

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

In re 344 South Street Corporation, Case No. 15-18278 (ELF)
Debtor
Small Business Case under Chapter 11

DEBTOR'S AMENDED DISCLOSURE STATEMENT, DATED NOVEMBER 9, 2016

Table of Contents

I. INTRODUCTION	2
A. Purpose of This Document.....	2
B. Deadlines for Voting and Objecting; Date of Plan Confirmation Hearing.....	2
C. Disclaimer	3
II. BACKGROUND	4
B. Insiders of the Debtor.....	3
C. Management of the Debtor Before and During the Bankruptcy	4
D. Events Leading to Chapter 11 Filing.....	4
E. Significant Events During the Bankruptcy Case.....	4
F. Projected Recovery of Avoidable Transfers	4
G. Claims Objections	5
H. Current and Historical Financial Conditions.....	5
III. SUMMARY OF THE PLAN OF REORGANIZATION AND TREATMENT OF CLAIMS AND EQUITY INTERESTS	5
B. Unclassified Claims.....	5
C. Classes of Claims and Equity Interests	7
D. Means of Implementing the Plan	10
E. Risk Factors.....	10
F. Executory Contracts and Unexpired Leases.....	11
G. Tax Consequences of Plan	11
IV. CONFIRMATION REQUIREMENTS AND PROCEDURES	11
A. Who May Vote or Object.....	12
B. Votes Necessary to Confirm the Plan	13
D. Feasibility	14
B. Modification of Plan.....	15
C. Final Decree	15
EXHIBITS	16

I. INTRODUCTION

This is the disclosure statement (the “Disclosure Statement”) in the small business chapter 11 case of 344 South Street Corporation (“Debtor”). This Disclosure Statement contains information about the Debtor and describes the Debtor’s Plan of Reorganization (the “Plan”) filed by Debtor on September 12, 2016. A full copy of the Plan is attached to this Disclosure Statement as Exhibit A. ***Your rights may be affected. You should read the Plan and this Disclosure Statement carefully and discuss them with your attorney. If you do not have an attorney, you may wish to consult one.***

The proposed distributions under the Plan are discussed at pages - of this Disclosure Statement. General unsecured creditors are classified in Class 3, and will receive a distribution of 35 % of their allowed claims, to be distributed as follows in equal monthly interval payments beginning December 1, 2016, and ending on November 17, 2020.

A. Purpose of This Document

This Disclosure Statement describes:

- The Debtor and significant events during the bankruptcy case,
- How the Plan proposes to treat claims or equity interests of the type you hold (*i.e.*, what you will receive on your claim or equity interest if the plan is confirmed),
- Who can vote on or object to the Plan,
- What factors the Bankruptcy Court (the “Court”) will consider when deciding whether to confirm the Plan,
- Why Debtor believes the Plan is feasible, and how the treatment of your claim or equity interest under the Plan compares to what you would receive on your claim or equity interest in liquidation, and
- The effect of confirmation of the Plan.

Be sure to read the Plan as well as the Disclosure Statement. This Disclosure Statement describes the Plan, but it is the Plan itself that will, if confirmed, establish your rights.

B. Deadlines for Voting and Objecting; Date of Plan Confirmation Hearing

The Court has not yet confirmed the Plan described in this Disclosure Statement. This section describes the procedures pursuant to which the Plan will or will not be confirmed.

1. Time and Place of the Hearing to [Finally Approve This Disclosure Statement and] Confirm the Plan

The hearing at which the Court will determine whether to approve this Disclosure Statement and confirm the Plan will take place on _____, at _____, in Courtroom #1, at the United States Bankruptcy Court for the Eastern District of Pennsylvania, 900 Market Street, Suite 400, Philadelphia, PA 19107.

2. *Deadline For Voting to Accept or Reject the Plan*

If you are entitled to vote to accept or reject the plan, vote on the enclosed ballot and return the ballot in the enclosed envelope to Raheem S. Watson, Esquire, 1700 Market Street, Ste. 1005, Philadelphia, PA 19103, counsel for the Debtor. See section IV.A. below for a discussion of voting eligibility requirements.

Your ballot must be received by _____, 2016 or it will not be counted.

3. *Deadline For Objecting to the [Adequacy of Disclosure and] Confirmation of the Plan*

Objections to this Disclosure Statement or to the confirmation of the Plan must be filed with the Court and served upon Debtor's attorney Raheem S. Watson, Esquire, 1700 Market Street, Ste. 1005, Philadelphia, PA 19103 by _____, 2016.

