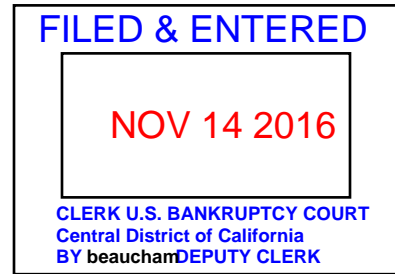


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8 UNITED STATES BANKRUPTCY COURT
9 CENTRAL DISTRICT OF CALIFORNIA
10 LOS ANGELES DIVISION

11 In re) **CASE NO: 2:16-bk-18301 BB**
12) **CHAPTER 11**
13)
14 TCC General Contracting, Inc.,) **ORDER GRANTING DEBTOR'S**
15) **SECOND SUPPLEMENT TO**
16) **DEBTOR'S MOTION TO USE**
17 Debtor.) **CASH COLLATERAL ON AN**
18) **INTERIM AND FINAL BASIS**
19)
20) Date: November 1, 2016
21) Time: 10:30 a.m.
22) Place: Courtroom 1539

23 A hearing was held on November 1, 2016, at 10:30 a.m. in the U.S. Bankruptcy Court
24 for the Central District of California, Los Angeles Division, the Honorable Sheri Bluebond,
25 U.S. Bankruptcy Judge presiding, on the Debtor's "SECOND SUPPLEMENT TO DEBTOR'S
26 MOTION TO USE CASH COLLATERAL ON AN INTERIM AND FINAL BASIS"
27 ("Supplement") (docket no. 87)

28 Steven Fox appeared for the Debtor. Keith Higginbotham specially appeared for
Knight Capital Funding II, LLC. There were no other appearances.

The Court has considered the Supplement, the and statements of counsel at the
hearing. Notice of the hearing was appropriate.

BASED UPON THIS REVIEW AND CONSIDERATION, THE COURT FINDS THAT:

- 1 A. The Debtor filed a chapter 11 petition on June 22, 2016.
- 2 B. The Debtor requests authority to use cash or cash equivalents, whenever acquired,
3 in which the estate has an interest, including proceeds, products, offspring, rents, or
4 profits of property ("Cash Collateral") in such amounts as are necessary to enable the
5 Debtor to operate its business as to avoid immediate and irreparable harm.
- 6 C. This is a core proceeding. 28 U.S.C. §157(b)(2)(M).
- 7 D. The Debtor has prepared a budget of projected income and expenses (the
8 "budget") (docket no. 87).
- 9 E. The Debtor has identified three entities which assert interests in cash collateral,
10 Windset Capital, IOU Financial and Knight Capital. (the "secured creditors").
- 11 F. Subject to compliance with this Order and the budget, the Debtor is authorized to
12 use cash collateral pending a further hearing pursuant to the terms of this Order.
- 13 G. The Debtor requires the use of cash collateral to avoid harm to the estate.
- 14 H. Secured creditors will be adequately protected during the interim period given the
15 value of the estate's assets, the replacement liens and other protections granted below
16 in addition to the nature of the expenses authorized by this Order.

17 **THEREFORE, IT IS HEREBY ORDERED THAT:**

- 18 1. The relief requested in the Supplement is granted. The Debtor is authorized to use
19 cash collateral on an interim basis subject to the conditions below.
- 20 2. The Debtor is authorized to use Cash Collateral for the period November 4, 2016, to
21 February 17, 2017, in the amounts specified in the budget and the revised budget to be filed
22 (and which is to extend the budget from January 31, 2017 through February 17, 2017).
- 23 3. The Debtor may deviate from the expenses listed in the budget and the revised budget
24 as to any one category by as much as 15% per period without notice to the secured creditors.
25 Should it be necessary for the Debtor to exceed the approved amounts by a greater
26 percentage, the Debtor will need to obtain approval from the secured creditors. If they do not
27 object to the variance within 48 business hours, then the variance will be deemed approved.
28 Otherwise the Debtor may seek a hearing on shortened notice.

1 4. The Debtor may roll forward any unused expense allowance week to week by
2 category.

3 5. To the extent gross revenues exceed projected gross revenues, the Debtor is
4 authorized to use the excess and apply up to 75% of such excess (beyond the projected
5 gross revenues) to costs of goods sold.

6 6. As further adequate protection, the secured creditors are granted replacement liens in
7 all post-petition assets of the Debtor, other than avoidance power actions and recoveries.

8 7. The replacement liens granted to the secured creditors here shall have the same
9 extent, validity and priority (and shall be subject to the same defenses) as were their
10 respective liens and security interests in prepetition collateral.

11 8. The replacement liens provided herein shall be deemed valid and perfected with such
12 priority as provided in this Order, without any further notice or act by any party that may
13 otherwise be required under any law.

14 9. This Order does not affect the power of any party-in-interest to challenge the validity,
15 extent, amount, or nature of the liens, recorded in favor of the secured creditors.

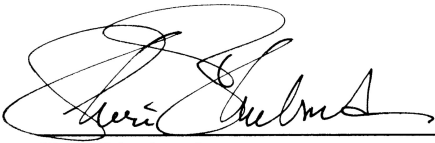
16 10. If any provision of this Order is later modified, vacated, or stayed, such action shall not
17 affect the validity, priority, or enforceability of the liens created hereby.

18 11. The Debtor shall file the revised budget including projections of income and expenses
19 (through February 17, 2017) on or before November 7th and serve the revised budget on the
20 secured creditors and the U.S. Trustee.

21 **IT IS SO ORDERED**

22 ###

23
24
25 Date: November 14, 2016

26 
27 Sheri Bluebond
28 United States Bankruptcy Judge