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PROPOSED ATTORNEYS FOR DEBTOR

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE:

**CHILDRESS GATEWAY
ENTERPRISE, INC.,**

Debtor.

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**CASE NO. 17-41406-btr
Chapter 11**

DEBTOR’S EMERGENCY MOTION FOR USE OF CASH COLLATERAL

NO HEARING WILL BE CONDUCTED ON THIS MOTION UNLESS A WRITTEN OBJECTION IS FILED WITH THE CLERK OF THE UNITED STATES BANKRUPTCY COURT AND SERVED UPON THE PARTY FILING THIS PLEADING WITHIN FOURTEEN (14) DAYS FROM THE DATE OF SERVICE UNLESS THE COURT SHORTENS OR EXTENDS THE TIME FOR FILING SUCH OBJECTION. IF NO OBJECTION IS TIMELY SERVED AND FILED, THIS PLEADING SHALL BE DEEMED TO BE UNOPPOSED, AND THE COURT MAY ENTER AN ORDER GRANTING THE RELIEF SOUGHT. IF AN OBJECTION IS FILED AND SERVED IN A TIMELY MANNER, THE COURT WILL THEREAFTER SET A HEARING. IF YOU FAIL TO APPEAR AT THE HEARING, YOUR OBJECTION MAY BE STRICKEN. THE COURT RESERVES THE RIGHT TO SET A HEARING ON ANY MATTER.

TO THE HONORABLE UNITED STATES BANKRUPTCY COURT:

COMES NOW Childress Gateway Enterprise, Inc., the Chapter 11 Debtor in the above styled and referenced bankruptcy case (the “Debtor”), and files this its Emergency Motion for Use of Cash Collateral pursuant to 11 U.S.C. § 363 of the Bankruptcy Code and in support of same would respectfully show the following:

1. On June 30, 2017, the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code. The Debtor is now operating its business and managing its property as a debtor in possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code. No request has been made for the appointment of a trustee or examiner and no official committee has been appointed.

2. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of the Chapter 11 case and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. Debtor requests the Court to enter an Interim Order for Use of Cash Collateral in the form attached hereto as **Exhibit “A.”**

4. Debtor has an immediate need to use the cash collateral of Wellington State Bank (the “Secured Lender”), the Debtor’s secured creditor claiming liens on Debtor’s real and personal property including room rents. The Debtor can adequately protect the interests of the Secured Lender as set forth in the proposed Interim Order for Use of Cash Collateral by providing the Secured Lender with post-petition liens, a priority claim in the Chapter 11 bankruptcy case, and cash flow payments. The cash collateral will be used to continue the Debtor’s ongoing operations. The Debtor operates an Econo Lodge Hotel located in Childress, Texas. The Budget attached to the proposed Order permits the payment of ongoing operating expenses of the Debtor in order to

allow the Debtor to maintain its operations in Chapter 11. The Debtor intends to rearrange its affairs and needs to continue to operate in order to pay its ongoing expenses, generate additional income and to propose a plan in this case. The Debtor's proposed One-Month Budget is attached hereto as **Exhibit "B."**

5. This is an emergency matter since the Debtor has no outside sources of funding available to it and must rely on the use of cash collateral to continue its operations.

WHEREFORE, PREMISES CONSIDERED, the Debtor respectfully requests that this Court enter an Interim Order for Use of Cash Collateral in the form attached hereto as **Exhibit A** and for such other and further relief to which the Debtor may be justly entitled.

Dated: July 5, 2017.

Respectfully submitted,

/s/ Joyce W. Lindauer

Joyce W. Lindauer
State Bar No. 21555700
Sarah M. Cox
California Bar No. 245475
Jamie N. Kirk
State Bar No. 24076485
Jeffery M. Veteto
State Bar No. 24098548
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Dallas, Texas 75230
Telephone: (972) 503-4033
Facsimile: (972) 503-4034
PROPOSED ATTORNEYS FOR DEBTOR

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on July 5, 2017, a true and correct copy of the foregoing document was served via United States first class mail, postage prepaid, upon the parties on the attached service list.

/s/ Joyce W. Lindauer
Joyce W. Lindauer

Label Matrix for local noticing
0540-4
Case 17-41406
Eastern District of Texas
Sherman
Mon Jul 3 17:47:42 CDT 2017

