

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

In re:	)	Chapter 11
	)	
CHELLINO CRANE, INC., <i>et al.</i> ,	)	Case No. 17-14200 (CAD)
	)	
Debtor.	)	Honorable Carol A. Doyle

**LIMITED OBJECTION OF SUPER G FUNDING, LLC DBA BIZCASH TO  
DEBTORS' EMERGENCY MOTION FOR INTERIM AND FINAL  
ORDERS AUTHORIZING THE DEBTORS TO: (A) USE CASH COLLATERAL;  
(B) INCUR POSTPETITION DEBT; AND (C) GRANT ADEQUATE PROTECTION  
AND PROVIDE SECURITY AND OTHER RELIEF TO FIRST MIDWEST BANK**

Secured mortgage lien creditor Super G Funding, LLC dba BizCash ("Super G"), by and through its counsel, hereby submits this limited objection (this "Objection") to the Debtors' Emergency Motion for Interim and Final Orders Authorizing the Debtors to: (a) Use Cash Collateral; (b) Incur Postpetition Debt; and (c) Grant Adequate Protection and Provide Security and Other Relief to First Midwest Bank [Dkt. No. 11] (the "Motion"), and states as follows:

**BACKGROUND**

1. Super G is the holder of that certain Real Estate Mortgage dated May 5, 2015 and recorded with the Will County Recorder on June 19, 2015 as Document No. R2015051373 (the "Super G Mortgage"), executed by one of the Debtors herein, Chellino/Industrial Park Family Limited Partnership, in favor of Super G, encumbering the real property commonly known as 915 Rowell Avenue, Joliet, Illinois 60433 (the "Real Property"). On information and belief, the Super G Mortgage is junior only to that certain mortgage dated December 30, 2014 and recorded with the Will County Recorder on January 20, 2015 as Document No. R2015004508, which mortgage is currently held by First Midwest Bank (the "First Midwest Mortgage").

2. In the Motion, the Debtors admit that Super G holds a “subordinate mortgage lien on the Real Property.” (Motion at ¶ 9(e).)

3. On May 22, 2017, the Debtors submitted their Proposed Final Order Authorizing the Debtors to: (A) Use Case Collateral; (B) Incur Postpetition Debt; and (C) Grant Adequate Protection and Provide Security and Other Relief to First Midwest Bank (“Proposed Final Order”) [Docket No. 127].

### **OBJECTION**

4. Under 11 U.S.C. § 363(e), “on request of an entity that has an interest in property used . . . by the trustee, the court . . . shall prohibit or condition such use . . . as is necessary to provide adequate protection of such interest.” Nothing in the Motion or the proposed final order purports to grant Super G adequate protection for the continued use of its collateral.<sup>1</sup>

5. Super G objects to the entry of the proposed final order because paragraph 3(c)(ii) thereof purportedly authorizes the Debtors to incur Postpetition Liens that are “senior in priority to all liens on the Postpetition Collateral other than Permitted Priority Liens[.]”

6. The Proposed Final Order defines “Permitted Priority Liens”, in pertinent part, as “liens in favor of third parties upon the Prepetition Collateral, which third-party liens, as of the Petition Date: (1) had priority under applicable law over the Prepetition Liens[.]”<sup>2</sup>

7. Because the Super G Mortgage is, on information and belief, junior to the First Midwest Mortgage, the Super G Mortgage would not have priority over the Prepetition Liens of First Midwest in the Real Property, and therefore would not be considered a “Permitted Priority Lien.”

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<sup>1</sup> Super G reserves the right to request adequate protection by separate motion, if necessary.

<sup>2</sup> The “Prepetition Liens” are defined as “First Midwest’s security interests in the Prepetition Collateral.” The Real Property is included in the definitions of “Postpetition Collateral” and “Prepetition Collateral” in Exhibit A to the proposed final order.

8. As a result, the Proposed Final Order would authorize the Debtors to incur postpetition debt secured by liens that prime the Super G Mortgage, all while using Super G's collateral without affording Super G adequate protection.

9. Super G does not agree to this treatment, which consequently violates, inter alia, §364(d) of the Bankruptcy Code. Super G therefore objects to entry of the Proposed Final Order.

10. On May 24, 2017, Sumitomo Mitsui Finance and Leasing Co., Inc. ("Sumitomo") filed its Objection to the Debtors' Motion [Docket No. 135]. Super G incorporates and adopts by reference herein the Objection of Sumitomo to the Proposed Final Order and joins in the Objection of Sumitomo to the Proposed Final Order.

WHEREFORE, Super G requests that this Court: (1) sustain this Objection; (2) enter an order granting Super G adequate protection; and/or (3) grant such other further relief as this Court deems just and proper.

Dated: June 1, 2017

Respectfully submitted,

SUPER G FUNDING, LLC DBA BIZCASH

By: /s/ Thomas C. Wolford  
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**CERTIFICATE OF SERVICE**

I, Thomas C. Wolford, an attorney, hereby certify that, on June 1, 2017, I served a copy of the ***Limited Objection of Super G Funding, LLC dba BizCash to Debtors' Emergency Motion for Interim and Final Orders Authorizing the Debtors to: (a) Use Cash Collateral; (b) Incur Postpetition Debt; and (c) Grant Adequate Protection and Provide Security and Other Relief to First Midwest Bank*** to be filed electronically with the Clerk of the Court using the CM/ECF System. Notice of this filing was sent by operation of the Court's electronic filing system to the following parties:

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