

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	
)	Case No. 17-10806
George Street Investors, LLC,)	Chapter 11
)	Hon. Deborah L. Thorne
Debtor.)	
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**AGREED ORDER AUTHORIZING INTERIM USE OF
CASH COLLATERAL AND GRANTING RELATED RELIEF**

THIS MATTER COMING TO BE HEARD upon the Motion of George Street Investors, LLC, debtor/debtor-in-possession herein (the “Debtor”), for Authority to Use Cash Collateral; pursuant to Section 363 of the Bankruptcy Code (the “Motion”); proper notice as required by Rule 4001(b) of the Federal Rules of Bankruptcy Procedure having been provided; the Objection of Rialto Capital Advisors, LLC [EOD #21] having been continued until the final hearing on the Motion; any other objections having been either being resolved or overruled; this Court having determined that the Debtor’s use of cash collateral to cover the expenditures set forth on Exhibit A hereto is necessary to avoid immediate and irreparable harm to the Debtor’s estate pending a final hearing on the Motion; and this Court being fully advised in the premises;

NOW, THEREFORE, IT IS HEREBY ORDERED as follows:

A) The Debtor is authorized to use cash collateral to pay post-petition expenses to third parties during the period of April 5, 2017, through May 12, 2017 (the “Interim Period”), in accordance with the Budget attached hereto as Exhibit A, plus an allowed variance of no more than ten percent (10%); provided, however, that the amounts set forth for real estate taxes shall be deposited into escrow and not paid to the taxing authority;

B) Daniel J. Hyman of Millennium Properties Real Estate, Inc. (the “Receiver”) is authorized to use cash collateral to pay post-petition expenses to third parties in accordance with that certain Order Appointing Receiver for Non-Residential Property entered in the Circuit Court of Cook County, Illinois, County Department, Chancery Division in Case No. 2016 CH 11079 as consolidated with Case No. 2016 CH 11080 on December 16, 2016, a copy of which is attached hereto as Exhibit B;

C) In return for the Debtor’s continued interim use of cash collateral, Deutsche Bank Trust Company Americas, as Trustee for the Registered Holders of UBS-Citigroup Commercial Mortgage Trust 2012-C1, Commercial Mortgage Pass-Through Certificates, Series 2012-C1, by Rialto Capital Advisors, LLC, as Special Servicer and Attorney-in-Fact (the “Lender”) is granted the following adequate protection for their asserted security interests and liens in the rents derived from the property located at 2852-56 N. Southport, Chicago, Illinois, and continuing around the corner to 1411 W. George Street, Chicago, Illinois (the “Property”);

1. The Debtor and/or the Receiver will permit the Lender full and reasonable access to inspect, review and photocopy or otherwise duplicate (as applicable), upon reasonable notice, within reasonable hours, the Debtor's books, records and place of business;

2. The Debtor and/or the Receiver shall maintain and pay premiums for adequate insurance to cover the Property from fire, theft and water damage;

3. The Debtor and/or the Receiver shall, upon reasonable request, make available to the Lender evidence of that which constitutes its collateral or proceeds;

4. The Debtor and/or the Receiver will provide to the Lender, on each Wednesday during the Interim Period, no later than 10:00 p.m. (applicable Central Time), a variance report reflecting, on a line-item basis, the actual cash receipts and disbursements for the preceding week, the dollar variance and the percentage variance of such actual receipts and disbursements from those reflected in the Budget for that week for the Debtor;

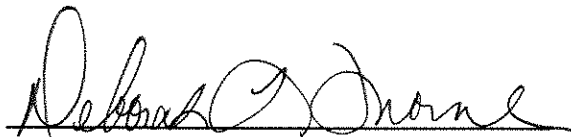
5. The Debtor and/or the Receiver shall provide to Lender upon request additional financial reporting as to its rental income and expenditures, and the status of its operations;

6. The Debtor and/or the Receiver will properly maintain the Property in good repair and properly manage the Property, including, without limitation, in accordance with that certain Order Appointing Receiver entered in the proceeding pending in the Circuit Court of Cook County styled Deutsche Bank Trust Company Americas, et al. v. George Street Investors, LLC, et al., Case No. 16 CH 11080;

7. Lender is granted valid, perfected and enforceable replacement liens and security interests in post-petition rents, proceeds and any other cash collateral of the Debtor, in the same priority and to the same extent as existed pre-petition; and

D) A final hearing on the Motion is scheduled before this Court on May 11, 2017, at 2:00 p.m.

26 APR 2017


Hon. Deborah L. Thorne
United States Bankruptcy Judge

AGREED TO BY:

DEBTOR:

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CLAR
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Counsel to the Debtor

LENDER:

DYKEMA GOSSETT PLLC
Edward S. Weil (IL# 6194191)
Jonathan E. Aberman (IL# 6255541)
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Americas, as Trustee for the Registered
Holders of UBS Commercial Mortgage Trust
2012-C1, Commercial Mortgage Pass-
Through Certificates, Series 2012-C1, by
Rialto Capital Advisors, LLC, Special Servicer
and Attorney-in-Fact*

RECEIVER:

Richard C. Perna (IL# 6193236)
Fuchs & Roselli, Ltd.
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Counsel to Daniel J. Hyman, Receiver

George Street Investors
Operating Budget
April 5, 2017 to May 14, 2017

	4/5 - 4/9/17	4/10 - 4/16/17	4/17 - 4/23/17	4/24 - 4/30/17	5/1 - 5/7/17	5/8 - 5/14/17
Beginning Cash*	438.51	31,289.15	39,399.15	32,187.03	9,996.59	36,552.23
*excludes cash held by receiver						
Total Income (see separate detail)	30,850.64	8,185.00	-	-	29,155.64	8,185.00
Expenses						
Cable/Intercom/Phone			50.00			
Contract Service		75.00				75.00
HVAC				500.00		
Landscaping & Snow Removal				200.00		
Locks&Keys						500.00
Maintenance			1,000.00			
Repairs				1,000.00	600.00	
Repairs: Painting			100.00			
Janitorial Expense			400.00			
Utilities & Disposal				400.00		
Miscellaneous Office Expense				100.00		
Commission Expense					2,000.00	
Management Fees			1,951.78			
Real Estate Taxes			3,710.33			
Mortgage Principal & Interest - Rialto				19,990.45		
Total Expense	-	75.00	7,212.12	22,190.45	2,600.00	575.00
Operating Income	30,850.64	8,110.00	(7,212.12)	(22,190.45)	26,555.64	7,610.00
Ending Cash	31,289.15	39,399.15	32,187.03	9,996.59	36,552.23	44,162.23