Atmos Energy
Attn: Bankruptcy Dept.
PO Box 650205
Dallas, TX 75265-0205

Atmos Energy
Attn: Bankruptcy Dept.
PO Box 650205
Dallas, TX 75265-0205

Attorney General of Texas
Bankruptcy Division
PO Box 12548
Austin, TX 78711-2548

Bogie Hardware Inc.
913 Larimer Avenue
North Versailles, PA 15137-2145

Carco
13191 56th Court North, Suite 102
Clearwater, FL 33760-4030

Champion Energy Service
1500 Rankin Rd., Suite 200
Houston, TX 77073-4807

Champion Energy Services
1500 Rankin Rd., Ste. 200
Houston, TX 77073-4807

Childress County Appraisal District
1710 Avenue F N.W.
Childress, TX 79201-3321

Childress Gateway Enterprise, Inc.
3721 Moroney Drive
Richardson, TX 75082-2686

Choice Hotels International
P.O. Box 99992
Chicago, IL 60696-7792

City of Childress
Attn: Hotel Tax Dept.
315 Commerce St.
Childress, TX 79201-4525

City of Quanah Tax Office
PO Box 388
Quanah, TX 79252-0388

Classic Coffee
PO Box 260224
Plano, TX 75026-0224

(p)TEXAS COMPTROLLER OF PUBLIC ACCOUNTS
REVENUE ACCOUNTING DIV - BANKRUPTCY SECTION
PO BOX 13528
AUSTIN TX 78711-3528

(p)DELL FINANCIAL SERVICES
P O BOX 81577
AUSTIN TX 78708-1577

DirectV
PO Box 105249
Atlanta, GA 30348-5249

Ecolab
P. O. Box 70343
Chicago, IL 60673-0343

Empire Paper
2708 Central Freeway E
Wichita Falls, TX 76301-8099

Eugenia Martinez
805 Avenue C N.W.
Childress, TX 79201-4317

Guest Supply
PO Box 6771
Somerset, NJ 08875-6771

Hannah Pool
915 19th St. N.W.
Childress, TX 79201

Hardeman County Tax Office
PO Box 30
Quanah, TX 79252-0030

Headrick Outdoor Media
One Freedom Square
Laurel, MS 39440-3367

In the Swim
320 Industrial Drive West
Chicago, IL 60185

Internal Revenue Service
Centralized Insolvency
PO Box 7346
Philadelphia, PA 19101-7346

Internal Revenue Service
Mail Code DAL-5020
1100 Commerce Street
Dallas, Texas 75242-1100

Joe Martinez
805 Avenue C N.W.
Childress, TX 79201-4317

Joyce W. Lindauer
12720 Hillcrest Road
Suite 625
Dallas, TX 75230-2163

Linebarger Goggan Blair & Sampson
2777 N. Stemmons Freeway
Suite 1000
Dallas, TX 75207-2328

Eugene Martinez
805 Avenue C N.W.
Childress, TX 79201-4317

Navitas
PO Box 935204
Atlanta, GA 31193-5204

Orkin Inc.
2101 Grant, Suite 3
Wichita Falls, TX 76309-4331

POS Credit Corporation
3440 Flair Dr. 4th Fl.
El Monte, CA 91731-2823

Property Tax Lending, L.P.
17950 Preston Rd.
Ste. 650
Dallas, TX 75252-4605

Quaterspot
333 7th Ave. 14th Fl.
New York, NY 10001-5822

Texas Workforce Commission
101 East 15th Street
Austin, TX 78778-0001

U. S. Attorney
110 N. College Ave.
Suite 700
Tyler, TX 75702-0204

U. S. Trustee's Office
110 N. College Street
Suite 300
Tyler, TX 75702-7231

U.S. Attorney General
Department of Justice
Main Justice Building
10th & Constitution Ave., NW
Washington, DC 20530-0001

US Trustee
Office of the U.S. Trustee
110 N. College Ave.
Suite 300
Tyler, TX 75702-7231

Villyards
PO Box 727
Childress, TX 79201-0727

Wellington State Bank
c/o Nolan Greak
Greak Law
8008 Slide Rd.
Lubbock, TX 79424-2828

The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g) (4).

Comptroller of Public Accounts
Revenue Accounting Division
Bankruptcy Section
P O Box 13528
Austin, TX 78711-3528

(d)Comptroller of Public Accounts
Revenue Accounting Division
Bankruptcy Section
PO Box 13528
Austin, TX 78711-0000

(d)Comptroller of Public Accts
Rev Acctg Div/Bankruptcy Dept
PO BOX 13528
Austin, TX 78711

Dell Financial Services
Payment Processing Center
PO Box 5292
Carol Stream, IL 60197-5292

The following recipients may be/have been bypassed for notice due to an undeliverable (u) or duplicate (d) address.

(d)Childress County Appraisal District
1710 Avenue F N.W.
Childress, TX 79201-3321

(d)Choice Hotels International
PO Box 99992
Chicago, IL 60696-7792

(d)City of Childress
Attn: Hotel Tax Department
315 Commerce Street
Childress, TX 79201-4525

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF TEXAS
SHERMAN DIVISION**

IN RE:

**CHILDRESS GATEWAY
ENTERPRISE, INC.,**

Debtor.