4. *Identity of Person to Contact for More Information*

If you want additional information about the Plan, you should contact:

Raheem S. Watson, Esquire
1700 Market Street, Ste. 1005
Philadelphia, PA 19103
(215) 703-5380 (T)
(215) 703-5410 (F)
rwatson@watsonllc.com
Attorney for Debtor

C. **Disclaimer**

THE COURT'S APPROVAL OF THIS DISCLOSURE STATEMENT IS SUBJECT TO FINAL APPROVAL AT THE HEARING ON CONFIRMATION OF THE PLAN. OBJECTIONS TO THE ADEQUACY OF THIS DISCLOSURE STATEMENT MAY BE FILED UNTIL _____, 2016

II. **BACKGROUND**

A. **Description and History of the Debtor-s Business**

The Debtor is a corporation. Since 1978, the Debtor has operated as a restaurant, serving Spanish and Mexican cuisine in Philadelphia's historic South Street District.

B. **Insiders of the Debtor**

Name of Insider	Compensation Paid 2014	Compensation Paid 2015
William Curry	70% of Profits	60% of Profits
Nicholas DiVentura	N/A	20% of Profits
Dan Christiansen	20% of Profits	10% of Profits
Joseph Cucolo	10% of Profits	10% of Profits

C. Management of the Debtor Before and During the Bankruptcy

During the two years prior to the date on which the bankruptcy petition was filed, the officers, directors, managers or other persons in control of the Debtor (collectively the “Managers”) were

William Curry
Nicholas DiVentura
Dan Christiansen
Joseph Cucolo

The Managers of the Debtor during the Debtor’s chapter 11 case have been:

Nicholas DiVentura
Dan Christiansen

After the effective date of the order confirming the Plan, the directors, officers, and voting trustees of the Debtor, any affiliate of the Debtor participating in a joint Plan with the Debtor, or successor of the Debtor under the Plan (collectively the “Post Confirmation Managers”), will be:

By vote of the shareholders, Nicholas DiVentura will perform the duties as post-confirmation general manager. Daniel Christiansen will no longer serve as a manager of the Debtor.

D. Events Leading to Chapter 11 Filing

Prior to the filing of Debtor’s Chapter 11 Petition on November 17, 2011, Debtor was facing the revocation of its operating license due to outstanding tax obligations owed to the City of Philadelphia in excess of \$700,000.00 (including interest and penalty). Debtor was unable to satisfy these outstanding tax obligations with the City, and with the closure of the business, Debtor’s only recourse was to file for bankruptcy protection.

E. Significant Events During the Bankruptcy Case

- i. Upon filing of Debtor’s Chapter 11 Petition, the law firm of Watson LLC, Raheem S. Watson, Esquire was approved by the Court as Counsel for the Debtor.
- ii. Since the filing of the Bankruptcy, upon motion by Debtor, City of Philadelphia, and Secured Creditor Rewards Network, the court has approved four cash collateral orders to allow Debtor to operate.
- iii. In order to improve operations, Debtors has reduced its staff to cut costs, increased direct marketing to improve revenue from operations.

F. Projected Recovery of Avoidable Transfers

The Debtor does not intend to pursue preference, fraudulent conveyance, or other avoidance actions.

G. Claims Objections

Except to the extent that a claim is already allowed pursuant to a final non-appealable order, the Debtor reserves the right to object to claims. Therefore, even if your claim is allowed for voting purposes, you may not be entitled to a distribution if an objection to your claim is later upheld. The procedures for resolving disputed claims are set forth in Article V of the Plan.

H. Current and Historical Financial Conditions

The identity and fair market value of the estates assets are listed in Exhibit B.

The Debtor's most recent financial statements [if any] issued before bankruptcy, each of which was filed with the Court, are set forth in Exhibit C.

The most recent post-petition operating report filed since the commencement of the Debtor's bankruptcy case are set forth in Exhibit D.

III. SUMMARY OF THE PLAN OF REORGANIZATION AND TREATMENT OF CLAIMS AND EQUITY INTERESTS

A. What is the Purpose of the Plan of Reorganization?

As required by the Code, the Plan places claims and equity interests in various classes and describes the treatment each class will receive. The Plan also states whether each class of claims or equity interests is impaired or unimpaired. If the Plan is confirmed, your recovery will be limited to the amount provided by the Plan.

