

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF NEW YORK

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In re:

GREAT FOOD GREAT FUN, LLC,  
d/b/a WING CITY GRILLE,

Case No.: 17-11557-CLB

Debtor.

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- AND -

Jointly Administered

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF NEW YORK

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In re:

PROFESSIONAL HOSPITALITY, LLC,  
d/b/a VILLAGE CASINO RESTAURANT,

Case No.: 17-11558-CLB

Debtor.

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**FOURTH INTERIM ORDER AUTHORIZING DEBTORS' USE OF CASH  
COLLATERAL AND ESTABLISHING DATE FOR FURTHER HEARING  
ON DEBTORS' MOTION FOR LEAVE TO USE CASH COLLATERAL**

This matter having come before this Court upon the motion (the "Motion") of the Debtors-in-Possession, Great Food Great Fun, LLC ("Great Food Great Fun" or "GFGF") and Professional Hospitality, LLC ("Professional Hospitality" or "PH") (collectively, the "Debtors"), seeking the entry of Emergency, Interim and Final Orders, pursuant to Bankruptcy Code Section 363 and Rule 4001(b) of the Federal Rules of Bankruptcy Procedure, seeking the entry of Emergency, Interim and Final Orders authorizing the Debtors to use cash collateral and fixing the adequate protection which is to be provided to secured creditors U.S. Foods, Inc./U.S. Foodservice, Inc. ("U.S. Foods"), Cosima Corporation ("Cosima"), the Internal Revenue Service ("IRS"), the New York State Department of Taxation and Finance ("NYS Tax"), Snap

Advances, LLC (“Snap Advances”), GU Capital (“GU Capital”), Tango Capital (“Tango Capital”) and Northwest Savings Bank (“Northwest”) (collectively, the “Secured Creditors”), all of which have or claim liens, and upon the request of the Debtors to enter an Order establishing dates for interim and final hearings on the Motion,

AND, this matter having come before this Court for emergency, interim and final hearings and this Court having previously issued appropriate Orders authorizing the use of cash collateral and the use of cash collateral having most recently been extended through October 31, 2017,

AND, this matter having come before this Court for further interim hearing on October 30, 2017, and this Court having authorized the continued use of cash collateral through November 6, 2017; and this matter having come before this Court for a further hearing on November 6, 2017,

NOW, upon all pleadings and proceedings had in this matter to date, and good cause appearing therefor, it is hereby

ORDERED, that each of the Debtors is hereby authorized and permitted to use cash collateral through March 31, 2018, in accordance with those *pro forma* income and expense projections attached as Exhibits A and B, within a 5% variance; and it is

ORDERED, that as additional adequate protection to the Secured Creditors, the Secured Creditors are hereby granted “rollover” replacement liens in post-petition assets of the Debtors of the same relative priority and on the same types and kinds of collateral as they possessed pre-petition, as the same may ultimately be determined, to the extent of cash collateral actually used and not paid down by the Debtors, effective as of the date of the filing of this case, without

the necessity of any further public filing or other recordation to perfect such liens or security interests; and it is

ORDERED, that as additional adequate protection to the Secured Creditors, Debtor Great Food Great Fun shall make the following adequate protection payments:

<b>Creditor</b>	<b>Summary of Adequate Protection Payments</b>
Cosima	As adequate protection to GFGF landlord Cosima, current rent shall be paid at the rate of \$1,500.00 per week. Additionally, GFGF shall make payments of \$1,000.69 per month toward back rental amounts owed by GFGF.
U.S. Foods	As adequate protection to U.S. Foods, all current purchases shall be paid COD upon delivery. Additionally, GFGF shall continue to pay \$250.00 per week toward arrears owed.
IRS	As adequate protection to partially secured claims of the IRS, GFGF shall continue to make adequate protection payments to the IRS at the rate of \$750.00 per week.

and it is

ORDERED, that as additional adequate protection to the Secured Creditors, Debtor Professional Hospitality shall make the following adequate protection payments:

