



IT IS HEREBY ADJUDGED and DECREED that the below described is SO ORDERED.

Dated: November 09, 2016.

A handwritten signature in cursive script that reads "Craig A. Gargotta".

**CRAIG A. GARGOTTA
UNITED STATES BANKRUPTCY JUDGE**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE:	§	CASE NO. 16-52019
NEXTSTEP DEVELOPMENT, INC.	§	
Debtor	§	CHAPTER 11 PROCEEDING

SECOND INTERIM ORDER AUTHORIZING USE OF CASH COLLATERAL

On September 27th, 2016, the Court considered the Emergency Motion of Nextstep Development, Inc. ("Debtor") for Interim and Final Order Authorizing Use of Cash Collateral Pursuant to 11 U.S.C. §363 (the "Cash Collateral Motion"). After considering the Cash Collateral Motion, the evidence presented, and the statements and argument of counsel, the Court finds that, on an interim basis, a limited use of cash collateral is in the best interests of Debtor and its bankruptcy estate should be APPROVED. Based upon the Certificate of Service attached to the Cash Collateral Motion, the Court finds that notice of the Cash Collateral Motion was provided to Debtor's alleged secured creditors. The Court further finds that without interim relief pursuant to Rule 4001(b)(2) of the Federal Rules of Bankruptcy Procedure, Debtor and its estate will be immediately and irreparably harmed. It is, therefore,

ORDERED that NEXTSTEP DEVELOPMENT, INC. (“NEXTSTEP”) is authorized to temporarily use cash collateral to avoid immediate and irreparable harm to NEXTSTEP and their bankruptcy estate pending a final hearing. It is further

ORDERED that NEXTSTEP shall expend such temporary cash collateral pursuant to the provisions of Exhibit “A” attached to this order. It is further

ORDERED that NEXTSTEP is authorized to establish the Adequate Protection account under §366 as authorized by separate order. It is further

ORDERED that, subject to further order of this Court and/or subject to being subordinated, as additional adequate protection for cash collateral used, Weinritter Realty LP, a creditor who asserts a security interest in cash collateral (“Weinritter”), is granted a replacement lien and security interest (securing payment of an amount equal to the amount of cash collateral, if any, used by Debtor, including, without limitation, any diminution in value of the cash collateral) on all of Debtor’s accounts, receivables and proceeds thereof to the extent acquired after the Petition Date. However, notwithstanding any provisions of this Interim Order, the ad valorem tax liens currently held by Bexar County incident to any real property or tangible personal property shall neither be primed by nor subordinated to any liens granted herein. It is further

ORDERED nothing herein shall be construed to be a determination of the validity, extent or priority of Weinritter’s claims, liens and security interests. It is further

ORDERED, that a continued hearing on use of cash collateral shall be held on October 5th, 2016 at 9:00 a.m. before the Honorable Craig A. Gargotta, in Courtroom No. 3, 5th Floor United States Bankruptcy Court located at 615 E. Houston St., San Antonio, Texas 78205.

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Submitted by:

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PROPOSED COUNSEL FOR DEBTOR

Next Step Development Inc dba EconoLodge							
90 Day Budget							
09/23/16-01/31/17							Totals
	09/23/16-09/30/16	10/01/16-10/31/16	11/01/16-11/30/16	12/01/16-12/31/16	01/01/17-01/31/17		
Revenue							
Rooms	16000	59000	49000	56000	62000		242000
Other							
Total Projected Revenue	16000	59000	49000	56000	62000		242000
Expenses							
Labor Costs	8000	16000	16000	16000	16000		72000
Breakfast Supply	1477	5908	4151	5908	6125		23569
Hotel Supply	1275	2450	2215	2450	2630		11020
Management Fee		6000	6000	6000	6000		24000
Accounting and Professional Fees		8000	8000	8000	8000		32000
Office Expense	355	750	750	750	750		3355
Laundry	125	890	725	890	940		3570
Building Maintenance		1050	1050	1050	1050		4200
Landscaping	230	230	230	230	230		1150
Pool Service	150	300	300	300	300		1350
Cable	400	1600	1600	1600	1600		6800
Telephone	135	530	530	530	530		2255
Utlities	0	4500	4500	4500	4500		18000
Advertising	150	600	600	600	600		2550
Auto	0	715	715	715	715		2860
Maintenance Supply	250	1025	1025	1025	1025		4350
Credit Card Processing	320	1180	980	1120	1240		4840
Franchise Fee	1200	4425	3675	4200	4650		18150
Commission	450	800	800	800	850		3700
Pest Contol	0	120	120	120	120		480
Waste Disposal	0	165	165	165	165		660
Total Expenses	14517	57238	54131	56953	58020		240859
Net	1483	1762	-5131	-953	3980		1141

EXHIBIT A