

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
Forward Foods LLC,)	Case No. 09-10545 (KJC)
)	
Debtor.)	Re: Docket No. 11
)	
)	

**INTERIM ORDER (I) RESTRAINING UTILITIES FROM DISCONTINUING,
ALTERING OR REFUSING SERVICE; (II) DETERMINING ADEQUATE
ASSURANCE OF PAYMENT TO UTILITIES UNDER 11 U.S.C. § 366; AND
(III) ESTABLISHING A PROCEDURE FOR DETERMINING ADEQUATE
ASSURANCE OF PAYMENT TO UTILITIES**

Upon the motion of Forward Foods LLC (“Forward Foods” or “Debtor”), the debtor and debtor in possession in the above-captioned chapter 11 case, for entry of an interim and final order: (i) restraining the Utilities¹ from discontinuing, altering or refusing service; (ii) determining adequate assurance of payment to the Utilities furnishing utility services under section 366 of Title 11 of the United States Code (the “Bankruptcy Code”); and (iii) establishing a procedure for determining adequate assurance of payment to the Utilities (the “Motion”); and having heard the statements of Debtor’s counsel and the statements of other parties in interest who appeared; and it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that the Motion is in the best interests of the Debtor, its estate and its creditors; and adequate notice of the Motion having been given; and it appearing that no other notice need be given; and upon the Muldoon Affidavit; and after due deliberation and sufficient cause therefore, it is hereby:

¹ All capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

ORDERED that the Motion is granted on an interim basis to the extent provided herein; and it is further

ORDERED that, pending a final hearing on the Motion or further order of this Court, no Utility (a) may alter, refuse, terminate or discontinue utility services to, and/or discriminate against the Debtor on the basis of the commencement of this Case or on account of outstanding prepetition invoices; and it is further

ORDERED that in no event may any Utility apply any postpetition payment to amounts due and owing for utility services rendered to the Debtor prior to the Petition Date. All postpetition payments made by the Debtor shall be treated as security deposits or applied to invoices for postpetition utility services; and it is further

ORDERED that if any Utility objects to the adequate assurance provided by the Debtor (the "Deposit") or the Motion itself, such Utility shall have through and including one week prior to the date scheduled for the final hearing, noted below, to file and serve a written objection with this Court. The Utility must also serve a copy of the written objection on Debtor's counsel, Bradford J. Sandler, Esquire, Benesch Friedlander Coplan & Aronoff LLP, 222 Delaware Avenue, Suite 801, Wilmington, DE 19801. To the extent that the Utility is objecting to the Motion on adequate assurance grounds, the objection must contain a statement (i) setting forth the location for which utility services are provided and the relevant account number(s), (ii) describing the deposits, prepayments or other security currently held by the objecting Utility and the amounts owing to such Utility, and (iii) explaining why the Deposit is not sufficient adequate assurance of future payment; and it is further

ORDERED that if no objection is filed by the aforementioned deadline, then the adequate protection provided by the Deposit is deemed satisfactory under section 366 of the

Bankruptcy Code, subject to the rights of any entity provided for under 11 U.S.C. § 366(c)(3)(A) of the Code. If an objection is timely filed and served, then the matter will be heard at the final hearing; and it is further

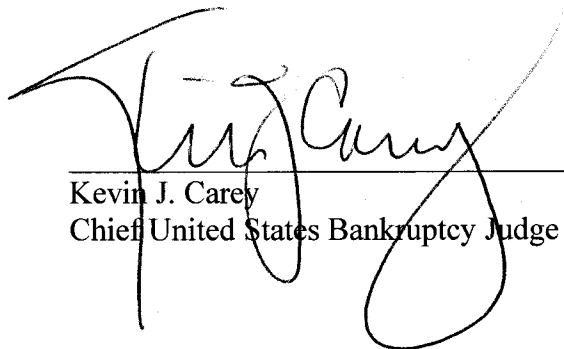
ORDERED that the deadline by which objections to the Motion and the Final Order must be filed is March 11, 2009 at 4:00 p.m. (ET). A final hearing, if required, will be held on March 18, 2009 at 4:30 p.m. (ET). If no objections are filed to the Motion, the Court may enter the Final Order without further notice or hearing; and it is further

ORDERED that the Debtor is authorized to amend Exhibit A to the Motion, in its discretion, to add or delete any Utility; provided, however, that such amendments must be filed and served at least eighteen (18) days prior to the date scheduled for the final hearing, noted above; and it is further

ORDERED that nothing in the Motion, Exhibit A, or this Interim Order (i) constitutes a finding that any entity is or is not a utility company hereunder or under section 366 of the Bankruptcy Code or (ii) impairs or otherwise affects the rights of Utilities under section 366(c)(4) of the Code; and it is further

ORDERED that this Court retains jurisdiction over any and all matters arising from or related to this Interim Order

Dated: Feb 14, 2009



Kevin J. Carey
Chief United States Bankruptcy Judge