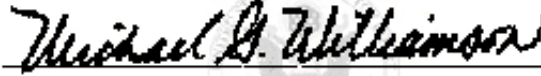


ORDERED.

Dated: October 05, 2017



Michael G. Williamson
Chief United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
TAMPA DIVISION
www.flmb.uscourts.gov

In re:

Chapter 11

ORANGE ACRES RANCH HOMEOWNERS
ASSOCIATION, INC.,

Case No. 8:17-bk-4326-MGW

Debtor.

**FOURTH INTERIM ORDER ON
DEBTOR'S EMERGENCY MOTION FOR ENTRY
OF INTERIM AND FINAL ORDERS AUTHORIZING
USE OF CASH COLLATERAL AND GRANTING
REPLACEMENT LIENS PURSUANT TO SECTIONS 105(a),
361, 363, 541 AND 552 OF THE BANKRUPTCY CODE AND RULE
4001 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE**

THIS CASE came before the Court for continued hearing on September 6, 2017, at 9:30 a.m. for consideration of the *Debtor's Emergency Motion for Entry of Interim and Final Orders Authorizing Use of Cash Collateral and Granting Replacement Liens Pursuant to Sections 105(a), 361, 363, 541 and 552 of the Bankruptcy Code and Rule 4001 of the Federal Rules of Bankruptcy Procedure* (Doc. No. 12) (the "**Motion**"). The Motion seeks the entry of interim and final orders authorizing the Debtor to use "Cash Collateral" as defined in Section 363(a) of the Bankruptcy Code.

The Court finds that due and sufficient notice of the Motion and the Hearing was provided to: (i) the Office of the United States Trustee for the Middle District of Florida, (ii) Branch Banking & Trust Company (the “**Lender**”), (iii) all other known secured creditors of the Debtor, and (iv) the twenty (20) largest unsecured creditors of the Debtor, and that no other or further notice is necessary. The Court considered the Motion, together with the record and the arguments of counsel at the Hearing, and it appearing that the use of Cash Collateral to the extent provided herein is necessary on an interim basis in order to avoid irreparable harm to the Debtor, and for the reasons announced on the record at the Hearing which shall constitute the decision of the Court, it is

ORDERED that:

1. Notice of the Motion and the Hearing on the Motion was adequate and appropriate in the current circumstances of this Chapter 11 case as contemplated by 11 U.S.C. §102(a) and Fed. R. Bankr. P. 4001(b)(2).
2. The Motion is further granted on an interim basis pending a further hearing to be conducted by the Court on **October 4, 2017 at 9:30 a.m.**
3. All persons and entities owing monies to the Debtor are authorized and directed to pay the monies to the Debtor, without setoff, which sums shall upon collection by the Debtor constitute Cash Collateral (as that term is defined in Section 363(a) of the Bankruptcy Code).
4. Subject to the provisions of this Order, the Debtor is authorized to use Cash Collateral including, without limitation, cash, deposit accounts, and accounts receivable, to pay (a) amounts expressly authorized by this Court, including payments to the U.S. Trustee for quarterly fees; (b) the current and necessary expenses set forth in the budget (the “**Budget**”), a copy of which is attached hereto as **Exhibit A**, so long as the aggregate of all expenses for each week do not

exceed the amount in the Budget by more than ten percent (10%) for any such week on a cumulative basis (the “**Variance**”); and (c) additional amounts approved in writing by the Lender. With respect to capital improvements identified in the Budget, the Court shall defer ruling on the propriety of payment for the roof, and no payments shall be made with respect to the pool construction absent further order of the Court. Notwithstanding the foregoing, subject to the provisions of paragraph ten (10) of this Order, expenditures in excess of the Variance or not on the Budget shall constitute a default pursuant to paragraph eleven (11) of this Order, but will not be deemed to be unauthorized use of Cash Collateral, unless the recipient cannot establish that the expense would be entitled to administrative expense priority if the recipient had extended credit for the expenditure. The authorization will continue until further order of this Court.

5. The Debtor is authorized to provide adequate protection, pursuant to sections 363(c)(2)(A) and 363(e) of the Bankruptcy Code, to the Lender pursuant to the terms and conditions of this Interim Order. As adequate protection with respect to the Lender’s interests in the Cash Collateral, the Lender is granted replacement liens (the “**Replacement Liens**”) in and upon all of the categories and types of collateral (the “**Collateral**”) in which Lender held a security interest and lien as of May 18, 2017 (the “**Petition Date**”) to the same extent, validity and priority that the Lender held as of the Petition Date. As additional adequate protection, the Debtor shall make a payment to the Lender on or before the first day of each month while this Order is in effect in the amount of \$4,500 and shall deposit one-twelfth of the Debtor’s real property tax liability in a segregated account.

6. Within ten days of this Order, the Debtor shall provide BB&T with copies of post-petition bills for water testing.

7. The Debtor shall maintain insurance coverage for the Collateral in accordance with the obligations under Lender's loan and security documents.

8. This Order is not and shall not be construed as determinative as to whether or not any creditor has a valid lien on any property of the Debtor or its estate. This Order is not and shall not be construed as determinative as to the extent or amount of any secured claim associated with any such lien.

9. This Order is without prejudice to the Debtor's right to challenge the extent, validity, or priority of any lien or claim of any creditor, and is likewise without prejudice to the right of any creditor to seek additional relief concerning Cash Collateral by subsequent motion and nothing contained in this Order shall be deemed to constitute a waiver of any party's rights. In addition, nothing in this Order shall be deemed or construed as a determination of whether the replacement liens and other protections provided under this Order are complete and sufficient adequate protection to BB&T.

10. The provisions of this Order are without prejudice to the rights of the U.S. Trustee to appoint a committee or any rights of a duly appointed committee to challenge the validity, priority, or extent of any lien(s) asserted against Cash Collateral.

11. This Order is without prejudice to the Debtor's right to seek authority by separate motion to pay monies in excess of the amounts set forth in the Budget.

12. It shall be an event of default if the Debtor exceeds the Variance without the prior written consent of the Lender, which consent shall not be unreasonably withheld; provided, however, in the event of a default, the Debtor's authority to use Cash Collateral shall continue until the Lender obtains an order by appropriate motion after notice and hearing requiring the Debtor to cease using Cash Collateral.

13. In accordance with Rule 4001 of the Bankruptcy Rules, the Court finds the Debtor's authorization to use Cash Collateral pursuant to this Order is necessary to avoid immediate and irreparable harm to the Debtor's estate.

14. The provisions of this Order shall remain in full force and effect unless modified or vacated by subsequent order of this Court.

15. The Court shall retain jurisdiction to enforce the terms of this Order.

Attorney Scott A. Stichter is directed to serve a copy of this order on interested parties who are non-ECF users and file a proof of service within 3 days of entry of the order.

13442.1927885

**ORANGE ACRES RANCH HOMEOWNERS ASSOCIATION
BUDGET**

Beginning Cash	10803
Revenues	31430
Total Cash	42233
Expenses	
Bank Service Charges	150
Dues and Fees	850
Ground Maintenance	1400
Community Management	5700
Office Expenses	850
Real Estate Tax Escrow	3750
Waste Removal	1800
Repair and Maintenance	1600
Supplies	1200
Utilities	9500
Bank Interest Payment	4500
Total	<u>31300</u>
Excess Cash	10933
Ending Cash	10933