



ENTERED
07/30/2018

THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

In re:

THE R. HASSELL HOLDING
COMPANIES, INC.,

Alleged Debtor

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Case No. 18-33541

Chapter 11

**AGREED ORDER APPROVING AUCTION
AGREEMENT AND SALE OF ESTATE PROPERTY FREE AND
CLEAR OF LIENS, CLAIMS AND ENCUMBRANCES**

[relates to Doc. No. 27]

THE R. HASSELL HOLDING COMPANIES INC. ("RHHC"), Debtor and Debtor-in-Possession, has filed an Emergency Application (A) to Approve Retention of Auctioneer; (B) to Approve Auction Contract, and (C) for Approval of a Sale Free And Clear of Liens, Claims and Encumbrances ("Application"). The Court finds that it has jurisdiction over the matters covered in the Application, and has requisite constitutional authority to enter a final order approving the Application. After notice and hearing, this Court finds that the proposed Multi-Channel Sale Agreement by and between the Debtor and Ritchie Bros. Auctioneers (America), Inc. ("Auctioneer") attached as **Exhibit "1"** to the Application (the "Auction Agreement") is reasonable, necessary and in the best interests of the Debtor, Debtor's estate and creditors and parties-in-interest. The Court also finds that the proposed Auction Agreement and the proposed sale free and clear of liens and encumbrances contemplated in the Application is within the sound business judgment of the Debtor, that the Debtor and its management have exercised such business judgment in good faith after considering all of the applicable factors. Therefore, it is

ORDERED that the Auction Agreement is hereby approved; and it is further

ORDERED that the sale of the Debtor's Equipment contemplated in the Application by the Auctioneer is hereby approved; and it is further

ORDERED that the Debtor's Equipment sold at auction by the Auctioneer pursuant to the Auction Agreement is hereby sold to the purchasers free and clear of liens, claims and encumbrances; and it is further

ORDERED that the liens or interests of Texas Capital Bank, NA ("TCB") are transferred to the proceeds of sale of the Debtor's Equipment in the same priority as such liens or interests existed on Debtor's Equipment as of the date this Chapter 11 was filed on June 30, 2018; and it is further

ORDERED that from the proceeds of sale of the Equipment the reimbursable costs and commissions payable to the Auctioneer pursuant to the Auction Agreement shall be paid to the Auctioneer, and the amount remaining after such payments ("Net Sales Proceeds") shall remain with the Auctioneer subject to further order of this Court; and it is further

ORDERED that the Debtor shall obtain insurance for the Equipment in the amounts set forth on **Exhibit A** and that TCB shall be named the loss payee for such insurance; and it is further

ORDERED that TCB does not waive any of its rights or remedies through the granting of the relief sought in the Debtor's Application.

Signed this 30 day of July 2018.



HONORABLE MARVIN ISGUR,
UNITED STATES BANKRUPTCY JUDGE

Approved as to form:

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APPLICANT**

Exhibit A

	Year	Make	Model	Serial Number	Lease No.	Owner's Declard Value	TCB Requested INS.	
5.	2007	Komatsu	2007 PC300LC-7E0	3FRWF75E47V51 55786	3	41k	70k	
6.	1997	John Deere	9400	1555	3	8k	30k	
7.	1998	John Deere	9400	1010	3	8k	30k	
8.	1997	John Deere	9400	10049	3	8k	30k	
9.	1998	CMI	1998 RS425 Reclaimer	526253	3	30k	75k	
11.		Bomag	Bomag Roller	90158571257	5	30k	N/A	
12.		Komatsu	MT Grader	TB20035	5	50k	N/A	
13.		Bomag	Bomag Roller	101583611036	5	35k	N/A	
14.	2006	Komatsu	Backhoe WB140-2N-3BP	A22403	5	15k	N/A	
15.	2000	Ingersol Rmatic	Roller Wheele 10-12 Ton PT125R	157682	5	12.5k	N/A	
16.	2003	Komatsu	Dozer D65PX-12 D41 P6C	65400	5	18k	25k	
17.	2006	Komatsu	Crawler Dozer D41 P6C	B41158	5	40k	N/A	
18.	2005	Komatsu	Excavator PC4006C-7L	50341	5	20k	70k	
19.	1998	John Deere	WheelLoaderTC44H	564909	5	15k	N/A	
20.	1999	Komatsu	Wheel Loader WA 120-3L	A30089	5	22k	N/A	
21.	2004	Komatsu	Wheel Loader WA250-SL	A73284	5	22k	32k	
22.	2006	Komatsu	Wheel Loader WA250-SL	A74094	5	60k	N/A	
23.	2008	CMI	Reclaimer Stabilizer RS 425-B	526-310	5	5.5k	75k	
24.	1997	Sweeper, Broom 8'	RJ300	88360	5	77.5	N/A	
25.		Cat	140H Grader	2ZK08097	5	28k	\$75	
26.	2007	Ford	F750XI Water Truck 2000 gal	3FRWF75E47V51 55786	5	2k	\$27k	
TOTAL							\$517,500	+348,500