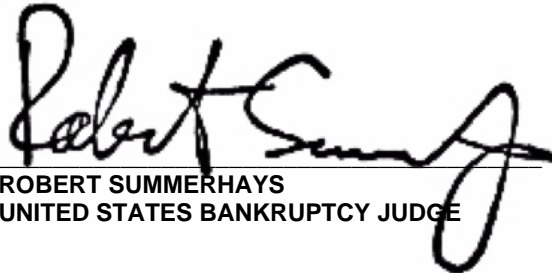




SO ORDERED.

SIGNED November 30, 2015.


ROBERT SUMMERHAYS
UNITED STATES BANKRUPTCY JUDGE

UNITED STATES BANKRUPTCY COURT

WESTERN DISTRICT LOUISIANA

LAKE CHARLES DIVISION

In re	:	NO: 15-20237
	:	
WHITTEN FOUNDATION	:	CHAPTER 11
	:	
Debtor.	:	
	:	

ORDER CONFIRMING PLAN OF REORGANIZATION

THIS CAUSE came on to be heard at a hearing on confirmation on November 19, 2015, of IberiaBank's ("Iberia") Chapter 11 Liquidating Plan dated September 2, 2015 as immaterially modified on November 17, 2015 (the "Plan"). Considering no responses and/or objections timely filed thereto, the Court having heard and considered the Plan, the proffered testimony, arguments of counsel in support of the Plan, and being otherwise advised in the premises, is of the opinion that the Plan should be confirmed as set forth herein. The Court does hereby find, order, and adjudicate as follows, to-wit:

1. Notice and a hearing were adequate and appropriate under the circumstances.

2. The Court has jurisdiction of the subject matter herein and the parties hereto. This is a core proceeding.

3. The classification of Claims in the Plan is based upon a substantial similarity of all Claims in each such class, is reasonable and was made in good faith, and was not made for the purpose of affecting the vote in such class or for any improper purpose.

4. The solicitation for acceptances of the Plan was conducted in good faith and in a thorough manner, pursuant to this Court's prior order, was made of all creditors, gave all such creditors a fair and adequate opportunity to accept the Plan and was in compliance with Section 1129 of the Bankruptcy Code. As previously determined by this Court, the Disclosure Statement which was submitted by the proponent of the Plan to all creditors contained adequate information as required by Section 1125 of the Bankruptcy Code.

5. The credible evidence embraced all the facts relevant to the Plan and addressed all the prerequisites to confirmation imposed by Section 1129 (b) of the Bankruptcy Code.

6. No impaired class has rejected the Plan and two impaired Classes have affirmatively accepted, namely Classes 2 and 3. None of the aforementioned impaired classes qualified as an accepting class by including the acceptance of any insider.

7. The Plan, as modified herein, complies with the applicable provisions of 11 U.S.C. § 1129 in that:

- a) The Plan, as immaterially modified, complies with the applicable provisions of Title 11 of the United States Code;
- b) The proponent has complied with all applicable provisions of Title 11 of the United States Code;
- c) The Plan has been proposed in good faith and not by any means forbidden by law;

- d) All payments to be made by the Debtor or any other party provided for in Section 1129(a)(4) of the Bankruptcy Code for services, or for costs and expenses and/or in connection with this case either have been approved, or are subject to the approval, by this Court as reasonable;
- e) The requirement that the proponent has disclosed the identity of any insiders who would be employed or retained by the Debtor and their compensation is not applicable to this liquidating plan;
- f) Each holder of an impaired claim would receive under the Plan on account of such claim, property of a value that is not less than the amount each holder would receive if the Debtor were liquidated under Chapter 7 of Title 11 of the United States Code;
- g) All allowed expenses of administration, unless deferred or waived, will be paid in cash upon the Effective Date of the Plan, under the Plan when due, or as allowed and directed by the subsequent order(s) of the Court and/or this order of confirmation ("Confirmation Order");
- h) The Plan does not discriminate unfairly among creditors or classes, and the designation of Classes under the Plan is reasonable, based upon the fact that each claim in any Class of the Plan is substantially similar;
- i) All classes of Claims have either voted for the Plan, not voted at all, or are not impaired under the Plan. To the extent necessary, the Plan meets the fair and equitable requirements as to any non-accepting Class.

8. The Plan is feasible and the offer to purchase substantially all of the assets of the Debtor was accepted based on the valid business judgment of the Debtor, and confirmation of the Plan is not likely to be followed by liquidation or the need for further financial reorganization of the Debtor because this is a liquidating plan itself.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED, that the Plan is hereby confirmed, as set forth herein and subject to the terms and conditions of this Confirmation Order.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that Purchaser, Juniper Investment Group, Ltd., is paying not less than fair market value for the assets of the Debtor and is a good faith purchaser as contemplated by 11 U.S.C. § 363(m).

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Debtor shall pay any and all fees currently due and outstanding to the United States Trustee (“UST”) within fourteen days of the entry of this Order and thereafter the Debtor shall timely pay to the UST any and all post-confirmation quarterly fees as required by 28 U.S.C. § 1930(a)(6) until such time as this case is converted, dismissed or closed by the Court. Additionally, the Debtor shall timely submit to the UST post-confirmation Monthly Operating Reports in the format prescribed by the UST until such time as this case is converted, dismissed or closed by the Court.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that any modification of the Plan must comply with 11 U.S.C. § 1127.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that to the extent that any provision of the Plan is inconsistent with any provision of this Order, this Order shall control.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED for the reasons stated in Open Court and herein, the Debtor is authorized to proceed to implement the Plan and the sale of all of the Debtor’s assets to Juniper Investment Group, Ltd. for the stated consideration of \$12,500,000.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the Debtor shall receive a discharge, and an injunction is hereby issued to prevent any action against the Debtor, the Debtor’s property, or any person or entity discharged or released, except as consistent with this Order and the confirmed Plan.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that the provisions of the Plan and this Order shall bind the Debtor, and each and every creditor, whether or not the claim is impaired under the Plan or whether or not the holder of the claim has accepted the Plan.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that distributions to creditors under the Plan shall be made in accordance with the Plan, subject to any post-confirmation modifications pursuant to 11 U.S.C. § 1127 that may be necessary.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that subsequent to the entry of this Confirmation Order, the Court shall retain jurisdiction as described and contemplated within the Plan. In addition, the Court shall retain jurisdiction for the administration and adjudication of objections to claims and the allowance of claims during the course of the Chapter 11 proceeding, including any and all claims against the Debtor that arose prior to and during the course of this Chapter 11 proceeding herein in accordance with the terms and provisions of the Plan and this Confirmation Order.

IT IS FURTHER ORDERED, ADJUDGED AND DECREED that counsel for Iberia is directed to file a copy of the Confirmed Plan Version and serve a copy of this Confirmation Order and the Confirmed Plan Version upon all creditors and parties in interest within ten (10) days after entry hereof, and to file a certificate of service regarding service of same.

The foregoing constitutes findings of fact and conclusions of law pursuant to Bankruptcy Rule 7052. This is a final judgment in accordance with the applicable Bankruptcy Rules.

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SUBMITTED BY:

/s/ Michael A. Crawford

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APPROVED AS TO FORM:

/s/ **Gerald J. Casey**
Gerald J. Casey, Esq.
Attorney for Debtor