

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
Forward Foods LLC,)	Case No. 09-10545 (KJC)
)	
Debtor.)	Re: Docket No. 14
)	
)	

**ORDER GRANTING MOTION OF THE DEBTOR FOR ORDER PURSUANT
TO SECTIONS 105(a), 363(b), 541, AND 507(a)(8) OF THE BANKRUPTCY CODE
AND FED. R. BANKR. P. 6003 AUTHORIZING PAYMENT OF
CERTAIN PREPETITION TAXES**

Upon consideration of the motion (the “Motion”)¹ of Forward Foods LLC (“Forward Foods” or the “Debtor”), the debtor and debtor in possession in the above-captioned chapter 11 case seeking entry of an order, pursuant to sections 105(a), 363, 507(a) and 541 of the Bankruptcy Code authorizing, but not directing, the Debtor to pay the Taxes to the Taxing Authorities as more fully described in the Motion; and upon consideration of the Muldoon Affidavit; and the Court having jurisdiction pursuant to sections 157 and 1334 of title 28 of the United States Code to consider the Motion and the relief requested therein; and venue being proper in this Court pursuant to sections 1408 and 1409 of title 28 of the United States Code; and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtor, its creditors, and all parties in interest; and the Court having heard the evidence and statements of counsel regarding the Motion and having determined that the legal and factual bases set forth in the Motion and attested to in the Muldoon Affidavit establish just cause for the relief granted herein, it is therefor

ORDERED that the Motion is granted as provided herein; and it is further

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

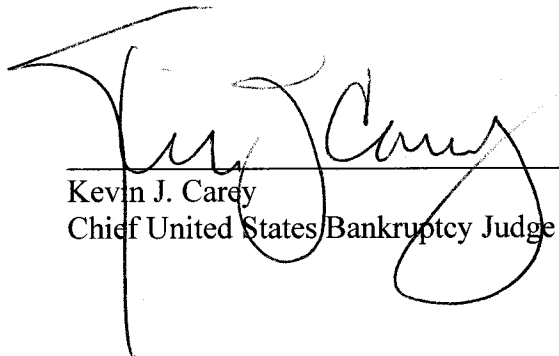
ORDERED that the Debtor is authorized, but not directed, in its sole discretion, to pay, in the ordinary course of its businesses, all prepetition Taxes relating to the period prior to the Petition Date, including all those Taxes subsequently determined to be owed for periods prior to the Petition Date, to the Taxing Authorities, subject to an aggregate cap on such payments in the amount of \$25,000; and it is further

ORDERED that nothing in the Motion or this Order shall be construed as impairing the Debtor's right to contest the validity, priority, or amount of any Taxes allegedly due or owing to any Taxing Authorities, and all of the Debtor's rights with respect thereto are hereby reserved; and it is further

ORDERED that this Court shall retain jurisdiction over the Debtor and the Taxing Authorities receiving payment from the Debtor pursuant to this Order with respect to any matters, claims, rights or disputes arising from or related to the Motion, the implementation of this Order or the validity of any of the Taxes; and it is further

ORDERED that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

Dated: Feb 18, 2009
Wilmington, Delaware



Kevin J. Carey
Chief United States Bankruptcy Judge