B. Unclassified Claims

Certain types of claims are automatically entitled to specific treatment under the Code. They are not considered impaired, and holders of such claims do not vote on the Plan. They may, however, object if, in their view, their treatment under the Plan does not comply with that required by the Code. As such, the Plan Proponent has *not* placed the following claims in any class:

1. Administrative Expenses

Administrative expenses are costs or expenses of administering the Debtor's chapter 11 case which are allowed under § 507(a)(2) of the Code. Administrative expenses also include the value of any goods sold to the Debtor in the ordinary course of business and received within 20 days before the date of the bankruptcy petition. The Code requires that all administrative expenses be paid on the effective date of the Plan, unless a claimant agrees to a different treatment.

The following chart lists the Debtor's estimated administrative expenses, and their proposed treatment under the Plan:

<u>Type</u>	<u>Estimated Amount Owed</u>	<u>Proposed Treatment</u>
Expenses Arising in the Ordinary Course of Business After the Petition Date	\$4,900.00	Paid in full on the effective date of the Plan, or according to terms of obligation if later
The Value of Goods Received in the Ordinary Course of Business Within 20 Days Before the Petition Date	\$0	Paid in full on the effective date of the Plan, or according to terms of obligation if later
Professional Fees, as approved by the Court.	\$28,575.00	Paid in full on the effective date of the Plan, or according to separate written agreement, or according to court order if such fees have not been approved by the Court on the effective date of the Plan
Clerk's Office Fees	\$0	Paid in full on the effective date of the Plan
Other administrative expenses		Paid in full on the effective date of the Plan or according to separate written
Office of the U.S. Trustee	\$4,875.00	Paid in full on the effective date of the
TOTAL	\$38,350.00	

2. *Priority Tax Claims*

Priority tax claims are unsecured income, employment, and other taxes described by § 507(a)(8) of the Code. Unless the holder of such a § 507(a)(8) priority tax claim agrees otherwise, it must receive the present value of such claim, in regular installments paid over a period not exceeding 5 years from the order of relief.

The following chart lists the Debtor’s estimated § 507(a)(8) priority tax claims and their proposed treatment under the Plan:

Class #	Description (name and type of tax)	Estimated Amount Owed	Date of Assessment	Treatment
1	.City of Philadelphia Wage & Liquor Tax	\$719,406.60	11/16/2015	Pmt interval payment = Monthly Begin = 12/09/2016 End date = 11/17/2020 Total Payout Monthly = 720,000.00 12/9/16 – 12/9/17 = 8,000.00/mth 1/9/18 – 12/9/18 = 12,000.00/mth 1/9/19 – 12/9/19 = 18,000.00/mth 1/9/20 – 11/17/20 = 22,000.00/mth
1	Internal Revenue Service	\$130,065.29	06/07/2013	Pmt interval payment = Monthly Begin = 11/12/2016 End date = 12/12/2020 Total Payout Monthly = 130,065.29 Payment = \$ 2,709.69

C. Classes of Claims and Equity Interests

The following are the classes set forth in the Plan, and the proposed treatment that they will receive under the Plan:

1. Classes of Secured Claims

Allowed Secured Claims are claims secured by property of the Debtor’s bankruptcy estate (or that are subject to setoff) to the extent allowed as secured claims under § 506 of the Code. If the value of the collateral or setoffs securing the creditor’s claim is less than the amount of the creditor’s allowed claim, the deficiency will be classified as a general unsecured claim.

The following chart lists all classes containing Debtor’s secured prepetition claims and their proposed treatment under the Plan:

<u>Class #</u>	<u>Description</u>	<u>Insider ? (Yes or No)</u>	<u>Impairment</u>	<u>Treatment</u>
2	<p><i>Rewards Network, Inc.</i></p> <p>Collateral description</p> <p><i>Cash, Accounts, Equipment, Inventory</i></p> <p>Allowed Secured Amount \$119, 875.66</p> <p>Priority of lien</p> <p>Principal owed \$ 119,875.66</p> <p>Pre-pet. arrearage \$0</p> <p>Total claim \$119, 875.66</p>	No	Unimpaired	Rewards Network's allowed secured claim shall be paid in accordance with the Agreement executed between Debtor and Creditor, which is being assumed pursuant to 11 U.S.C. § 365 pursuant to this Plan.

