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Honorable Mike K. Nakagawa
United States Bankruptcy Judge



Entered on Docket
September 09, 2013

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**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEVADA**

In re:

TEN SAINTS LLC,

Debtor.

Case No.: 11-21028-MKN
Chapter 11

Confirmation Hearing:
Date: September 4, 2013
Time: 11:00 a.m.

**ORDER CONFIRMING DEBTOR'S SECOND AMENDED PLAN OF
REORGANIZATION**

On August 30, 2013, Ten Saints LLC ("Debtor"), debtor and debtor-in-possession, filed *Debtor's Second Amended Plan of Reorganization* [ECF No. 317] (the "Amended Plan").¹ The Court conducted the confirmation hearing on Debtor's Amended Plan on September 4, 2013, at 11:00 a.m. (the "Confirmation Hearing"). Debtor appeared at the Confirmation Hearing by and through its counsel, Talitha Gray Kozlowski, Esq. of the law firm of Gordon Silver, and Wells
...

¹ All undefined, capitalized terms shall have the meaning ascribed to them in the Amended Plan.

1 Fargo Bank, National Association (“Secured Lender”) appeared by and through its counsel,
2 Bryce Suzuki, Esq. of the law firm of Bryan Cave LLP.

3 Based on the *Findings of Fact and Conclusions of Law in Support of the Order*
4 *Confirming Debtor’s Second Amended Plan of Reorganization* entered concurrently herewith, it
5 having been determined after a hearing on notice that the requirements for confirmation set forth
6 in 11 U.S.C. § 1129 have been satisfied, and good cause appearing;

7 **IT IS HEREBY ORDERED** as follows:

8 1. Pursuant to 11 U.S.C. § 1129, the Amended Plan shall be, and hereby is,
9 confirmed.

10 2. The Amended and Restated Loan Documents are approved in their entirety.

11 3. Except as otherwise provided in Section 1141(d) of the Bankruptcy Code, on and
12 after the Confirmation Date, the provisions of the Amended Plan shall bind any Holder of a
13 Claim against, or Equity Security in, Debtor and its successors and assigns, or in the assets of
14 Debtor, its successors and assigns, regardless of whether the Claim or Equity Security of such
15 Holder is Impaired under the Plan and whether such Holder has accepted the Amended Plan.

16 4. Pursuant to Section 1146(a) of the Bankruptcy Code, any transaction arising out
17 of, contemplated by, or in any way related to the Amended Plan, whether occurring on or after
18 the Effective Date, shall not be subject to any document recording tax, stamp tax, conveyance
19 fee, intangibles or similar tax, mortgage tax, real estate transfer tax, mortgage recording tax,
20 Uniform Commercial Code filing or recording fee, regulatory filing or recording fee, or other
21 similar tax or governmental assessment, and the appropriate federal, state or local governmental
22 officials or agents shall and are hereby directed to forego the collection of any such tax or
23 governmental assessment and to accept for filing and recordation any of the foregoing
24 instruments or other documents without the payment of any such tax or governmental
25 assessment.

26 5. The documents and agreements referenced in or that are necessary to implement
27 the Amended Plan, expressly including the Amended and Restated Loan Documents, and any
28 amendments, modifications, and supplements thereto, and all documents and agreements related

1 thereto (including all exhibits and attachments thereto and documents referred to in such papers),
2 and the execution, delivery, and performance thereof by Reorganized Debtor, are authorized and
3 approved as finalized, executed, and delivered. Without further order or authorization of the
4 Bankruptcy Court, Reorganized Debtor is authorized and empowered to make all modifications
5 to the Amended and Restated Loan Documents and all related documents that are: (i) necessary
6 to finalize such documents; and (ii) consented to by Reorganized Debtor and Secured Lender.

7 6. As set forth in the Amended Plan and this Order, once finalized and executed, the
8 Amended and Restated Loan Documents and all other documents contemplated by and necessary
9 to implement the Amended Plan shall constitute legal, valid, binding, and authorized obligations
10 of Reorganized Debtor, enforceable in accordance with their terms (without further action if such
11 document, agreement, or instrument so provides). Debtor, Reorganized Debtor, Secured Lender,
12 and all officers or responsible representatives of any of the foregoing, are hereby authorized and
13 directed to take all necessary or appropriate steps, and perform all necessary or appropriate acts,
14 to consummate the terms and conditions of the Amended Plan and this Order, including, without
15 limitation, the execution, delivery, adoption, assignment, amendment, filing, or recording, as the
16 case may be, of any and all agreements, documents, and instruments necessary or desirable to
17 implement the Amended Plan and this Order, expressly including the Amended and Restated
18 Loan Documents, and to effect any other transactions contemplated therein or thereby.

19 7. The provisions of the Amended Plan shall not diminish or impair in any manner
20 the enforceability and coverage of any insurance policies that may cover Claims against Debtor
21 or any other Person. Nothing in the Amended Plan shall be deemed to constitute a rejection of
22 any insurance policies or related agreements relating to any insurance policies under Section 365
23 of the Bankruptcy Code to the extent such policies and agreements exist and are executory.
24 Reorganized Debtor shall remain the insured under Debtor's applicable insurance policies and
25 related agreements.

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8. The stay of the effectiveness of this Order as provided by Fed. R. Bank. P. 3020(e) is hereby waived.

IT IS SO ORDERED.

PREPARED AND SUBMITTED BY:
GORDON SILVER

APPROVED:
BRYAN CAVE LLP

By: /s/ Talitha Gray Kozlowski
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LR 9021 CERTIFICATION

In accordance with LR 9021, counsel submitting this document certifies that the order accurately reflects the court’s ruling and that (check one):

- The court waived the requirement of approval under LR 9021(b)(1).
- No party appeared at the hearing or filed an objection to the motion.
- I have delivered a copy of this proposed order to all counsel who appeared at the hearing, and any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as stated in the Order.
- I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objection to the form or content of the order.

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