<b>Creditor</b>	<b>Summary of Adequate Protection Payments</b>
U.S. Foods	As adequate protection to U.S. Foods, any current purchases shall be paid COD upon delivery. No additional adequate protection payments will be made until Debtor PH's seasonal business is reopened in approximately April, 2018.
NYS Tax	No additional adequate protection payments will be made to NYS Tax until Debtor PH's seasonal business is reopened in approximately April, 2018.

and it is

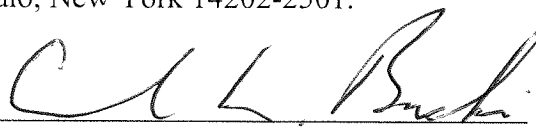
ORDERED, that nothing contained in this Order shall be deemed to constitute either a finding by this Court that those liens to be provided pursuant to this Order are themselves sufficient to adequately protect the Secured Creditors' secured claims, and the entry of this Order is without prejudice to the Secured Creditors' rights to oppose further use of cash collateral or,

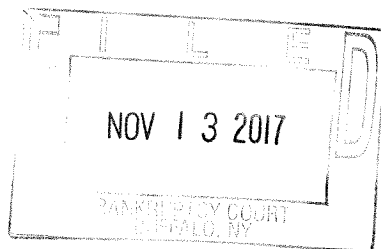
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alternatively, asserting that they are entitled additional adequate protection of their secured claims, and the entry of this Order is without prejudice to the rights of the Debtors or any other party seeking to challenge the secured status of the claims of the Secured Creditors or to assert that the Secured Creditors' claims are less than fully secured, that the Secured Creditors should be entitled to lesser payments or protections as adequate protection of their claims; and it is

ORDERED, that a further hearing on the Debtors' use of cash collateral after March 31, 2018 will be held on March 26, 2018, at 10:00 a.m., at the United States Bankruptcy Court, Part II, Olympic Towers, 300 Pearl Street, Third Floor, Buffalo, New York 14202-2501.

Dated: Buffalo, New York  
November 13, 2017

  
Hon. Carl L. Bucki  
Chief United States Bankruptcy Judge



TCS P. 11/13/17

# EXHIBIT A

**GREAT FOOD GREAT FUN, LLC**

***Pro Forma Monthly Income and Expenses***

**November 1, 2017 to March 31, 2018**

		<b>Amount [\$]</b>
<b>Income</b>		
	Sales and Revenues	110,000.00
	Cost of Goods Sold	37,750.00
	<b>Gross Profit</b>	<b>72,250.00</b>
<b>Expenses</b>		
	Music & Entertainment	400.00
	Equipment and Supplies	2,000.00
	Maintenance & Repairs	1,400.00
	Uniforms	150.00
	Utilities	4,250.00
	Donations	250.00
	Bank Charges	675.00
	Advertising	1,400.00
	Merchant Fees	2,000.00
	Rent & Adequate Protection	7,069.00
	Labor/Insurance	5,000.00
	Salaries and Wages	34,250.00
	Payroll Expenses	4,600.00
	Administrative & Office	1,500.00
	IRS Adequate Protection	750.00
	US Foods Adequate Protection	250.00
	<b>Total</b>	<b>65,944.00</b>
<b>Profit (Loss)</b>		<b>6,306.00</b>

# EXHIBIT B

**PROFESSIONAL HOSPITALITY, LLC**

***Pro Forma Monthly Income and Expenses***

**November 1, 2017 to March 31, 2018**

		<b>Amount [\$]</b>
<b>Income</b>		
	Sales and Revenues	0.00
	Cost of Goods Sold	0.00
	Gross Profit	<b>0.00</b>
<b>Expenses</b>		
	Catering/Music/Entertainment	0.00
	Equipment and Supplies	0.00
	Maintenance and Repairs	0.00
	Miscellaneous	0.00
	Printing	0.00
	Uniforms	0.00
	Utilities	0.00
	Donations	0.00
	Bank Charges	0.00
	Advertising	0.00
	Merchant Fees	0.00
	Rent	0.00
	Liability Insurance	0.00
	Property Taxes	0.00
	Labor/Insurance - Health	0.00
	Salaries and Wages	0.00
	Admin/Office Equip. & Auto	0.00
	Legal and Accounting	0.00
	Total	<b>0.00</b>
<b>Profit (Loss)</b>		<b>0.00</b>