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**CASE NO. 17-41406-btr
Chapter 11**

**INTERIM ORDER FOR USE OF CASH COLLATERAL PURSUANT TO
SECTION 363 OF THE BANKRUPTCY CODE AND PROVIDING ADEQUATE
PROTECTION AND GRANTING LIENS AND SECURITY INTERESTS**

Upon the Emergency Motion for Use of Cash Collateral (the “Motion”) pursuant to Sections 105, 361, 363 and 364 of Title 11 of the United States Bankruptcy Code (the “Bankruptcy Code”) and Federal Rule of Bankruptcy Procedure 4001, filed by Childress Gateway Enterprise, Inc. (“Debtor”), subject to the terms and conditions set forth herein, including the (i) grant of mortgages, security interests, liens and claims for the benefit of Wellington State Bank (the “Secured Lender”), Post-petition which are co-extensive with its Pre-petition liens (to the extent of such liens, if any) and (ii) grant of mortgages, security interests, liens and claims in order to provide adequate protection to the Secured Lender as more fully set forth herein, and upon the proceedings held before this Court and good and sufficient cause appearing therefore,

THE COURT HEREBY FINDS:

A. On June 30, 2017 (the “Petition Date”), the Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code. The Debtor is now operating its business and managing its property as a debtor-in-possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code. No request has been made for the appointment of a trustee or examiner and no official committee has been appointed.

B. This Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue of the Chapter 11 Case and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

C. An immediate and critical need exists for the Debtor to obtain funds in order to continue the operation of its business. Without such funds, the Debtor will not be able to pay its direct operating expenses and obtain goods and services needed to carry on its business during this sensitive period in a manner that will avoid irreparable harm to the Debtor's estate. At this time, the Debtor's ability to use Cash Collateral is vital to the confidence of the Debtor's employees, vendors and suppliers of the goods and services, to the customers, and to the preservation and maintenance of the going concern value of the Debtor's estate.

D. Secured Lender may claim that substantially all of the Debtor's assets are subject to the Prepetition Liens of the Secured Lender including liens on room rents relevant to this Motion.

E. The Debtor has requested immediate entry of this Order pursuant to Bankruptcy Rule 4001(b)(2) and (c)(2). The permission granted herein to allow the Debtor to obtain the use of Cash Collateral financing is necessary to avoid immediate and irreparable harm to the Debtor. This Court concludes that entry of this Order is in the Debtor's best interest and its estate and creditors as its implementation will, among other things, allow for the continued operation and rehabilitation of the Debtor's existing business.

THEREFORE, IT IS HEREBY ORDERED AND ADJUDGED that the Debtor be, and hereby is, authorized to enter into all agreements pursuant to the terms of this Order necessary to allow the Debtor to use Cash Collateral subject to the protections and consideration described in this Order in the amounts and for the expenses set forth on the monthly budget attached hereto.

The Debtor, without the prior written approval of the Secured Lender should not incur expenses for any line item for an amount that exceeds the lesser of the amount for such line item in the budget and the actual expenditure for such line item. The Debtor may pay a 10% variance per line item. The Debtor is authorized to collect and receive all cash funds. The Debtor shall account each month to the Secured Lender for all funds received. For purposes of this Order, “proceeds” of any of the Secured Lender’s collateral shall mean Proceeds (as defined in the Uniform Commercial Code) of such collateral security for all Cash Collateral permitted to be used hereunder by the Debtor, the Secured Lender is hereby granted valid, binding, enforceable, and perfected liens (the “Post-petition Liens”) co-extensive with the Secured Lender’s pre-petition liens in all currently owned or hereafter acquired property and assets of the Debtor, of any kind or nature, whether real or personal, tangible or intangible, wherever located, now owned or hereafter acquired or arising and all proceeds and products, including, without limitation, all accounts receivable, general intangibles, inventory, and deposit accounts coextensive with its pre-petition liens. Nothing herein shall grant a lien on, interest in or claim on Chapter 5 causes of action. Nothing herein shall prime the liens of the taxing authorities. The Debtor is permitted to pay U.S. Trustee fees incurred during this case; it is further

ORDERED that as adequate protection for the diminution in value of the interests of the Secured Lender, the Secured Lender is hereby granted replacement liens and security interests, in accordance with Bankruptcy Code Sections 361, 363, 364(c)(2), 364(e), and 552, co-extensive with its pre-petition liens; it is further

ORDERED that the replacement liens granted to the Secured Lender in this Order are automatically perfected without the need for filing of a UCC-1 financing statement with the Secretary of State’s Office or any other such act of perfection; it is further

ORDERED that all cash accounts of Debtor and all accounts receivable collections by Debtor post-petition shall be deposited in a separate cash collateral account, being Debtor's debtor-in-possession account; it is further

