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9 **IN THE UNITED STATES BANKRUPTCY COURT FOR THE**  
10 **EASTERN DISTRICT OF WASHINGTON**

11  
12 **In re:**  
13 **CENTURION PROPERTIES III, LLC**

Case No.10-04024-FLK 11

Chapter 11

14 **FOURTH MOTION FOR ORDER**  
15 **AUTHORIZING:**

16 **Debtor.**

17 **1) CONTINUED UTILIZATION OF**  
18 **CASH COLLATERAL**

19 **2) CONTINUATION OF ADEQUATE**  
20 **PROTECTION**

21 **I. MOTION**

22 Centurion Properties III, LLC (the “Debtor”), by and through its counsel John  
23 D. Munding of Crumb & Munding, P.S., moves this Court for an order authorizing (1)  
24 The Continued Use of Cash Collateral; and (2) Continuation of Adequate Assurance  
25 Payments made by the Debtor pursuant to 11 U.S.C. § 363, FRBP 9014, and LBR  
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MOTION FOR ORDER AUTHORIZING: 1) CONTINUED UTILIZATION  
OF CASH COLLATERAL; 2) CONTINUATION OF ADEQUATE PROTECTION – 1

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1 4001-1 (the “Motion”). The Motion is supported by the records and files herein. The  
2 Debtor reserves the right to supplement this Motion with further supporting  
3 declarations and materials if they become necessary and available.  
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## 5 **II. BASIS**

6 By way of this Motion, the Debtor seeks relief for purposes of utilization of  
7 rents to administer this Estate, meet contractual obligations, meet payments of  
8 creditors associated with post-petition operations, and preserve the Estate for the  
9 benefit of all creditors. In support thereof, the Debtor represents and requests:  
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### 11 **A. Continued Utilization of Cash Collateral**

12 The Debtor’s request for continued utilization of cash collateral is consistent  
13 with those material terms provided in the original Order of September 19, 2010  
14 (Docket No. 76), the Second Stipulated Amended and Restated Order Authorizing  
15 Final Use of Cash Collateral entered December 30, 2010 (Docket No. 147), and the  
16 Third Stipulated Amended and Restated Order Authorizing Final Use of Cash  
17 Collateral entered March 31, 2011(Docket No. 215).  
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21 The projected administrative expenses for the next ninety (90) days are attached  
22 hereto as **Exhibit A**. This motion seeks the utilization of cash collateral for the period  
23 of July 1, 2011 through September 30, 2011. The Debtor’s proposed budgets are  
24 attached hereto as **Exhibit B**.  
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1           1.     The prior Stipulated Order Authorizing Final Use of Cash Collateral  
2 (Docket No. 76), the Second Stipulated Amended and Restated Order Authorizing  
3 Final Use of Cash Collateral entered December 30, 2010 (Docket No. 147), and the  
4 Third Stipulated Amended and Restated Order Authorizing Final Use of Cash  
5 Collateral (Docket No. 215), provide material terms and guidelines for the use of Cash  
6 Collateral and adequate protection payments.  
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9           2.     The last Order (Docket No. 215) provided for the use of Cash Collateral  
10 through June 30, 2011. The Order also provides in material part:

11                   b.     Subsequent Approved Budgets. The Debtor will  
12 prepare its budget for the three (3) month period (a  
13 “Budget Period”) commencing July 1, 2011. This shall be  
14 prepared in accordance with past practice... This budget  
15 shall be submitted to GECC for approval on or before June  
16 15, 2011, and a hearing for the approval thereof shall be  
17 taken place on or before June 30, 2011.

18                                 (Docket No. 215, Order P. 8, 9)

19           3.     The Debtor has prepared and submitted proposed Budgets for approval.  
20 Copies of those budgets are attached hereto as Exhibit “B.”

21           4.     The Debtor requests that the Court enter an Order similar to prior Orders  
22 (Docket Nos. 76, 147, 215) authorizing the use of Cash Collateral, including material  
23 terms contained herein.  
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**B. Adequate Assurance Payments/Adequate Assurance**

The Debtor proposes that adequate assurance payments remain the same as referenced in the prior Stipulated Order Authorizing Final Use of Cash Collateral and Second and Third Second Stipulated Amended and Restated Order Authorizing Final Use of Cash Collateral. Under the prior Orders, GECC receives adequate protection payments of \$330,000 per month. The Debtor is current on such payments.

**C. Cash Resources**

As of June 1, 2011, the Debtor holds the sum of \$3,356,965.04 in its Debtor-In-Possession account(s). This money is derived from ongoing operations and management of the Debtor's property post-petition.

**D. Value**

The Debtor recently received an Appraisal and Appraisal Review indicating that the fair market value of the Debtor's property interest is \$87,886,000. (Docket No. 303, 304, 305, 314).

**E. Case Status**

This case is rapidly moving toward resolution. Hearings concerning GECC's Motion for Relief from Stay (Docket No. 219) are scheduled for trial beginning October 3, 2011. The Adversary Proceeding, Case No. 10-80118-FLK, which seeks

1 resolution of claims and ownership interest disputes, is scheduled to begin October 18,  
2 2011.

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4 **III. RELIEF REQUESTED**

5 WHEREFORE, the Debtor respectfully requests that the Court authorize the  
6 continued use of Cash Collateral for the period of July 1, 2011 through September 30,  
7 2011, in accordance with the budgets attached hereto as Exhibit "B" and consistent  
8 with the terms of the Stipulated Order Authorizing Final Use of Cash Collateral filed  
9 with the Court September 19, 2010 (Docket No. 76), the Stipulated and Restated  
10 Order Authorizing Final Use of Cash Collateral filed December 30, 2010 (Docket No.  
11 147), and the Third Stipulated Amended and Restated Order Authorizing Final Use of  
12 Cash Collateral (Docket No. 215).  
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17 DATED this 15<sup>th</sup> day of June, 2011.  
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19  
20 CRUMB & MUNDING, P.S.

21  
22 */s/ John D. Munding*

23 JOHN D. MUNDING, WSBA #21734

24 Attorneys for Centurion Properties III, LLC  
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