CSD 1001A [07/01/18]

Name, Address, Telephone No. & I.D. No.
Kit James Gardner (161736)
LAW OFFICES OF KIT J. GARDNER
501 West Broadway, Suite 800
San Diego, CA 92101-7994
Telephone: (619) 525-9900
Facsimile: (619) 374-2241
Email: kgardner@gardnerlegal.com

Order Entered on
May 22, 2026
by Clerk U.S. Bankruptcy Court
Southern District of California

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF CALIFORNIA
325 West F Street, San Diego, California 92101-6991

In Re

ROGUEFOX ENTERTAINMENT, LLC

Debtor.

BANKRUPTCY NO. 26-02058-JBM11

Date of Hearing: May 20, 2026
Time of Hearing: 1:30 p.m.
Name of Judge: Hon. J. Barrett Marum

COURT MODIFIED ORDER ON

FIRST DAY EMERGENCY MOTION FOR INTERIM ORDER AUTHORIZING USE OF CASH COLLATERAL

The court orders as set forth on the continuation pages attached and numbered 2 through 2 with exhibits, if any, for a total of 3 pages. Motion/Application Docket Entry No. 15.

//

//

//

//

//

//

//

DATED: May 21, 2026

Judge, United States Bankruptcy Court

Having reviewed the First Day Emergency Motion by RogueFox Entertainment, LLC (the "Debtor") for an Interim Order Authorizing the Use of Cash Collateral (the "Emergency Motion"), service appearing proper and good cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Debtor's Emergency Motion is granted, and this Order shall remain in full force and effect on an interim basis until the final hearing on the matter.

2. The Debtor is authorized to use cash collateral (as that term is defined in Section 363(a) of the United States Bankruptcy Code, 11 U.S.C. § 363(a)) (hereafter referred to as the "Cash Collateral") on an interim basis to pay operating expenses of the Debtor in amounts set forth in the operating budget attached hereto (not to exceed 105 percent of total expenditures aggregated monthly for periods when cash collateral is being used) or in such greater amounts as may be authorized and consented to in writing from time to time by the affected secured creditor(s).

3. Parties possessing a lien in the Debtor's Cash Collateral on the petition date (collectively, the "Secured Creditors"), shall possess a valid, perfected, continuing replacement lien in the Cash Collateral in an amount equal to their allowed interest, if any, in the Cash Collateral existing as of the petition date in the order of the Secured Parties' relative priorities (the "Replacement Lien"); provided, however, that nothing herein shall validate or create a lien that otherwise did not attach to the Cash Collateral and/or was invalid as of the date that the Debtor filed its bankruptcy petition, and nothing in this Order shall preclude the Debtor or any other party in interest from objecting to the amount, validity, extent, and/or priority of any lien rights asserted by or on behalf of any party purporting to possess an interest in property of the Debtor's estate, including any Secured Creditor.

4. The Replacement Lien provided to the Secured Creditors pursuant to this Order shall be a valid, continuing, and perfected lien without the need for any execution, filing or recordation of any mortgage, deed or trust, security agreement, pledge agreement, or financing statement of any kind.

5. Nothing in this Order will be deemed or construed as an admission or waiver by any Secured Creditor regarding the Debtor's use of Cash Collateral. In addition, nothing contained in this Order shall prejudice the rights of any Secured Creditor to seek any other or further relief that such Secured Creditor may deem necessary and appropriate under the circumstances including, but not limited to, the right to seek immediate termination of the Debtor's use of Cash Collateral upon application to the Court and notice of same to the Debtor and other parties in interest.

6. A final hearing on the Debtor's Motion is set for June 11, 2026, at 11:00 a.m. in Department 2, Room 118 of the above-captioned Court. Any opposition to the Debtor's Motion shall be filed with the Court and served on the Debtor's counsel in a manner so as to be received no later than June 4, 2026. The Debtor's Reply, if any, is due at the hearing.

7. Counsel for the Debtor shall provide notice of the final hearing in conformity with the Court's ruling at the hearing on the Emergency Motion.

