

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF MICHIGAN

IN RE:

LAKESHORE FRESH MARKET, INC., *et al*,¹

Case No.: 13-06163-swd
(Jointly Administered)
Chapter 7; Filed: 8/1/2013
Converted from Chapter 11:
4/24/2014

Debtors.

Hon. SCOTT W. DALES
U.S. Bankruptcy Judge

**ORDER GRANTING
CHAPTER 7 TRUSTEE'S AMENDED MOTION
FOR AUTHORITY TO SELL REAL PROPERTY AND LIQUOR LICENSE UNDER
11 U.S.C. § 363(f) AND TO APPROVE AUCTION PROCEDURES**

PRESENT: HON. SCOTT W. DALES, Bankruptcy Judge

This matter having come before the Court upon the Chapter 7 Trustee's Amended Motion for Authority to Sell Real Property and Liquor License under 11 U.S.C. § 363(f) and to Approve Auction Procedures ("Motion"); this Court being satisfied that proper notice of the Motion was provided; this Court having conducted a hearing regarding the Motion on October 1, 2014; and this Court being otherwise fully advised in the premises;

IT IS HEREBY ORDERED that the Motion is GRANTED for the reasons stated on the record.

IT IS FURTHER ORDERED that the Trustee is authorized to sell the Real Property and the Liquor License free and clear of all liens and encumbrances pursuant to 11 U.S.C. § 363(f) on the terms set forth in the Motion.

IT IS FURTHER ORDERED that the following auction procedures (which are set forth in the Motion) shall govern the Trustee's sale of the Real Property and the Liquor License:

1. On a date and time and at a location to be announced, all interested bidders should appear for the auction sale. The Trustee or her counsel may preside over the auction.
2. The opening bid shall be \$515,000 for the Real Property and Liquor License together. Bidding thereafter shall be in increments of \$5,000.
3. The Trustee reserves the right to reject any and all bids, and all bids are subject to the approval of the Bankruptcy Court.

¹ The Debtors are Lakeshore Fresh Market, Inc., Case No. 13-06163, and Sprinkle Road Investments, LLC, Case No. 13-06161.

4. The purchaser must be eligible to be a licensee of the Liquor License, pursuant to the Michigan Liquor Control Code and all applicable regulations and rules of the Liquor Control Commission.

5. The bidder with the highest bid that is acceptable to the Trustee (which may or may not be the highest bid) shall enter into a purchase agreement with the Trustee within five (5) business days after the date of the auction, which purchase agreement shall set forth, among other things, the closing date. The purchase price must be paid in full to the Trustee in certified funds at the time of closing. All provisions of the purchase agreement must be acceptable to the Trustee and are subject to Bankruptcy Court approval. The Trustee shall file a motion to approve the purchase agreement within a reasonable time after it is executed, if the terms of the purchase agreement are acceptable to the Trustee.

6. The bidder with the highest acceptable bid shall also deposit earnest money in the amount of \$5,000.00.

7. The sale of the Real Property and Liquor License shall be on an "AS IS, WHERE IS" basis without representation or warranty, express or implied, of any kind, nature or description, including any warranty by description or of merchantability, habitability, usability or fitness for any particular purpose. The Trustee shall not be required to inspect, test or report on the condition of the Real Property and Liquor License or of the existence of any possible defects in the Real Property and Liquor License. The Trustee specifically makes no representation or warranty as to the validity, enforceability, or transferability of the Liquor License. All bidders must perform their own due diligence, including but not limited to title searches and inquiries with the Liquor Control Commission.

8. Transfer of the Liquor License to any purchaser shall require the consent of the Liquor Control Commission.

9. The Real Property and Liquor License shall be sold free and clear of all liens or claims thereon, with the interest of any party asserting a lien or claim thereon attaching to the proceeds of the sale in the same order, rank, validity and priority as they presently may exist on the Real Property and Liquor License, subject to the terms described in the Motion.

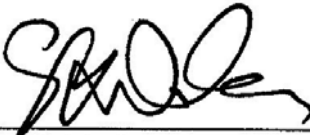
Prepared by:
Laura J. Genovich (P72278)
FOSTER, SWIFT, COLLINS & SMITH, PC
1700 E. Beltline Avenue, NE Suite 200
Grand Rapids, MI 49525
(616) 726-2200

END OF ORDER

IT IS SO ORDERED.

Dated October 1, 2014





Scott W. Dales
United States Bankruptcy Judge