

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

HOLSTED MARKETING, INC.
d/b/a Holsted Jewelry,

Chapter 11

Case No. 16-11683 (JLG)

Debtor.
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**FINAL ORDER GRANTING EMERGENCY APPLICATION PURSUANT TO
11 U.S.C. §§105(a) AND 364(b) FOR INTERIM AND FINAL ORDERS AUTHORIZING
THE DEBTOR TO OBTAIN POST-PETITION FINANCING FROM VICTOR BENSON**

Upon the motion (the "**Motion**") of Holsted Marketing, Inc. d/b/a Holsted Jewelry (the "**Debtor**"), the above-captioned debtor and debtor-in-possession, for entry of an order, pursuant to sections 105(a) and 364(b) of title 11, United States Code (the "**Bankruptcy Code**"), authorizing and approving the terms and conditions under which the Debtor may obtain post-petition financing from its President and majority shareholder, Victor Benson ("**Benson**") in the total amount of \$200,000.00 (the "**Benson Loan**"); and upon the Court's interim order granting the relief requested in the Motion (ECF Doc. No. 102) (the "**Interim Order**") and scheduling a final hearing on the Motion (the "**Final Hearing**"); and upon the affidavit of service of the Interim Order on file with the Court (ECF Doc. No. 105); and upon the record of the Final Hearing, the transcript of which is incorporated herein by reference; and no objections to the final relief granted herein having been filed; and after due deliberation and consideration of all the facts and circumstances pertaining to this matter; and the Court having found that the relief sought is in the best interests of the Debtor, its estate, and its creditors; it is hereby

ORDERED, that the Motion is granted on a final basis to the extent set forth herein; and it is further

ORDERED, that the Benson Loan shall bear no interest and contain no associated fees; and it is further

ORDERED, that, on a final basis, the Debtor is authorized to obtain from the Benson Loan the amount of \$200,000; and it is further

ORDERED, that, pursuant to Bankruptcy Code §364(b) and in consideration for the Benson Loan, Benson shall have an administrative claim against the Debtor's estate under Bankruptcy Code §503(b) that, by agreement, is subordinate to all other administrative claims against the Debtor's estate, and fees and any applicable interest thereon pursuant to 28 U.S.C. §1930(a)(6) and 31 U.S.C. §3717; provided, however, that nothing in this order is intended to abrogate the applicability of 11 U.S.C. §726.

Dated: New York, New York
January 12, 2017

/s/ James L. Garrity, Jr.
Honorable James L. Garrity, Jr.
United States Bankruptcy Judge

AGREED:

/s/ Victor Benson
Victor Benson