



Dated: January 09, 2017
The following is SO ORDERED:


David S. Kennedy
UNITED STATES CHIEF BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TENNESSEE
WESTERN DIVISION

In re:)	
)	
THE HIGHLANDS OF MEMPHIS, LLC,)	Case No. 16-30025-dsk
)	Chapter 11
Debtor.)	

In re:)	
)	
THE HIGHLANDS OF DYERSBURG, LLC,)	Case No.: 16-30096-dsk
)	Chapter 11
Debtor.)	

**SECOND INTERIM ORDER AUTHORIZING MAINTENANCE AND USE OF
CERTAIN EXISTING BANK ACCOUNTS, CASH MANAGEMENT SYSTEM, AND
BUSINESS FORMS**

THIS MATTER came on for hearing upon Debtors’ Motion for Expedited Entry of an Order Authorizing Maintenance and Use of Certain Existing Bank Accounts, Cash Management System, and Business Forms (the “Motion”) [Dkt Nos. 17 and 19], filed by The Highlands of Memphis, LLC, and The Highlands of Dyersburg, LLC (“Debtors”) and the Objection [Dkt Nos. 53 and 46] filed by the U.S. Trustee. Upon consideration of the Declaration of Robert Denny

Barnett in Support of First Day Motion and Applications filed concurrently with the Motion; the Court FINDS that (i) it has jurisdiction over this matter pursuant to 28 U.S.C. § 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) and (O); (iii) proper and adequate notice of the Motion has been given, and no other or further notice need be provided; and (iv) the relief requested in the Motion is in the best interest of Debtors and their estates and creditors; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefore, IT IS THEREFORE ORDERED:

1. The Motion is GRANTED IN PART, as set forth herein.
2. The Debtors, on an interim basis, are authorized to maintain existing prepetition accounts (the “Bank Accounts” or “DIP Accounts”) at CFG Community Bank (“CFG”) and Regions Bank (“Regions”) (collectively, the “Banks”).
3. The Bank Accounts shall be deemed debtor-in-possession accounts, and the maintenance and continued use of these accounts shall be in the same manner and with the same account numbers, styles, and document forms as during the pre-petition period.
4. Nothing contained in this Order shall prevent the Debtors from opening or closing such accounts as Debtors may deem necessary and appropriate, without further motion or order of this Court, but any additional account opened must be a debtor-in-possession account at an authorized depository in compliance with the guidelines promulgated by the Office of the United States Trustee. Notice shall be provided to the United States Trustee of the opening of an account within 24 hours thereof. Such notice shall include the name of the bank, the name of the account, and the account number.
5. To prevent the payment of any pre-petition items, the post-petition payment of which has not been approved by the Court, CFG and Regions are authorized and directed to

accept and honor all representations from the Debtor as to which checks should be honored or dishonored, whether the check is dated prior to, on or subsequent to the Petition Date and whether or not CFG or Regions believes the payment is authorized by some other order of the Court.

6. The Debtors shall authorize and direct CFG and Regions to take the action necessary to immediately cease any and all automatic payments, draws, or withdrawals from the CFG and Regions Accounts on pre-petition claims or obligations which have not been approved by the Court.

7. The Debtors shall serve a copy of this Order on CFG and Regions.

8. Debtors are authorized to continue to use its correspondence and business forms, including without limitation, purchase orders, checks, letterhead, and envelopes, substantially in the forms existing immediately prior to the Petition Date without reference to its status as debtor-in-possession.

10. Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

IT IS SO ORDERED.

THIS ORDER IS ENTERED NUNC PRO TUNC TO December 20, 2016.

IT IS SO ORDERED AND NOTICE IS HEREBY GIVEN that the Motion is GRANTED IN PART and a final hearing on the Motion will be held on Tuesday, January 31, 2017, at 11:45 a.m. at the U.S. Bankruptcy Court for the Western District of Tennessee.

Submitted for Entry:

/s/ M. Ruthie Hagan

M. Ruthie Hagan (TNB # 026839)
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PERSONS TO BE SERVED WITH FINAL ORDER:

Debtors
Debtors' Counsel
U.S. Trustee
Debtors' 20 largest unsecured creditors
Capital Finance, LLC
FC Highlands, LLC
CLMG II SPE I, Inc.