2. *Classes of Priority Unsecured Claims*

Certain priority claims that are referred to in §§ 507(a)(1), (4), (5), (6), and (7) of the Code are required to be placed in classes. The Code requires that each holder of such a claim receive cash on the effective date of the Plan equal to the allowed amount of such claim. However, a class of holders of such claims may vote to accept different treatment.

The following chart lists all classes containing claims under §§ 507(a)(1), (4), (5), (6), and (a)(7) of the Code and their proposed treatment under the Plan:

Class #	Description	Impairment	Treatment
None	None		
None	None		

3. *Class of General Unsecured Claims*

General unsecured claims are not secured by property of the estate and are not entitled to priority under § 507(a) of the Code.

The following chart identifies the Plan’s proposed treatment of the Class through, which contain general unsecured claims against the Debtor:

Class #	Description	Impairment	Treatment
3	Unsecured Claims	Impaired	Monthly Pmt = \$2,936.86 Pmts Begin = 11/12/2016 Pmts End = 11/12/2020 Interest rate % = 3.2% Estimated percent of claim paid = 35% Total Amount Paid = \$152,716.77

4. *Equity Interest Holders*

Equity interest holders are parties who hold an ownership interest (*i.e.*, equity interest) in the Debtor. In a corporation, entities holding preferred or common stock are equity interest holders. In a partnership, equity interest holders include both general and limited partners. In a limited liability company (“LLC”), the equity interest holders are the members. Finally, with respect to an individual who is a debtor, the Debtor is the equity interest holder.

The following chart sets forth the Plan’s proposed treatment of the of equity interest holders:

Class #	Description	Impairment	Treatment
4	Equity interest Holders	Impaired	Equity interest holders are all insiders. No payments to Equity interest Holders to be made under the Plan.

D. Means of Implementing the Plan

1. *Source of Payments*

Payments and distributions under the Plan will be funded by the following:

Debtor will fund the Plan through cash flow from operations of the business.

2. *Post-confirmation Management*

The Post-Confirmation Managers of the Debtor, and their compensation, shall be as follows:

Name	Insider (yes)	Position	Compensation
Nicholas DiVentura	Yes	Operating Manager	\$1500 per week

E. Risk Factors

- 1) The Debtor’s business is seasonal. A significant portion of Debtor’s sales occurs in the months April through October. Revenue significantly declines during the months November through March. The seasonal fluctuation in revenue could impact Debtor’s Plan of reorganization.
- 2) Debtor has been administratively closed by the City of Philadelphia Health Inspector in recent months due to failing health inspections. These closures are costly for Debtor as no revenue accrues to the business doing these closure. If these closures continue, this could threaten Debtors business as a going concern, and Debtor’s ability to fund the Plan.

- 3) After the filing of the bankruptcy, Debtor's principal manager, Daniel Christiansen was charged with and recently pled guilty to wire fraud in connection with his improper removal of \$1.4 million from the bank account of the South Street Headhouse District. Mr. Christensen is expected to be sentenced in December and he could face significant jail time that could stretch over the life of the Debtor's proposed bankruptcy plan.
- 4) The criminal issues notwithstanding, Mr. Christiansen is also suffering from serious health issues that could significantly impact his ability to manage the business post-confirmation.

F. Executory Contracts and Unexpired Leases

The Plan lists all executory contracts and unexpired leases that the Debtor will assume under the Plan. Assumption means that the Debtor has elected to continue to perform the obligations under such contracts and unexpired leases, and to cure defaults of the type that must be cured under the Code, if any.

If you object to the assumption of your unexpired lease or executory contract, the proposed cure of any defaults, or the adequacy of assurance of performance, you must file and serve your objection to the Plan within the deadline for objecting to the confirmation of the Plan, unless the Court has set an earlier time.

All executory contracts and unexpired leases that are not listed in the Plan will be rejected under the Plan. Consult your adviser or attorney for more specific information about particular contracts or leases.

If you object to the rejection of your contract or lease, you must file and serve your objection to the Plan within the deadline for objecting to the confirmation of the Plan.

[The Deadline for Filing a Proof of Claim Based on a Claim Arising from the Rejection of a Lease or Contract Is , 2016. Any claim based on the rejection of a contract or lease will be barred if the proof of claim is not timely filed, unless the Court orders otherwise.]