ORDERED that as adequate protection in accordance with Section 363(e) of the Bankruptcy Code, the Debtor shall pay to Wellington State Bank on the 1st day of the month an amount equal to the excess cash flow after payment of expenses. The use of cash collateral shall extend to a final hearing on the Motion. The application of the adequate protection payments is subject to further Order of this Court; it is further

ORDERED that from and after the Petition Date, the proceeds of the Pre-petition Collateral and the Post-petition Collateral shall not, directly or indirectly, be used to pay expenses of the Debtor or otherwise disbursed except for those expenses and/or disbursements that are expressly permitted herein and as shown on the Debtor's Budget attached hereto as **Exhibit "1"** plus 10% per line item. During the pendency of this order, the Debtor will maintain insurance on the Secured Lender's collateral and pay taxes when due. The automatic stay under Section 362(a) of the Bankruptcy Code shall be, and it hereby is, modified to the extent necessary to permit the Secured Lender to retrieve, collect and apply payments and proceeds in respect of the Pre-petition Collateral and Post-petition Collateral in accordance with the terms and provisions of this Order. The Debtor shall execute and deliver to the Secured Lender all such agreements, financing statements, instruments and other documents as the Secured Lender may reasonably request to evidence, confirm, validate or perfect the liens granted pursuant hereto. The Debtor shall deliver a copy of its Monthly Operating Report to the Secured Lender's counsel by the 20th day of each month for the prior month; it is further

ORDERED that the provisions of this Order shall be binding upon and inure to the benefit of the Secured Lender and the Debtor. However, nothing herein shall prevent the Secured Lender from seeking any form of relief under the Bankruptcy Code. The Debtor shall, within two (2) business days of entry of this Order, serve by U. S. mail, first class postage prepaid, copies of the Motion, this Order, the proposed Final Order and a notice of the hearing (the “Final Hearing Notice”) to be held on _____, 2017, at _____.m. to consider entry of the proposed Final Order on, (a) the Office of the U. S. Trustee; (b) counsel to Wellington State Bank; (c) all creditors in this case on the Matrix and (d) all parties requesting notice in this case. Copies of the Motion, this Order and the proposed Final Order and the Final Hearing Notice shall be served upon all persons requesting service of papers pursuant to Bankruptcy Rule 2002 by U. S. mail, first class postage prepaid, within one (1) business day following the receipt of such request. The Final Hearing Notice shall state that any party in interest objecting to the entry of the proposed Final Order shall file written objections no later than 4:00 p.m., _____, 2017, which objections shall be served so that the same are received on or before such date by: Joyce W. Lindauer, Joyce W. Lindauer Attorney, PLLC, 12720 Hillcrest Road, Suite 625, Dallas, Texas 75230.

SIGNED:

Annual Budget Monthly Budget

Room Revenue	\$449,972.00	\$37,497.67
Expenses		
Advertising	\$5,460.00	\$455.00
Bank Charges	\$438.88	\$37.00
Breakfast Supplies	\$12,927.63	\$1,077.00
Contract Work/Labor	\$0.00	\$0.00
Credit Cards Discounts	\$8,999.44	\$750.00
Dues and Subscriptions	\$0.00	\$0.00
Franchise Comm./Expenses	\$35,997.76	\$3,000.00
Insurance	\$10,976.26	\$915.00
Laundry Supplies	\$5,172.07	\$431.00
Licenses and Permits	\$807.67	\$67.00
Office Expenses	\$490.00	\$41.00
Salaries and Wages	\$164,583.11	\$13,715.26
Payroll Taxes	\$13,166.65	\$1,400.00
Legal Fees	\$0.00	\$0.00
Accounting Fees	\$1,845.34	\$153.75
Professional Fees	\$0.00	\$0.00
Building Repairs	\$6,000.00	\$0.00
Equipment Repairs	\$2,000.00	\$0.00
Grounds and Maintenance	\$2,000.00	\$167.00
Room and Guest Supplies	\$21,285.44	\$1,773.75
Staff Uniforms	\$0.00	\$0.00
Swimming Pool Expenses	\$0.00	\$0.00
Real Estate Taxes	\$28,000.00	\$0.00
Other Taxes	\$0.00	\$0.00
Other	\$0.00	\$0.00
Training Expenses	\$0.00	\$0.00
Travel Expenses	\$0.00	\$0.00
Entertainment Expenses	\$0.00	\$0.00
Internet	\$918.00	\$76.50
Satellite TV	\$8,661.97	\$722.00
Telephone	\$3,419.72	\$285.00
Electricity	\$18,859.03	\$1,572.00
Gas	\$6,775.00	\$565.00
Water, Sewer & Garbage	\$7,002.88	\$584.00
Total Expenses	\$365,786.85	\$27,787.26
Net Income	\$84,185.15	\$9,710.41

EXHIBIT "B"