

The court incorporates by reference in this paragraph and adopts as the findings and orders of this court the document set forth below. This document was signed electronically on November 20, 2017, which may be different from its entry on the record.

IT IS SO ORDERED.

Dated: November 20, 2017




ARTHUR I. HARRIS
UNITED STATES BANKRUPTCY JUDGE

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION

IN RE:) CASE NO: 03-23293
)
ARTER & HADDEN, LLP) CHAPTER 7
)
Debtor.) JUDGE ARTHUR I. HARRIS
)

ORDER APPROVING THE SALE OF CERTAIN ASSETS OF THE DEBTOR'S ESTATE FREE AND CLEAR OF LIENS, CLAIMS, INTERESTS, AND ENCUMBRANCES PURSUANT TO 11 U.S.C. §§ 105 AND 363 AND RELATED RELIEF

Upon the Motion of Marc P. Gertz, Chapter 7 Trustee (the "Trustee") for the estate (the "Estate") of the above captioned debtor (the "Debtor"), by his counsel, requesting the entry of an order, pursuant to sections 105 and 363 of Title 11 of the United States Code (the "Bankruptcy Code") and Federal Rule of Bankruptcy Procedure 6004, approving the sale of certain assets of the Debtor's Estate to Oak Point Partners, Inc. ("Oak Point") and related terms ("Motion");¹ and the Court having jurisdiction to consider the Motion and requested relief in accordance with

¹ Capitalized terms not defined herein shall have the meaning ascribed in the Motion.

28 U.S.C. §§ 157 and 1334; and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and due and proper notice of the Motion having been provided; and it appearing that no other notice need be provided and that further notice has been waived; and the Court having read and considered the Motion; and any objections to the Motion having been resolved, withdrawn, or otherwise overruled by the Court; and the Court having determined that the legal and factual bases set forth in the Motion and at any hearing thereon establish just and sufficient cause for the relief granted herein; it is hereby

ORDERED:

1. The relief sought in the Motion is GRANTED.
2. The Purchase Agreement and all of its terms and conditions are approved in their entirety.
3. The Bidding Procedures are approved in their entirety.
4. The Purchase Agreement and the Bidding Procedures are fair and reasonable.
5. Pursuant to 11 U.S.C. § 363(b), the Trustee is authorized to sell the Remnant Assets to Oak Point for the consideration described in the Motion.
6. Pursuant to 11 U.S.C. § 363(f), the sale of the Remnant Assets to Oak Point (“Sale”) shall be free and clear of any and all liens, claims, and encumbrances, with such liens, claims, and encumbrances to attach to the proceeds of the Sale with the same force, effect, and priority as such liens, claims, and encumbrances have on the Estate’s right to the Remnant Assets, as appropriate, subject to the rights and defenses of the Trustee and any party in interest with respect thereto.
7. The Trustee and its professionals are authorized to take such action as is necessary to effectuate the terms of the Purchase Agreement, together with all additional

instruments and documents that may be reasonably necessary to implement the Purchase Agreement.

8. Oak Point is granted the protections provided to a good faith purchaser under 11 U.S.C. § 363(m).

9. The transfer of the Remnant Assets to Oak Point pursuant to the Purchase Agreement constitutes a legal, valid, and effective transfer of the Remnant Assets; and shall vest Oak Point with all right, title, and interest in and to the Remnant Assets.

10. The fourteen-day stay under Bankruptcy Rule 6004(h) is waived.

11. This Court reserves jurisdiction over the provisions of this order and to hear and determine all matters arising from the implementation of this order.

IT IS SO ORDERED.

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Respectfully submitted by:

/s/ Marc P. Gertz
Marc P. Gertz #0003808
Chapter 7 Trustee
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CERTIFICATE OF SERVICE

Via the Court's Electronic Case Filing System on these entities and individuals who are listed on the Court's Electronic Mail Notice List:

Paul E. Harner, Esq. on behalf of Debtor at paulharner@paulhastings.com

Marc P. Gertz, Chapter 7 Trustee at mpgertz@goldman-rosen.com

US Trustee's Office

And by regular U.S. mail, postage paid, on:

Arter & Hadden, c/o Paul E. Harner, Esq., Paul Hastings Janofsky & Walker at
191 Northern Wacker Dr., Thirtieth Fl, Chicago, IL 60606

Eric Linn, President, Oak Point Partners, Inc. at PO Box 1033, Northbrook, IL 60065-
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