G. Tax Consequences of Plan

Creditors and Equity Interest Holders Concerned with How the Plan May Affect Their Tax Liability Should Consult with Their Own Accountants, Attorneys, And/Or Advisors.

The following are the anticipated tax consequences of the Plan: (1) Tax consequences to the Debtor of the Plan; (2) General tax consequences on creditors of any discharge, and the general tax consequences of receipt of plan consideration after confirmation.

IV. CONFIRMATION REQUIREMENTS AND PROCEDURES

To be confirmable, the Plan must meet the requirements listed in §§ 1129(a) or (b) of the Code. These include the requirements that: the Plan must be proposed in good faith; at least one impaired class of claims must accept the plan, without counting votes of insiders; the Plan must distribute to each creditor and equity interest holder at least as much as the creditor or equity interest holder would receive in a chapter 7 liquidation case, unless the creditor or equity interest holder votes to accept the Plan; and the Plan must be feasible. These requirements are not the only requirements listed in § 1129, and they are not the only requirements for confirmation.

A. Who May Vote or Object

Any party in interest may object to the confirmation of the Plan if the party believes that the requirements for confirmation are not met.

Many parties in interest, however, are not entitled to vote to accept or reject the Plan. A creditor or equity interest holder has a right to vote for or against the Plan only if that creditor or equity interest holder has a claim or equity interest that is both (1) allowed or allowed for voting purposes and (2) impaired.

In this case, the Plan Proponent believes that the unsecured claims and equity security claims are impaired and that holders of claims in each of these classes are therefore entitled to vote to accept or reject the Plan. The Plan Proponent believes that the class of priority tax claims and secured claims are unimpaired and that holders of claims in each of these classes, therefore, do not have the right to vote to accept or reject the Plan.

1. *What Is an Allowed Claim or an Allowed Equity Interest?*

Only a creditor or equity interest holder with an allowed claim or an allowed equity interest has the right to vote on the Plan. Generally, a claim or equity interest is allowed if either (1) the Debtor has scheduled the claim on the Debtor's schedules, unless the claim has been scheduled as disputed, contingent, or unliquidated, or (2) the creditor has filed a proof of claim or equity interest, unless an objection has been filed to such proof of claim or equity interest. When a claim or equity interest is not allowed, the creditor or equity interest holder holding the claim or equity interest cannot vote unless the Court, after notice and hearing, either overrules the objection or allows the claim or equity interest for voting purposes pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure.

2. *What Is an Impaired Claim or Impaired Equity Interest?*

As noted above, the holder of an allowed claim or equity interest has the right to vote only if it is in a class that is *impaired* under the Plan. As provided in § 1124 of the Code, a class is considered impaired if the Plan alters the legal, equitable, or contractual rights of the members of that class.

3. *Who is **Not** Entitled to Vote*

The holders of the following five types of claims and equity interests are *not* entitled to vote:

- holders of claims and equity interests that have been disallowed by an order of the Court;
- holders of other claims or equity interests that are not “allowed claims” or “allowed equity interests” (as discussed above), unless they have been “allowed” for voting purposes.
- holders of claims or equity interests in unimpaired classes;

- holders of claims entitled to priority pursuant to §§ 507(a)(2), (a)(3), and (a)(8) of the Code; and
- holders of claims or equity interests in classes that do not receive or retain any value under the Plan;
- administrative expenses.

Even If You Are Not Entitled to Vote on the Plan, You Have a Right to Object to the Confirmation of the Plan [and to the Adequacy of the Disclosure Statement].

4. *Who Can Vote in More Than One Class*

A creditor whose claim has been allowed in part as a secured claim and in part as an unsecured claim, or who otherwise hold claims in multiple classes, is entitled to accept or reject a Plan in each capacity, and should cast one ballot for each claim.

B. Votes Necessary to Confirm the Plan

If impaired classes exist, the Court cannot confirm the Plan unless (1) at least one impaired class of creditors has accepted the Plan without counting the votes of any insiders within that class, and (2) all impaired classes have voted to accept the Plan, unless the Plan is eligible to be confirmed by a cram down on non-accepting classes, as discussed later in Section [B.2].

