

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MASSACHUSETTS  
(Eastern Division)

_____	)	
In Re:	)	
	)	Chapter 11
J&S AUTO, INC.	)	Case No. 17-13911-MSH
	)	
Debtor.	)	
_____	)	

**SIXTH INTERIM ORDER AUTHORIZING USE OF CASH COLLATERAL AND  
GRANTING ADEQUATE PROTECTION AND SETTING FURTHER HEARING THEREON**

Upon the Motion (the “Motion”) by Debtor, J&S Auto, Inc. (the “Debtor”) For Entry of Interim and Final Orders Authorizing Use of Cash Collateral, and Providing Adequate Protection, and Setting a Final Hearing Thereon (the “Motion”), seeking entry of an Order approving the Motion authorizing the Debtor’s use of cash collateral, and providing adequate protection to the Debtor’s secured creditors including App Group International, LLC, and Swift Capital, LLC (the “Secured Creditors”); and the Court having reviewed the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtor, its estate, its creditors, and other parties in interest; and the Court having found that approval of the Motion on an interim basis is necessary to avoid immediate and irreparable harm to the Debtor’s estate pending further hearing; and it appearing that proper and adequate notice of the Motion has been given and that no other further notice is necessary; and upon the record herein; and after due deliberation thereon, good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. Subject to the terms of this Order, the Motion is GRANTED and has the force and effect of an Order of the Court, on an interim basis pending a final hearing thereon.
2. The Debtor is authorized to use Cash Collateral through and including March 27, 2018 for the items set forth in the “J&S Auto, Inc. - 30 Day Budget” filed along herewith and attached hereto as

Exhibit #1.

3. In consideration of, and as adequate protection for any diminution in the value of the Secured Creditors' cash and non-cash Collateral, and to secure the claims of the Secured Creditors, the Secured Creditors are hereby granted a replacement lien, pursuant to § 361(2) and § 552 of the Bankruptcy Code, in all accounts, inventory, machinery, equipment, general intangibles, intellectual property, goods, and leasehold interests, as well as all products and proceeds thereof, generated or acquired post-petition; (collectively, the "Post-Petition Collateral") to the same extent as existed prior to the Chapter 11 filing; provided, however, that the liens granted herein shall not attach to any avoidance actions pursuant to Chapter 5 of the Bankruptcy Code or the proceeds thereof. The liens granted to the Secured Creditors herein may not be primed by any other lien, security interest and/or encumbrance whether by order of the Bankruptcy Court or the passage of time. The liens granted herein shall be deemed valid and perfected notwithstanding the requirements of non-bankruptcy law with respect to perfection. The post-petition grant of liens shall be supplemental of, and in addition to, the lien and security interests that Secured Creditors possess pursuant to their loan documents.

4. Nothing contained herein shall be deemed to constitute a determination of the ownership of the accounts receivable or the nature, extent and priority of the claims of the Secured Creditors against the accounts receivable or any of the Debtor's other assets, all such issues being reserved.

5. The Court shall hold a further hearing on the use of cash collateral and adequate protection on March 27, 2018 at 10:30 a.m. at the United States Bankruptcy Court in Boston, Massachusetts, 5 Post Office Square, 12<sup>th</sup> Floor, Courtroom No. 3, Boston, MA 02109.

6. The Debtor shall file with the Court an actual cash basis reconciliation report showing receipts and disbursements for the period February 27, 2018 through March 27, 2018 on or before the

end of business on March 26, 2018. The Debtor will circulate to all parties present at the hearing on February 27, 2018, a two week reconciliation report within 48 hours of the end of the two week period. The Debtor will file further cash basis projections for the period of March 27, 2018 to April 27, 2018 on or before the end of business on March 26, 2018.

7. The Debtor is directed to immediately serve a copy of this Order on all Secured Creditors, the twenty largest unsecured creditors of the Debtor, the taxing authorities, the U.S. Trustee, and all parties who have filed a notice of appearance in this case, and file a certificate of service regarding the same.

8. The Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: March 1, 2018



Honorable Melvin S. Hoffman  
Chief United States Bankruptcy Judge