

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RM BAKERY LLC, *et al.*,¹
Debtors.

Chapter 11

Case No. 20-11422 (MG)
Jointly Administered

**SECOND FINAL ORDER AMENDING FINAL ORDER (I) AUTHORIZING
THE USE OF CASH COLLATERAL, (II) GRANTING ADEQUATE
PROTECTION, (III) AUTHORIZING THE DEBTORS TO OBTAIN
POSTPETITION FINANCING, (IV) GRANTING THE LIENS AND SUPERPRIORITY
CLAIMS TO THE DIP LENDER, AND (V) MODIFYING THE AUTOMATIC STAY**

Upon consideration of the motion (the “Motion”) of RM Bakery LLC (“RM Bakery”), and BKD Group LLC (“BKD Group”), the debtors and debtors-in-possession in the above-captioned chapter 11 cases, (the “Debtors”), for entry of an order (this “Second Final DIP Amendment Order”) amending that certain *Final Order (i) Authorizing the Use of Cash Collateral, (ii) Granting Adequate Protection, (iii) Authorizing the Debtors to Obtain Postpetition Financing, (iv) Granting the Liens and Superpriority Claims to the DIP Lender, and (v) Modifying the Automatic Stay* [Docket No. 57] (the “Final Order”)² to approve the Second DIP Amendment to the DIP Financing Final Order (the “Second DIP Amendment”); and the Court having considered the Third DIP Amendment Motion and the record in these Chapter 11 Cases; and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this case and the Third DIP Amendment

¹ The Debtors in these Chapter 11 Cases and the last four digits of each Debtor's taxpayer identification number are as follows: RM Bakery LLC (7954) and BKD Group LLC (0624).

² Capitalized terms not defined herein are defined in the Final Order (i) Authorizing the Use of Cash Collateral, (ii) Granting Adequate Protection, (iii) Authorizing the Debtors to Obtain Postpetition Financing, (iv) Granting the Liens and Superpriority Claims to the DIP Lender, and (v) Modifying the Automatic Stay [Docket No.

Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that due and proper notice of the Third DIP Amendment Motion has been given and no other or further notice is necessary; and objections, if any, having been withdrawn, resolved, or overruled on the merits by the Court; and the Court having determined that entry of the Second DIP Amendment is an appropriate exercise of the Debtors' sound business judgment; and the Court having determined that the terms of this Second Final DIP Amendment Order were negotiated in good faith and at arms' length; and after due deliberation it appearing that sufficient cause exists for granting the requested relief pursuant to Sections 105, 361, 362, 363, 364, 507, and 552 of the Bankruptcy Code, Bankruptcy Rules 2002, 4001, 6004, and 9014, and Local Rule 4001-2, and that the requested relief is in the best interest of the Debtors, their estates, and their creditors;

IT IS HEREBY ORDERED THAT:

1. This Second Final DIP Amendment Order shall constitute findings of fact and conclusions of law pursuant to Bankruptcy Rule 7052, made applicable to this proceeding by Bankruptcy Rule 9014.
2. Upon entry of this Second Final DIP Amendment Order, the DIP Financing Final Order is amended as follows:
 - a. The amount of \$1,642,000 that appears in the preamble of the first page of the DIP Financing Final Order is deleted and replaced with \$2,000,000.
 - b. The amount of "\$1,642,000" that appears in paragraph 13 of the Final Order is deleted and replaced with "\$2,000,000".

57] (the "Final Order")

3. All references to the DIP Facility in the Final Order shall be deemed references to the DIP Facility as amended by the DIP Amendment, the DIP Amendment Order, and the *Second Interim Order Amending Final Order (i) Authorizing the Use of Cash Collateral, (ii) Granting Adequate Protection, (iii) Authorizing the Debtors to Obtain Postpetition Financing, (iv) Granting the Liens and Superpriority Claims to the DIP Lender, and (v) Modifying the Automatic Stay* [Docket No. 418] (the “Second Interim DIP Amendment Order”).

4. Pursuant to Sections 105, 361, 363, 364, 507, and 552 of the Bankruptcy Code, Bankruptcy Rules 2002, 4001, and 9014, and Local Rule 4001-2, the Second DIP Amendment is hereby approved, up to a maximum aggregate amount of \$2,000,000 in Advances, and the Debtors are authorized to perform all acts, and to execute and deliver all instruments and documents in connection therewith that may be reasonably required or necessary for the performance of their obligations under the Second DIP Amendment.

5. Except as expressly set forth in the DIP Amendment Order, the Second Interim DIP Amendment Order, and this Second Final DIP Amendment Order, the terms of the Final Order are not altered and remain in full force and effect.

6. The terms and conditions of this Second Final DIP Amendment Order shall be immediately effective and enforceable upon its entry.

7. This Court shall retain jurisdiction to hear and determine any and all matters arising from or related to the interpretation or implementation of this Second Final DIP Amendment Order, the Second Interim DIP Amendment Order, the Third DIP Amendment Motion and the Final Order.

8. The provisions of this Second Final DIP Amendment Order are non-severable and mutually dependent.

IT IS SO ORDERED.

Dated: August 1, 2024
New York, New York

/s/ **Martin Glenn**
MARTIN GLENN
Chief United States Bankruptcy Judge