

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF FLORIDA
TALLAHASSEE DIVISION**

In re:

WIND DOWN TV, LLC,¹

Debtor.

Case No. 4:22-bk-40087-KKS

Chapter 11

**ORDER GRANTING DEBTOR'S AMENDED MOTION TO
CONVERT ITS CHAPTER 11 CASE TO A CASE UNDER CHAPTER
7 OF THE BANKRUPTCY CODE AND FOR RELATED RELIEF
(Doc. 525)**

Upon consideration of the *Debtor's Amended Motion to Convert Its Chapter 11 Case to a Case under Chapter 7 of the Bankruptcy Code and for Related Relief* (ECF No. 525) (the "Amended Motion");² and it appearing that this Court has the power to consider the Amended Motion in accordance with 28 U.S.C. §§ 157 and 1334, and the Standing Order of Reference from the United States District Court for the Northern District of Florida, dated June 5, 2012; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that the venue of this proceeding and the Amended Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that proper and adequate notice of the Amended Motion

¹ The Debtor's address 1400 Village Square Blvd., Suite #3 – 405, Tallahassee, FL 32312-1231. The last four digits of the Debtor's federal tax identification number are 5082.

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

and the hearing on the Amended Motion held on December 15, 2022 (the “Hearing”), has been given and that no other or further notice is necessary; and upon consideration of the evidence, the arguments of counsel, any responses to the Amended Motion, and the statements of other parties in interest provided at or in connection with the Amended Motion or the Hearing; and it appearing, after due deliberation, that the relief requested is in the best interest of the Debtor, its estate and creditors; and sufficient cause appearing therefor,

It is hereby ORDERED:

1. The Amended Motion is GRANTED, as set forth herein.
2. The Debtor’s Chapter 11 Case shall be converted to a case under chapter 7 of the Bankruptcy Code, effective as of the entry of this Order (such date, the “Conversion Date”).
3. The following Conversion Procedures are hereby approved:
 - a. **Professional Fees.** To the extent professionals retained in the Chapter 11 Case have not already submitted final fee applications to the Court (the “Final Fee Applications”), all professionals shall submit Final Fee Applications in accordance with the Bankruptcy Code, Bankruptcy Rules, Local Rules, and orders of this Court by no later than twenty-eight (28) days after the Conversion Date (the “Final Fee Application Deadline”). Objections, if any, to the Final Fee Applications shall be filed and served by no later than twenty-one (21) days after the Final Fee Application Deadline, unless otherwise ordered by the Court agreed by the applicable professional. The Court will schedule a hearing, if necessary, on such Final Fee Applications at a date to

be determined by the Court, subject to the Court's availability. To the extent no objections are filed to a given professional's Final Fee Application, such professional may file a Certificate of No Objection, and the Court may, in its sole discretion, enter an order approving such fees. To the extent the Court approves a Final Fee Application after the Conversion Date, all approved amounts owed for professional fees and expenses shall be paid (x) first, from each professional's retainer to the extent such retainers exist; and (y) thereafter, from the Debtor's chapter 7 estate in accordance with the priorities set forth in the Bankruptcy Code.

- b. **Books and Records.** As soon as reasonably practicable, but in no event more than fourteen (14) days after the appointment of any interim or final chapter 7 trustee appointed in this case (the "Chapter 7 Trustee"), the Debtor shall turn over or provide access to the Chapter 7 Trustee the books and records of the Debtor in the Debtor's possession and control, as required by Bankruptcy Rule 1019(4). For purposes hereof, the Debtor may provide copies (including electronic copies) of such books and records to the Chapter 7 Trustee, or instructions for locating and accessing such books and records and may retain copies of such books and records to the extent necessary to complete the reports required herein.
- c. **Schedule of Unpaid Debts.** Within fourteen (14) days of the Conversion Date, the Debtor shall file a schedule of unpaid debts incurred after commencement of the Debtor's Chapter 11 Case, including the name and address of each creditor, as required by Bankruptcy Rule 1019(5).
- d. **Final Report.** Within thirty (30) days after the Conversion Date, the Debtor shall file and transmit to the Chapter 7 Trustee the Debtor's final monthly operating report for the calendar month in which the Conversion Date occurs. The Debtor's filing of the foregoing monthly operating report shall satisfy the Debtor's obligation to file final report and account under Bankruptcy Rule 1019(5)(A).

- e. **Claims and Noticing Administration.** Within fourteen (14) days of the Conversion Date, Stretto, Inc. (“Stretto”) shall: (i) prepare and deliver a final claims register for the Chapter 11 Case to the Clerk of Court, pursuant to the current guidelines implementing under 28 U.S.C. § 156(c); (ii) retain electronic copies of all records until one (1) year after the Conversion Date (after which time Stretto may, but is not required to, destroy such records, unless otherwise required by applicable law), it being understood that Stretto need not keep paper copies of such records; (iii) transfer electronic copies of the final claims register, all claims and claim related documents and filings to the Clerk of Court; and (iv) box and transport all original claims to the federal archives, if so directed by the Clerk of Court. Stretto shall be entitled to reasonable compensation and reimbursement of its expenses from the Debtor’s estate, consistent with its customary billing rates for such services.

4. On the Conversion Date, Stretto shall be relieved of its responsibilities as the Debtor’s claims and noticing agent in the Debtor’s Chapter 11 Case and will have no further obligations to the Court, the Debtor, the Chapter 7 Trustee, or any party in interest with respect to the Debtor’s Chapter 11 Case or the chapter 7 case.

5. The Committee shall be dissolved effective upon the Conversion Date.

6. The Debtor, the Chapter 7 Trustee, and Stretto, as applicable, are authorized to take all actions necessary to effectuate the relief granted in this Order.

7. This Order shall be immediately effective and enforceable upon its entry

8. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

DONE AND ORDERED on December 21, 2022.



KAREN K. SPECIE
Chief U.S. Bankruptcy Judge

Gregory W. Werkheiser, Esq. is directed to cause Stretto, as the claims and noticing agent appointed in this case, to serve, within three days of entry of this Order, a copy of this Order on those interested parties who are non-CM/ECF users as required by the Court's Order establishing case management and notice procedures, entered April 25, 2022 [ECF No. 145], and thereafter to file a proof of service evidencing such service.

PREPARED BY: Gregory W. Werkheiser, Esq.