IT IS SO ORDERED.

APPROVED AS TO FORM:
OFFICE OF THE UNITED STATES TRUSTEE

By: __/s/ Elvina Rofael__________
Elvina Rofael, Trial Attorney

Signed by Judge J Barrett Marum May 21, 2026

13 Week Projected Cash Flow Analysis

($ in actual or projected dollars) Week Ending Week #	0	1	2	3	4	5	6	7	8	9	10	11	12	13	TOTAL Weeks 0-13
Cash Receipts	$13,664	$15,000	$14,000	$14,000	$14,000	$14,000	$14,250	$14,250	$14,500	$14,500	$15,000	$15,000	$15,250	$15,250	$202,664
Cash Disbursements															
Wages (Payroll)		6,100		6,100		6,100		6,100		6,100		6,100		6,100	42,700
Insider Compensation			4,000			4,000		4,000		4,000		4,000		4,000	
Payroll Taxes		711		711		711		711		711		711		711	4,975
Sales Taxes	1,298	1,425	1,330	1,330	1,330	1,330	1,354	1,354	1,378	1,378	1,425	1,425	1,449	1,449	19,253
Advertising & Marketing	185	185	185	185	185	185	185	185	185	185	185	185	185	185	2,590
Bank Fees & Service Charges	410	450	420	420	420	420	428	428	435	435	450	450	458	458	6,080
Health Insurance															
Dues & Subscriptions	56	56	56	56	56	56	56	56	56	56	56	56	56	56	788
Equipment - Rental															
Materials & Supplies	2,460	2,700	2,520	2,520	2,520	2,520	2,565	2,565	2,610	2,610	2,700	2,700	2,745	2,745	36,480
Licenses & Permits			1,545			800									2,345
Worker's Comp. Insurance		110		110		110		110		110		110		110	769
Property Insurance				1,932				1,932				1,932			5,796
Office Expenses		25			25			25			25			25	125
Outside Services															
Rent								10,000				10,000			20,000
Utilities			2,945				2,945				2,945				8,835
Maint. & Repairs							300								300
Telephone		465				465				465				465	1,860
Waste Disposal			342				342				342				1,027
Sales Tax Payment Plan				634				634				634			1,902
Back Pay	6,244														
LADWP Deposit			2,000												2,000
Crititical Vendors		3,442													
Contingency	50	50	50	50	50	50	50	50	50	50	50	50	50	50	700
Total Expenses from Operations	$10,703	$15,718	$15,394	$14,048	$4,586	$16,747	$8,225	$28,149	$4,714	$16,099	$8,179	$28,353	$4,943	$16,353	$192,209
Non-Operating Disbursements															
Interest	0														0
Financial Fees	0														0
UST Quarterly Fees	0														0
Professional Fees (Sub V Truste	0		500				500				500				1500
Beginning Cash	90	3,051	2,333	439	391	9,805	7,059	12,584	-1,315	8,471	6,872	13,193	-159	10,148	
Total Cash Receipts	13,664	15,000	14,000	14,000	14,000	14,000	14,250	14,250	14,500	14,500	15,000	15,000	15,250	15,250	$202,664.00
Total Cash Disbursements	10,703	15,718	15,394	14,048	4,586	16,747	8,225	28,149	4,714	16,099	8,179	28,353	4,943	16,353	$192,208.50
Ending Cash	3,051	2,333	439	391	9,805	7,059	12,584	-1,315	8,471	6,872	13,193	-159	10,148	9,045	

Note 1: The increase in payroll accounts for officer/owners pay to increase gradually as cash flow allows.

Note 2: Debtor proposes the rent payments set forth herein if landlord is willing to accept such payments in lieu of full payment for the months shown.
If not, then Debtor will seek to suspend rent payments as set forth in Section 365(d)(3) of the Bankruptcy Code.

Note 3: The Debtor shall pay the $500 monthly professional fee directly to the Subchapter V Trustee to be held in the Subchapter V Trustee's Trust Account.

Signed by Judge J Barrett Marum May 21, 2026