

SO ORDERED



DUNCAN W. KEIR
U. S. BANKRUPTCY JUDGE

THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
(Baltimore Division)

In re

The Boyds Collection, Ltd., et al.

- * Case Nos. 05-43793DK
- * 05-43805DK
- * 05-43816DK
- * 05-43824DK
- * 05-43833DK
- * 05-43838DK
- * 05-43848DK
- * 05-43857DK
- * 05-43863DK
- * Chapter 11
- * (Jointly Administered under
- * Debtor(s) Case No. 05-43793DK)

* * * * *

ORDER GRANTING DEBTORS' EMERGENCY MOTION FOR ENTRY OF AN ORDER (A) DEEMING UTILITIES ADEQUATELY ASSURED OF FUTURE PERFORMANCE AND (B) ESTABLISHING A PROCEDURE FOR DETERMINING ADEQUATE ASSURANCES PURSUANT TO 11 U.S.C. § 366

Upon the Debtors' Emergency Motion for Entry of an Order (A) Deeming Utilities Adequately Assured of Future Performance and (B) Establishing a Procedure for Determining Adequate Assurances Pursuant to 11 U.S.C. § 366, dated October 16, 2005;¹ upon consideration of the supporting papers and the files and records in these cases and upon the arguments and

¹ Capitalized terms used but not defined herein shall have the meaning set forth in the Motion.

testimony presented at a hearing before the Court; any responses to the Motion having been withdrawn or overruled on the merits; it appearing that the Court has jurisdiction over the subject matter of the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b); it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates and their creditors; it appearing that notice of the Motion was sufficient, and no other or further notice need be provided; and after due deliberation and cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Motion is granted.
2. The procedures for determining adequate assurances as described in the Motion are approved as follows:

- (a) absent any further order of this Court, the Utility Companies shall not discontinue, alter or refuse service on account of any unpaid pre-petition charges, or require payment of a deposit or receipt of other security in connection with any unpaid pre-petition charges;
- (b) the Debtors shall serve this Order on the Utility Companies within five (5) business days of the date this Order is entered by the Court (the “Date of Entry”);
- (c) a Utility Company may request additional assurances of payment in the form of deposits or other security within thirty (30) days of the Date of Entry of this Order (an “Additional Assurance Request”), and if the Debtors believe the Additional Assurance Request is unreasonable, the Debtors will promptly schedule a hearing to determine if additional assurances are necessary (the “Determination Hearing”);³
- (d) any Additional Assurance Request must (i) be made within the time required herein, (ii) be made in writing, (iii) set forth the

³ For those Utility Companies that are subsequently added to Exhibit A to the Motion, the Debtors shall serve a copy of this Order on such Utility Companies, along with an amended Exhibit A, and such subsequently added entities shall have thirty (30) days from service of this Order to make an Additional Assurance Request.

location for which utility services are provided and (iv) include a summary of the Debtors' payment history relevant to the affected account(s), including any security deposits;

- (e) pending resolution of any such Determination Hearing, any objecting Utility Company shall be restrained from discontinuing, altering, or refusing service to the Debtors on account of unpaid charges for pre-petition services; and
- (f) if a Utility Company makes a timely request Additional Assurance Request under section 366 that the Debtors believe is reasonable, then the Debtors shall be entitled to comply with such request, as contemplated in the Motion, without further order of the Court;

3. A Utility Company shall be deemed to have adequate assurance of payment unless and until the Debtors, in their sole discretion, agree to an Additional Assurance Request or this Court enters an order requiring that additional adequate assurance of payment be provided.

4. The Debtors are authorized, in their sole discretion, to amend Exhibit A to the Motion to add or delete any Utility Company and this Order shall apply to any such Utility Company that is subsequently added to Exhibit A to the Motion.

5. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

6. No provision of this Order shall be deemed to shift any burden of proof imposed under section 366 of the Bankruptcy Code upon the Debtors or a Utility Company with respect to seeking relief from this Order.