1. *Votes Necessary for a Class to Accept the Plan*

A class of claims accepts the Plan if both of the following occur: (1) the holders of more than one-half (1/2) of the allowed claims in the class, who vote, cast their votes to accept the Plan, and (2) the holders of at least two-thirds (2/3) in dollar amount of the allowed claims in the class, who vote, cast their votes to accept the Plan.

A class of equity interests accepts the Plan if the holders of at least two-thirds (2/3) in amount of the allowed equity interests in the class, who vote, cast their votes to accept the Plan.

2. *Treatment of Non-accepting Classes*

Even if one or more impaired classes reject the Plan, the Court may nonetheless confirm the Plan if the non-accepting classes are treated in the manner prescribed by § 1129(b) of the Code. A plan that binds non-accepting classes is commonly referred to as a cram down plan. The Code allows the Plan to bind non-accepting classes of claims or equity interests if it meets all the requirements for consensual confirmation except the voting requirements of § 1129(a)(8) of the Code, does not discriminate unfairly, and is fair and equitable toward each impaired class that has not voted to accept the Plan.

YOU SHOULD CONSULT YOUR OWN ATTORNEY IF A CRAM DOWN CONFIRMATION WILL AFFECT YOUR CLAIM OR EQUITY INTEREST, AS THE VARIATIONS ON THIS GENERAL RULE ARE NUMEROUS AND COMPLEX.

C. Liquidation Analysis

To confirm the Plan, the Court must find that all creditors and equity interest holders who do not accept the Plan will receive at least as much under the Plan as such claim and equity interest holders would receive in a chapter 7 liquidation. A liquidation analysis is attached to this Disclosure Statement as Exhibit E.

D. Feasibility

The Court must find that confirmation of the Plan is not likely to be followed by the liquidation, or the need for further financial reorganization, of the Debtor or any successor to the Debtor, unless such liquidation or reorganization is proposed in the Plan.

1. Ability to Initially Fund Plan

The Plan Proponent believes that the Debtor will have enough cash on hand on the effective date of the Plan to pay all the claims and expenses that are entitled to be paid on that date. Tables showing the amount of cash on hand on the effective date of the Plan, and the sources of that cash are attached to this disclosure statement as Exhibit F.

2. Ability to Make Future Plan Payments And Operate Without Further Reorganization

The Plan Proponent must also show that it will have enough cash over the life of the Plan to make the required Plan payments.

The Plan Proponent has provided projected financial information. Those projections are listed in Exhibit G.

The Plan Proponent's financial projections show that the Debtor will have an aggregate annual average cash flow, after paying operating expenses and post-confirmation taxes, of \$ -. The final Plan payment is expected to be paid on 11/12/2020.

YOU SHOULD CONSULT WITH YOUR ACCOUNTANT OR OTHER FINANCIAL ADVISOR IF YOU HAVE ANY QUESTIONS PERTAINING TO THESE PROJECTIONS.

V. EFFECT OF CONFIRMATION OF PLAN

A. DISCHARGE OF DEBTOR

Discharge. On the effective date of the Plan, the Debtor shall be discharged from any debt that arose before confirmation of the Plan, subject to the occurrence of the effective date, to the extent specified in § 1141(d)(1)(A) of the Code, except that the Debtor shall not be discharged of any debt (i) imposed by the Plan, (ii) of a kind specified in § 1141(d)(6)(A) if a timely complaint was filed in accordance with Rule 4007(c) of the Federal Rules of Bankruptcy Procedure, or (iii) of a kind specified in § 1141(d)(6)(B). After the effective date of the Plan your claims against the Debtor will be limited to the debts described in clauses (i) through (iii) of the preceding sentence.

B. Modification of Plan

The Plan Proponent may modify the Plan at any time before confirmation of the Plan. However, the Court may require a new disclosure statement and/or revoting on the Plan.

The Plan Proponent may also seek to modify the Plan at any time after confirmation only if (1) the Plan has not been substantially consummated *and* (2) the Court authorizes the proposed modifications after notice and a hearing.

C. Final Decree

Once the estate has been fully administered, as provided in Rule 3022 of the Federal Rules of Bankruptcy Procedure, the Plan Proponent, or such other party as the Court shall designate in the Plan Confirmation Order, shall file a motion with the Court to obtain a final decree to close the case. Alternatively, the Court may enter such a final decree on its own motion.

/s/ Nick DiVentura

[Signature of the Plan Proponent]



[Signature of the Attorney for the Plan Proponent]