

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF RHODE ISLAND**

In re:)	
)	Chapter 11
)	
UTGR, INC. d/b/a TWIN RIVER, <u>et al.</u> , ¹)	Case No. 09-12418 (ANV)
)	
Debtors.)	Jointly Administered
)	

**INTERIM ORDER AUTHORIZING (A) PAYMENT OF PREPETITION (I) WAGES,
SALARIES, AND OTHER COMPENSATION; (II) REIMBURSABLE
EMPLOYEE EXPENSES; AND (III) EMPLOYEE MEDICAL AND SIMILAR
BENEFITS; AND (B) CONTINUATION OF EMPLOYEE WAGE
AND BENEFITS PROGRAMS POSTPETITION**

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an interim order (the “Interim Order”) authorizing, but not directing, the Debtors to pay in the ordinary course of business certain prepetition (a) wages, salaries, and other compensation; (b) reimbursable employee expenses; and (c) employee medical and similar benefits, and as more fully set forth in the Motion; and upon the Declaration of George Papanier, President and Chief Operating Officer of UTGR, Inc., in Support of the Debtors’ Chapter 11 Petitions and First Day Motions (the “First Day Declaration”); and the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found

¹ The Debtors in these chapter 11 cases are BLB Management Services, Inc., BLB Worldwide Holdings, Inc., and UTGR, Inc.

² All capitalized terms used but otherwise not defined herein shall have the meaning ascribed in the Motion.

that the relief requested is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and the Court having found that notice of the Motion and of the hearing on the Motion (the "Hearing") was appropriate under the particular circumstances; and the Court having reviewed the Motion and the First Day Declaration, and having heard the statements in support of the relief requested therein at the Hearing; and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein on an interim basis.
2. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Interim Order in accordance with the Motion.
3. A final hearing shall be held on July 14, 2009 at 1:00 p.m. (prevailing Eastern Time) (the "Final Hearing"). Any objections or responses to the Motion shall be filed on or before seven days prior to the Final Hearing and served in accordance with applicable law.
4. The Debtors are authorized, but not directed, to pay prepetition claims, honor obligations, and to continue programs postpetition, in the ordinary course of business and in accordance with the Debtors' prepetition policies and prepetition practices, relating to, without limitation: (a) Unpaid Compensation, Deductions, and Payroll Taxes; (b) Reimbursable Expenses; and (c) all Employee Benefits except for the Severance Payments (collectively, the "Employee Obligations").
5. The Debtors are not authorized to make any Severance Payments to any Employee prior to the Final Hearing and entry of a Final Order authorizing such relief.

6. The Debtors are authorized, but not directed, to forward any unpaid amounts on account of Deductions or Payroll Taxes to the appropriate third-party recipients or taxing authorities in accordance with the Debtors' prepetition policies and practices.

7. The Debtors are authorized, but not directed, to pay costs and expenses incidental to payment of the Employee Obligations, including all administrative and processing costs and payments to outside professionals in the ordinary course of business.

8. The Debtors are authorized, but not directed, to issue postpetition checks, or to effect postpetition fund transfer requests, in replacement of any checks or fund transfer requests that are dishonored as a consequence of the Chapter 11 Cases with respect to prepetition amounts owed to their Employees.

9. Pursuant to section 362(d) of the Bankruptcy Code, Employees are authorized to proceed with their workers' compensation claims in the appropriate judicial or administrative forum under the Workers' Compensation Program, and the Debtors are authorized to continue the Workers' Compensation Programs and pay all prepetition amounts relating thereto in the ordinary course of business.

10. Each of the financial institutions at which the Debtors maintain their accounts relating to the payment of the Employee Obligations is directed to honor checks presented for payment and all fund transfer requests made by the Debtors are related to the Employee Obligations to the extent that sufficient funds are on deposit in such accounts.

11. Nothing contained herein is intended or should be construed to create an administrative priority claim on account of the Employee Obligations.

12. Nothing in the Motion or this Interim Order, nor as a result of the Debtors' payment of claims pursuant to this Interim Order, shall be deemed or construed as: (a) an

admission as to the validity or priority of any claim against the Debtors; (b) a waiver of the Debtors' or other parties in interest's rights to dispute any claim; or (c) an approval or assumption of any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code.

13. The requirements set forth in Bankruptcy Rule 6003(b) are satisfied by the contents of the Motion and the First Day Declaration or otherwise deemed waived.

14. Notwithstanding the possible applicability of Bankruptcy Rules 6004(h), 7062, 9014, or otherwise, the terms and conditions of this Interim Order shall be immediately effective and enforceable upon its entry.

15. The Court retains jurisdiction with respect to all matters arising from or related to the interpretation or implementation of this Interim Order.

Dated: June 23, 2009
Providence, Rhode Island



Arthur N. Votolato
United States Bankruptcy Judge

Entered on Docket: 6/23/09