

IT IS ORDERED that, pursuant to Section 365(b) of Title 11 of the United States Code, as amended (the “Bankruptcy Code”) the Debtors are hereby authorized and ordered to assume the Agreements;

IT IS FURTHER ORDERED that, pursuant to Section 364(c) of the Bankruptcy Code and the terms of the Agreements, the Debtors are authorized to grant to IPFS a first priority security interest (the “Lien”) in the Policies, including (but only to the extent permitted by applicable law) (i) all money that is or may become due under the Agreements because of a loss under the Policies that reduces unearned premiums (subject to the interest of any applicable mortgagee or loss payee); (ii) any return of premiums or unearned premiums under the Policies; and, (iii) any dividends that may become due the Debtors in connection with the Policies;

IT IS FURTHER ORDERED that, in the event that the Debtors default under the terms of the Agreements, IPFS, may, in accordance with the terms of the Agreements, and without further order of the Court, cancel the Policies listed in the Agreements or any amendment thereto and receive and apply the unearned or return premiums to the account of the Debtors;

IT IS FURTHER ORDERED that, the full rights of IPFS pursuant to the Agreements and controlling state law be and the same hereby are fully preserved and protected and are and shall remain unimpaired by the pendency of this or any subsequent proceeding under the Bankruptcy Code, the appointment of a trustee in these cases, or the conversion of the cases to cases under Chapter 7 of the Bankruptcy Code;

IT IS FURTHER ORDERED that, in the event that returned or unearned premiums or other amounts due under the Policies are insufficient to pay the total amount owing by the Debtors to IPFS, any remaining amount owing to IPFS, including reasonable attorneys’ fees and costs, shall

be an allowed claim in these cases with priority as an administrative expense pursuant to Section 503(b) (1) of the Bankruptcy Code;

IT IS FURTHER ORDERED that, notwithstanding anything to the contrary contained in any Order approving secured financing in these cases, the Lien granted to IPFS hereunder in connection with the Policies shall be senior to any security interests and/or liens granted to any other secured creditors in the Debtors' cases;

IT IS FURTHER ORDERED that, as further adequate assurance the Debtors are permitted to pay to IPFS the final three installments due under PFA# TXH-454234 on or before June 30, July 31, and August 31, 2016 with the last such payment to include any accrued unpaid late charges that may be due;

IT IS FURTHER ORDERED that because IPFS has extended credit to the Debtors in good faith, the reversal or modification of this Order on appeal shall not affect the validity of the debt owed to IPFS or the priority of its liens, as provided in Section 364(e) of the Bankruptcy Code;

IT IS FURTHER ORDERED that the Debtors are hereby authorized to enter into financing agreements in the future with IPFS without further court order under the following terms:

- A. Copies of the proposed financing agreement will be forwarded to counsel for any Official Committee of Unsecured Creditors (the "Committee"), and counsel to the Debtors' Senior Lender ("Senior Lender"); and,
- B. Unless the Debtors receive notice in writing from the Committee and/or the Senior Lender within five (5) business days of receipt by the Committee and the Senior Lender of the Financing Agreements, the Debtors will proceed to enter into said Financing Agreements;

and

IT IS FURTHER ORDERED that any future financing agreements entered into by the Debtors and IPFS, pursuant to the procedure outlined above, will be subject to the same requirements of this Order.

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Respectfully submitted by:
WILLIAM E STEFFES (LA Bar Roll No. 12426)
Steffes, Vingiello & McKenzie, LLC
13702 Coursey Blvd., Building 3
Baton Rouge, Louisiana 70817
Telephone: (225) 751-1751
Facsimile: (225) 751-1998
E-mail: bsteffes@steffeslaw.com

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Recipients of Notice of Electronic Filing:

ust	Office of U. S. Trustee	USTPRegion05.SH.ECF@usdoj.gov
aty	Barbara B. Parsons	bparsons@steffeslaw.com
aty	Catherine Noel Steffes	nsteffes@steffeslaw.com
aty	Gail Bowen McCulloch	gail.mcculloch@usdoj.gov
aty	George C. Freeman, III	gfreesman@barrassousdin.com
aty	William E. Steffes	bsteffes@steffeslaw.com

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Recipients submitted to the BNC (Bankruptcy Noticing Center):

db Progressive Acute Care, LLC Post Office Box 5309 Abita Springs, LA 70420

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