closing of the sale prior to the confirmation of the Debtor's Chapter 11 plan, which plan will incorporate the payment terms for the General Unsecured Claims (excluding any alleged deficiency claims of Investar, Buzzi, Mack, and Caterpillar) as set forth in the Mediation Settlement Term Sheet - Heck Industries, Inc. and Heck Enterprises, Inc., executed on September 30, 2016 by the Debtors, Wallace Heck, Jr., the Committee, Investar, Buzzi, Southern Aggregates and Continental Cement Company ("Mediation Settlement"), the Debtor agrees to hold no less than \$783,000.00 in trust out of the BP Claim Proceeds (as discussed in the Mediation Settlement) for the benefit of the holders of allowed General Unsecured Claims; it being understood that this designated amount is held in trust and designated for the benefit of the holders of allowed General Unsecured Claims, but is not a limit on what is required to be paid to the holders of allowed General Unsecured Claims in accordance with the Mediation Settlement;

IT IS FURTHER ORDERED that Wallace E. Heck, Jr., as President of Heck Industries, Inc, is authorized and directed to execute any and all documents relating to the sale and the consummation of same;

IT IS FURTHER ORDERED that the Debtor and/or any closing attorney or agent is authorized and directed to pay to Investar Bank the sum of \$127,600.00 from the sale proceeds, which is the amount it is owed for the cement trucks being sold which it holds as collateral;

IT IS FURTHER ORDERED that the Debtor and/or any closing attorney or agent is authorized and directed to pay Buzzi Unicem USA, Inc. the sum of \$150,000.00 from the sale proceeds;

IT IS FURTHER ORDERED that the remaining proceeds shall be paid to the Debtor and may be used by the Debtor in the operation of its business during the pendency of this case;

IT IS FURTHER ORDERED that the 14 day stay requirement under F.R.B.P. 6004(h) is waived.

Baton Rouge, Louisiana, October 4, 2016.

s/ Douglas D. Dodd
DOUGLAS D. DODD
UNITED STATES BANKRUPTCY JUDGE

Approved as to Form and Substance:

s/ William E. Steffes
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COUNSEL FOR DEBTOR

and

s/ Stephen P. Strohschein
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ATTORNEYS FOR INVESTAR BANK

and

s/ William L. Siegel

William L. Siegel, TX Bar Roll No. 18342480

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ATTORNEYS FOR BUZZI UNICEM USA, INC.

and

s/ David J. Messina

David J. Messina (La. Bar Roll #18341)

Fernand L. Laudumiey, IV (La. Bar Roll #24518)

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ATTORNEYS FOR THE UNSECURED CREDITORS' COMMITTEE

EXHIBIT A

Moreauville Plant - \$90,000

- Rex Logo 7 CY Batch Plant
- Manufactured 1980
- Command batch computer system
- 5000 gallon water tank

Mansura Plant -- \$305,900

- APECO 10 CY Batch Plant – rated at 120 cy per hour
- Manufactured in 1986 – not really used until 1992
- Command batch computer system
- 8000 gallon auxiliary water tank

Ready Mix Trucks

- | | | | |
|-------|------------------|-------------------|-----------|
| • 660 | MACK 2006 DM690S | 1M2B209C66M030858 | \$ 25,500 |
| • 662 | MACK 2006 DM690S | 1M2B209C46M303857 | \$ 26,300 |
| • 442 | MACK 2004 DM690S | 1M2B209C54M029987 | \$ 24,800 |
| • 664 | MACK 2006 DM690S | 1M2B209C76M030853 | \$ 25,500 |
| • 665 | MACK 2006 DM690S | 1M2B209C06M030838 | \$ 25,500 |

Pick Up Truck

- | | | | |
|-------|-----------------|-------------------|----------|
| • 277 | 2005 GMC 1500HD | 1GDJC32405E234864 | \$ 1,500 |
|-------|-----------------|-------------------|----------|

Loader

- | | | | |
|-------|------------------------|----------|-----------|
| • 522 | 2009 Caterpillar 928HZ | CXK00296 | \$ 25,000 |
|-------|------------------------|----------|-----------|

EXHIBIT B

AGREEMENT TO NOT COMPETE


This AGREEMENT TO NOT COMPETE (hereinafter "Agreement") is entered into on the 29th day of July 2016, by and between HECK INDUSTRIES, INC., a Louisiana corporation with a domicile address of 5415 Choctaw Drive, Baton Rouge, LA 70805 ("Seller"), represented herein by its duly authorized representative, Wallace Heck, Jr.; and BAYOU READY MIX, LLC, a Louisiana limited liability company with a domicile address of 278 Industrial Boulevard, Mansura, LA 71350, ("Purchaser"), represented herein by its duly authorized representatives, Thomas Bordelon and Brian Bordelon, (Seller and Purchaser are hereinafter, collectively, the "Parties").

It is agreed that the Seller will enter into a non-compete agreement with the Buyer in the Avoyelles Parish market area and that it will consult as needed with the Buyer for a period of two (2) consecutive years and an annual payment of TEN THOUSAND and no/100 (\$10,000) DOLLARS beginning August 1st, 2017 and continuing until the final payment on August 1, 2018.

In further consideration, 3B trucking, an entity owned by Thomas Bordelon and Brian Bordelon, presently the members of Bayou Ready Mix, shall agree to waive its prepetition claim in the chapter 11 bankruptcy proceeding entitled *In re Heck Industries, Inc.*, and bearing case number 16-10516 in the Middle District Bankruptcy Court for the State of Louisiana.

WITNESS the hands and seals of Purchaser and Seller this day, month and year below written who each sign below through their respective authorized representative. Each Party acknowledges that each has read this Agreement in its entirety, understands its contents, and has had the opportunity to seek legal counsel and to contribute to its drafting.

SELLER:
HECK INDUSTRIES, INC.



Wallace Heck, Jr.
President

BUYER:
BAYOU READY MIX, LLC



Thomas Bordelon
Member



Brian Bordelon
Member