



Dated: April 25, 2017

The following is ORDERED:

Sarah A Hall
United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA**

_____)	
)	Chapter 11
In re:)	
)	
EATERIES, INC., <i>et al.</i> ¹)	Case No. 17-11444-SAH
Debtors.)	
_____)	(Jointly Administered)

**ORDER AUTHORIZING DEBTOR TO HONOR AND CONTINUE
CERTAIN PREPETITION CUSTOMER PROGRAMS
[THIS ORDER RELATES TO THE MOTION AT DKT. NO.31]**

This matter came on for consideration pursuant to the Amended Motion for Order Pursuant to 11 U.S.C. § 105 Authorizing Debtor to Honor and Continue Certain Prepetition Customer Programs ("Motion") [Dkt. No. 31], filed by Eateries, Inc. ("Eateries") and GRP of Zanesville, LLC ("Zanesville") debtors and debtors-in-possession (collectively the "Debtors") filed on April 19, 2017.

Upon consideration of the Motion, the Affidavit of William C. Liedtke, III, Vice President of Eateries, and Zanesville, in Support of the Debtors' Chapter 11 Petitions and First Day Motions, and for good cause shown, the Court finds that the Motion should be, and is hereby, granted. More specifically, the Court orders that:

1. Pursuant to section 105(a) and 503(b)(1) of the Bankruptcy Code, the Debtors are authorized, but not obligated, to continue their Customer Programs in the ordinary course of their business in the same manner and on the same basis as the Debtors implemented and maintained the same prior to the commencement of this Chapter 11 case, and pay and honor all obligations thereunder whether arising prior to or after the Commencement Date; provided, however, that the relief granted herein shall not constitute an approval or assumption of any Customer Program or related agreement or policy pursuant to section 365 of the Bankruptcy Code..

2. The Debtors' Banks and all other applicable banks or financial institutions are authorized, when requested by the Debtors in the Debtors' sole discretion, to receive, process, honor, and pay all checks drawn or direct deposit and funds transfer instruction made relating to the Debtors' accounts and any other transfers that are related to the Customer Programs and the costs and expenses incident thereto; provided, that sufficient funds are available in the accounts to make such payments; provided further that (i) any such bank or financial institution may rely on the representations of the Debtors regarding which check that were drawn or instructions that were issued by the Debtors before the Petition Date should be honored postpetition pursuant to this Order and (ii) any such bank or financial institution shall not have any liability to any party for relying on the representations of the Debtors as provided herein.

¹ The affiliated Debtors are Eateries, Inc. and GRP of Zanesville, LLC, Case Nos. 17-11444 and 17-11445

3. The Debtors are authorized to issue postpetition checks, or to affect postpetition fund transfer requests, in replacement of any checks of fund transfer requests in respect of prepetition obligations relating to the Customer Programs that were dishonored or rejected as a consequence of the commencement of this Chapter 11 case.

4. Nothing in this Order shall be construed as prejudicing any rights the Debtors may have to contest the amount or basis for any prepetition or postpetition obligations relating to the Customer Programs;

5. Bankruptcy Rule 6003(b) has been satisfied

6. The requirements of Bankruptcy Rule 6004(a) are hereby waived

7. Notwithstanding the possible applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. This Court retains jurisdiction over all matters arising from or related to the implementation of this Order; and

9. Notwithstanding the provisions of any Federal Rule of Bankruptcy Procedure, this Order shall take effect immediately.

10. All findings of fact in this order are based upon representations of counsel.

MOVANT SHALL NOTIFY ALL INTERESTED PARTIES

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Submitted by:

s/ Lysbeth George

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PROPOSED COUNSEL FOR DEBTOR

Notice Recipients

District/Off: 1087-5

User: tkan

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Recipients submitted to the BNC (Bankruptcy Noticing Center):

db	Eateries, Inc.	14504 Hertz Quail Springs Parkway	Oklahoma City, OK 73134
ust	United States Trustee	United States Trustee	215 Dean A. McGee Ave., 4th Floor Oklahoma City, OK 73102
cr	SpiritBank	c/o Blaney Tweedy & Tipton, PLLC	P.O. Box 657 Oklahoma City, OK 73101
cr	Fresh Capital, LLC	14504 Hertz Quail Springs Parkway	Oklahoma City, OK 73134
cr	Fiesta Holdings, Inc.	1101 West Waterloo Road	Edmond, OK 73025
aty	J. Dillon Curran	Conner & Winters LLP	1700 One Leadership Square 211 N Robinson Oklahoma City, OK 73102
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smg	Jolene M. Wise	Securities and Exchange Commission	175 W. Jackson Blvd., Suite 900 Chicago, IL 60604
smg	Internal Revenue Service	55 N Robinson Stop 5024	Oklahoma City, OK 73102
smg	Oklahoma Employment Security Commission	PO Box 53039	Oklahoma City, OK 73152-3039
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TOTAL: 16