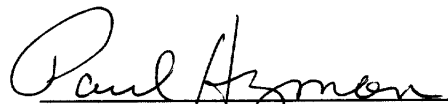




ORDERED in the Southern District of Florida on October 17, 2017.


Paul G. Hyman, Jr., Judge
United States Bankruptcy Court

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF FLORIDA
WEST PALM BEACH DIVISION**

IN RE:

Case No. 17-18864-PGH
Chapter 7

AA FLORIDA BRIDAL RETAIL
COMPANY, LLC, *et al.*,

(Jointly Administered)

Debtors.
_____ /

**ORDER GRANTING CHAPTER 7 TRUSTEE'S MOTION FOR : (I) LIMITED
AUTHORITY TO OPERATE THE BUSINESS OF THE DEBTORS AND (II) AUTHORITY
TO PAY ADMINISTRATIVE EXPENSES OF THE ESTATES [E.C.F. NO. 180]**

This matter came on for hearing on October 11, 2017 at 9:30 a.m. (the "**Hearing**"), upon the Chapter 7 Trustee's Motion for: 1) Limited Authority to Operate the Business of the Debtors and 2) Authority to Pay Administrative Expenses of the Estates [E.C.F. No. 180] (the "Motion"), and the Court having reviewed and taken judicial notice of the file, heard argument and proffers of counsel and the Trustee, due and sufficient notice of the Motion having been provided, good cause appearing and for the reasons stated on the record at the Hearing, good and sufficient cause appearing it is hereby

ORDERED and ADJUDGED:

1. The Motion is Granted.
2. The Trustee may operate for the limited purposes described in the Motion through December 1, 2017.
3. The Trustee shall be entitled to pay Administrative Expenses in the aggregate amount up to \$60,595.00 (the “**Interim Cash Collateral Amount**”) through and until October 6, 2017, for the limited purpose to fund the items detailed in the Fourth Budget attached to the Motion as **Exhibit B**. Pursuant to sections 361(3) and 507(b) of the Bankruptcy Code, the Court finds it appropriate to, and hereby grants CardConnect a super-priority administrative claim in the amount of the Interim Cash Collateral Amount in and upon all assets of the Debtors located in the United States, including any after-acquired property and proceeds thereof, including, for the avoidance of doubt, proceeds (through insurance, settlement, or otherwise) of pending and/or future litigation, including under chapter 5 of the Bankruptcy Code or similar state law claims, commenced by or on behalf of the Debtors, pursuant to sections 507(a)(2), 507(b) and 726(a)(1) in the amount of the Interim Cash Collateral Amount, which shall not be subject to any carve-outs (other than as expressly ordered by the Court), including, for the avoidance of doubt, section 726(b) of the Bankruptcy Code and shall not be subject to reduction until CardConnect’s claims against the Debtors’ estates are otherwise paid in full.
4. In addition, the Trustee is authorized to incur and make additional payments not exceeding \$60,000.00 from the Estates’ unencumbered cash on hand, for expenses that arise on

account of administration of the Estates from October 7, 2017 through and including December 1, 2017, without further order of this Court.

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Submitted by:

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(Attorney Marks is directed to serve a conformed copy of this Order and to file a Certificate of Service with the Court).