



ENTERED
01/03/2018

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

IN RE: §
§
WCD, LLC § CASE NO. 17-36817
§ CHAPTER 11
DEBTOR §

STIPULATION AND INTERIM ORDER FOR
USE OF CASH COLLATERAL

PENDLETON CAPITAL GROUP, INC. ("Pendleton"), a secured creditor and party in interest, and WCD, LLC ("WCD" or "Debtor"), Debtor and Debtor-in-Possession, enter this Stipulation for Use of Cash Collateral, and by counsel request the Court enter the Stipulation as an Interim Order of the Court, as follows:

The Debtor has requested authorization to use Cash Collateral and to use such Cash Collateral to pay, as necessary, its usual and ordinary post-petition on-going business obligations.

As adequate protection to Pendleton for the use of its Cash Collateral, the Debtor grants Pendleton valid and automatically perfected security interests and replacement liens on the Collateral to the same extent as such interests existed pre-petition and such liens shall attach to any post-petition collateral to the same extent as existed pre-petition, further provided that such continuing liens shall be perfected and enforceable as the interests that existed pre-petition without the necessity of further action by Pendleton.

The payment of U.S. Trustee's quarterly fees shall be excepted from the post-petition liens granted herein and the Debtor shall be required to escrow such funds.

The parties stipulate, and by the entry hereof, the Court finds, that unless the Debtor is granted authorization to use Cash Collateral as provided herein, to pay its regularly recurring bills, the estate will not be able to attempt to reorganize, and based thereon, request the Court enter this Stipulation as an Order of the Court.

IT IS THEREFORE,

ORDERED that the Debtor is authorized to use Cash Collateral to pay as necessary its usual and ordinary post-petition on-going business obligations in the amount of \$61,000.00 for 30 days as of the date of the date of petition; it is further

ORDERED that the pre-petition liens of Pendleton in the Collateral shall continue as post-petition replacement liens as set forth herein above; it is further

ORDERED that Pendleton shall retain its security interests and holds properly perfected first liens on the assets of the Debtor and shall have and is granted valid, perfected and enforceable replacement security interests and liens upon the Collateral to the same extents and priority as existed pre-petition as set forth herein above without the necessity of additional filings under applicable non-bankruptcy law; it is further

ORDERED that the entry of this Stipulation and Order shall be without prejudice to the rights of any party-in-interest to object to the continued use of cash collateral; it is further

ORDERED that the entry of this Stipulation and Order shall be without prejudice to the rights of any party-in-interest to object to the continued use of cash collateral after the expiration of this Order, which is 30 days from the date of the petition; it is further

STIPULATION AND ORDER
FOR USE OF CASH COLLATERAL

*B * as set forth on Exhibit "A" attached hereto*

ORDERED that the Debtor shall maintain adequate insurance on the Collateral as required by the United States Trustee always and without any lapse in coverage; it is further

ORDERED that the terms and provisions of this Stipulation and Order and any actions taken pursuant hereto, shall survive entry of any Order that may be entered converting to Chapter 7 or dismissing this case. The terms and provisions of this Stipulation and Order as shall continue in this or any superseding case of the Debtor under the Bankruptcy Code; it is further

ORDERED that the provisions of this Stipulation and Order shall inure to the benefit of the Debtor and of Pendleton and shall be binding upon the Debtor and its respective successors and assigns, including any trustee or other fiduciaries hereafter appointed as legal representatives of the Debtor or with respect to the property of the estate or of the Debtor, whether under Chapter 11 or any subsequent Chapter 7 case, and upon all creditors and other parties-in-interest; it is further

ORDERED that any modification, vacation or stay of this Stipulation and Order shall not effect (i) the validity of any other terms hereof, (ii) the validity of any obligation, indebtedness, or liability of the Debtor to Pendleton before the effective date of such modification, vacation or stay, or (iii) the validity or enforceability of any security interest, lien priority or other protection authorized or created hereby; it is further

ORDERED that the stipulations, findings of fact and conclusions of law herein, shall be effective *nunc pro tunc* as of the Petition Date; it is further

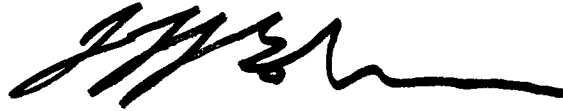
ORDERED that the Stipulation and Order and the relief granted herein are ~~final~~ *interim* and non-appealable immediately upon its entry. *

STIPULATION AND ORDER
FOR USE OF CASH COLLATERAL

* The next cash collateral hearing will be held on 1-22-2018 at 4:00 P.M.

JS

SIGNED this 3rd day of Jan., 2018 at Houston, Texas.



JEFF BOHM
United States Bankruptcy Judge

APPROVED, STIPULATED TO
and ENTRY REQUESTED:

/s/ Larry A. Vick
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ATTORNEY FOR PENDLETON

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: **WCD, LLC**

CASE NO

CHAPTER 11

BUSINESS INCOME AND EXPENSES

FINANCIAL REVIEW OF THE DEBTOR'S BUSINESS (NOTE: ONLY INCLUDE information directly related to the business operation.)

PART A - GROSS BUSINESS INCOME FOR PREVIOUS 12 MONTHS:

1. Gross Income for 12 Months Prior to Filing: \$1,233,229.00

PART B - ESTIMATED AVERAGE FUTURE GROSS MONTHLY INCOME:

2. Gross Monthly Income: \$69,000.00

PART C - ESTIMATED AVERAGE FUTURE MONTHLY EXPENSES:

3. Net Employee Payroll (Other Than Debtor):	<u>\$42,946.00</u>	
4. Payroll Taxes:	<u>\$3,122.00</u>	
5. Unemployment Taxes:	<u>\$400.00</u>	
6. Worker's Compensation:	<u>\$0.00</u>	
7. Other Taxes:	<u>\$400.00</u>	
8. Inventory Purchases (including raw materials):	<u>\$3,000.00</u>	
9. Purchase of Feed/Fertilizer/Seed/Spray:	<u>\$0.00</u>	
10. Rent (other than debtor's principal residence):	<u>\$5,400.00</u>	
11. Utilities:	<u>\$1,150.00</u>	
12. Office Expenses and Supplies:	<u>\$400.00</u>	
13. Repairs and Maintenance:	<u>\$100.00</u>	
14. Vehicle Expenses:	<u>\$50.00</u>	
15. Travel and Entertainment:	<u>\$0.00</u>	
16. Equipment Rental and Leases:	<u>\$0.00</u>	
17. Legal/Accounting/Other Professional Fees:	<u>\$0.00</u>	
18. Insurance:	<u>\$1,300.00</u>	
19. Employee Benefits (e.g., pension, medical, etc.):	<u>\$0.00</u>	
20. Payments to be Made Directly by Debtor to Secured Creditors for Pre-Petition Business Debts (Specify):	None	
21. Other (Specify):		
Telephone/Internal Accounting/HR	<u>\$2,000.00</u>	
U. S. Trustee's Quarterly Fees	<u>\$542.00</u>	
22. Total Monthly Expenses (Add items 3 - 21)		<u>\$60,810.00</u>

PART D - ESTIMATED AVERAGE NET MONTHLY INCOME:

23. AVERAGE NET MONTHLY INCOME (Subtract item 22 from item 2): \$8,190.00

