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THE HONORABLE SAMUEL J. STEINER
Chapter 15
HEARING DATE: April 16, 2009
HEARING TIME: 1:30 p.m.
RESPONSE DEADLINE: At Hearing

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

In re
DELOITTE & TOUCHE, INC.
as Foreign Representative of
EVERGREEN GAMING CORP., et al.
Debtors in a Foreign Proceeding,

Chapter 15
Case No. 09-13567 (SJS)
INTERIM ORDER GRANTING FOREIGN
REPRESENTATIVE'S EMERGENCY
REQUEST FOR RELIEF UNDER 11 U.S.C.
§§ 1519, 105 AND 362(a)

THIS MATTER having come before the Court upon the Emergency Motion of the Foreign Representative for Interim Relief Under 11 U.S.C. §§1519, 105(a), 361, and 362 (the "Emergency Motion") of Deloitte & Touche, Inc., the court-appointed Monitor in the CCAA Proceeding¹ that the Debtors commenced in British Columbia, Canada on April 15, 2009 under the Canadian Companies' Creditors Arrangement Act, R.S. C. 1985, c.C-36, as amended, (the "CCAA") and the Business Corporations Act, S.B.C. 2002, c.57 in British Columbia, Canada, and the Chapter 15 petition and Application for Recognition of Foreign Main Proceeding, seeks entry of an emergency order granting interim relief under

¹ Capitalized Terms not defined herein shall have the same meaning as in the Emergency Motion.

1 11 U.S.C. §§ 105, 362 and 1519 staying actions of creditors affecting the Debtors' assets
2 located in the United States; the Court having considered the Declarations of Jervis
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4 Rodrigues, Cory Coyle and John Sandrelli, as well as the pleadings and other materials on
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6 file in this case; and the Court finding that relief is urgently needed to protect the assets of
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8 the Debtors and the interests of the Debtors' creditors and to maintain the status quo pending
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10 the Court's consideration of the pending Application for entry of an order of recognition of
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12 the CCAA Proceeding as a foreign main proceeding; now, therefore, IT IS HEREBY
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14 ORDERED AS FOLLOWS:
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- 16 1. The relief requested under 11 U.S.C. §1519 is granted and the full extent of
17 11 U.S.C. §§ 361 and 362(a) shall apply to stay the actions of all creditors
18 against any of the Debtors and any of their property located within the
19 territorial limitations of the United States, including but not limited to any
20 effort to take control of Debtors' bank accounts;
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- 23 2. The foregoing stay pursuant to §362 shall also prohibit the termination of
24 contracts between the Debtors and third parties within the United States
25 including, but not limited to, the leases of real or personal property and other
26 executory contracts;
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- 29 3. The foregoing stay further prohibits creditors in the United States from
30 obtaining or perfecting liens against assets of the Debtors in the United
31 States;
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- 34 4. The stay granted herein shall continue until such time as this Court enters an
35 order on the Application seeking recognition of the Foreign Main Proceeding,
36 provided however that the provisions of this order as they apply to the rights
37 of the secured lender, Fortress Credit Corp. as agent for certain Lenders
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1 (“Fortress”), are granted on an interim basis so as to allow the parties to reach
2 agreement on the form of an agreed order providing adequate protection to
3 the lenders’ rights in its collateral. The stay as to Fortress shall expire at 5:00
4 p.m. Pacific Daylight Time on April, 21, 2009 unless extended by further
5 order of the Court;
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10 5. The Monitor and Debtors are hereby authorized to use cash collateral in the
11 ordinary course of business in the exercise of their powers, subject to the
12 terms of the CCAA Order. Pursuant to Bankruptcy Code Section 361, as
13 adequate protection for the use of their collateral by the Debtors and to secure
14 any diminution of value occurring in their cash and non-cash collateral as a
15 result of the Debtors’ use of such collateral, all creditors claiming a perfected
16 security interest in Debtors’ cash, including but not limited to Fortress, are
17 hereby granted (i) a replacement lien in the Evergreen Group’s Assets, of the
18 same kind, type and nature, and in the same order of priority, as existed on
19 the date of the commencement of the CCAA Proceeding; and (ii) a first
20 priority administrative expense claim under §§ 503(b)(1)(A) and 507 of the
21 Bankruptcy Code; and (iii) the Debtors shall continue to deposit all cash
22 proceeds derived from the Debtor’s respective business operations into the
23 Debtor’s existing deposit control accounts established to retain the creditors’
24 collateral to the extent that such accounts exist and such deposits shall be
25 subject to the creditors prepetition security interest without the need for any
26 further perfection or documentation;
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44 6. Within three business days of the entry of this order, U. S. Counsel for the
45 Monitor, Perkins Coie LLP, shall provide notice of this Interim Order, by
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1 regular first class mail, to all affected creditors in the United States known to
2 the Monitor or the Debtors.

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5 7. The relief granted in this Order is granted on an interim basis. A final
6 hearing on the Motion seeking a stay of creditors actions shall be held before
7 the undersigned Bankruptcy Judge on May 4, 2009 at 9:30 a.m.
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13 DONE IN OPEN COURT this 17th day of April, 2009.
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19
20 Honorable Samuel J. Steiner
21 United States Bankruptcy Court Judge
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23 Approved as to form.
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25
26 Perkins Coie LLP
27

28 By: /s/ Bruce G. MacIntyre
29 Bruce G. MacIntyre, WSBA No. 18984
30 Attorneys for Foreign Representative Deloitte & Touche, Inc.
31

32
33 CAIRNCROSS & HEMPELMANN, P.S.
34

35
36 By: s/s John R. Rizzardi
37 John R. Rizzardi, WSBA No. 9388
38 Attorneys for Debtors, Evergreen Gaming Corporation, et al.
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41 K & L GATES LLP
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44 By: /s/ Michael J. Gearin
45 Michael J. Gearin, WSBA No.20982
46 Attorneys for Fortress Credit Corporation
47

INTERIM ORDER GRANTING
EMERGENCY RELIEF – 4

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