7. Notwithstanding the possible applicability of Fed. R. Bankr. P. 6004(g), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

END OF ORDER

ORDER SERVICE LIST

Admobile of Knoxville
10217 Lynn Chase Lane
Knoxville, TN 37932

AFC Worldwide Express
P.O. Box 965549
Marietta, GA 30066

All-Size Corrugated Products
P.O. Box 92973
Cleveland, OH 44194-2973

Alpha Marketing Resources LLC
10 Hilltop Drive
Mount Holly Springs, PA 17065

AmericaSmart Real Estate LLC
P.O. Box 933005
Atlanta, GA 31193-3005

Appalachia Business Comm Corp.
PO Box 30517
Knoxville, TN 37930-0517

Banta Direct Marketing Group
PO Box 78201
Milwaukee, WI 53278-0201

Best Read Guide
Touring Publications
PO Box 4580
Sevierville, TN

Bo Whaley Music, Inc.
Jimbo Whaley
686 Lloyd Huskey Road
Pigeon Forge, TN 37863

Brochure Distribution Services
PO Box 4065
1881 County Meadows Drive
Sevierville, TN 37864

Calico Cottage Inc.
210 New Highway
Amityville, NY 11701-1116

Capital Blue Cross
P.O. Box 779516
Harrisburg, PA 17177-9516

Chart Media
PO Box 1379
Murfreesboro, TN 37133-1379

CIT Group
Commercial Services Inc.
PO Box 1036
Charlotte, NC 28201-1036

Cintas Corporation # 407
340 Dunavant Drive
Rockford, TN 37853

Cody Kramer
200 Corporate Drive
Blauvelt, NY 10913

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Philadelphia, PA 19182-7506

County of Sevier
125 Court Avenue, Suite 202E
Sevierville, TN 37862

Dolly Inc.
PO Box 931174
Cleveland, OH 44193

Effem Direct. Incorporated
PO Box 406678
Atlanta, GA 30384-6678

Fixture Resource Group
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Cincinnati, OH 45212

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Chicago, IL 60603

H.G. Rotz Associates Inc.
105 Leader Heights Road
York, PA 17403

Hanover Terminal, Inc.
PO Box 77
Hanover, PA 17331

J.B. Hunt Transport, Inc.
File 98545
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Charlotte, NC 28201-1067

John F. Freet, Jr.
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York, PA 17403

Kelsan, Inc.
PO Box 60038
Charlotte, NC 28260

Kinsley Construction Inc.
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Department 888583
Knoxville, TN 37995-8583

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Newark, NJ 07188-0100

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Pawleys Island, SC 29585

Mallmed Mall Media Inc.
PMB 4416
Blaine, WA 98230

Merchandise Testing Lab, Ltd.
NO. 105, Guang Zhong Road
Zhuan Quiao Town, Min Hang

Nancy Greenholt
Tax Collector
409 Main Street
McSherrystown, PA 17344

Neel's Wholesale Produce Co.
2308 Forest Avenue
Knoxville, TN 37916

Oki Wear Inc.
9109 Bachman Road
Orlando, FL 32824

PA Department of Community
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Harrisburg, PA 17120-0225

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PO Box 532058
Atlanta, GA 30353-2058

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Dunedin, FL 34698-7908

Pickard Distributing Corp.
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Knoxville, TN 37914

QA International Ltd.
446 North Seymour Ave.
Mundelein, IL 60060

Reliable Printing
3425 Teaster Lane
Sevierville, TN 37876

Resource Global Professionals
File 55221
Los Angeles, CA 90074-5221

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Nashville, TN 37244-0417

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Sevierville, TN 37864

Sevier County Utility District
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Sevierville, TN 37864-4398

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Holland, MI 49424

Small Small World Enterprises
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Englewood, NJ 07631

Smoky Mountain Discount Service
912 Parkway
Gatlinburg, TN 37738

Strine Printing Company
PO Box 149
York, PA 17405-0149

Sunny Day Guide
800 Seahawk Circle, #106
Virginia Beach, VA 23452

Sysco Food Services
Robert Orr-Sysco
PO Box 305138
Nashville, TN 37230

Sysco Foods
PO Box 3641
Harrisburg, PA 17105

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Kowloo Hong Kong China
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Knoxville, TN 37917

The Herald Newspaper
500 Maryville Highway
Seymour, TN 37865

The Lamar Companies
TP Composites, Inc.
8 Croserville Road
Aston, PA 19014-1488

The Mountain Press
PO Box 4810
Sevierville, TN 37864-4810

The Tennessean
PO Box 331309
Nashville, TN 37203-1309

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Nashville, TN 37204

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Virginia Beach, VA 23452

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